*Rule 3.19A.2*

# 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 May 2008 |

**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)**<br>Note: Provide details of the circumstances giving rise to the relevant interest. | N/A. |
| **Date of change** | 5 May 2008 |
| **No. of securities held prior to change** | 3,784,193 (options and shares) |
| **Class** | Options (1,264,204)<br>Ordinary shares (2,519,989) |
| **Number acquired** | 9,603 ordinary shares |
| **Number disposed** | Nil |
| **Value/Consideration**<br>Note: If consideration is non-cash, provide details and estimated valuation | $3,886.69 |

| | |
|---|---|
| **No. of securities held after change** | 3,793,796 comprising of:<br>• 764,204 options to acquire 1 ordinary share each, at an exercise price of 20 cents<br>• 500,000 options to acquire 1 ordinary share each, at an exercise price of between 60 cents and $1.50<br>• 200,000 ordinary shares in the R B Thomas – Lift Capital Account<br>• 1,471,592 ordinary shares as trustee of the R B Thomas Super Fund A/c<br>• 50,000 ordinary shares as trustee of the Tony McCullough Foundation<br>• 350,000 ordinary shares as trustee of the Thomas Family A/c<br>• 458,000 ordinary shares |
| **Nature of change**<br>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**<br>Note: Details are only required for a contract in relation to which the interest has changed | |
| **Interest acquired** | |
| **Interest disposed** | |
| **Value/Consideration**<br>Note: If consideration is non-cash, provide details and an estimated valuation | |
| **Interest after change** | |



+ See chapter 19 for defined terms.