

ANNUAL MEETING OF SHAREHOLDERS OF FISHER & PAYKEL APPLIANCES HOLDINGS LIMITED

Fisher & Paykel Appliances' East Tamaki Complex, 78 Springs Road, East Tamaki, Manukau, New Zealand

Monday 23 August 2010 at 3:00pm

SECTION 1: ADMISSION CARD

If you propose to ATTEND the Annual Meeting: Bring this Admission Card, Proxy Form and Voting Instructions/ Voting Paper intact.
If you do NOT propose to ATTEND the Meeting but wish to be represented by proxy: Complete the Proxy and Voting Instruction sections below, detach this Admission Card and fold the form as indicated, seal and mail it to the Company's Share Registrar (see over for mailing/delivery instructions).

Common Shareholder No (CSN)

No. of Voting Securities

TEAR

SECTION 2: PROXY FORM (for use if you are unable to attend the meeting)

Common Shareholder No. (CSN)

No. of Voting Securities

I/We

being a Shareholder/ Shareholders of FISHER & PAYKEL APPLIANCES HOLDINGS LIMITED

hereby appoint* _____

or, failing him/ her _____

as my/ our proxy to vote for me/ us on my/ our behalf at the 2010 Annual Meeting of Shareholders of the Company to be held on Monday 23 August 2010 at Fisher & Paykel Appliances' East Tamaki Complex, 78 Springs Road, East Tamaki, Manukau, New Zealand commencing at 3:00pm and at any adjournment thereof.

* If you wish, you may appoint as your proxy "The Chairman of the Meeting".

Unless otherwise instructed or restricted from voting (see Note 2 over page), the proxy will vote as he or she thinks fit. Should you wish to direct the proxy how to vote, please indicate with a (✓) in the appropriate boxes below.

FOLD

SECTION 3: VOTING INSTRUCTIONS/ VOTING PAPER

This part of the form can be used either as voting instructions for a proxy or as a voting paper at the meeting (if a poll is called). This form is to be used to vote as follows on the following resolutions.

Ordinary Business:	TICK (✓) IN BOX TO RECORD YOUR VOTE	
	IN FAVOUR	AGAINST
1 To receive and consider the financial statements and the auditors' report for the year ended 31 March 2010.*		
2 i. To re-elect Ralph Waters as a Director		
ii. To re-elect Peter Lucas as a Director.		
iii. To elect Simon Botherway as a Director.		
iv. To elect Philip Carmichael as a Director.		
3 To increase the aggregate amount paid to Directors as Directors fees (the monetary sum per annum payable to all Directors taken together) by \$350,000, from \$900,000 per annum to \$1,250,000 per annum.		
4 To authorise the directors to fix the fees and expenses of PricewaterhouseCoopers, as the Company's auditors.		

* Voting on this item is not required – refer Procedural Note i. in Notice of Annual Shareholders Meeting.

Signed this _____ day of _____ 2010

Signature/ s _____

Notes:

1. For your vote to be counted, completed proxy forms must be lodged at the office of the Company's Share Registrar, Computershare Investor Services Limited, at either Private Bag 92119, Auckland 1142, New Zealand or at Level 2, 159 Hurstmere Road, Takapuna, North Shore City, New Zealand not later than 3:00pm on 21 August 2010.
2. A proxy can be any person of the Shareholder's choice and does not have to be a Shareholder. If you wish, you can appoint the Chairman of the Meeting as your proxy. If you do not appoint any person as proxy, the Chairman of the Meeting is not appointed as proxy by default and your proxy will be invalid. If the form is returned without a direction as to how the proxy shall act on a resolution the proxy will exercise the proxy's discretion as to whether to vote and, if so, how. If a proxy is a "disqualified person" for the purposes of the NZSX and ASX Listing Rules in respect of a resolution, neither that proxy nor any of that proxy's associated persons may vote any undirected proxies on that resolution. As noted in Procedural Note vii of the Notice of Meeting, all Directors (including the Chairman of the Company) are not entitled to vote on resolution 3 (Directors Fee Pool).
3. All joint holders must sign. A corporation may sign under the hand of a duly authorised officer. If the form is signed under power of attorney a certificate of non-revocation must be completed and the power of attorney also forwarded, unless it has already been noted by the Company.

TEAR

FreePost Authority Number 2888



NO POSTAGE REQUIRED
IF POSTED IN NEW ZEALAND

The Share Registrar
Fisher & Paykel Appliances Holdings Limited
c/- Computershare Investor Services Limited
Private Bag 92119
Auckland 1142

FOLD

MAILING/DELIVERY INSTRUCTIONS

1. If mailing Proxy Form from within New Zealand, use this Proxy Form as a reply paid envelope by following the directions below:
 - i Tear off Admission Card
 - ii Fold along line indicated
 - iii Seal with tape
2. If mailing Proxy Form from outside New Zealand, place Proxy Form in an envelope and affix the necessary postage from the country of mailing.

Address to:
The Share Registrar
Fisher & Paykel Appliances Holdings Limited
c/- Computershare Investor Services Limited
Private Bag 92119
Auckland 1142
New Zealand
3. If delivering Proxy Form by hand or by courier, the physical street address of the Company's Share Registrar is Computershare Investor Services Limited, Level 2, 159 Hurstmere Road, Takapuna, North Shore City, New Zealand.