

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 Denis Wade
Date of last notice	20 June 2006

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 and indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Registered holder is Nickeli Holdings Pty Limited (formerly held by Australian Executor Trustees) as Trustee of the Wade Family Super Fund of which Denis Wade is a beneficiary.
Date of change	28 September 2006
No. of securities held prior to change	1,150,000 (shares and options)
Class	Ordinary Shares (900,000) Options (250,000)
Number acquired	69,600 ordinary shares
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$ 53,392.00

+ See chapter 19 for defined terms.

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No. of securities held after change	1,219,600 comprising of: • 969,600 ordinary shares of which the registered holder is Nickeli Pty Limited (formerly held by Australian Executor Trustees) as trustee of the Wade Family Super Fund • 250,000 options to acquire 1 ordinary share each at an exercise price of between 60 cents and \$1.50.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	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 Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

+ See chapter 19 for defined terms.