

Stock Exchange Announcement

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

ANNUAL SHAREHOLDERS' MEETING RESULTS, DIRECTOR ANNOUNCEMENTS AND DIRECTOR INDEPENDENCE

Auckland, New Zealand, 23 August 2016 - 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 seven resolutions were:

Resolution 1: To re-elect Michael Daniell as a Director.

Resolution 2: To re-elect Donal O'Dwyer as a Director.

Resolution 3: To elect Lewis Gradon as a Director.

Resolution 4: To elect Scott St John as a Director.

Resolution 5: To authorise the Directors to fix the fees and expenses of the Company's auditor.

Resolution 6: To approve the issue of share rights to Lewis Gradon as set out in the Notice of Annual Shareholders' Meeting 2016.

Resolution 7: To approve the issue of options to Lewis Gradon as set out in the Notice of Annual Shareholders' Meeting 2016.

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

Resolution	Votes For	%	Votes Against	Total Votes Cast	Abstain
Resolution 1 Re-election of Michael Daniell	361,918,843	99.58	1,532,265	363,451,108	68,427
Resolution 2: Re-election of Donal O'Dwyer	354,672,109	98.19	6,521,473	361,193,582	3,325,609
Resolution 3: Election of Lewis Gradon	362,406,089	99.73	995,539	363,401,628	117,563
Resolution 4: Election of Scott St John	361,831,202	99.92	302,399	362,133,601	1,385,934
Resolution 5: Authorise Directors to fix fees and expenses of auditor	363,039,937	99.88	427,775	363,467,712	51,479
Resolution 6: Issue of share rights to Lewis Gradon	348,868,296	96.41	13,002,126	361,870,422	898,247
Resolution 7: Issue of options to Lewis Gradon	352,174,878	97.32	9,685,509	361,860,387	908,282

Independence of Directors

In accordance with NZX Listing Rule 3.3.3(a), the Board has determined that Tony Carter, Lindsay Gillanders, Geraldine McBride, Arthur Morris, Donal O'Dwyer and Scott St John 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: Tony Barclay, Company Secretary on +64 9 574 0119. For more information about the company visit our website www.fphcare.com