

<b>Document Title:</b>	Code of Conduct
<b>Department:</b>	Human Resources
<b>Approved by:</b>	Chief Executive Officer

<b>Documents No.</b>	990022	<b>Type:</b> P
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## FOREWORD

Ainsworth Game Technology Limited (AGT) is a leading supplier of innovative gaming machines operating in a highly regulated industry in Australia and overseas. Our individual actions are subject to both internal and external scrutiny.

The purpose of creating this Code of Conduct is to explain to you the principles and standards of behaviour that apply to all directors, employees, contractors or consultants who work for AGT.

This Code of Conduct is designed to assist you to work professionally, ethically and define accountabilities for day-to-day business activities.

As we strive to always act honestly and with integrity, this Code provides practical guidance to assist you in your daily business dealings.

All staff will be required to acknowledge receipt and understanding of this Code to ensure that they are compliant with the business practices of AGT. If you require greater explanation on any topic presented in this Code, please refer this to your manager.



Lawrence Levy  
**Chief Executive Officer**

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## 1. INTRODUCTION

Ainsworth Game Technology Limited (AGT) is a publicly listed company trading on the Australian Stock Exchange providing leading edge products to the global gaming industry.

The Ainsworth name is synonymous with gaming in Australia and is a valuable brand both domestically and internationally. To ensure its continued value the company takes pride in being a good corporate citizen.

This Code has been developed with the full support and commitment of the Board of Directors. Directors, Management, Employees, consultants and contractors of AGT are all expected to abide by this Code in all respects.

Some points may refer the reader to a company policy of relevance which is more detailed. These documents will have noted a document number. AGT has an active document database that is maintained on the Company's intranet which can be accessed at <http://intranet/documents/search.aspx>

Enter the document number in the first field, then click 'search for documents' this will show the search results. Click in the blue link to open the document.

## 2. OVERALL GOVERNING PRINCIPLES OF BEHAVIOUR

When you work at AGT, you are required to:

- Conduct dealings you have with internal and external stakeholders in a truthful, honest and trustworthy manner
- Value and maintain professionalism
- Treat all with whom you interact, with respect and dignity
- Respect the rights of individuals
- Act towards others without discrimination
- Comply with AGT's internal policies and procedures
- Report unethical behaviour or wrong doing
- Use authority in a fair and unbiased way
- Comply with all applicable laws, regulations and licensing conditions
- Not knowingly make a misleading statement

You are responsible for the way you behave and are answerable for your actions, i.e. we are all accountable for our actions and their consequences. Your managers and supervisors will assist by establishing and maintaining an ethical working environment.

Failure to adhere to applicable gaming laws, Corporation's Law and insider trading prohibitions can lead to civil and/or criminal proceedings being instituted against you, other responsible persons and/or the company.

Continued adherence to AGT policies, and all applicable gaming laws, corporations' law and insider trading prohibitions is required.

If you are aware of an incident which you believe could result in a breach of any laws, regulations or license conditions, you must immediately report it to either your manager, the AGT Compliance department or report it via the AGT Whistleblower Reporting portal available at <https://secure.ethicspoint.com/domain/media/en/gui/69716/index.html> for appropriate action.

### 3. PROBITY

Certain jurisdictions require that the holders of positions of influence within the organisation undergo a probity assessment. Where a probity assessment is required, duties may be restricted until probity has been fully assessed. This may require providing personal and financial information about you and your relatives.

### 4. POLICY - CONTINUOUS DISCLOSURE & INSIDER TRADING

AGT is obliged to disclose publicly, certain information that may affect the price or value of its shares or influence decisions taken by investors to buy or sell AGT's shares. AGT has established policies and procedures designed to ensure compliance with Australian Stock Exchange (ASX) Listing Rule disclosure and corporate governance requirements and to ensure accountability at a senior management level for that compliance.

AGT respects the integrity of the market and as such no employee who possesses information that is not generally available (inside information), where if such information were generally available a reasonable person would expect it to have a material effect on AGT's securities, is permitted to trade in AGT securities.

Save for the above, AGT employees are permitted to trade in AGT securities in strict accordance with AGT's securities trading policy.

<b>Refer:-</b> ■ <i>AGT's Securities Trading Policy</i> <i>Document #990218</i>
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### 5. USE OF AGT RESOURCES

AGT resources entrusted to you are to be used efficiently, effectively and economically. These resources include:

- Your or another person/s work time
- Funds
- Materials
- Business tools such as mobile phones, motor vehicles and computer equipment

You may use AGT facilities and equipment for private purposes only if company authority has been given prior to use. Private use must not generate additional financial benefit to you or another person.

You may use AGT facilities such as telephones and email for private and personal purposes provided it is kept to a minimum and such usage is in accordance with AGT's Mobile Phone Usage policy and/or AGT's use of Internet and Email policy. Usage is to be brief and infrequent. The employee may be asked to pay for any telephone or email accounts that are considered unreasonable.

<b>Refer:-</b> ■ <i>Mobile Phone Usage Policy</i> <i>Document #990885</i>
■ <i>Internet and Email Policy</i> <i>Document #990041</i>

Business related expenses are to be in accordance with guidelines set out in accordance with the Employee Expenses Policy. As a general guide the person incurring an expense on behalf of AGT should spend at the same level as they would if they were paying for the goods or services for their own consumption with their own money.

**Refer:-** ■ *Employee Expense Policy*      *Document #990308*

You should not use company assets for your own profit or the profit of others or make expense claims that cannot be justified as a legitimate AGT business expense.

## **6. INFORMATION AND INTELLECTUAL PROPERTY**

Preserving the security and privacy of all AGT information is critical to the company's ongoing success. Access to AGT information, assets and intellectual property is restricted to those who require access to efficiently perform their duties.

### Confidential Information

When you have access to information, which is confidential, you are not to disclose it to anyone without the express permission of the appropriate manager. If you are unsure which manager can authorise the release contact the Compliance Manager.

As a guide confidential information includes but it not limited to the following:

- Supplier information
- Customer information
- Employee files
- Operating policies and procedures
- Trade secrets and intellectual property
- Management reports
- Financial performance of the company
- Information about personnel

As a fundamental rule it is imperative that all information is confidential about AGT unless it is already disclosed publicly. You must keep our trade secrets a secret. This serves to ensure the confidentiality, integrity, and availability of information stored, processed or communicated by both electronic and manual systems.

Protecting AGT's confidential information is critical to its continued success and growth issues hence, AGT is committed to preserving the security and privacy of all information provided to or created by the organisation from accidental or intentional loss, misuse, unauthorized disclosure or manipulation.

Directors, officers, employees, agents, sub-contractors and consultants of AGT must not release company information to other organisations or the public, unless authorized by the Chief Executive Officer.

**Refer:-** ■ *Information Technology Policy*      *Document #990108*

### Intellectual Property

A critical success factor of the business is the company's ability to protect the intellectual property created or developed by you or other employees. In this regard during your employment with AGT, and upon leaving the company, information on design, trademarks and copyright remain the property of AGT.

Any and all papers written, software codes developed, and work undertaken by you whilst working for AGT is owned by AGT.

*Refer:-* ■ *Intellectual Property Policy*      *Document #990768*

## **7. CONFLICTS OF INTEREST**

Everyone has personal interests outside of work. It may be perceived that these conflict with the duties of your job. You must ensure that your personal interests, or those of people close to you, remain separate for your AGT work and do not affect the way in which you carry out your duties.

Where your interest in another entity influences your work performance or creates the appearance of influence, then a conflict exists.

Examples where a conflict of interest may exist include:

- Having a second job, personal or business interest that affects your ability to do your AGT work
- Having a position of influence with another gaming industry company or business associated with the gaming industry
- Trading shares in another company that is a supplier to AGT

The employee is obligated to notify AGT of any changes to their situation. The employee is required to complete the Conflict of Interest Declaration form and submit to their manager immediately.

*Refer:-* ■ *Conflict of Interest Declaration Form*      *Document #990480*

## **8. GIFTS, BENEFITS AND HOSPITALITY**

In the entertainment industry hospitality to customers and suppliers is a large part of our business. Acceptable forms of hospitality bring goodwill to the company as long as they remain within ethical boundaries. To maintain these ethical boundaries, you should refrain from accepting or giving any gift that is not prescribed in the company policy dealing with these matters.

As a guide to help you to assist AGT in maintaining effective control in this area you should avoid the following:

- Providing individual officers and/or directors of customer companies with gifts
- Providing loans in any amount to customers or suppliers
- Accepting paid travel from a supplier
- Accepting favours e.g. offers of employment of friends or relatives

A gift that could affect your judgment may give rise to a conflict of interest. However, not accepting a gift under certain circumstances may offend the 'giver' for a number of reasons including, the giver's cultural background and beliefs. Discretion should be used in these circumstances but if you are in any doubt refer to your supervisor. The acceptance of gifts is not encouraged but, in all cases, where one is accepted and it has a value of greater than AUD100, it is to be promptly reported in writing to the Company Secretary.

If you are in any doubt whether to give or accept a gift or benefit, please direct your inquiries to the Compliance Manager or the Company Secretary. In some jurisdictions the provision of gifts may be seen as an inducement to buy products and is strictly prohibited.

## **9. SECRET COMMISSIONS**

Any kind of inducement or reward for conducting business with AGT which is not fully disclosed in writing to all parties to the transaction, prior to or during negotiation of the transaction ('Undisclosed Benefit') is prohibited.

Any employee, consultant or agent of AGT who becomes aware of an Undisclosed Benefit must immediately notify the Compliance Manager.

**Refer:-** ■ *Anti-Bribery & Corruption Policy*      *Document #990649*

#### **10. POLITICAL CONTRIBUTIONS**

Participation at a personal level in politics is the right of each employee. The Board of Directors must approve any participation by AGT or by AGT employees representing the company when attending political functions or activities, including all fundraising activities, financial contributions such as political donations etc.

Employees are required to notify the Company Secretary of any proposed meetings and/or contact with politicians, their personal staff or political consultants.

#### **11. TRADE PRACTICES**

Misleading or deceptive conduct contravenes the Australian Consumer Law for which fines and penalties can be imposed on you and the company.

Managers have a responsibility to ensure that all relevant staff have demonstrated the required knowledge in relation to Consumer Law (in particular, this includes Sales, Marketing and Management Representatives).

#### **12. RELATIONSHIPS WITH CUSTOMERS**

AGT customers expect professional service from all areas of the business. This maintains confidence and trust in our organisation. Customers have a right to fair and impartial treatment and each employee has an obligation to ensure customer information is kept confidential. Our customers also expect us to keep our promises. Please ensure you do not make promises you cannot keep.

#### **13. RELATIONSHIPS WITH SUPPLIERS**

AGT has a commitment to high ethical standards. The company honours its agreements with suppliers who act in good faith. AGT expects a reciprocal commitment to high ethical standards and reserves the right not to deal with suppliers who breach these standards.

#### **14. AGT'S COMMITMENT TO EMPLOYEES**

Employees at AGT are important to the company and they play a major part in the company's success. It is equally important to treat internal contacts with the same professional courtesies that are extended to our external contacts.

You have the responsibility to treat each other with dignity, respect and consideration at all times.

Employees have the right to expect constructive feedback on performance, the right to training and be given the resources that are needed to enable their duties to be carried out efficiently and effectively. Personal privacy and personnel records are treated in a confidential and private manner.

#### **15. WORKPLACE GRIEVANCE**

At AGT we aim to have a positive working environment. We understand that your working environment has an impact on how well you work and how well you relate to your workmates and others you come into contact with.

A workplace grievance may involve any act, situation or decision related to the work environment that an individual believes is unfair or unjust. It may also include acts of workplace harassment, discrimination, bullying and violence.

Whilst accepting that senior management is charged with setting the appropriate standards of acceptable conduct, every employee has a responsibility to conform to such standard and thus ensure that the working environment is maintained accordingly.

You have a responsibility to maintain a standard of behaviour at work and not engage in conduct that is likely to cause harm, be considered offensive, humiliate or intimidate another person. All allegations of workplace grievance will be taken seriously and investigated promptly and confidentially.

<b>Refer:-</b>	▪ <i>Equal Employment Opportunity and Anti Discrimination Policy</i>	<i>Document #990024</i>
	▪ <i>Sexual Harassment Policy</i>	<i>Document #990038</i>
	▪ <i>Anti-bullying Policy</i>	<i>Document #990616</i>
	▪ <i>Workplace Grievance Procedure</i>	<i>Document #990025</i>

## 16. WORK HEALTH AND SAFETY

AGT clearly recognises the vital importance of providing all employees with a safe and healthy environment in which to work. The Company also acknowledges and accepts the principles and responsibilities placed upon it by various Acts and Regulations pertaining to places of work.

All employees are required to report all accidents/incidents and to ensure the safety standards are maintained in the workplace. This policy relates to Company premises and for those employees working in the field.

<b>Refer:-</b>	▪ <i>WHS Policy</i>	<i>Document #990032</i>
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Managing your personal hygiene is important not only to look and smell your best on a daily basis, but also to prevent the onset and spread of infectious diseases. Taking proper precautions can help you avoid getting sick and passing illnesses on to those around you. Some examples include:

**Washing your hands with soap and water** – Wash your hands after using the restroom; before, during and after preparing food; before eating food; before and after caring for someone who is sick, after blowing your nose, coughing or sneezing.

**Cover your nose and mouth when you cough or sneeze** – This is extremely important if you want to avoid spreading germs to those around you.

You may want to consider keeping hand sanitizer with you in case you can't reach a bathroom.

## 17. CHILDREN IN THE WORKPLACE

As a general rule children are prohibited from any area of the defined production area due to safety issues and AGT's Duty of Care.

As an employer AGT understands that from time to time sudden and unexpected events will occur that will leave you with limited options in relation to placing your children in care e.g. teacher's strikes. If you find yourself in such a situation you should discuss the matter with your Manager to reach the best outcome for all parties.

## **18. DRUG AND ALCOHOL-FREE WORKPLACE**

With the exception of the defined areas of AGT’s showrooms, AGT is a drug and alcohol-free workplace. As we have mentioned previously hospitality is an accepted part of the interaction between AGT and customers. Because of the nature of their roles, sales staff are generally exempt from the provisions of this section. All other staff may be allowed to consume alcohol on special occasions with the express permission of their manager.

Possession, use, purchase, transfer or sale of illegal drugs on AGT owned or controlled property, including owned or leased vehicles is strictly prohibited.

Smoking is prohibited inside all AGT premises.

<b>Refer:-</b> ▪ <i>Drug and Alcohol Policy</i> <i>Document #990028</i>
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## **19. PLAYING OF AGT GAMING PRODUCTS**

At all times, it is essential that employees protect the integrity of AGT licenses. To ensure that these licenses are not placed at risk, staff are directed not to play AGT gaming machines in the field.

AGT gaming machines adhere to strictest regulatory technical guidelines and meet the highest standards for fairness of game play. Theoretically, a top prize win could occur at any time. The reason that employees and contractors are prohibited from playing company products is to avoid any perception of an inside advantage that an AGT employee would have over other players.

Any employee with a gambling problem is encouraged to seek professional care and advice. Free, 24 hour a day, 7 days a week assistance is available on 1800 633 635 to anyone with a gambling problem, their families, friends and others. Assistance is provided by trained counsellors on a confidential basis.

This clause does not apply, if prior permission and approval has been obtained from the Chief Executive Officer or the Compliance Manager and/or his delegate for such reasons including, but not limited to research.

A record of any such approval/s is to be maintained by the Compliance Manager and/or his delegate. Where the approval record is maintained by a delegate, the record of any such approval/s is to be provided to the Compliance Manager as directed.

## **20. EMPLOYEE ASSISTANCE PROGRAM**

Sometimes in your life, stressful things happen that may have an effect on your performance at work.

These are not entirely within your control; however, it is important to recognize that any difficulties that you may be experiencing can be overcome in time. To help you through difficult circumstances you may need to get some assistance from trained professionals who can help you work through difficult personal situations.

Practical support is available - please see the Human Resources Manager for details.

## **21. BREACH OF THIS CODE**

This Code of Conduct sets out the standard of behaviour required by AGT employees. All employees, including internal contractors and consultants must comply with this Code.



It is the responsibility of all directors, management, employees, consultants and contractors to be familiar with the contents of this Code of Conduct and to act accordingly so as not to breach any section.

Breaches of this code will be viewed seriously, and disciplinary action will be taken, up to and including termination of employment or initiating legal proceedings. Similar action will be taken where there is a breach of any law, license condition or internal policy.

This Code is supported by AGT policies and procedures that should be read in conjunction with this document and which is located on the AGT intranet.

AGT acknowledges that employees wish to behave ethically in the workplace. These guidelines will help you do just that.

For more information on this Code, or for clarification on any points raised, please discuss this with your Manager or Human Resources.

All questions will be treated in the strictest of confidence.

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**AMENDMENTS / CHANGE HISTORY**

Rev	Date	Description of Changes	Reviewed by	Approved by
A	25/10/07	/ Change into new document format		S.Dokumcu
B	1/7/08	/ Changes into new document format		S.Dokumcu
C	2/07/08	/ Revised		D.Djemal
D	2/07/08	/ Revised		D.Djemal
E	24/05/10	/ Minor Updates: Update Version Number of document and reference to #990032 in point 16. No other changes.		C.Lowe
F	30/04/12	/ Update with new Ainsworth logo review template format. / Point 1: Introduce document database to reader / Point 7: Reference to Conflict of Interest Declaration form added. / Point 15: change Anti-Discrimination and Harassment to Workplace Grievance. Review contents / Point 16: change Occupational Health & Safety to Work health and safety. Review contents. Replaced 'safety related' with 'accidents /' / Point 18: inc. document number / Revised / Point 16 additional information added re personal hygiene	T.McNee	M.Ludski
G	31/01/19	/ Forward signoff changed from Chairman (LHA) to CEO/EC (DEG)	T.McNee	M.Ludski
H	29/10/19	/ Forward signoff changed from CEO to HR & Payroll Manager	T.McNee	M.Ludski
I	01/07/20	/ Changed document to new format	A.Pompey	D.Greenslade
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