

HEARTWARE LIMITED

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Manager of Company Announcements
ASX Limited
Level 6
20 Bridge Street
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27 May 2008

BY E-LODGE

Dear Sir / Madam

2008 Share Purchase Plan

The Company has received a number of questions in relation to the Company's Shareholder Share Purchase Plan ("SPP") which was announced on 23 May 2008.

In relation to the SPP, we note the following:

- (a) Participation in the SPP is open to all shareholders registered as holders of ordinary shares in HeartWare as at 5pm (Sydney time) on 23 May 2008, being the day the Company announced the SPP.
- (b) Only those shareholders whose address in HeartWare's share register is in Australia or New Zealand are eligible to apply.
- (c) Due to the high regulatory and legal costs of preparing and lodging the required documents in overseas jurisdictions, HeartWare will not be making an offer under the SPP to any other overseas shareholders (including in the United States of America, where securities laws restrictions apply).
- (d) As announced on 23 May 2008, the issue price of shares being offered under the SPP is A\$0.50.

HeartWare has recently received commitments to raise in excess of A\$30 million through a private placement to sophisticated and institutional investors in Australia and the United States at an issue price of A\$0.50 and the offering of the SPP is designed to enable participation by existing shareholders at the same price.

Documentation is expected to be made available shortly.

Yours faithfully

David McIntyre
Chief Financial Officer &
Company Secretary