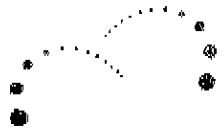


HEARTWARE LIMITED

Incorporated in Victoria
ABN 34 111 970 257



HeartWare

Level 1
1 Bligh Street
Sydney NSW 2000
Ph: (+61 2) 9231 3322

7 February 2005

Company Announcements Office
Australian Stock Exchange Limited

Fax 1900 999 279 (5 Pages)

Dear Sir / Madam,

RE: CHANGE OF DIRECTORS INTEREST NOTICES (2)

In accordance with Listing Rule 3.19A we enclose an Appendix 3Y for each of the following directors of HeartWare Limited:

1. Robert Thomas
2. Dr Seth Harrison

Yours faithfully



Stuart McConchie
Company Secretary

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	Dr Seth Harrison
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	Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Dr Harrison is the Managing General Partner of Apple Tree Partners I, L.P. which is the registered holder
Date of change	4 February 2005
No. of securities held prior to change	90,234,268 (shares and Note)
Class	<ul style="list-style-type: none"> • Ordinary shares (87,003,221) escrowed • Ordinary shares (3,231,046) • Convertible Note (1 with face value of \$1,420,000, convertible into ordinary shares)
Number acquired	754,515 ordinary shares
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$352,584.85

Appendix 3Y
Change of Director's Interest Notice

No. of securities held after change	90,988,783 comprising of: <ul style="list-style-type: none"> • Ordinary shares (87,003,221) escrowed • Ordinary shares (3,985,561) • Convertible Note (1 with face value of \$1,420,000, convertible into ordinary
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>	Off 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>	
Interest after change	

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	2 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 (f) 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	3 February 2005
No. of securities held prior to change	1,914,204 (options and shares)
Class	Options (1,264,204) Ordinary shares (650,000)
Number acquired	72,000 ordinary shares
Number disposed	Nil
Value/Consideration Note: If non-cash, provide details and estimated valuation	\$31,340

No. of securities held after change	1,986,204 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 • 400,000 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 as trustee of the Thomas Family A/c • 172,000 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>	
Interest after change	