

✉ **By Mail:**
Computershare Investor Services Pty Limited
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Australia

For all enquiries:

☎ **Phone:**
(within Australia) 1300 394 367
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www.investorcentre.com

┌ 000001 000 HIN
MR SAM SAMPLE
UNIT 123
SAMPLE STREET
SAMPLETOWN NSW 2001



Share Sale Form

🔔 **If you wish to participate in the Voluntary Sale Facility, your form must be received by
18 December 2013**

This is an important document that requires your immediate attention. It can only be used in relation to the securityholding represented by the details printed overleaf. You should also refer to the detailed terms and conditions and other documents that accompanied this form. If you are in any doubt as to how to deal with this form, please consult a professional advisor.

Step 1: Securityholder Details

Use this form if you wish to sell **all** of the shares underlying the CDIs that you hold in HeartWare International, Inc. If you have recently bought or sold CDIs your holding may differ from that shown. If you have already sold all of your CDIs in HeartWare International, Inc, do not complete or return this form.

Please note that you **cannot** elect to sell only some of the shares underlying your CDIs and, accordingly, by signing and returning this form, you are authorising Morgan Stanley & Co. LLC, or its designee, to sell all of the shares underlying your CDIs on your behalf.

The proceeds received from the sale of the shares underlying your CDIs will be remitted to you by Computershare by direct credit into the bank account nominated by you to Computershare. Please review the bank account details you have provided to Computershare online at www.investorcentre.com. If these details are not correct, please contact Computershare on 1300 394 367 or go online to www.investorcentre.com to add or update your bank account details. If you have not nominated an account to which the proceeds of the sale of shares underlying your CDIs should be sent, the proceeds of sale will be sent by cheque to the address recorded for you with Computershare.

Please check the details provided to Computershare and update your address via www.investorcentre.com if any of the details are incorrect. If you have a CHES sponsored holding, please contact your Controlling Participant to notify a change of address.

Step 2: Signing Instructions

Individual: Where the holding is in one name, the securityholder must sign.

Joint Holding: Where the holding is in more than one name, all of the securityholders must sign.

Power of Attorney: Where signing as Power of Attorney (**POA**), you must attach an original certified copy of the POA to this form.

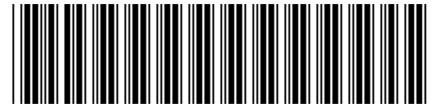
Companies: Where the holding is in the name of a Company, this form must be signed in accordance with the Corporations Act, either as:

- a Sole Director and Sole Company Secretary **OR** a Sole Director (if no Company Secretary exists), **OR**
- two Directors, **OR**
- a Director and Secretary.

Overseas Companies: Where the holding is in the name of an Overseas company (companies incorporated outside Australia) the form must be signed as above, or documentation must be provided showing that the company can sign in an alternate manner.

Deceased Estate: All executors must sign and a certified copy of the Death Certificate and Will must accompany this form.

Turn over to complete the form ➔



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Share Sale Form

For your security keep your SRN/
HIN confidential.

STEP 1 Securityholder Details

MR SAM SAMPLE
UNIT 123
SAMPLE STREET
SAMPLETOWN NSW 2001



Change of Address
If incorrect, mark this box and
make the correction in the
space to the left.

CDIs held as at 13 June 2013:

2000

STEP 2 Signature of Securityholder(s) *This section must be completed.*

By signing and returning this form, I/we confirm that I/we understand my/our intention to participate in the Voluntary Sale Facility.

Individual or Securityholder 1

Sole Director and Sole Company Secretary/
Sole Director (cross out titles as applicable)

Securityholder 2

Director

Securityholder 3

Director/Company Secretary
(cross out titles as applicable)

Privacy Statement

Personal information is collected on this form by Computershare Investor Services Pty Limited (CIS) as registrar for the securities issuers (the issuer), for the purpose of maintaining registers of securityholders, facilitating distribution payments and other corporate actions and communications. Your personal information may be disclosed to our related bodies corporate, to external service companies such as print or mail service providers, or as otherwise permitted by law. If you would like details of your personal information held by CIS, or you would like to correct information that is inaccurate, incorrect or out of date, please contact CIS. In accordance with the Corporations Act 2001, you may be sent material (including marketing material) approved by the issuer in addition to general corporate communications. You may elect not to receive marketing material by contacting CIS using the details provided above or email privacy@computershare.com.au