

BEFORE THE NEVADA GAMING COMMISSION  
AND THE STATE GAMING CONTROL BOARD

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In the Matter of

AINSWORTH GAME TECHNOLOGY LIMITED

(Delayed Public Offering)

ORDER

THIS MATTER came on specially for hearing before the State Gaming Control Board (“Board”) and the Nevada Gaming Commission (“Commission”) on April 19, 2012, at Carson City, Nevada; and

THE BOARD AND COMMISSION having considered all information pertinent hereto;  
IT IS HEREBY ORDERED BY THE NEVADA GAMING COMMISSION UPON THE RECOMMENDATION OF THE STATE GAMING CONTROL BOARD:

1. THAT the following application, as amended and supplemented, has been filed:
  - a. The application of Ainsworth Game Technology Limited for a three year approval of a continuous or delayed public offering by it or any affiliated company wholly-owned by it which is or would thereby become a publicly traded corporation (“Affiliate”).
2. THAT for a period of three years, Ainsworth Game Technology Limited, and its Affiliate(s), are granted approval, pursuant to NGC Regulation 16.115 and Paragraph seven (7) of Ainsworth Game Technology Limited’s Order of Registration, dated November 19, 2009, to make public offerings, subject to the following conditions:
  - a. That at all times during the three-year period, Ainsworth Game Technology Limited, and its Affiliate(s), shall timely file all material documents with the

Australian Securities Exchange (“ASX”), the Australian Securities and Investments Commission (“ASIC”) and any other governmental agency which regulates the sale of its securities, as set forth in Paragraph 6(a) of its Order of Registration, dated November 19, 2009;

b. That upon filing documents with ASX or ASIC regarding the sale of any securities for which approval would otherwise be required, Ainsworth Game Technology Limited and its Affiliate(s) shall contemporaneously provide written notice and copies of such documents to the Board's Investigations Division - Corporate Securities Section ("Division"), and shall keep said Division continuously and promptly informed as to the progress of any public offering made hereunder and as to any other event that would have a material effect on Ainsworth Game Technology Limited or its subsidiaries which would be subject to reporting to ASX or ASIC; and

c. That the approval herein granted may be rescinded without prior notice upon the issuance of an interlocutory stop order by the Chairman of the Board. Said interlocutory stop order, if issued, shall remain in effect until the interlocutory stop order is lifted by the Commission upon such terms as are satisfactory to the Commission.

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3. THAT the Commission hereby delegates to the Chairman of the Board the authority to issue interlocutory stop orders for any cause deemed reasonable by the Chairman, which shall remain in effect until lifted by the Commission as provided in Paragraph 2(c) above.

ENTERED at Carson City, Nevada, this 19<sup>th</sup> day of April 2012.