

# 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.

|                       |                           |
|-----------------------|---------------------------|
| <b>Name of entity</b> | <b>HEARTWARE LIMITED</b>  |
|                       | <b>ABN 34 111 970 257</b> |
|                       |                           |

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*.

|                            |                  |
|----------------------------|------------------|
| <b>Name of Director</b>    | Dr Seth Harrison |
| <b>Date of last notice</b> | 8 September 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.

|  |   |
|--|---|
| <b>Direct or indirect interest</b>   | Indirect  |
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest. | Registered holder is Apple Tree Partners I, L.P.. Dr Harrison is the Managing Partner of Apple Tree Partners I, L.P.. |
| <b>Date of change</b>  | 10 September 2008   |
| <b>No. of securities held prior to change</b>  | 93,538,782 (shares)   |
| <b>Class</b>   | Ordinary Shares (93,538,782)  |
| <b>Number acquired</b>   | 50,000 ordinary shares  |
| <b>Number disposed</b>   | Nil   |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation  | A\$30,600.00  |

+ See chapter 19 for defined terms.

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|  |  |
|--|--|
| <b>No. of securities held after change</b>   | 93,588,782 ordinary shares held by Apple Tree Partners I, L.P. |
| <b>Nature of change</b><br><small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small> | On-market purchase   |

**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.

|   |     |
|---|-----|
| <b>Detail of contract</b>   | Nil |
| <b>Nature of interest</b>   |     |
| <b>Name of registered holder<br/>(if issued securities)</b>   |     |
| <b>Date of change</b>   |     |
| <b>No. and class of securities to<br/>which interest related prior to<br/>change</b><br><small>Note: Details are only required for a contract in relation<br/>to which the interest has changed</small> |     |
| <b>Interest acquired</b>  |     |
| <b>Interest disposed</b>  |     |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an<br/>estimated valuation</small>   |     |
| <b>Interest after change</b>  |     |

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+ See chapter 19 for defined terms.