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ASX Release

ASX Code : AGI

Ainsworth Game Technology Limited (AGT or Ainsworth)

Resolutions proposed under section 249N of the Corporations Act for consideration at AGI's upcoming 2026 Annual General Meeting (AGM)

In accordance with ASX Listing Rule 3.17A, Ainsworth advises that the attached resolutions for consideration at Ainsworth's 2026 Annual General Meeting to be held on 27 May 2026 (**2026 AGM**) was received on 26 March 2026 pursuant to section 249N of the *Corporations Act 2001* (Cth) from Ainsworth's controlling shareholder, Novomatic AG (a holder of approximately 67.4% of the shares in Ainsworth).

The notice of the 2026 AGM will be published later this month and will include details of each resolution to be considered at the meeting as set out in the Attachment to this announcement.

Ainsworth notes that this announcement was not lodged within the 2 business day timeframe require by ASX Listing Rule 3.17A due to an administrative oversight. As soon as this oversight was identified, this announcement was prepared and promptly lodged with ASX. Ainsworth is aware of its obligations under the ASX Listing Rules and it considers that this is an isolated incident due to an administrative oversight.

This announcement was authorised for lodgement by the Company Secretary.

Ends

For enquiries, please contact:
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Attachment: Requisitioned resolutions

1 Requisitioned Resolution 1 (Special resolution) – Amendment to AGI's Constitution (Directors' Interests and Remuneration)

To consider and, if thought fit, to pass the following resolution as a special resolution:

That for the purpose of section 136(2) of the Corporations Act 2001 (Cth) and for all other purposes, the Company's Constitution be amended in the manner set out in the Explanatory Statement to this Notice of Annual General Meeting, with the amendments to take effect from conclusion of the Meeting.

Constitution Article	Proposed Amendment
Article 7.3(g)	*Omit article 7.3(g) of the Constitution and substitute:* *"(g) If a director performs an extra service or makes special exertion for the Company, the directors may arrange for a special remuneration. Any special remuneration arranged must be at an amount considered reasonable in the circumstances with reference to the standard market value of that service or exertion, in accordance with s 211(1) of the Corporations Act, and must not give rise to a potential conflict of interest or breach of the director's fiduciary duties under the Corporations Act, AGI's Code of Conduct, and any relevant policies and procedures governing the disclosure of their interests."*
Article 7.5(a)	*Omit article 7.5(a) of the Constitution and substitute:* *"(a) A director:* *(1) subject to Rule 7.5(b), may hold any other office or place of profit in the Company or any subsidiary in conjunction with the directorship; and* *(2) holds that office or place upon the terms that the director and the other directors agree upon; and*

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Constitution Article	Proposed Amendment
	(3) is not by reason only of holding that office, accountable to the Company for any reasonable remuneration or other benefit the director receives in connection with that office or interest, subject to clause 7.5(l).”
Article 7.5(c)	*Omit article 7.5(c) of the Constitution and substitute:* *“(c) A director of the Company:* *(1) may hold a position or an interest in any subsidiary or any body corporate the Company promotes or holds an interest in; and* *(2) is not by reason only of holding that office, accountable to the Company for any reasonable remuneration or other benefit the director receives in connection with that office or interest, subject to clause 7.5(l).”*
Article 7.5(k)	*Insert a new article 7.5(k) immediately following article 7.5(j) of the Constitution:* *“(k) Each director and executive officer must disclose that Director’s interests to the Company in accordance with the Corporations Act, AGI’s Code of Conduct, and any relevant policies and procedures governing the disclosure of their interests.”*
Article 7.5(l)	*Insert a new article 7.5(l) immediately following article 7.5(k) of the Constitution:* *“(l) Any remuneration or other benefit received by a director in accordance with article 7.5(a) or 7.5(c) must be reasonable in the circumstances in accordance with s 211(1) of the Corporations Act, and must not create any conflict of*

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Constitution Article	Proposed Amendment
	interest with the director's obligations under the Corporations Act, AGI's Code of Conduct, and any relevant policies and procedures governing the disclosure of their interests."

2 Requisitioned Resolution 2 – Amendment to AGI Constitution (Renewal of Proportional Takeover Provisions) (Special resolution)

To consider and, if thought fit, to pass with or without amendment, the following resolution as a special resolution:

> *"That, for the purpose of section 648G of the Corporations Act and for all other purposes, the proportional takeover provisions in Article 1.6 of the Constitution be approved for a period of three (3) years commencing from the date of the Meeting."*

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