

HEARTWARE LIMITED

ABN 34 111 970 257



HeartWare
Level 46

2 Park Street

Sydney NSW 2000

Ph: (+61 2) 8215 7600

Fax: (+61 2) 8215 7650

www.heartware.com.au

Manager of Company Announcements
Australian Stock Exchange Limited
Level 6
20 Bridge Street
SYDNEY NSW 2000

24 January 2006
BY E-LODGEMENT

Dear Sir / Madam

Amended Director's Interest
Mr Robert Thomas

The Company advises as follows:

- (a) Mr Rob Thomas, Non-Executive Chairman, has the following holdings in the Company:

Nature of Interest	Shares	Options
Direct	658,000	1,264,204
Indirect	570,000	-
	1,228,000	1,264,204

- (b) Further details of the holdings of "Shares" as described at (a) above are as follows:

- (i.) [Indirect] 400,000 ordinary shares as trustee of the R B Thomas Super Fund A/c.
- (ii.) [Indirect] 50,000 ordinary shares as trustee of the Tony McCullough Foundation.
- (iii.) [Indirect] 120,000 ordinary shares as trustee of the Thomas Family A/c.
- (iv.) [Direct] 658,000 ordinary shares.

- (c) Further details of the holdings of "Options" as described at (a) above are as follows:



- (i.) [Direct] 500,000 options to acquire 1 ordinary share each, at various exercise prices between 60 cents and \$1.50.
 - (ii.) [Direct] 764,204 options to acquire 1 ordinary share each, at an exercise price of 20 cents.
- (d) Mr Thomas' actual interest in shares (1,228,000 ordinary shares) is greater than the shareholding previously disclosed by the Company by a total amount of 138,000 ordinary shares; that is, during 2005 Mr Thomas purchased an additional 138,000 ordinary shares in the Company (in on-market transactions) which have not previously been notified to the ASX.
- (e) Details of the transactions referred to at (d) above are as follows:
- (i.) On 1 February 2005, Mr Thomas acquired 148,000 ordinary shares through an on-market transaction. The consideration was \$70,300.00.
 - (ii.) The Company advised of the on-market purchase of 20,000 ordinary shares by Mr Thomas on 26 June 2005 for \$7,193.50. The actual amount purchased on-market by Mr Thomas was 10,000 ordinary shares for a total consideration of \$3,793.50.
 - (iii.) The discrepancy arising under paragraph (e)(ii) above arose from the issue of a duplicate contract note which mirrored a similar on-market purchase of 20,000 ordinary shares by Mr Thomas as trustee of the Thomas Family Account on 25 May 2005 (and which was notified to the ASX on 27 May 2005).
- (f) The Company and Mr Thomas wish to emphasize that, at no time, has Mr Thomas sold any shares in the Company.

The Company and Mr Thomas recently became aware of the above anomaly during the course of an internal compliance review and the Company confirms that all interests of its Directors are now fully disclosed.

Yours faithfully

A handwritten signature in black ink that reads "Stuart McConchie".

Stuart McConchie
Chief Executive Officer