



**Ainsworth Game Technology Ltd**

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**27 August 2025**

**ASX Release**

**ASX Code : AGI**

## **CANCELLATION OF SCHEME MEETING**

Ainsworth Game Technology Limited ("**Ainsworth**") refers to its announcement dated 20 August 2025 in relation to the notification by Novomatic AG ("**Novomatic**") of its intention to make an unconditional off-market takeover bid for \$1.00 cash per share to acquire all outstanding shares in Ainsworth that Novomatic or its associates do not currently own ("**Novomatic Takeover Bid**") and to the proposed acquisition by Novomatic of all issued shares in Ainsworth that Novomatic does not currently own, by way of scheme of arrangement ("**Scheme**") as announced to ASX on 28 April 2025 and to its announcement dated 26 August 2025 in relation to the termination of the Scheme Transaction.

Ainsworth advises that earlier today the Supreme Court of New South Wales made orders formally cancelling the Scheme Meeting that was scheduled for 29 August 2025.

The IBC maintains its unanimous recommendation that Ainsworth shareholders (other than Novomatic) accept the Novomatic Takeover Bid, subject to the independent expert concluding and continuing to conclude that the Novomatic Takeover Bid is fair and reasonable or not fair but reasonable to Ainsworth shareholders (other than the Novomatic) and there being no Superior Proposal.<sup>1</sup>

Ainsworth expects to send its Target's Statement in relation to the Novomatic Takeover Bid to shareholders in or around September 2025. The Target's Statement will contain an Independent Expert's Report on whether the Novomatic Takeover Bid is fair and reasonable, or not fair but reasonable, to Ainsworth Shareholders in the absence of a Superior Proposal. Ainsworth Shareholders should take no action in relation to the Novomatic Takeover Bid, until they receive the Target's Statement.

Terms defined in the Transaction Implementation Deed have the same meaning in this announcement unless the context requires otherwise.

This announcement was authorised for release by the Ainsworth Independent Board Committee.

Ends

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<sup>1</sup> The interests of the IBC in relation to the Scheme are set out in sections 10.1 to 10.4 of the Scheme Booklet. As at the Last Practicable Date (as defined in the Scheme Booklet), Mr Daniel Gladstone has a Relevant Interest in 174,765 Ainsworth Shares, Mr Graeme Campbell has a Relevant Interest in 389,241 Ainsworth Shares and Ms Heather Scheibenstock has a Relevant Interest in 15,344 Ainsworth Shares. You should have regard to these interests when considering whether to accept the Novomatic Takeover Bid.



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