Rule 3.8A

Appendix 3C

Announcement of buy-back (except minimum holding buy-back)

 $Information\ and\ documents\ given\ to\ ASX\ become\ ASX's\ property\ and\ may\ be\ made\ public.$

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001, 11/01/10

| Name | of entity | ABNOT APPLICABLERSN | | | |
|------|--|--|------------------------|--|--|
| AINS | SWORTH GAME TECHNOLOGY | 37 068 516 665 | | | |
| We (| We (the entity) give ASX the following information. | | | | |
| Info | Information about buy-back | | | | |
| 1 | Type of buy-back | On-market buy-back | | | |
| 2 | ⁺ Class of shares/units which is the subject of the buy-back (eg, ordinary/preference) | Convertible notes (ASX Coo | de AGIG) | | |
| 3 | Voting rights (eg, one for one) | Noteholders have no voting shareholder meetings of the | | | |
| 4 | Fully paid/partly paid (and if partly paid, details of how much has been paid and how much is outstanding) | Fully paid | | | |
| 5 | Number of shares/units in the +class on issue | 19,714,717 convertible notes | | | |
| 6 | Whether shareholder/unitholder approval is required for buy-back | No | | | |
| 7 | Reason for buy-back | Effective capital manageme shareholders | ent for the benefit of | | |

⁺ See chapter 19 for defined terms. 11/01/2010 Appendix 3C Page 1

Any other information material to a shareholder's/unitholder's decision whether to accept the offer (eg, details of any proposed takeover bid)

Notes offered for sale on the market may not necessarily be purchased by the Company. The directors of the Company, and their related entities, owning convertible notes, have elected not to participate in the buy-back of convertible notes. In considering whether to sell their convertible notes, other noteholders should refer to continuous disclosure announcements to the ASX by the Company available at www.asx.com.au.

| On- | -market buy-back | | | |
|--------------------------------|---|-----------------------------|--|--|
| 9 | Name of broker who will act on the company's behalf | Austock Securities Limited | | |
| 10 | Deleted 30/9/2001. | | | |
| 11 | If the company/trust intends to buy back a maximum number of shares - that number Note: This requires a figure to be included, not a percentage. | 1,500,000 convertible notes | | |
| 12 | If the company/trust intends to buy back shares/units within a period of time - that period of time; if the company/trust intends that the buy-back be of unlimited duration - that intention | Unlimited duration | | |
| 13 | If the company/trust intends to buy back shares/units if conditions are met - those conditions | Not applicable | | |
| Employee share scheme buy-back | | | | |

Price to be offered for shares

bought back

14

15

Appendix 3C Page 2 11/01/2010

Not applicable

Number of shares proposed to be Not applicable

⁺ See chapter 19 for defined terms.

| Selective buy-back | | | | | |
|---|--|----------------|--|--|--|
| 16 | Name of person or description of class of person whose shares are proposed to be bought back | Not applicable | | | |
| 17 | Number of shares proposed to be bought back | Not applicable | | | |
| 18 | Price to be offered for shares | Not applicable | | | |
| Eau | Equal access scheme | | | | |
| 19 | Percentage of shares proposed to be bought back | Not applicable | | | |
| 20 | Total number of shares proposed to be bought back if all offers are accepted | Not applicable | | | |
| 21 | Price to be offered for shares | Not applicable | | | |
| 22 | ⁺ Record date for participation in offer | Not applicable | | | |
| | Cross reference: Appendix 7A, clause 9. | | | | |
| Compliance statement | | | | | |
| 1. | The company is in compliance with all Corporations Act requirements relevant to this buy-back. | | | | |
| or, for trusts only: | | | | | |
| 1. | The trust is in compliance with all requirements of the Corporations Act as modified by Class Order $07/422$, and of the trust's constitution, relevant to this buy-back. | | | | |
| 2. | There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form. | | | | |
| Sign here: Date: 24-11-2010 (Company secretary) | | | | | |
| Print name: Mark Ludski | | | | | |

⁺ See chapter 19 for defined terms.