



## ASX Announcement

### ASX listing rule waivers

**Sydney, Australia: 1 December 2011** – Sunshine Heart, Inc. (ASX: SHC) (**Sunshine Heart**) announces that the Australian Securities Exchange (**ASX**) has granted waivers from certain listing rules of the ASX relating to the reporting obligations of Sunshine Heart and the rotation of its directors.

This announcement follows Sunshine Heart's filing of the Form 10 registration statement with the Securities Exchange Commission (**SEC**) on 30 September 2011, in order to register its shares of common stock under section 12(b) of the US Securities Exchange Act of 1934, as amended (**Exchange Act**) and in anticipation of its listing on the Nasdaq Capital Market.

The specific waivers granted to Sunshine Heart are set out below.

1. Waiver from listing rules 4.2A and 4.2B to the extent necessary to permit Sunshine Heart not to lodge an Appendix 4D - Half Year Report for each half year, on condition that Sunshine Heart lodges with ASX each Form 10-Q that Sunshine Heart is required to lodge with the SEC in accordance with its obligations under the Securities Exchange Act of 1934 (US) (**Securities Exchange Act**) within 45 days of the end of that half year, or the same time that Sunshine Heart gives the Form 10-Q to the SEC, whichever is the sooner, subject to the condition that at the same time that Sunshine Heart gives ASX a Form 10-Q, it must also provide a cover sheet under the heading "Results for Announcement to the Market" which contains the information required by paragraph 2 of Appendix 4D.
2. Waiver from listing rules 4.3A and 4.3B to the extent necessary to permit Sunshine Heart not to lodge an Appendix 4E - Preliminary Final Report for each financial year on condition that Sunshine Heart lodges with ASX the Form 10-K that Sunshine Heart is required to lodge with the SEC in accordance with its obligations under the Securities Exchange Act within 90 days of the end of that financial year or at the same time Sunshine Heart gives the Form 10-K to the SEC, whichever is the sooner, subject to the condition that at the same time Sunshine Heart gives ASX a Form 10-K it must also provide a cover sheet under the heading "Results for Announcement to the Market" which contains the information required by paragraph 2 of Appendix 4E.
3. Waiver from listing rule 4.7B to the extent necessary to permit Sunshine Heart not to lodge a quarterly Appendix 4C on condition that Sunshine Heart lodges with ASX each Form 10-Q Sunshine Heart is required to lodge with the SEC in accordance with its obligations under the Securities Exchange Act, within 45 days of the end of each quarter (excluding the quarter in which Sunshine Heart lodges its Form 10-K) or at the same time that Sunshine Heart lodges those documents with the SEC, whichever is the sooner.
4. Waiver from listing rule 14.4 to the extent necessary to permit Sunshine Heart to permit a director appointed by the Board to fill a casual vacancy or as an additional director to hold office beyond the next annual meeting after that person's appointment if the term of office of the class of director into which that person has been appointed expires at a later annual general meeting, in accordance with articles V, section A(5) of Sunshine Heart's Fourth Amended and Restated Certificate of Incorporation and section 18 of the Sunshine Heart's Amended and Restated Bylaws.

The waiver granted in item 4 comes into effect immediately. The waivers granted in items 1 to 3 are granted on the condition that: (a) the terms of the waivers are immediately announced to the market; and (b) Sunshine Heart obtains a listing on the Nasdaq Capital Market and registers its shares of common stock under the Securities Exchange Act.

### About the C-Pulse Heart Assist System

C-Pulse Heart Assist System utilizes the proven scientific principles of intra-aortic balloon counter-pulsation applied in an extra-aortic approach to assist the left ventricle by reducing the workload required to pump blood throughout the body, while increasing blood flow to the coronary arteries. Operating outside the patient's bloodstream, the novel extra-aortic approach of the C-Pulse technology offers greater flexibility allowing patients to disconnect as necessary or desired. The C-Pulse Heart Assist's potential benefits may help reverse the heart failure process or maintain the patient's current condition, thereby preventing the need for later stage heart failure devices, such as left ventricular assist devices (LVADs), artificial hearts or transplants.

### About Sunshine Heart

Sunshine Heart is a global medical device company committed to novel cardiac and coronary therapy. Sunshine Heart is currently developing the C-Pulse<sup>®</sup> Heart Assist System, an implantable, non-blood contacting, heart assist therapy for the treatment of moderate to severe heart failure which can be implanted using a minimally invasive procedure. C-Pulse is designed to relieve the symptoms of heart failure through the use of counter-pulsation technology by enabling an increase in

cardiac output, an increase in coronary blood flow, and a reduction in the heart's pumping load. Sunshine Heart has received approval from the U.S. Food and Drug Administration to conduct a U.S. feasibility clinical trial with the C-Pulse System. Sunshine Heart is a Delaware-based corporation headquartered in Minneapolis, MN, with a subsidiary presence in Australia. Sunshine Heart has been listed on the ASX since September 2004. For more information, please visit [www.sunshineheart.com](http://www.sunshineheart.com).

For further information, please contact:

**Dave Rosa**

Chief Executive Officer

+1 952 345 4200

**Jeff Mathiesen**

Chief Financial Officer

+1 952 345 4200