

HEARTWARE LIMITED

ABN 34 111 970 257



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

11 July 2008
BY E-LODGEMENT

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 11 July 2008) were passed unanimously 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 Tim Barberich
- (d) Resolution No. 4 – Participation of Director in Placement - Dr Denis Wade
- (e) Resolution No. 5 – Participation of Director in Placement - Dr Christine Bennett
- (f) Resolution No. 6 – Participation of Related Party in Placement – Mrs Kyrenia Thomas
- (g) Resolution No. 7 – Grant of Options to Mr Tim Barberich

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 – 11 July 2008

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 11 July 2008.

Resolution Number	Resolution 1	Resolution 2	Resolution 3	Resolution 4	Resolution 5	Resolution 6	Resolution 7
Decided by a show of hands (S) or poll (P)	S	S	S	S	S	S	S
Total number of proxy votes exercisable by proxies validly appointed	127,929,174	127,134,355	129,692,355	128,641,022	129,692,355	129,692,355	126,634,355
Total number of proxy votes in respect of which the appointments specified that:							
The proxy is to vote for the resolution	126,753,275	125,857,191	128,415,191	127,363,858	128,415,191	128,407,316	121,410,171
The proxy is to vote against the resolution	28,616	129,881	129,881	129,881	129,881	137,756	4,076,901
The proxy is to abstain on the resolution	1,818,181	55,000	55,000	1,106,333	55,000	55,000	55,000
The proxy may vote at the proxy's discretion	1,147,283	1,147,283	1,147,283	1,147,283	1,147,283	1,147,283	1,147,283
Total votes cast on a poll in favour of the resolution	N/A	N/A	N/A	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	N/A	N/A	N/A
Total votes cast on a poll abstaining on the resolution	N/A	N/A	N/A	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	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 1,147,283 on each of Resolutions 1-7.