

AINSWORTH GAME TECHNOLOGY

2015

ANNUAL GENERAL MEETING

17th November 2015



Agenda

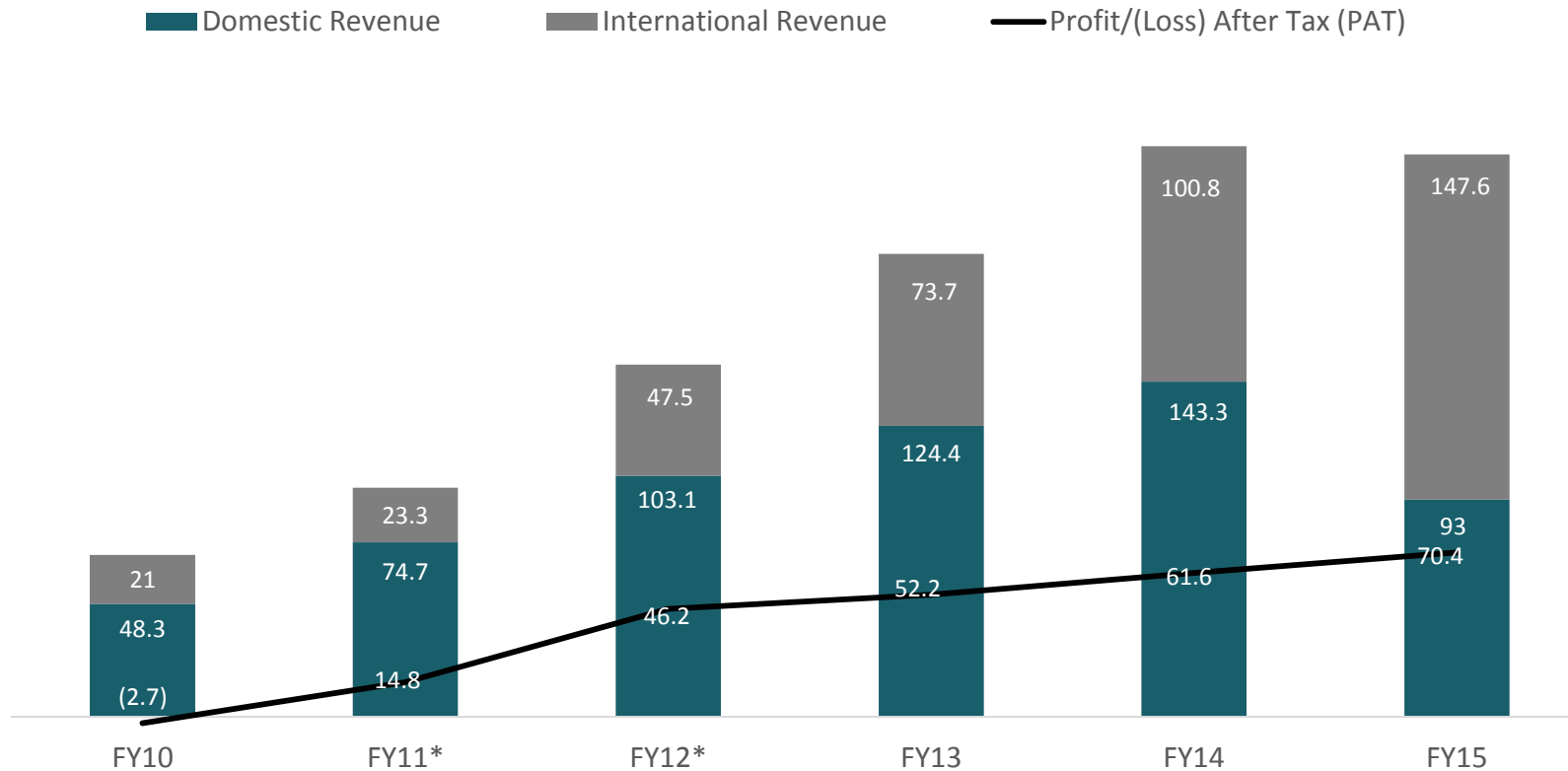
- Welcome
- Executive Chairman's Address
- Chief Executive Officer's Overview including proposed Nova acquisition
- Annual General Meeting

Executive Chairman's Address

**Presentation by
Len Ainsworth**

Historical Performance – AUD (M)

(Fiscal years ended June 30)



*Note: Normalised net profit for H2 FY11 and H1 FY12 excludes one off recognition of \$8.5 million and \$21.8 million in deferred assets.

Building a stronger, more diversified and profitable global gaming and technology Group

Proposed Acquisition of Nova Technologies LLC

“Significant and accretive entry into complementary US Class II gaming market”

- Combination creates increased presence across US Class II and Class III gaming markets.
- Nova has a certified and proven Class II Bingo Server and an extensive library of games and software support.
- Recurring revenues from around 1,300* units. Effectively doubles AGI’s footprint of over 1,300 units in the United States.
- Complementary geographic footprint with customers and operations in 11 states.
- USD\$38m purchase price, paid on completion, debt free basis. To be financed from operating cash flows and the new AUD\$90m credit approved ANZ loan facility.
- Price represents between 8.1 – 8.5 times Trailing Twelve Months EBITDA. Earnings accretive in FY16 and beyond.
- Consistent with strategy to leverage into Class II market and build greater profitability and higher quality earnings.

*Expected on completion

2015 ANNUAL GENERAL MEETING



Ainsworth North America Headquarters, Las Vegas - **OPENING 2H FY16**

View from Southeast / Main Entrance



View from North / Loading Docks



View from Southwest



View from Northeast



Building a larger presence and profile in the Americas

Heather Scheibenstock New Independent Non-executive Director

- Significant experience in the local and international gaming and leisure industries.
- Senior roles at Echo Australia and Solaire Group.
- Special expertise in strategic planning and offshore growth to complement the Board.
- Expected to commence mid-January 2016*.



* Appointment is subject to regulatory approvals and procedural formalities.

2016 – Another Progressive and Prosperous Year for Ainsworth

Continuing focus on the execution of our strategies:

- New products such as the A600™.
- New games and technologies to leverage across our platforms.
- New jurisdictions and licenses.
- Nova; complementary and accretive fit – creates an increase presence in Class II and Class III gaming in key Americas market.
- Much larger participation business to provide recurring income.
- Growing online business to position us in new markets.
- New IIS facility in America raises our profile and presence

Chief Executive Officer's Overview

Presentation by
Danny Gladstone

2015 Financial Highlights

REPORTED PROFIT BEFORE TAX OF \$94 million (2014: \$82 million)

REPORTED NPAT of \$70 million (2014: \$62 million)

EPS of \$0.22 per share (2014: \$0.19 per share)

EBITDA up 20% to \$108 million

R&D as percentage of revenue maintained at 11%

STRONG Balance Sheet, Cash Position and ROE

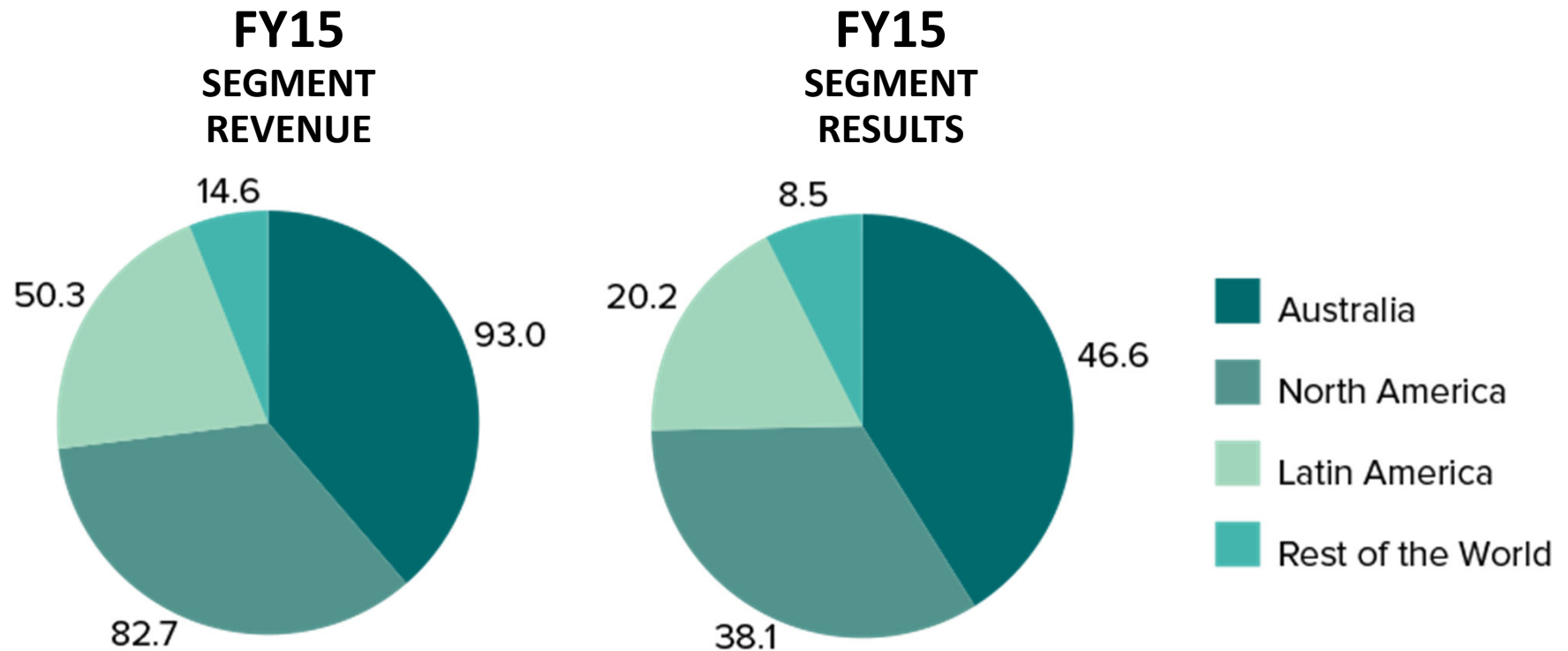
TOTAL DIVIDENDS of 10.0 cents per share (fully franked) representing a payout ratio of 46%

Interim Dividend	5.0 cents	100% Franked	(Paid 21 April 2015)
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Final Dividend	5.0 cents	100% Franked	(Paid 29 Sept 2015)
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Good results in a challenging year

Breakdown of Sales and Profit by Region, \$M



Well established in international markets, with momentum for further growth



A600™



US Market Brands



Proposed Acquisition of Nova Technologies LLC



Nova Technologies LLC

Summary

- Opportunity to enter a significant market that we are currently not in. Consistent with strategy to build presence in key Americas market and higher quality of earnings through increased participation.
- Recurring revenues from around 1,300* units. Effectively doubles AGI's footprint of over 1,300 units in the United States.
- Experienced Class II team.
- Room for further development into other adjacent markets.
- Increases our existing participation to more than 4,300 units in the Americas.
- Accretive from day one and beyond.

*Expected on completion

Nova Technologies LLC

Deal Details

- US\$38,000,000 Consideration paid in full, in cash on close.
- Funded through operating cash flow and new multi-currency credit facility.
- Subject to regulatory approval. Completion expected Q1 CY16.
- Effective multiple between 8.1-8.5 X Trailing Twelve Month EBITDA, depending upon exact date of closing. Lower multiple than comparable transactions.
- Deal earnings accretive day one and beyond.

Nova Technologies LLC

Background

Founded: 2004

Locations: Greenville, South Carolina & Tulsa, Oklahoma

Employees: 23 (AGI expects full continuity of employees)

Products

1. Class II Bingo Server-NIGC CERTIFIED
2. 30+ Unique game titles offered in Class II
3. Progressive System Capabilities

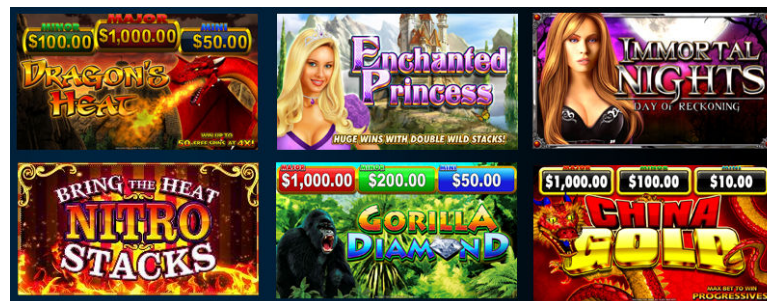
Nova Technologies LLC

Increases the Ainsworth install base to over 4,300 units making us a major player in the Americas.

Region	Route Units Oct 2015
North America	1,442
Latin America	1,645
Nova	1,299*
Total Route	4,386

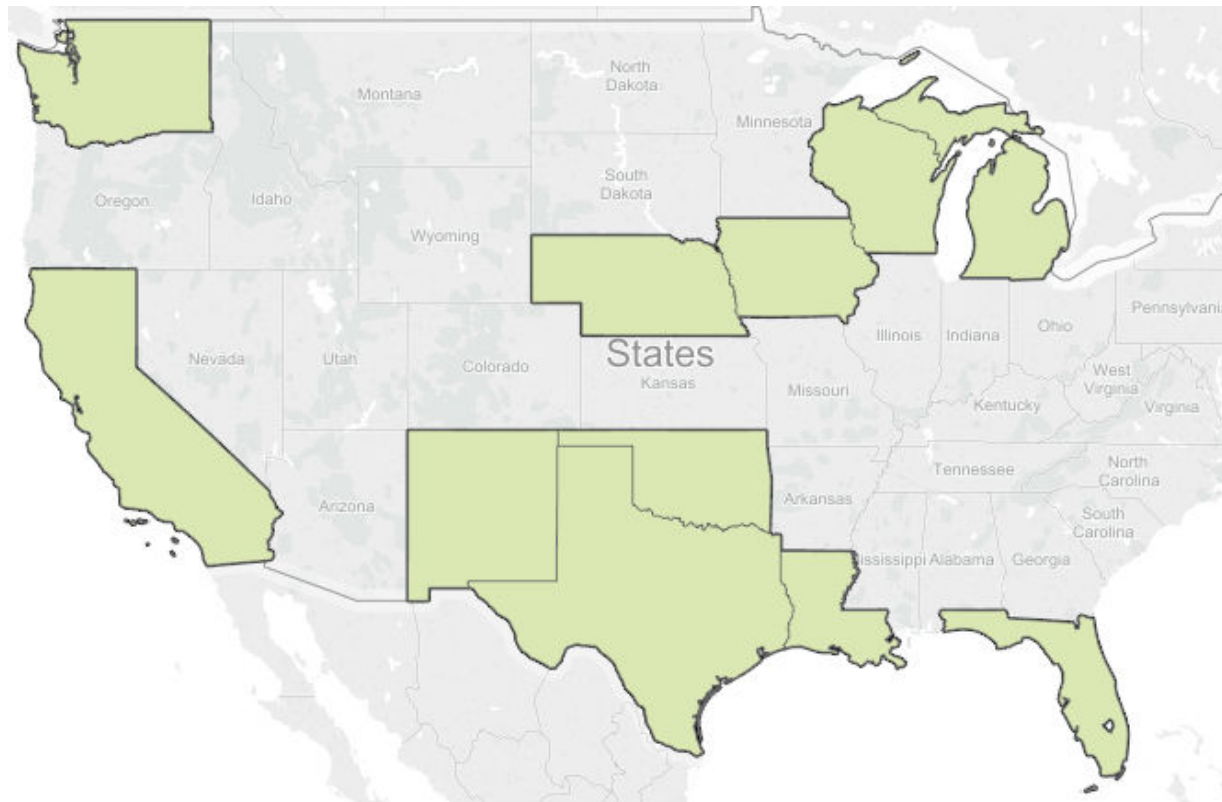
* Expected to be over 1,300 units at completion

Provides access to 30+ proven Class II titles:

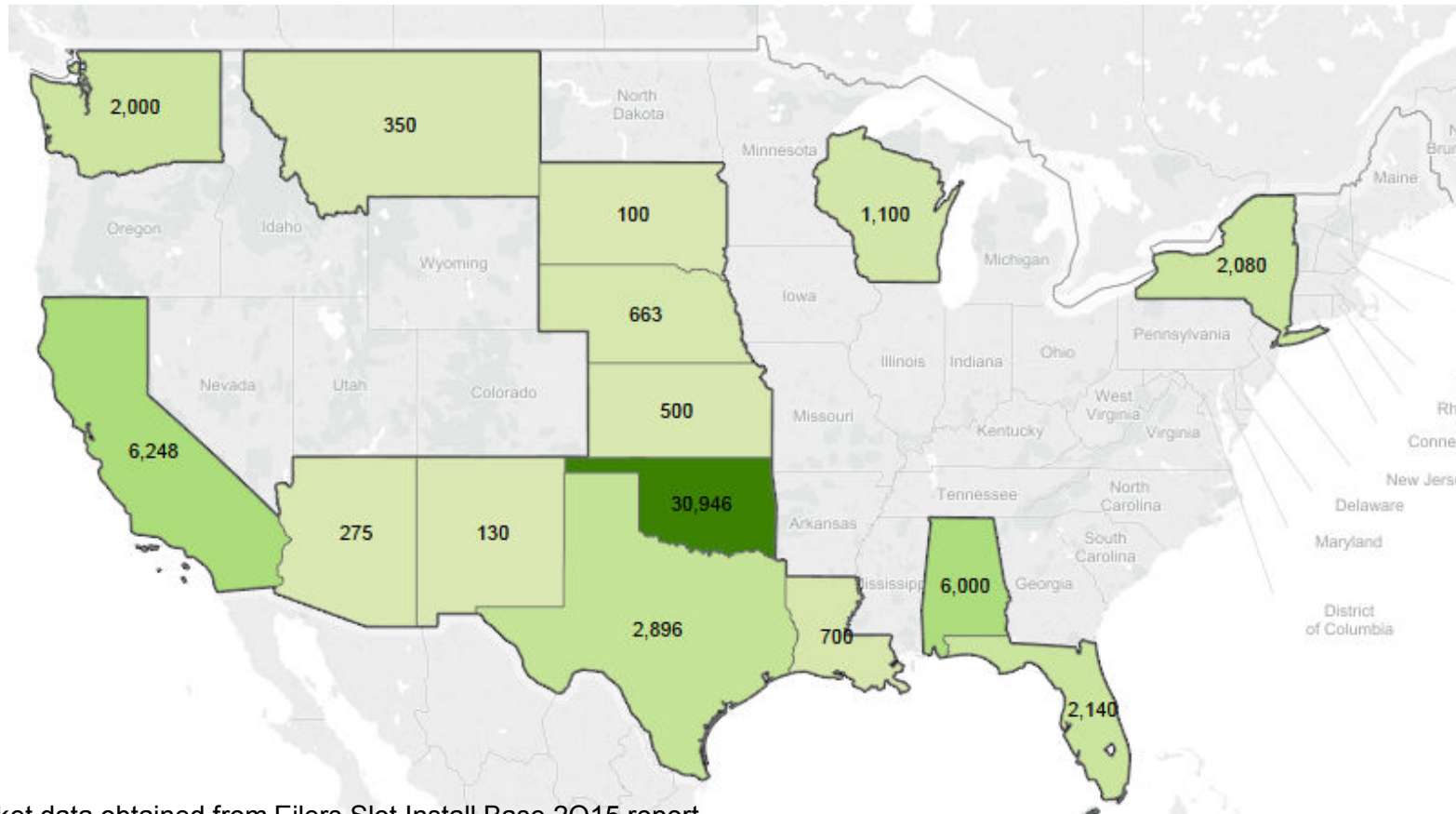


Nova Technologies LLC

Market presence across all major Class II jurisdictions

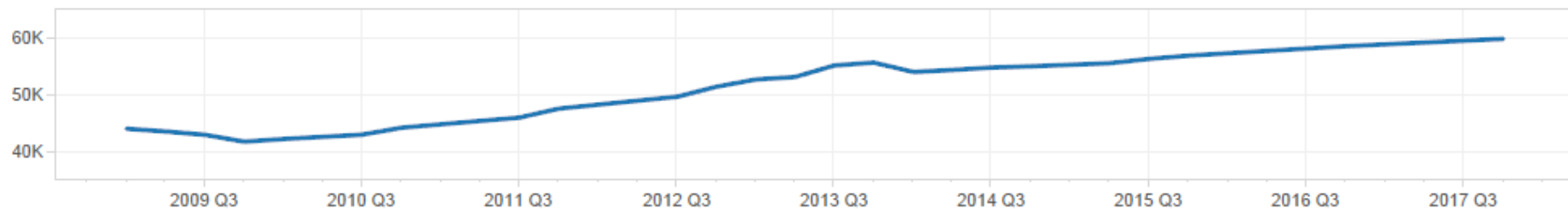


Nova Technologies LLC Class II Market Size ~56,000 units



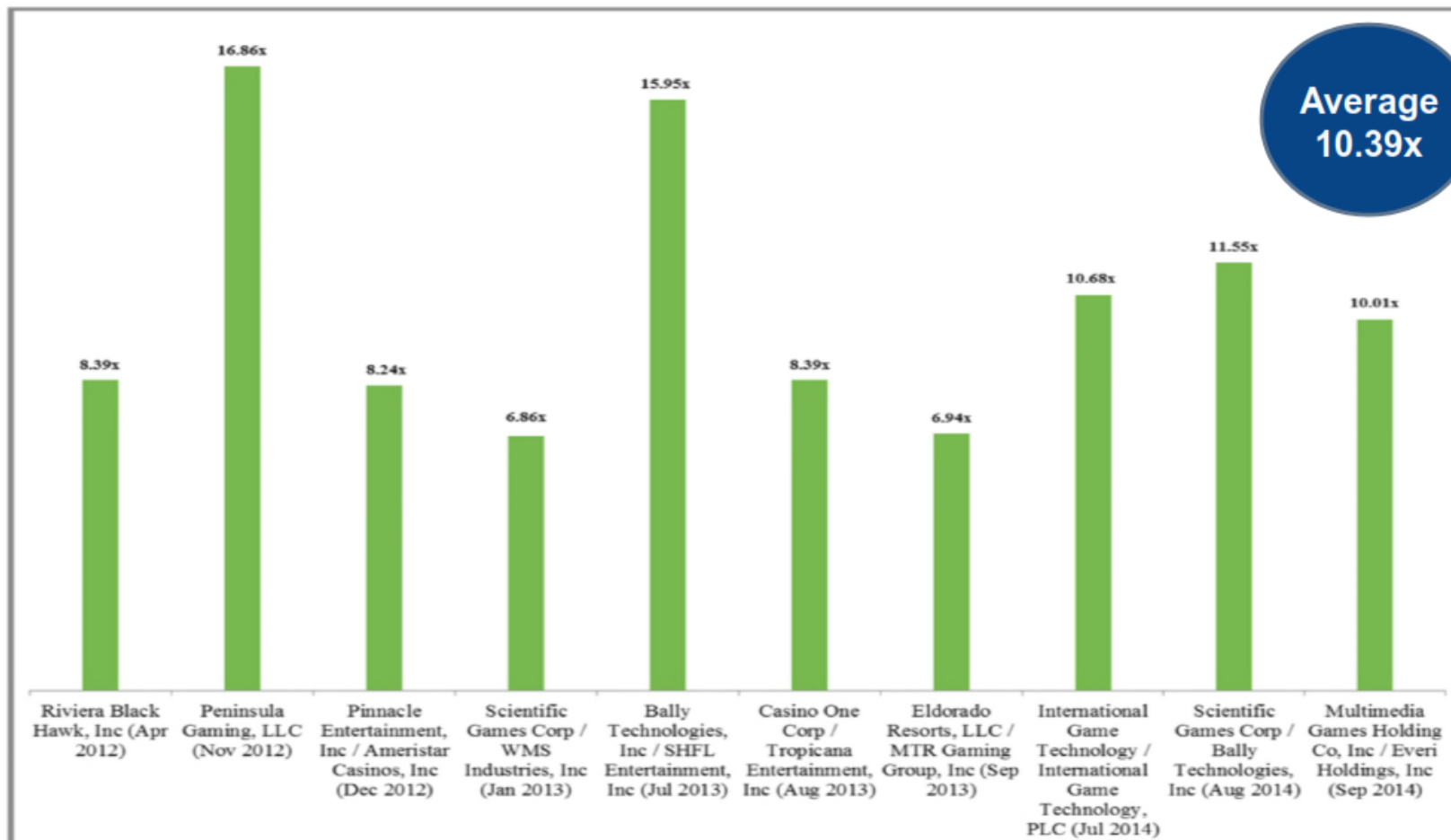
* Market data obtained from Eilers Slot Install Base 2Q15 report.

Nova Technologies LLC Class II Historical Market Growth



- We expect Class II gaming to remain a stable to growing market segment given:
 1. The favorable tax treatment at Native America Casinos for Class II Devices. (Zero Tax).

Nova Technologies LLC Market Transactions



INSWORTH ONLINE

Ainsworth delivers a broad range of math and game features and our exciting and engaging games consistently deliver way above house average. To date we have developed over 25 HTML5 games for multi-channel release on desktop, mobile and tablet.

For the very first time, Ainsworth is developing and hosting such land-based hits as **Mustang Money™**, **Roaming Reels™** and **Dragon Lines™** with stacked symbols that create more coinciding wins.



Players Paradise and King Spin Online Social Casinos



FY16 OUTLOOK

- Revenue growth
 - Driven by good growth in international markets and market share gains in Australia, we expect continued strong revenue growth for the half and full year.
- Margins
 - Temporary margin decline due to currency inflated componentry costs, scale benefits as production of the A600™ ramps up, and increased investments, primarily in the Americas to drive further growth.
- Normalised pre-tax profits
 - Given strong sales and margin effects, reported pre-tax profit for 1H FY16 is expected to be similar to pcp.
 - Importantly, normalised pre-tax profit, excluding currency gains, for 1H FY16 and the full year FY16 are expected to be similar to pcp.
 - Expect stronger second half normalised profit contribution to the year compared to first half.
- Confident outlook for further revenue growth and margin improvement beyond this year.

Financial Statements and Reports

To receive and consider the Annual Financial Report including the Directors' and Auditor's Reports in respect of the financial year ended 30 June 2015.

Resolution 1

Re-election of Director, MB Yates

To consider, and if thought fit, to pass the following resolution as an ordinary resolution:

“That Mr Michael Bruce Yates, who retires in accordance with Rule 7.1(f) of the Company Constitution and ASX Listing Rule 14.4, and being eligible, offers himself for re-election, be re-elected as a non-executive director of the Company.”

THE PROXIES HELD ON THE ABOVE RESOLUTION ARE AS FOLLOWS:

FOR	262,501,987	99.48%
AGAINST	1,370,641	0.52%

Included above are **1,165,042** proxies which were open and usable and the Executive Chairman has elected to vote these in favour of the resolution.

Resolution 2

Remuneration Report

To consider, and if thought fit, to pass the following resolution as an ordinary resolution:

“That the Remuneration Report for the Company required by Section 250R(2) of the *Corporations Act 2001 (Cth)*, which is included in the Directors’ Report in respect of the year ended 30 June 2015, be adopted.”

THE PROXIES HELD ON THE ABOVE RESOLUTION ARE AS FOLLOWS:

FOR	62,980,002	99.24%
AGAINST	480,383	0.76%

Included above are **1,173,042** proxies which were open and usable and the Executive Chairman has elected to vote these in favour of the resolution.

Resolution 3

Approval for the Grant of Performance Share Rights to the Chief Executive Officer

To consider, and if thought fit, to pass the following resolution as an ordinary resolution:

“That for the purpose of the ASX Listing Rules 7.1 and 10.14, as well as sections 200B and 208 of the Corporations Act, approval be given for the issue of 263,056 Performance Share Rights (PSRs) under the Ainsworth Game Technology Limited Rights Share Trust to Mr Daniel Gladstone, Executive Director and Chief Executive Officer of the Company, in accordance with the terms described in the Explanatory Statement.”

THE PROXIES HELD ON THE ABOVE RESOLUTION ARE AS FOLLOWS:

FOR	260,616,098	99.74%
AGAINST	667,515	0.26%

Included above are **1,185,442** proxies which were open and usable and the Executive Chairman has elected to vote these in favour of the resolution.



AINSWORTH GAME TECHNOLOGY

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