

Statutory Information

FOR THE YEAR ENDED 31 MARCH 2010

Employee Remuneration

The Group operates in a number of countries where remuneration market levels differ widely. The offshore remuneration amounts are converted into New Zealand dollars. Of the employees noted in the table below, 73% are employed by the Group outside New Zealand. During the year a number of employees or former employees of the Group, not being directors of the Company, received remuneration and other benefits that exceeded NZ\$100,000 in value as follows:

REMUNERATION		NUMBER OF EMPLOYEES
\$	\$	
100,000	- 110,000	68
110,001	- 120,000	33
120,001	- 130,000	39
130,001	- 140,000	32
140,001	- 150,000	23
150,001	- 160,000	32
160,001	- 170,000	32
170,001	- 180,000	19
180,001	- 190,000	11
190,001	- 200,000	7
200,001	- 210,000	9
210,001	- 220,000	4
220,001	- 230,000	6
230,001	- 240,000	7
240,001	- 250,000	5
260,001	- 270,000	1
270,001	- 280,000	2
290,001	- 300,000	1
300,001	- 310,000	2
310,001	- 320,000	1
330,001	- 340,000	4
350,001	- 360,000	1
430,001	- 440,000	1
450,001	- 460,000	1
460,001	- 470,000	1
520,001	- 530,000	1
600,001	- 610,000	1
630,001	- 640,000	1
700,001	- 710,000	1
710,001	- 720,000	1

Statutory Information (continued)

FOR THE YEAR ENDED 31 MARCH 2010

Distribution of shareholders and holdings

	NUMBER OF HOLDERS	%	NUMBER OF ORDINARY SHARES	%
1 to 999	3,139	15.9	1,514,587	0.3
1,000 to 4,999	9,903	50.2	23,029,351	4.5
5,000 to 9,999	3,505	17.8	22,738,240	4.4
10,000 to 99,999	3,035	15.4	59,966,535	11.7
100,000 and over	146	0.7	405,078,614	79.1
Total	19,728	100.0	512,327,327	100.0

The details set out above were as at 26 May 2010.

As disclosed in Note 23 of the Financial Statements, there were 18,669,600 options on issue to employees as at 31 March 2010.

The Company only has one class of shares on issue, ordinary shares, and these shares are listed on the NZSX and ASX. There are no other classes of equity security currently on issue. The Company's ordinary shares each carry a right to vote on any resolution at a meeting of shareholders. Holders of ordinary shares may vote at a meeting in person, or by proxy, representative or attorney. Voting may be conducted by voice, by show of hands, or poll. There are no voting rights attaching to options.

There were 593 shareholders holding less than a marketable parcel, as defined by ASX Listing Rules, of the Company's ordinary shares, based on the market price as at 26 May 2010.

There are no restricted securities or securities subject to voluntary escrow on issue.

Limitations on the acquisition of securities

The Company is not subject to Chapters 6, 6A, 6B and 6C of the Corporations Act 2001 (Commonwealth) dealing with the acquisition of shares (i.e. substantial holdings and takeovers).

Limitations on the acquisition of the securities imposed by the jurisdiction in which the Company is incorporated (New Zealand) are:

- In general, securities in the Company are freely transferable and the only significant restrictions or limitations in relation to the acquisition of securities are those imposed by New Zealand laws relating to takeovers, overseas investment and competition.
- The New Zealand Takeovers Code creates a general rule under which the acquisition of 20% or more of the voting rights in the Company or the increase of an existing holding of 20% or more of the voting rights of the Company can only occur in certain permitted ways. These include a full takeover offer in accordance with the Takeovers Code, a partial takeover offer in accordance with the Takeovers Code, an acquisition approved by an ordinary resolution, an allotment approved by an ordinary resolution, a creeping acquisition (in certain circumstances) or compulsory acquisition if a shareholder holds 90% or more of the shares of the Company.
- The New Zealand Overseas Investment Act 2005 and Overseas Investment Regulations 2005 regulate certain investments in New Zealand by overseas persons. In general terms, the consent of the New Zealand Overseas Investment Office is likely to be required where an "overseas person" acquires shares in the Company that amount to 25% or more of the shares issued by the Company, or if the overseas person already holds 25% or more, the acquisition increases that holding.
- The New Zealand Commerce Act 1986 is likely to prevent a person from acquiring shares in the Company if the acquisition would have, or would be likely to have, the effect of substantially lessening competition in the market.

Substantial security holders

According to notices given under the Securities Markets Act 1988, the substantial security holders in ordinary shares (being the only class of listed voting securities) of the Company and their relevant interests according to the substantial security holder file as at 26 May 2010, were as follows:

	ORDINARY SHARES	%
Caledonia (Private) Investments Pty Limited and its Associates	32,115,810	6.27
Cooper Investors Pty Limited	25,848,459	5.05

As at 26 May 2010, the Company had 512,327,327 ordinary shares on issue.

Principal shareholders

The names and holdings of the twenty largest registered shareholders as at 26 May 2010 were:

	ORDINARY SHARES	%
HSBC Nominees (New Zealand) Limited	74,144,491	14.47
National Nominees New Zealand Limited	42,326,542	8.26
UBS Nominees Pty Limited	29,122,395	5.68
National Nominees Limited	28,271,065	5.52
JP Morgan Nominees Australia Limited	20,020,962	3.91
Citibank Nominees (New Zealand) Limited	19,098,481	3.73
New Zealand Superannuation Fund Nominees Limited	16,589,708	3.24
Accident Compensation Corporation	14,567,568	2.84
TEA Custodians Limited	10,543,157	2.06
Custodial Services Limited	9,840,340	1.92
Premier Nominees Limited - ING Wholesale Australasian Share Fund	9,545,128	1.86
AMP Investments Strategic Equity Growth Fund	9,174,290	1.79
Guardian Trust Investment Nominees (RWT) Limited	5,646,481	1.10
HSBC Custody Nominees (Australia) Limited	5,436,536	1.06
FNZ Custodians Limited	5,395,374	1.05
Private Nominees Limited	5,093,933	0.99
NZGT Nominees Limited - AIF Equity Fund	4,765,579	0.93
NZ Guardian Trust Investment Nominees Limited	4,369,436	0.85
Masfen Securities Limited	4,210,312	0.82
Citicorp Nominees Pty Limited	3,469,126	0.68

Statutory Information (continued)

FOR THE YEAR ENDED 31 MARCH 2010

Directors' shareholdings

Directors held interests in the following shares in the Company as at 31 March 2010:

Gary Paykel	- beneficially owned	2,022,635
	- not beneficially owned	1,869,035
Michael Daniell*	- beneficially owned	733,517
	- not beneficially owned	821,640
Nigel Evans	- beneficially owned	23,462
	- not beneficially owned	2,042,415
Roger France	- beneficially owned	Nil
Lindsay Gillanders	- beneficially owned	514,415
Sir Colin Maiden	- beneficially owned	55,138
Arthur Morris	- beneficially owned	Nil

* Michael Daniell had a beneficial interest in 860,000 options issued under the 2003 Share Option Plan.

Share dealings by Directors

In accordance with Section 148(2) of the Companies Act 1993, the Board has received disclosures from the Directors named below of acquisitions or dispositions of relevant interests in the Company between 1 April 2009 and 31 March 2010, and details of those dealings were entered in the Company's interests register. The particulars of such disclosures are:

- Michael Daniell and Gary Paykel, as directors of Fisher & Paykel Healthcare Employee Share Purchase Trustee Limited (the trustee company of the Company's Employee Share Purchase Scheme), acquired and disposed of shares pursuant to the Company's Employee Share Purchase Scheme.
- Michael Daniell:
 - (a) was granted 160,000 options for nil consideration, convertible into 160,000 shares in accordance with their terms on 2 September 2009 under the 2003 Share Option Plan;
 - (b) cancelled 91,667 options and in return was issued 9,413 shares on 4 August 2009 at \$3.2876 per share;
 - (c) cancelled 91,667 options and in return was issued 6,685 shares on 5 August 2009 at \$3.3762 per share;
 - (d) disposed of 16,098 ordinary shares on 6 August 2009 at an average price of \$3.20 per share; and
 - (e) had 91,666 options lapse on 26 August 2009.
- Gary Paykel is a trustee and beneficiary of the Andsar Family Trust which disposed of:
 - (a) 300,000 ordinary shares on 5 August 2009 and 6 August 2009 at an average price of \$3.2078 per share; and
 - (b) 200,000 ordinary shares on 29 December 2009 at an average price of \$3.314 per share.
- Nigel Evans was issued with 282 ordinary shares, valued at \$3.328 per share, on 18 December 2009 under the Company's dividend reinvestment plan.

- Sir Colin Maiden:
 - (a) was issued with 205 ordinary shares, valued at \$3,328 per share, on 18 December 2009 under the Company's dividend reinvestment plan; and
 - (b) is a trustee and beneficiary of the C J & J M Maiden Trust which was issued with 638 ordinary shares, valued at \$3,328 per share, on 18 December 2009 under the Company's dividend reinvestment plan.

Statutory disclosure

SUBSIDIARY COMPANY DIRECTORS

Section 211(2) of the Companies Act 1993 requires the Company to disclose, in relation to its subsidiaries, the total remuneration and value of other benefits received by Directors and former Directors, and particulars of entries in the interests registers made during the year ended 31 March 2010.

Other than Fisher & Paykel Healthcare Employee Share Purchase Trustee Limited, of which Gary Paykel is a director, no subsidiary has Directors who are not full-time employees of the Group.

The remuneration and other benefits of such employees (received as employees) totalling \$100,000 or more during the year ended 31 March 2010, are included in the relevant bandings for remuneration disclosed at the beginning of the "Statutory Information" section of this Annual Report.

No employee of the Fisher & Paykel Healthcare Group appointed as a Director of Fisher & Paykel Healthcare Corporation Limited or its subsidiaries receives or retains any remuneration or other benefits in their capacity as a Director.

The persons who held office as Directors of subsidiary companies at 31 March 2010 are as follows:

Fisher & Paykel Healthcare Limited (NZ)

Michael Daniell, Lewis Gradon, Paul Shearer, Tony Barclay

Fisher & Paykel Healthcare Properties Limited (NZ)

Michael Daniell, Lewis Gradon, Paul Shearer, Tony Barclay

Fisher & Paykel Healthcare Treasury Limited (NZ)

Michael Daniell, Lewis Gradon, Paul Shearer, Tony Barclay

Fisher & Paykel Healthcare Asia Limited (NZ)

Michael Daniell, Lewis Gradon, Paul Shearer, Tony Barclay

Fisher & Paykel Healthcare Asia Investments Limited (NZ)

Michael Daniell, Lewis Gradon, Paul Shearer, Tony Barclay

Fisher & Paykel Healthcare Americas Investments Limited (NZ)

Michael Daniell, Lewis Gradon, Paul Shearer, Tony Barclay

Fisher & Paykel Healthcare Employee Share Purchase Trustee Limited (NZ)

Gary Paykel, Michael Daniell, Tony Barclay

Fisher & Paykel Healthcare Pty Limited (Australia)

Michael Daniell, Lewis Gradon, Paul Shearer, David Boyle

Statutory Information (continued)

FOR THE YEAR ENDED 31 MARCH 2010

Fisher & Paykel Healthcare Limited (UK)

Michael Daniell, Paul Shearer, Jill Nelson

Fisher & Paykel Healthcare SAS (France)

Michael Daniell, Paul Shearer, Patrick McSweeney, Ian Hopkinson

Fisher & Paykel Holdings GmbH (Germany)

Ian Hopkinson

Fisher & Paykel Healthcare GmbH & Co KG (Germany)

Ian Hopkinson, Peter Spoljaric

Fisher & Paykel Healthcare AB (Sweden)

Michael Daniell, Paul Shearer, Patrick McSweeney, Ian Hopkinson

Fisher & Paykel Holdings Inc. (USA)

Michael Daniell, Paul Shearer, Tony Barclay

Fisher & Paykel Healthcare Inc. (USA)

Michael Daniell, Paul Shearer, Justin Callahan

Fisher & Paykel Healthcare K.K. (Japan)

Michael Daniell, Paul Shearer, Kokichi Kitahara

Fisher & Paykel Healthcare (Guangzhou) Limited (China)

Michael Daniell, Paul Shearer, David Boyle, Zhiping Hou

Fisher & Paykel Healthcare India Private Limited (India)

Michael Daniell, Paul Shearer, David Boyle, Thekkanathu Paily Bastin

Fisher & Paykel Healthcare Limited (Hong Kong)

Michael Daniell, Paul Shearer, David Boyle, Zhiping Hou

Fisher & Paykel Healthcare S.A. de C.V. (Mexico)

Michael Daniell, Lewis Gradon

Fisher & Paykel do Brasil Ltda (Brazil)

Brazilian law does not require directors. Decision making authority lies with the directors of its shareholders.

Fisher Paykel Sağlık Ürünleri Ticaret Limited Şirketi (Turkey)

Michael Daniell, Paul Shearer, Ahmet Başaran

Fisher & Paykel Healthcare Limited (Canada)

Michael Daniell, Paul Shearer, Justin Callahan

Disclosure of interests by Directors

In accordance with Section 140(2) of the Companies Act 1993, the Directors named below have made a general disclosure of interest, by a general notice disclosed to the Board and entered in the Company's interests register. General notices given by Directors which remain current as at 31 March 2010 are as follows:

GARY PAYKEL

Chairman of:

Milly Molly Group Holdings Limited

A director of:

ACG Capital Limited

Endeavour Yachting Limited

Fisher & Paykel Appliances Holdings Limited

Fisher & Paykel Healthcare Employee Share Purchase Trustee Limited

Howgate Holdings Limited

Keano Enterprises Limited

Lady Ruby Investments Limited

Levante Holdings Limited

Levante Marine Services Limited

New Zealand 93 Limited

Premier Icons New Zealand Limited

Sport Lemonade Corporation Limited

Stonex Systems Limited

Team New Zealand Limited

The Friends of Milly Molly (NZ) Limited

A trustee of:

Andsar Family Trust

Endeavour Yachting Trust

Levante No. 2 Trust

Maurice Paykel Charitable Trust (Inc)

Maurice and Phyllis Paykel Trust (Inc)

Team New Zealand Trust

MICHAEL DANIELL

A director of:

Fisher & Paykel Healthcare Employee Share Purchase Trustee Limited

NIGEL EVANS

A director of:

Managers & Consultants Limited

Quark Technology Limited

A trustee of:

Woolf Fisher Trust

ROGER FRANCE

Chancellor of:

University of Auckland

Chairman of:

Tappenden Holdings Limited

A director of:

Air New Zealand Limited

Blue Star Group Holdings Limited

Blue Star Group Limited

Tappenden Management Limited

LINDSAY GILLANDERS

Chairman of:

Auckland Packaging Company Limited

A director of:

Fisher & Paykel Appliances Holdings Limited

LRS Management Limited

Rangatira Limited

Dunlop Living Limited

ARTHUR MORRIS

Chairman of:

DNA Diagnostics Limited

CEO of:

Diagnostic Medlab Limited

The following details included in the Company's interests register as at 31 March 2009 have been removed as at 31 March 2010:

- Sir Colin Maiden is no longer a member of Marsh (NZ) Limited Advisory Group.

Statutory Information (continued)

FOR THE YEAR ENDED 31 MARCH 2010

Directors' and Officers' insurance and indemnity

The Group has arranged, as provided for under the Company's Constitution, policies of Directors' and Officers' Liability Insurance which, with a Deed of Indemnity entered into with all Directors, ensures that generally Directors will incur no monetary loss as a result of actions undertaken by them as Directors. Certain actions are specifically excluded, for example, the incurring of penalties and fines which may be imposed in respect of breaches of the law.

Use of Company information

There were no notices from Directors of the Company requesting to use Company information received in their capacity as Directors which would not otherwise have been available to them.

Group structure

FISHER & PAYKEL HEALTHCARE CORPORATION LIMITED* OWNS:

- Fisher & Paykel Healthcare Limited (NZ)*
- Fisher & Paykel Healthcare Pty Limited (Australia)*
- Fisher & Paykel Healthcare Treasury Limited (NZ)*
- Fisher & Paykel Healthcare Employee Share Purchase Trustee Limited (NZ)
- Fisher & Paykel Healthcare Limited (UK)
- Fisher & Paykel Holdings Inc. (USA)
- Fisher & Paykel do Brasil Ltda (Brazil)
- Fisher & Paykel Healthcare (Guangzhou) Limited (China)
- Fisher & Paykel Healthcare Asia Limited (NZ)
- Fisher & Paykel Healthcare Americas Investments Limited (NZ)

FISHER & PAYKEL HEALTHCARE LIMITED* (NZ) OWNS:

- Fisher & Paykel Healthcare Properties Limited (NZ)*

FISHER & PAYKEL HOLDINGS INC. (USA) OWNS:

- Fisher & Paykel Healthcare Inc. (USA)

FISHER & PAYKEL HEALTHCARE INC. (USA) OWNS:

- Fisher & Paykel Healthcare Limited (Canada)

FISHER & PAYKEL HEALTHCARE LIMITED (UK) OWNS:

- Fisher & Paykel Healthcare SAS (France)
- Fisher & Paykel Holdings GmbH (Germany)
- Fisher & Paykel Healthcare AB (Sweden)
- Fisher Paykel Sağlık Ürünleri Ticaret Limited Şirketi (Turkey)

FISHER & PAYKEL HOLDINGS GMBH (GERMANY) OWNS:

- Fisher & Paykel Healthcare GmbH & Co KG (Germany)

FISHER & PAYKEL HEALTHCARE ASIA LIMITED (NZ) OWNS:

- Fisher & Paykel Healthcare Asia Investments Limited (NZ)

FISHER & PAYKEL HEALTHCARE ASIA INVESTMENTS LIMITED (NZ) OWNS:

- Fisher & Paykel Healthcare India Private Limited (India)
- Fisher & Paykel Healthcare K.K. (Japan)
- Fisher & Paykel Healthcare Limited (Hong Kong)

FISHER & PAYKEL HEALTHCARE AMERICAS INVESTMENTS LIMITED (NZ) OWNS:

- Fisher & Paykel Healthcare S.A. de C.V. (Mexico)

* COMPANIES OPERATING UNDER A NEGATIVE PLEDGE DEED

Directors' details

The persons holding office as Directors of Fisher & Paykel Healthcare Corporation Limited at any time during, or since the end of, the year ended 31 March 2010 are as follows:

Gary Paykel	Chairman, Non-Executive, Independent
Michael Daniell	Managing Director and Chief Executive Officer
Nigel Evans	Non-Executive, Independent
Roger France	Non-Executive, Independent
Lindsay Gillanders	Non-Executive, Independent
Sir Colin Maiden	Non-Executive, Independent
Arthur Morris	Non-Executive, Independent

During the 12 months to 31 March 2010:

- At the Annual Meeting of Shareholders held on 21 August 2009, Lindsay Gillanders and Sir Colin Maiden retired by rotation in accordance with the Company's Constitution, and were re-elected to the Board.
- At the Annual Meeting of Shareholders held on 21 August 2009, Roger France retired following his casual appointment in accordance with the Company's Constitution, and was re-elected to the Board.

Executives' details

Michael Daniell, Managing Director and Chief Executive Officer

SENIOR MANAGEMENT

Lewis Gradon, Senior Vice-President – Products & Technology

Paul Shearer, Senior Vice-President – Sales and Marketing

Tony Barclay, Chief Financial Officer and Company Secretary

Directory

The details of the Company's principal administrative and registered office in New Zealand are:

Physical address: 15 Maurice Paykel Place, East Tamaki,
Auckland 2013, New Zealand

Telephone: +64 9 574 0100

Facsimile: +64 9 574 0158

Postal address: PO Box 14348, Panmure, Auckland 1741,
New Zealand

Internet address: www.fphcare.com

Email address: investor@fphcare.co.nz

SHARE REGISTRAR

In New Zealand:

Computershare Investor Services Limited

Physical address: Level 2, 159 Hurstmere Road, Takapuna,
Auckland, New Zealand

Postal address: Private Bag 92119, Auckland 1142,
New Zealand

Facsimile: +64 9 488 8787

Investor enquiries: +64 9 488 8777

Internet address: www.computershare.co.nz

Email: enquiry@computershare.co.nz

STOCK EXCHANGES

The Company's ordinary shares are listed on the NZSX and the ASX.

INCORPORATION

The Company was incorporated in Auckland, New Zealand.

The details of the Company's registered office in Australia are:

Physical address: 36-40 New Street, Ringwood,
Victoria 3134, Australia

Telephone: +61 3 9879 5022

Facsimile: +61 3 9879 5232

Postal address: PO Box 167, Ringwood, Victoria 3134,
Australia

In Australia:

Computershare Investor Services Limited

Physical address: Level 4, 60 Carrington Street, Sydney,
NSW 2000, Australia

Postal address: GPO Box 7045, Sydney, NSW 1115,
Australia

Facsimile: +61 2 8234 5050

Investor enquires: 1 800 501 366 (for use within
Australia only)

Internet address: www.computershare.com.au

Email: sydney.services@computershare.com.au



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Fisher & Paykel
HEALTHCARE