Rule 3.19A.2

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	**FISHER & PAYKEL HEALTHCARE CORPORATION LIMITED**
ABN	**098 026 281**

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Lewis George GRADON
Date of last notice	1 April 2016

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Not Applicable
Date of change	3 June 2016
No. of securities held prior to change	• Beneficial Interest in 647,205 Ordinary Shares • Beneficial Interest in 500,000 Options to acquire Ordinary Shares • Beneficial Interest in 83,500 Performance Share Rights over Ordinary Shares
Class	Ordinary Shares, Options and Performance Share Rights
Number acquired	(a) 171,661 Ordinary Shares
Number disposed	(b) 68,000 Ordinary Shares
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	(a) NZ$1,842,215.50 (b) NZ$719,784.08

+ See chapter 19 for defined terms.

No. of securities held after change	• Beneficial Interest in 750,866 Ordinary Shares • Beneficial Interest in 285,000 Options to acquire Ordinary Shares • Beneficial Interest in 83,500 Performance Share Rights over Ordinary Shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Sale of 68,000 Ordinary Shares Exercise of 215,000 Share Options

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – +Closed period

+ See chapter 19 for defined terms.

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	Not Applicable
If prior written clearance was provided, on what date was this provided?	Not Applicable

+ See chapter 19 for defined terms.