



## ASX Announcement

### 2008 Annual General Meeting – Outcome of Resolutions

**Sydney Australia. Thursday 30 October, 2008** – In accordance with Listing Rule 3.13 the Company advises the outcomes in respect of resolutions put to the annual general meeting of the Company held at noon on 30 October 2008.

#### **Resolution 2 Remuneration report**

“That the Company’s remuneration report for the year ended 30 June 2008 be adopted.”

Total number of proxy votes in respect of the resolution:

In favour of the resolution	198,736,640
Against the resolution	247,819
Abstain from the resolution	87,455

Resolution approved by poll.

#### **Resolution 3(a) Re-election of retiring director**

“That Mr Crispin Marsh being a director who retires by rotation in accordance with the Company’s bylaws and being eligible, offers himself for re-election, is re-elected as a director of the Company.”

Total number of proxy votes in respect of the resolution:

In favour of the resolution	198,995,914
Against the resolution	26,000
Abstain from the resolution	50,000

Resolution approved by poll.

#### **Resolution 3(b) Re-election of retiring director**

“That Dr William Peters being a director who retires by rotation in accordance with the Company’s bylaws and being eligible, offers himself for re-election, is re-elected as a director of the Company.”

Total number of proxy votes in respect of the resolution:

In favour of the resolution	198,995,914
Against the resolution	26,000
Abstain from the resolution	50,000

Resolution approved by poll.

#### **Resolution 3(c) Re-election of retiring director**

“That Mr Donald Rohrbaugh being a director who retires by rotation in accordance with the Company’s bylaws and being eligible, offers himself for re-election, is re-elected as a director of the Company.”

Total number of proxy votes in respect of the resolution:

In favour of the resolution	198,989,026
Against the resolution	32,888

Abstain from the resolution 50,000  
Resolution approved by poll.

**Resolution 4 Election of director**

“That Mr Nicholas Callinan being a director appointed on 10 July 2008 by other directors of the Company and being eligible offers himself for election, is elected as a director of the Company.”

Total number of proxy votes in respect of the resolution:  
In favour of the resolution 198,995,914  
Against the resolution 26,000  
Abstain from the resolution 50,000  
Resolution approved by poll.

**Resolution 5 Approval of share options to be issued to an executive director**

“That for all purpose, including ASX Listing Rule 10.14, the issue of options (pursuant to the Sunshine Heart, Inc. Amended and Restated 2002 Stock Plan) to Mr Donald Rohrbaugh, an executive director of the Company, to subscribe for fully paid ordinary shares in the Company on the terms set out in the Explanatory Statement to this Notice of Meeting, be approved.”

Total number of proxy votes in respect of the resolution:  
In favour of the resolution 99,930,308  
Against the resolution 438,434  
Abstain from the resolution 34,000  
Resolution approved by poll.

**Resolution 6 Approval of share options to be issued to an executive director**

“That for all purpose, including ASX Listing Rule 10.14, the issue of options (pursuant to the Sunshine Heart, Inc. Amended and Restated 2002 Stock Plan) to Dr William Peters, an executive director of the Company, to subscribe for fully paid ordinary shares in the Company on the terms set out in the Explanatory Statement to this Notice of Meeting, be approved.”

Total number of proxy votes in respect of the resolution:  
In favour of the resolution 99,937,196  
Against the resolution 431,546  
Abstain from the resolution 34,000  
Resolution approved by poll.

**Resolution 7 Approval of share options to be issued to a director**

“That for all purpose, including ASX Listing Rule 10.14, the issue of options (pursuant to the Sunshine Heart, Inc. Amended and Restated 2002 Stock Plan) to Mr Nicholas Callinan, a director of the Company, to subscribe for fully paid ordinary shares in the Company on the terms set out in the Explanatory Statement to this Notice of Meeting, be approved.”

Total number of proxy votes in respect of the resolution:  
In favour of the resolution 99,589,700  
Against the resolution 438,434  
Abstain from the resolution 374,608  
Resolution approved by poll.

**Resolution 8 Increase in the authorised capital of the company**

“That for all purposes, including Article IX of the Company’s Third Amended and Restated Certificate of Incorporation (**Certificate of Incorporation**), Article IV of the Certificate of Incorporation be amended to increase the number of shares the Company is authorised to issue to six hundred and forty million (640,000) shares, each with a par value of \$0.0001 per share, and of which six hundred million (600,000,000) shares will be common stock and forty million (40,000,000) shares will be preferred stock.”

Total number of proxy votes in respect of the resolution:

In favour of the resolution 198,162,480

Against the resolution 98,070

Abstain from the resolution 186,364

Resolution approved by poll.

### **About Sunshine Heart**

Sunshine Heart (ASX: SHC) ([www.sunshineheart.com](http://www.sunshineheart.com)) is a global medical device company, committed to the commercialization of C-Pulse™ an implantable, non-blood contacting, heart assist therapy for the treatment of people with moderate heart failure. C-Pulse reduces the symptoms of heart failure through the use of counterpulsation technology which enables an increase in cardiac output, an increase in coronary blood flow and reduction in the heart’s pumping load. The Company has received approval from the US Food and Drug Administration (FDA) to conduct a 20 person US clinical trial with C-Pulse. Sunshine Heart listed on the ASX in September 2004 has a presence in Australia, New Zealand and the United States of America.

For further information, please visit [www.sunshineheart.com](http://www.sunshineheart.com) or contact:

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*This press release may contain forward-looking statements that are based on current management expectations. These statements may differ materially from actual future events or results due to certain risks and uncertainties from time to time in the Company’s filings with the Australian Securities Exchange.*