ASX Release

10 November 2003

RIGHTS ISSUE TO RAISE $13.5 MILLION

Gaming machine manufacturer, Ainsworth Game Technology Limited, (ASX Code: AGI) today announced a fully underwritten two for seven renounceable rights issue at a price of 41 cents per share.

The issue of 32.86 million new shares will raise $13.5 million to be used for investment in working capital to support strong demand for the Company's expanded product range and to reduce debt.

Executive Chairman and the Company's 52% major shareholder, Mr Len Ainsworth, has undertaken to fully support the issue and will take up his full entitlement.

Since 30 June 2003, $6.5 million of the working capital required mainly to fulfil recent international orders has been funded through the previously established facility provided by a company controlled by Mr Len Ainsworth and the Company anticipates it will need to draw down a further $1.5 million under that facility prior to 31 December 2003. $6 million of the proceeds of the rights issue will be used to reduce this debt whilst the overall facility will remain in place. Full details are set out in the Prospectus that was lodged with ASIC today.

Mr Ainsworth said "The rights issue will ensure the Company is able to enter a new growth stage." He added "We are now gaining orders from around the world for our expanded product range following two years of development, acquiring licences and the expansion of manufacturing facilities and sales networks."

"Our manufacturing capacity has been expanded in both Sydney and Melbourne taking total capacity from 100 machines a week to 300 machines a week. Our Celebrity and Ambassador machines are now installed in 825 clubs, hotels and casinos in Australia and overseas" he added.

As previously announced, the Company anticipates earning a small profit for the half year ending 31 December 2003, compared with the $4.6 million loss in the previous corresponding period.

As a result of a strong increase in sales of newly launched products to both international and domestic customers, deliveries of gaming machines and machines on back order totalled 2,177 units as at the end of the first quarter of the 2003/2004 year, compared with total unit sales for the full financial year ended 30 June 2003 of 1,875 units. International sales now represent more than half of all sales, compared with 20 per cent in the 2003 year.

To support the international expansion, the Company is establishing a European subsidiary in Austria, Ainsworth International GmbH. Former Managing Director of leading gaming group Bally Europe, Mr George Steiner has been appointed to oversee AGT's established relationships in Russia and further develop current and new European markets.

Key dates in relation to the rights issue are as follows:-

19 November 2003	Record date to determine entitlement to new shares
24 November 2003	Despatch of prospectus
8 December 2003	Last day of rights trading on ASX
9 December 2003	First day of trading new shares on deferred settlement basis on ASX
15 December 2003	Last day for acceptance and payment in full
29 December 2003	Allotment of new shares and despatch of shareholding statements
30 December 2003	First day of trading new shares on ASX on normal T+3 settlement basis

Shareholders who would like further information can contact Computershare Registry Investor Services Pty Limited, telephone number 1800 101 276.

In accordance with Section 734(5)(a) of the Corporations Act 2001, the Company advises that the shares to be offered by the Company under the rights issue are in a class of shares already quoted on the ASX. The Prospectus in relation to the rights issue will be made available when the shares are offered. Any person wishing to acquire the shares will need to complete the entitlement and acceptance form which will accompany the Prospectus.

An ASX Appendix 3B in relation to the rights issue is attached.

M. Ludski
Company Secretary

For more information, contact Mr Tim Allerton, City Public Relations on (02) 9267 - 4511 or (0412) 715 707.

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003.

Name of entity

Ainsworth Game Technology Limited

ABN

37 068 516 665

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

1	+Class of +securities issued or to be issued	**ordinary shares fully paid**
2	Number of +securities issued or to be issued (if known) or maximum number which may be issued	**Maximum number which may be issued is 32,857,143**
3	Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion)	**As contained in the Constitution of Ainsworth Game Technology Limited**

+ See chapter 19 for defined terms.

4	Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities? If the additional securities do not rank equally, please state: • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment	**Yes**
5	Issue price or consideration	**$0.41 per ordinary share**
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	• **financing business growth** • **fund increased working capital** • **prepayment of part of the Company's loan facility provided by Associated World Investments Pty Ltd, a company owned and controlled by Mr L H Ainsworth**
7	Dates of entering +securities into uncertificated holdings or despatch of certificates	**29 December 2003**

		Number	+Class
8	Number and +class of all +securities quoted on ASX (*including* the securities in clause 2 if applicable)	**65,780,002**	**Ordinary shares fully paid (AGI)**

+ See chapter 19 for defined terms.

9	Number and +class of all +securities not quoted on ASX (*including* the securities in clause 2 if applicable)	Number	+Class
		49,219,998	**restricted shares fully paid (AGIAI)**
		1,745,000	**class 1 options expiring 7 December 2006 exercisable at $1.00 (AGIAQ)**
		300,000	**options expiring 25 November 2006 exercisable at $1.15**
		300,000	**class 2 options expiring 18 December 2006 exercisable at $1.00 (AGIAM)**
		1,000,000	**class 3 options expiring 18 December 2006 exercisable at $1.00 (AGIAK)**
		2,400,000	**class 4 options expiring 18 December 2006 exercisable at $1.00 (AGIAO)**

10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	**No dividends were paid or declared by Ainsworth Game Technology Limited since the end of the previous financial year. The directors of Ainsworth Game Technology Limited do not recommend that any dividends be paid in respect of the 2003 financial year.**

Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	**No**
12	Is the issue renounceable or non-renounceable?	**Renounceable**
13	Ratio in which the +securities will be offered	**2:7 (two new shares for every seven shares held)**
14	+Class of +securities to which the offer relates	**Ordinary shares fully paid**

+ See chapter 19 for defined terms.

15	+Record date to determine entitlements	**19 November 2003**
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	**No**
17	Policy for deciding entitlements in relation to fractions	**Fractional entitlements will be rounded up to the nearest whole number**
18	Names of countries in which the entity has +security holders who will not be sent new issue documents Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.	**United Arab Emirates** **Bahrain** **Canada** **China** **Channel Islands** **United Kingdom** **Hong Kong** **Ireland** **Japan** **Lao Pdr** **Malaysia** **Netherlands** **New Zealand** **Papua New Guinea** **Singapore** **Thailand** **United States of America**
19	Closing date for receipt of acceptances or renunciations	**15 December 2003**
20	Names of any underwriters	**Pitt Capital Partners Limited** **ABN 17 000 651 427**
21	Amount of any underwriting fee or commission	**2% of the offer price per share on all 32,857,143 shares the subject of the underwriting commitment, plus $188,500 in respect of all costs of the offer, other than share registry and media costs, plus any GST incurred by the underwriter in respect of its fees**
22	Names of any brokers to the issue	**N/A**
23	Fee or commission payable to the broker to the issue	**N/A**

+ See chapter 19 for defined terms.

24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders	**N/A**
25	If the issue is contingent on +security holders' approval, the date of the meeting	**N/A**
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	**24 November 2003**
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	**10 November 2003**
28	Date rights trading will begin (if applicable)	**13 November 2003**
29	Date rights trading will end (if applicable)	**8 December 2003**
30	How do +security holders sell their entitlements *in full* through a broker?	**Security holders will need to complete the section on the back of the Entitlement and Acceptance Form (accompanying the Prospectus) marked "Instructions to your Stockbroker" and lodge the Form with their stockbroker.** **Rights trading commences on 13 November 2003 and ceases at close of trading on 8 December 2003.**
31	How do +security holders sell *part* of their entitlements through a broker and accept for the balance?	**Security holders will need to:** • **complete the Entitlement and Acceptance Form (accompanying the Prospectus) for those Rights (as that term is defined in the Prospectus) which they intend to take up;** • **complete the section on the back of the Form marked "Instructions to your Stockbroker" for those Rights that they wish to sell; and**

+ See chapter 19 for defined terms.

		• **lodge the Form, together with payment for the amount due in respect of the new shares they intend to take up, with their stockbroker.** **Rights trading commences on 13 November 2003 and ceases at close of trading on 8 December 2003.**
32	How do +security holders dispose of their entitlements (except by sale through a broker)?	**Security holders will need to forward a completed standard renunciation form (which can be obtained from the Ainsworth Game Technology Limited's Share Registry) together with the Entitlement and Acceptance Form (accompanying the Prospectus) and the transferee's payment for the amount due in respect of the new shares to be taken up by the transferee to reach the Share Registry no later than 5pm Sydney time on 15 December 2003.**
33	+Despatch date	**29 December 2003**

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of securities
(*tick one*)

(a) ☑ Securities described in Part 1

(b) ☐ All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

35 ☐ If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

36 ☐ If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
1 - 1,000
1,001 - 5,000
5,001 - 10,000
10,001 - 100,000
100,001 and over

37 ☐ A copy of any trust deed for the additional +securities

Entities that have ticked box 34(b) N/A

38 Number of securities for which +quotation is sought	
39 Class of +securities for which quotation is sought	
40 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities? If the additional securities do not rank equally, please state: • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment	
41 Reason for request for quotation now Example: In the case of restricted securities, end of restriction period (if issued upon conversion of another security, clearly identify that other security)	

Number	+Class

+ See chapter 19 for defined terms.

42	Number and +class of all +securities quoted on ASX (*including* the securities in clause 38)		

+ See chapter 19 for defined terms.

Quotation agreement

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.

- There is no reason why those +securities should not be granted +quotation.

- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

  Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.

- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the +securities to be quoted, it has been provided at the time that we request that the +securities be quoted.

- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

+ See chapter 19 for defined terms.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: .... Date: 10 November 2003
Company secretary

Print name: Mark Ludski

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+ See chapter 19 for defined terms.