

HEARTWARE LIMITED

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Manager of Company Announcements
ASX Limited
Level 6
20 Bridge Street
SYDNEY NSW 2000

26 July 2007
BY E-LODGE MENT

Dear Sir / Madam

Results of Extraordinary General Meeting

In accordance with ASX Listing Rule 3.13.2 the Company is pleased to confirm that each of the resolutions put to shareholders at the Company's Extraordinary General Meeting (held on 26 July 2007) were passed on a show of hands.

The resolutions put to shareholders were as follows:

- (a) Resolution No. 1 – Approval of Share Issue
- (b) Resolution No. 2 – Participation of Director in Placement - Mr Robert Thomas
- (c) Resolution No. 3 – Participation of Director in Placement - Mr Robert Stockman
- (d) Resolution No. 4 – Grant of Options to Mr Robert Stockman

The information required under Section 251AA of the Corporations Act is attached.

Yours faithfully

David McIntyre
Chief Financial Officer &
Company Secretary



HEARTWARE LIMITED
EXTRAORDINARY GENERAL MEETING – 26 JULY 2007
Disclosure of Proxy Votes

In accordance with section 251AA of the *Corporations Act* 2001, the following information is provided to the Australian Securities Exchange in relation to resolutions passed by members of HeartWare Limited at its Extraordinary General Meeting held on 26 July 2007.

Resolution Number	Resolution 1	Resolution 2	Resolution 3	Resolution 4
Decided by a show of hands (S) or poll (P)	S	S	S	S
Total number of proxy votes exercisable by proxies validly appointed	103,104,381	101,548,807	103,106,807	103,036,807
Total number of proxy votes in respect of which the appointments specified that:				
▪ The proxy is to vote for the resolution	100,779,517	98,702,167	100,258,667	97,974,555
▪ The proxy is to vote against the resolution	141,070	662,846	664,346	2,878,458
▪ The proxy is to abstain on the resolution	17,500	15,074	15,074	85,074
▪ The proxy may vote at the proxy's discretion	2,183,794	2,183,794	2,183,794	2,183,794
Total votes cast on a poll in favour of the resolution	N/A	N/A	N/A	N/A
Total votes cast on a poll against the resolution	N/A	N/A	N/A	N/A
Total votes cast on a poll abstaining on the resolution	N/A	N/A	N/A	N/A
Total votes exercisable by proxies which were not cast	N/A	N/A	N/A	N/A

David McIntyre
Chief Financial Officer &
Company Secretary

The total number of open votes available to vote by the Chairman was 2,149,607 on each of Resolutions 1-4.