

Stock Exchange Announcement

STOCK EXCHANGE LISTINGS: NEW ZEALAND (FPH), AUSTRALIA (FPH)

ANNUAL SHAREHOLDERS' MEETING 2018 RESULTS, DIRECTOR ANNOUNCEMENTS AND DIRECTOR INDEPENDENCE

Auckland, New Zealand, 23 August 2018 - Fisher & Paykel Healthcare Corporation Limited (NZX:FPH, ASX:FPH) advises that all resolutions put to the company's annual shareholders' meeting held in Auckland today were passed. The five resolutions were:

- Resolution 1: That Scott St John, who retires by rotation and, being eligible, offers himself for re-election, be re-elected as a director of the Company.
- Resolution 2: That Michael Daniell, who retires by rotation and, being eligible, offers himself for re-election, be re-elected as a director of the Company.
- Resolution 3: That the Directors be authorised to fix the fees and expenses of PwC as the Company's auditor.
- Resolution 4: That approval be given for the issue of up to 50,000 performance share rights under the Fisher & Paykel Healthcare Performance Share Rights Plan to Lewis Gradon, Managing Director and Chief Executive Officer of the Company.
- Resolution 5: That approval be given for the issue of up to 150,000 options under the Fisher & Paykel Healthcare 2003 Share Option Plan to Lewis Gradon, Managing Director and Chief Executive Officer of the Company.

All resolutions were decided by poll. The details of the total number of votes cast in person, online and by proxy on the polls were as follows:

| Resolution | Votes For | % | Votes Against | Total Votes Cast | Abstain |
|---|-------------|-------|---------------|------------------|---------|
| Resolution 1: Re-election of Scott St John | 375,478,221 | 99.28 | 2,716,235 | 378,321,910 | 127,454 |
| Resolution 2: Re-election of Michael Daniell | 362,995,430 | 95.98 | 15,214,012 | 378,321,910 | 112,468 |
| Resolution 3: Authorise Directors to fix fees and expenses of auditor | 377,637,906 | 99.85 | 552,323 | 378,321,910 | 131,681 |
| Resolution 4: Issue of share rights to Lewis Gradon | 335,284,340 | 88.96 | 41,600,334 | 377,741,776 | 857,102 |
| Resolution 5: Issue of options to Lewis Gradon | 341,272,566 | 90.55 | 35,619,981 | 377,741,776 | 849,229 |

Independence of Directors

In accordance with NZX Listing Rule 3.3.3(a), the Board has determined that Tony Carter, Geraldine McBride, Donal O'Dwyer, Scott St John and Pip Greenwood are independent directors.

The factors that the Board considers in assessing the independence of directors are set out in the Board Charter, which can be viewed on the company's website:

www.fphcare.com/corporategovernance.

Contact: Ed Timmins, Company Secretary on +64 9 574 0164. For more information about the company visit our website www.fphcare.com