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Australian Stock Exchange
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Sydney
Melbourne
Brisbane
Perth
Canberra
Gold Coast

Dear Sirs

HeartWare Limited (HTW) – Change in Director's Interest Notices

In accordance with Listing Rule 3.19A, we enclose an Appendix 3Y (Change In Director's Interest Notice) for each of the following directors of HeartWare Limited:

- Robert Thomas
- Dr Denis Wade

Yours faithfully
Corrs Chambers Westgarth

CORRS CHAMBERS WESTGARTH

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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 30/9/2001.

Name of entity	HEARTWARE LIMITED
	ABN 34 111 970 257

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	Robert Thomas
Date of last notice	1 February 2005

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.	N/A.
Date of change	31 January 2005 and 1 February 2005
No. of securities held prior to change	1,714,204 (options and shares)
Class	Options (1,264,204) Ordinary shares (450,000)
Number acquired	200,000 ordinary shares
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$95,000

S/3483198/1

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

No. of securities held after change	1,914,204 comprising of: <ul style="list-style-type: none"> • 764,204 options to acquire 1 ordinary share each, at an exercise price of 20 cents • 500,000 options to acquire 1 ordinary share each, at an exercise price of between 60 cents and \$1.50 • 500,000 ordinary shares as trustee of the R B Thomas Super Fund A/c • 50,000 ordinary shares as trustee of the Tony McCullough Foundation • 100,000 ordinary shares
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	On-market trade

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	Nil
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 <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	

S/3483198/1

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

Interest after change	
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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 30/9/2001.

Name of entity	HEARTWARE LIMITED
	ABN 34 111 970 257

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	Dr Denis Wade
Date of last notice	1 February 2005

Part I - 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 and indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Registered holder is Tower Trust Limited as Trustee of the Wade Family Super Fund of which Denis Wade is a beneficiary.
Date of change	1 February 2005
No. of securities held prior to change	650,000 (options and shares)
Class	Options (400,000) Ordinary shares (250,000)
Number acquired	200,000 ordinary shares
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$96,882.96

S/3483115/1

† See chapter 19 for defined terms.

No. of securities held after change	850,000 comprising of: <ul style="list-style-type: none"> • 600,000 ordinary shares of which the registered holder is Tower Trust Limited as trustee of the Wade Family Super Fund - 0230 A/c • 250,000 options to acquire 1 ordinary share each at an exercise price of between 60 cents and \$1.50.
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	On-market trade.

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	Nil
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 <small>Note: Details are only required for a contract in relation to which the interest has changed</small>	
Interest acquired	
Interest disposed	
Value/Consideration <small>Note: If consideration is non-cash, provide details and an estimated valuation</small>	

S/3483115/1

† See chapter 19 for defined terms.

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Interest after change	
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