

REPLY TO FAX: +64-4-472 6986

Partner Ref: Stephen Ward

For:

Australian Securities Exchange

Fax No: 0800 449 707

Destination:

New Zealand

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7

Please phone +64-4-499-4599 if any pages are unclear or missing

From:

Stephen Ward

Date:

15 November 2012

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Notice that Haier New Zealand Investment Holding Company Limited has sent compulsory acquisition documents in respect of Fisher & Paykel Appliances Holdings Limited

Please find attached, for immediate release, notice that Haier New Zealand Investment Holding Company Limited has sent compulsory acquisition documents in respect of Fisher & Paykel Appliances Holdings Limited to the outstanding shareholders of Fisher & Paykel Appliances Holdings Limited.

HAIER NEW ZEALAND INVESTMENT HOLDING COMPANY LIMITED

15 November 2012

Fisher & Paykel Appliances Holdings Limited c/- Corporate Office 78 Springs Road East Tamaki AUCKLAND

The Takeovers Panel Level 3, Soinet House 70 The Terrace WELLINGTON 6011

New Zealand Exchange Limited Level 2, NZX Centre 11 Cable Street PO Box 2959 WELLINGTON

Australian Securities Exchange Exchange Centre 20 Bridge Street SYDNEY

Companies Office Northern Business Centre Private Bag 92061 Victoria Street West AUCKLAND 1142

Notice pursuant to rule 54 of the Takeovers Code in relation to the takeover offer of Fisher & Paykel Appliances Holdings Limited

Haier New Zealand Investment Holding Company Limited (Haler) made a full takeover offer to purchase all of the ordinary shares in Fisher & Paykel Appliances Holdings Limited (Fisher & Paykel Appliances) on 23 September 2012 (Takeover Offer).

On 6 November 2012, Haier gave notice pursuant to rule 51 of the Takeovers Code that it had become the dominant owner of Fisher & Paykel Appliances by virtue of becoming the holder or controller of 90% or more of the voting rights in Fisher & Paykel Appliances.

Haier has today sent an "acquisition notice" as defined in the Takeovers Code to all outstanding shareholders in Fisher & Paykel Appliances requiring them to sell all of their shares in Fisher & Paykel Appliances to Haier. In accordance with rule 54 of the Takeovers Code, a copy of the acquisition notice, together with the accompanying covering letter which was sent to all outstanding Fisher & Paykel Appliances shareholders is attached to this letter.

Yours faithfully

Haier New/Zealand Investment Holding Company Limited

Stephen Ward

For and on behalf of Haier New Zealand Investment Holding Company Limited

Haier

HAIER NEW ZEALAND INVESTMENT HOLDING COMPANY LIMITED

15 November 2012

Dear Fisher & Paykel Appliances Holdings Limited shareholder,

COMPULSORY ACQUISITION

We are writing to you because the share register of Fisher & Paykel Appliances Holdings Limited (**Fisher & Paykel Appliances**) records that you hold the number of ordinary shares in Fisher & Paykel Appliances (**FPA Shares**) stated on the enclosed transfer form (**Transfer Form**).

As you will be aware, Haler New Zealand Investment Holding Company Limited (Haler) made a takeover offer dated 23 September 2012 (Offer) for all of the FPA Shares.

The Offer closed on 6 November 2012. Hater received sufficient acceptances of the Offer to result in it becoming the holder or controller of 90% or more of the FPA Shares, Accordingly, Haler is entitled under the New Zealand Takeovers Code to compulsorily acquire the outstanding FPA Shares.

Please find enclosed with this letter a Compulsory Acquisition Notice given to you under the Takeovers Code (Notice).

If you have sold all your FPA Shares, you should immediately forward this letter, the Notice and the Transfer Form to:

- (a) the new holder; or
- (b) the agent through whom the sale was made for them to be passed to the new holder.

If you have sold some of your FPA Shares, please treat the enclosed documents as applicable to the balance of your holding, and amend the Transfer Form accordingly.

The enclosed Notice sets out your rights as an outstanding Fisher & Paykel Appliances shareholder and the details regarding the payment you will receive for your FPA Shares (NZ\$1.28 per FPA Share in cash).

If you sign and return the Transfer Form by 6 December 2012, you will receive payment for your FPA Shares within 7 days of receipt of your Transfer Form.

If you do not sign and return the Transfer Form by 6 December 2012, the payment for your FPA Shares will be delivered to Fisher & Paykel Appliances, which will hold the money on trust for you until claimed by you, and your FPA Shares will be transferred to Haier by Fisher & Paykel Appliances in accordance with the provisions of the Takeovers Code.

Please read the Notice carefully. If you have any questions you should consult your financial or legal adviser or call Computershare Investor Services Limited on 08Q0 222 061 (Within New Zealand) or +64 9 488 8777 (outside New Zealand).

We look forward to the return of the completed Transfer Form as soon as possible. You should complete the Transfer Form even If you completed an acceptance form for the Offer (as, if you have received this letter, your acceptance — will have been received by Haler after the close of the Offer).

Yours faithfully

Liang Haishan Chairman

Haier New Zealand Investment Holding Company Limited

Haier

HAIER NEW ZEALAND INVESTMENT HOLDING COMPANY LIMITED

COMPULSORY ACQUISITION NOTICE UNDER RULE 54 OF THE NEW ZEALAND TAKEOVERS CODE IN RESPECT OF SHARES IN FISHER & PAYKEL APPLIANCES HOLDINGS LIMITED

15 November 2012

To: The outstanding shareholders in Fisher & Paykel Appliances Holdings Limited

Background

Haler New Zealand Investment Holding Company Limited (Haier) made a takeover offer dated 23 September 2012 (Offer) for all of the ordinary shares in Fisher & Paykel Appliances (FPA Shares) at a price of NZ\$1.20 per FPA Share. This price was increased to NZ\$1.28 per FPA Share on 19 October 2012.

The Offer closed on 6 November 2012. Hater received sufficient acceptances of the Offer to result in it becoming the holder or controller of 90% or more of the FPA Shares.

Haier gave notice on 6 November 2012 that it became the dominant owner of Fisher & Paykel Appllances for the purposes of the compulsory acquisition provisions of the Takeovers Code.

Interpretation

Any expression that is defined in the Takeovers Code and used (but not defined) in this notice has the same meaning as in the Takeovers Code. In this notice, all sums of money referred to are in New Zealand currency and all time references are to New Zealand time.

Haier to acquire outstanding FPA Shares

Haier is now exercising its compulsory acquisition rights under Part 7 of the Takeovers Code and pursuant to Rule 52 of the Takeovers Code. Accordingly, you (as an outstanding shareholder of Fisher & Paykel Appliances) must now sell to Haier all of your FPA Shares.

Attached to this notice is a Transfer Form prepared to effect the transfer to Haler of all of your FPA Sharcs. You are requested to complete and return the Transfer Form in the reply paid envelope to one of the addresses below, email the completed Transfer Form to the email address below or send by facsimile the completed Transfer Form to the facsimile number below:

Haler New Zealand Investment Holding Company Limited

c/- Computershare Investor Services Limited Private Bag 92119 Auckland 1142 Facsimile: 164 9 488 8787 Email: corporateactions@computershare.co.nz

or post to:

Haier New Zealand Investment Holding Company Limited

c/- Computershare Investor Services Pty Limited GPO Box 52, Melbourne, Victoria 3001, Australia

You are requested to complete and return the Transfer Form so that it is received no later than 6 December 2012 (being 21 days after the date of this notice).

Consideration for outstanding FPA Shares

If you complete and return the Transfer Form so that it is received by 6 December 2012, Haier will pay you NZ\$1.28 per FPA Share within seven days after receipt of the Transfer Form.

If you do not complete and return the Transfer Form so that it received by 6 December 2012 the Takeovers Code provides that:

- (a) Haler must deliver to Fisher & Paykel Appliances the consideration of NZ\$1.28 per FPA Share payable for each of your FPA Shares;
- (b) Fisher & Paykel Appliances must hold that consideration on trust for you in an interest bearing trust account with a registered bank until such time as you claim payment;

- (c) Haier, or its agent, must sign on your behalf a Transfer Form in relation to your FPA Shares; and
- (d) on receipt of the Transfer Form signed by Haler on your behalf and payment of the consideration payable for your FPA Shares, the directors of Fisher & Paykel Appliances are required to register the transfer of your FPA Shares into the name of Haler.

If the consideration relating to your FPA Shares is paid to Fisher & Paykel Appllances (as set out in paragraph (a) above) then you may claim that consideration directly from Fisher & Paykel Appllances.

Information required under Rule 55 of the Takeovers Code

The details required to be stated in this notice by Rule 55 of the Takeovers Code are set out below:

- (a) Haier holds or controls 90% or more of the voting rights in Fisher & Paykel Appliances;
- (b) all outstanding shareholders in Fisher & Paykel Appllances must sell their FPA Shares to Haler;
- (c) The consideration to be provided for the outstanding FPA Shares is NZ\$1.28 per FPA Share which is the same as the consideration paid by Haler for each FPA Share under the Offer;
- (d) the outstanding shareholders in Fisher & Paykel Appliances have the right to sell their FPA Shares to Haler and be paid for those FPA Shares in accordance with Part 7 of the Takeovers Code as set out in this notice;
- (e) the date on which this notice is sent is 15 November 2012;
- (f) this notice is accompanied by a Transfer Form;
- (g) the completed Transfer Form should be sent to:

Haler New Zealand Investment Holding Company Limited

c/- Computershare Investor Services Limited

Private Bag 92119 Auckland 1142

Facsimile: +64 9 488 8787

Email: corporateactions@computershare.co.nz

or post to:

Haler New Zealand Investment Holding Company Limited

c/- Computershare Investor Services Pty Limited GPQ Box 52, Melbourne, Victoria 3001, Australia

Signed for and on behalf of

Haier New Zealand Investment Holding Company Limited

Llang Haishan Chairman

cc:

Haior New Zealand Investment Holding Company Limited

cc: Fisher & Paykel Appliances Holdings Limited

c/- Corporate Office 78 Springs Road East Tamaki AUCKLAND

The Takeovers Panel Level 3, Solnet House 70 The Terrace WELLINGTON 6011

cc: Registrar of Companies Northern Business Centre Private Bag 92061 Victoria Street West AUCKLAND 1142 c: New Zealand Exchange Limited

Level 2, NZX Centre 11 Cable Street PO Box 2959 WELLINGTON

cc: Australian Securities Exchange

Exchange Centre 20 Bridge Street SYDNEY

INSTRUMENT OF TRANSFER

HAIER NEW ZEALAND INVESTMENT HOLDING COMPANY LIMITED
COMPULSORY ACQUISITION OF ALL SHARES IN FISHER & PAYKEL APPLIANCES HOLDINGS LIMITED

This form this de retained so as to be received by Train New Zealand IIIVes	unique rioloning Optinparty Ethnico (Flater) no later diam o December 2012.					
SHAREHOLDER (Transferor)	SECURITYHOLDER DETAILS Sub register					
	Number of FPA shares held as at					
	.					
	Holder Number or CSN					
BY SIGNING THIS INSTRUMENT OF TRANSFER (TRANSFER FO						
In the name of the Transferor at the time this Transfer Form Is Transferor by Halor of NZ\$1.28 for each Fisher & Paykel Appll	Paykel Appliances Holdings Limited (Fisher & Paykel Appliances) registered presented to Haler for registration in consideration for the payment to the lances share (FPA Share) transferred by the Transferor to Haier; and					
(b) represents and warrants to Haler that:	o and that title to each of the EDA Chares will be transferred to Hairs from at					
(i) the Transferor is the registered holder(s) of the FPA Shares and that title to each of the FPA Shares will be transferred to Haier free of all security interests, charges, liens, mortgages, encumbrances and adverse interests and claims of any kind, but together with all rigid attaching to them, and no other person holds any interest in the FPA Shares; and						
(ii) the Transferor has full power and capacity to sell and tran	sfer the FPA Shures to Haier.					
METHOD OF PAYMENT						
Payment will be made either by cheque or by electronic transfer by ticking the appropriate box below. Note that all payments will be a considered to the control of the con	directly into the Transferor's bank account. Please select a Mothod of Paymen be made in New Zealand dollars.					
Method of Payment (please tick one): Cheque Electronic Payment						
Note: If you do not select a Method of Payment, or the details the						
you will be paid by cheque or by Direct Credit to your existing no If you hold your FPA Shares in a CHESS holding, you will be paid	minated account already held with Computershare (if any). by cheque.					
Electronic Transfer Details: Please complete the details below if						
New Zeeland Bank Account:						
Account Name;	,, <u>,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,</u>					
Bank, Branch A	ccount Number Suffix No.					
Please note that all future payments made by Computershare on	behalf of their clients will be made by direct credit to this bank account.					
Overseas Bank Account:	()					
Account Name:						
Bank Name:						
Bank Address:						
Swlft Code/Sort Code/						
BSB Codo: (only overseas Transferors need to complete)						
	And the state of t					
Other Information: (Overseas Transferors to provide any other information regulted i						
FOR AN INDIVIDUAL OR JOINT HOLDERS / ATTORNEY	FOR A COMPANY / BODY CORPORATE					
Signed by the Transferor(s):	Signed by the Transferor(s) by:					
Signature	Director					
Signature	Director/ Duly Authorised Person					
Dated and executed the day of	2012					

NOTES AND INSTRUCTIONS FOR COMPLETION

- COMPLETING THIS FORM: Complete and sign this form where marked "Signed by the Transferor(s)". Companics must sign in accordance with the Companics Act 1993.
- 2. METHOD OF PAYMENT: You should select a Method of Payment. If you do not, or if you do not provide sufficient details to enable an electronic transfer to you, you will be paid by cheque or by Direct Credit to your existing New Zealand dollar nominated account already held with Computershare (if any). Overseas Transferors should take particular care to provide all information that is required to make an electronic transfer to them. If they do not, payment will be made by cheque to them, and neither Haler nor Computershare has any responsibility to verify any such dotalls. Overseas Transferors who have not provided a New Zealand bank account number and that elect to be paid by electronic transfer will need to make their own arrangements with their bank to ensure that their designated account is capable of receiving a funds transfer in New Zealand dollars. Notwithstanding the above, if you hold your EPA Shares in a CHESS holding, you will be paid by cheque.
- 3. JOINT HOLDERS: If the FPA Shares are registered in the names of joint holders, all must sign the form.
- 4. SHARES HELD BY NOMINEES: If your FPA Shares are held through a nominee, advise your nominee that you wish to sell all your FPA Shares and instruct your nominee to complete accordingly, sign and return this Transfer Form to Hajer in accordance with the instructions contained in this Transfer Form.
- 5. POWER OF ATTORNEY: If the form is signed under a power of attorney, the relevant power of attorney must be submitted with the form for noting and return, and the certificate printed below must be completed. Where such power of attorney has already been holed by Computershare, then this fact must be stated under the signature of the attorney.
- 6. ON COMPLETION: You are requested to complete and return the Transfer Form in the reply paid envelope to one of the addresses below, email the completed Transfer Form to the email address below or send by facsimile the completed Transfer Form to the facsimile number below:

Haier New Zealand Investment Holding Company Limited c/- Computershare Investor Services Limited Private Bag 92119, Auckland 1142, New Zealand Telephone within New Zealand: 0800 222 061 Telephone outside New Zealand: +64.9 488 8777 Facsimile: +64.9 488 8787 Email: corporateactions@computershare.co.nz

or post to:

Haier New Zealand Investment Holding Company Limited c/- Computershare Investor Services Pty Limited GPO Box 52, Molbourne, Victoria 3001, Australia

You are requested to complete and return the Transfer Form so that it is received no later than 6 December 2012 (being 21 days after the date of this notice).

- 7. PREVIOUS SALE: If you have sold all your FPA Shares, please pass this form together with the compulsory acquisition notice to your share broker or the purchaser(s) of such FPA Shares. If you have sold part of your shareholding, record that fact on this form by amending the number of FPA Shares noted as being held by you on the face of this form.
- 8. INTERPRETATION: In this form references to the Transferor in the singular shall include the plural.

If you are in any doubt about the procedure to transfer your FPA Shares, please telephone Computershare Investor Services Limited, investor enquiries, on 0800 222 061 for domestic New Zealand callers or +64 9 488 8777 for International callers, or email corporateactions@computershare.co.nz.

IF THIS FORM IS SIGNED UNDER POWER OF ATTORNEY, THE ATTORNEY(S) SIGNING MUST SIGN THE FOLLOWING CERTIFICATE:

	CERTIFICATE OF NON-REVOCATION OF POWER OF ATTORNEY							
	Ī/W⊡ (Insert name	of attorney signing)						
	of (address of	occupation of attorney sign!	ng)					
He	ereby certify that:							
1.	THAT by a Power of Attorney dated theday of, the Transferor named and described on the face of this form (Donor) appointed me his/her/its/their attorney on the terms and conditions set out in that Power of Attorney.							
2.	THAT I/we have executed the form printed on the face of this document as attorney under that Power of Attorney and pursuant to the powers thereby conferred upon me/us.							
3.		HAT at the date hereof I/we have not received any notice or information of the revocation of that Power of Attorney by the death or winding up) of the Donor or otherwise.						
	Signed at		this	day of	2012			
	Signature(s) of Attorn Note: Your signature does not	ey(s)						