ASX Appendix 4D

Results for Announcement to the Market

For the half-year ended 31 December 2017 ("1H18") Previous corresponding period: to 31 December 2016 ("1H17")

Summary of financial information

	Note	1H18 \$'000	1H17 \$'000	Change \$'000	Change %
Revenue from ordinary activities	1	77,487	58,719	18,768	32%
Profit from ordinary activities after income tax for the period attributable to members	1	8,417	19,275	(10,858)	(56%)
Profit after income tax attributable to members	1	8,417	19,275	(10,858)	(56%)

Explanation of Revenue and Profit from Ordinary Activities

Note 1: The following information has been provided in order to understand the Group's revenue from ordinary activities and profit after income tax.

	1H18 \$'000	1H17 \$'000
Data centre services revenue	72,946	55,968
Other revenue	4,541	2,751
Total revenue from continuing operations	77,487	58,719
Profit before income tax	12,347	8,001
Income tax (expense) / benefit	(3,930)	11,274
Profit after income tax	8,417	19,275

1H17 statutory net profit was boosted by the recognition of an \$11.3 million tax benefit associated with the recognition of accumulated tax losses.

NTA Backing

	1H18	1H17
Net tangible asset backing per ordinary share	\$1.78	\$1.34

DIVIDENDS

No dividend has been proposed or declared for the period ended 31 December 2017.

NEXTDC LimitedABN 35 143 582 521

Interim report for the half-year ended 31 December 2017

NEXTDC Limited ABN 35 143 582 521 Interim report - 31 December 2017

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This interim financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual report for the year ended 30 June 2017 and any public announcements made by NEXTDC Limited during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.

These interim financial statements are the consolidated interim financial statements of the consolidated entity consisting of NEXTDC Limited and its subsidiaries. The interim financial statements are presented in the Australian currency.

NEXTDC Limited is a company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

NEXTDC Limited Level 6 100 Creek Street Brisbane Qld 4000

Directors' report

The Directors of NEXTDC Limited submit their report on the consolidated entity (referred to hereafter as "the Group") consisting of NEXTDC Limited ("NEXTDC" or "the Company") and the entities it controlled at the end of, or during, the half-year ended 31 December 2017 ("1H18").

Directors

The following persons held office as Directors of NEXTDC Limited during the financial period:

Douglas Flynn Craig Scroggie Stuart Davis Gregory J Clark (AC) Sharon Warburton

Principal activities

During the half-year, the principal continuing activities of the Group consisted of the development and operation of independent data centres in Australia.

Operating and financial review

NEXTDC is pleased to announce its interim results for the half-year ended 31 December 2017 ("1H18") that saw continued substantial growth in data centre revenue, as well as a significant increase in EBITDA.

During the half-year, the Group has:

- Up-sized its senior debt facility from \$100 million to \$300 million (completed in August 2017)
- · Contracted 7.7MW of new capacity
- Opened its B2 (Brisbane) and M2 (Melbourne) data centre facilities
- · Commenced construction of its S2 (Sydney) data centre
- Completed final expansion works of S1 (Sydney), adding 2MW of new capacity
- · Completed the third data hall of P1 (Perth)
- Acquired a 29.2% stake in Asia Pacific Data Centre Group (ASX: AJD)

Key financial highlights include:

- Revenue from continuing operations up 32% to \$77.5 million (1H17: \$58.7 million)
- Underlying EBITDA of \$33.6 million (1H17: \$23.9 million)
- Cash and term deposits of \$218.2 million at 31 December 2017
- Net profit before tax of \$12.3 million (1H17: \$8.0 million)
- Statutory net profit of \$8.4 million (1H17: \$19.3 million)^{*}

Reconciliation of statutory profit to EBITDA and underlying EBITDA is as follows:

	1H18	1H17	Change
	\$'000	\$'000	%
Net profit after tax	\$8,417	\$19,275	(56%)
Add finance costs	\$12,190	\$7,806	56%
Less interest income	(\$2,862)	(\$2,751)	4%
Add income tax expense / (benefit)	\$3,930	(\$11,274)	n/m
Add depreciation and amortisation	\$13,609	\$10,806	26%
EBITDA	\$35,284	\$23,862	48%
Less distribution income	(\$1,679)	-	-
Underlying EBITDA	\$33,605	\$23,862	41%

^{* 1}H17 statutory net profit was boosted by the recognition of an \$11.3 million tax benefit associated with the recognition of accumulated tax losses

Operating and financial review (continued)

NEXTDC has continued to perform well in a competitive market, recording a \$16.9 million (30%) increase in data centre services revenue to \$72.9 million during 1H18 (1H17: \$56.0 million).

NEXTDC has a clear strategy to differentiate its services through in-house engineering innovation and the adoption of new technologies in power and cooling systems. In addition, NEXTDC is committed to delivering a world-class customer experience with continued investments in internal systems and processes, with the ongoing implementation of online platforms to automate and integrate the management of the entire customer journey through the life cycle of their data centre service with NEXTDC.

These investments will position us to deliver significant customer benefits, reinforce our market differentiation over the longer term and deliver scalable growth, reducing operating costs and increasing revenue.

Net profit after tax for the half-year ended 31 December 2017 was \$8.4 million. Non-statutory underlying earnings before interest, tax, depreciation and amortisation (EBITDA) improved from \$23.9 million in 1H17 to \$33.6 million in 1H18. The underlying earnings excludes distribution income of \$1.7 million earned from the Company's 29.2% investment in Asia Pacific Data Centre Group.

A summary of consolidated revenues and segment EBITDA for the period is set out below:

	Segment revenues		Segment EBITDA	
	1H18	1H17	1H18	1H17
	\$'000	\$'000	\$'000	\$'000
Vic	30,119	25,471	21,816	19,103
NSW	27,286	18,093	18,390	11,350
Qld	7,916	7,358	5,310	5,570
WA	5,497	4,076	2,527	1,258
ACT	1,683	800	(1,035)	(1,281)
Other	445	170	(22)	(263)
Total segment revenue/result	72,946	55,968	46,986	35,737

Operational developments and performance

NEXTDC's B2 data centre facility achieved Uptime Institute ("UTI") Tier IV Certification of Constructed Facility ("TCCF") in September 2017, the first Australian data centre and first Asia Pacific colocation data centre to achieve such recognition. TCCF ensures that the facility has been constructed as designed, and verifies that it is capable of meeting the defined availability requirements.

In addition, M2 achieved UTI Tier IV TCCF in December 2017, the second Asia Pacific colocation data centre to achieve such recognition.

Throughout the period, NEXTDC maintained 100% uptime across its national data centre network. In addition, NEXTDC also maintained its ISO 9001 and ISO 27001 certifications.

Sales performance

NEXTDC has continued to focus its sales strategy on partnering with providers of infrastructure, platform and packaged services. Flexibility offered by being carrier and vendor neutral allows customers a choice of carriers and systems integrators, leading to an increase in the number of unique customers to 875 at 31 December 2017, up from 699 at 31 December 2016.

During 1H18 NEXTDC increased its contracted utilisation by 7.7MW from 31.5MW at 30 June 2017 to 39.2MW at 31 December 2017. As a percentage of installed capacity in NEXTDC's national portfolio, this represents approximately 90% of installed capacity being contracted. It should be noted that over 6MW of new capacity has been added since 30 June 2017.

^{**} Excludes distribution income of \$1.7 million from the Company's 29.2% investment in Asia Pacific Data Centre Group

NEXTDC Limited Directors' report 31 December 2017 (continued)

Sales performance (continued)

As announced on 22 December 2017, NEXTDC has now received orders for more than 5MW of capacity at its S2 (Sydney) data centre site. Revenue recognition from these orders will commence in FY19 and ramp up to full billing over the following 30 months.

NEXTDC continues to derive revenue from numerous product sources including white space (including power recharge), rack ready services, establishment service fees and add-on services. During 1H18 cross connectivity generated approximately 6.2% of total recurring revenue.

The Group continues to develop its go-to-market strategy through its channel partnerships with major telecommunications and IT service providers, allowing the Company to actively increase the breadth and depth of its selling capability without adding to its sales operating cost base.

Dividends

No dividend has been declared or paid during the half-year ended 31 December 2017 (1H17: nil).

Rounding of amounts

The company is of a kind referred to in ASIC Legislative Instrument 2016/191, relating to the 'rounding off' of amounts in the Directors' report. Amounts in the Directors' report have been rounded off in accordance with the instrument to the nearest thousand dollars, or in certain cases, to the nearest dollar.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act 2001* is set out on page 4.

This report is made in accordance with a resolution of Directors.

Craig Scroggie Director

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Sydney 23 February 2018



Auditor's Independence Declaration

As lead auditor for the review of NEXTDC Limited for the half-year ended 31 December 2017, I declare that to the best of my knowledge and belief, there have been:

- (a) no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
- (b) no contraventions of any applicable code of professional conduct in relation to the review.

This declaration is in respect of NEXTDC Limited and the entities it controlled during the period.

Simon Neill

Partner

PricewaterhouseCoopers

Brisbane 23 February 2018

NEXTDC Limited Consolidated statement of comprehensive income For the half-year ended 31 December 2017

	31 December 2017 \$'000	31 December 2016 \$'000
REVENUE FROM CONTINUING OPERATIONS Data centre services revenue Other revenue Total revenue	72,946 4,541 77,487	55,968 2,751 58,719
OTHER INCOME Other income EXPENSES Direct costs	120	95 (7,035)
Employee benefits expense Data centre facility costs Depreciation and amortisation expense Professional fees	(11,022) (12,126) (11,682) (13,609) (766)	(11,394) (10,297) (10,806) (636)
Marketing costs Office and administrative expenses Finance costs Profit before income tax	(177) (3,688) (12,190) 12,347	(174) (2,665) (7,806) 8,001
Income tax benefit/(expense) Profit after income tax	(3,930) 8,417	11,274 19,275
PROFIT IS ATTRIBUTABLE TO: Owners of NEXTDC Limited OTHER COMPREHENSIVE INCOME	8,417	19,275
Total comprehensive income	8,417	19,275
Attributable to: Owners of NEXTDC Limited	8,417	19,275
	Cents	Cents
PROFIT PER SHARE FOR PROFIT ATTRIBUTABLE TO THE ORDINARY EQUITY HOLDERS OF THE GROUP: Basic earnings per share Diluted earnings per share	2.95 2.90	7.23 7.08

The above consolidated statement of comprehensive income should be read in conjunction with the accompanying notes.

NEXTDC Limited Consolidated balance sheet As at 31 December 2017

	Note	31 December 2017 \$'000	30 June 2017 \$'000
ASSETS			
Current assets			
Cash and cash equivalents		218,201	271,838
Term deposits		-	96,500
Trade and other receivables	2	23,558	16,215
Other assets		15,727	11,273
Total current assets		257,486	395,826
Non-current assets			
Available-for-sale financial assets	7	62,523	-
Property, plant and equipment	8	511,502	434,267
Other assets Intangible assets		913 7,574	1,152 8,538
Deferred tax assets		8,671	12,601
Total non-current assets		591,183	456,558
Total non darront docoto			,
Total assets		848,669	852,384
LIABILITIES			
Current liabilities			
Trade and other payables		25,013	38,612
Other liabilities	4	3,822	4,400
Finance lease liability Total current liabilities	4	298 29,133	290 43,302
Total current liabilities		29,133	43,302
Non-current liabilities			
Other liabilities		311	104
Provisions	4	600 297,077	429
Interest-bearing borrowings Finance lease liability	4	5,891	295,973 6,042
Total non-current liabilities	7	303,879	302,548
Total non-current nashines			002,010
Total liabilities		333,012	345,850
Net assets		515,657	506,534
EQUITY			
Contributed equity	9	525,829	524,458
Reserves		4,325	4,990
Retained earnings		(14,497)	(22,914)
Total equity		515,657	506,534

NEXTDC Limited Consolidated statement of changes in equity For the half-year ended 31 December 2017

Attributable to owners of
NEYTOC Limited

	NE	NEXTDC Limited		
	Contributed	Contributed Accumulated		Total
	equity	Reserves	losses	equity
	\$'000	\$'000	\$'000	\$'000
Balance at 1 July 2016	375,507	3,534	(45,913)	333,128
Profit for the-year	_	-	19,275	19,275
Total comprehensive income for the period	-	-	19,275	19,275
Transactions with owners in their capacity as owners:				
Exercise of options / loan funded shares	501	_	_	501
Share-based payments	-	750	-	750
Contributions of equity, net of transaction costs and tax	148,184	-	-	148,184
	148,685	750	-	149,435
Balance at 31 December 2016	524,192	4,284	(26,638)	501,838
Balance at 1 July 2017	524,458	4,990	(22,914)	506,534
Profit for the period	_	-	8,417	8,417
Total comprehensive income for the period	-	-	8,417	8,417
Transactions with owners in their capacity as owners: Share-based payments Issue of shares for long-term incentive plan, net of	-	722	-	722
transaction costs	1,371	(1,387)	_	(16)
	1,371	(665)	-	706
Balance at 31 December 2017	525,829	4,325	(14,497)	515,657

NEXTDC Limited Consolidated statement of cash flows For the half-year ended 31 December 2017

	31 December 2017 \$'000	31 December 2016 \$'000
Cash flows from operating activities		
Receipts from customers (inclusive of GST)	72,908	62,091
Payments to suppliers and employees (inclusive of GST)	(40,197)	(36,919)
	32,711	25,172
Interest paid	(10,959)	(2,907)
Payments for bank guarantees	1,620	1,028
Interest received	3,412	2,139
Net cash inflow from operating activities	26,784	25,432
Cash flows from investing activities Payments for property, plant and equipment Payments for available-for-sale financial assets Receipts of / (payments for) term deposits Payments for intangible assets Net cash (outflow) from investing activities	(106,496) (62,030) 96,500 (3,087) (75,113)	(84,574) - (146,500) (1,845) (232,919)
Cash flows from financing activities		
Proceeds from issues of shares (including exercised options)	-	150,993
Transaction costs paid in relation to issue of shares	.	(4,458)
Repayment of finance lease principal amounts	(143)	(135)
Transaction costs in relation to loans and borrowings	(5,165)	(311)
Net cash (outflow) inflow from financing activities	(5,308)	146,089
Net (decrease) in cash and cash equivalents	(53,637)	(61,398)
Cash and cash equivalents at the beginning of the period	271,838	191,393
Cash and cash equivalents at end of period	218,201	129,995

1 Basis of preparation of half-year report

These financial statements for the half-year reporting period ended 31 December 2017 have been prepared in accordance with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Act 2001*.

These financial statements do not include all the notes of the type normally included in an annual financial report. Accordingly, this report is to be read in conjunction with the annual report for the year ended 30 June 2017 and any public announcements made by NEXTDC Limited during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.

The accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period.

(a) New and amended standards adopted by the Group

A number of new or amended standards became applicable for the current reporting period, however, the Group did not have to change its accounting policies or make retrospective adjustments as a result of adopting these standards.

(b) Critical accounting estimates

Fair value of investments

The Company holds 29.2% of the quoted securities of Asia Pacific Data Centres ("APDC"). Given that the Company is unable to exert significant influence using its shareholding, it has been determined that the investment should be accounted for as an available for sale financial asset. The available for sale financial asset has been recognised at fair value, which approximates \$1.86 per security. Quoted equity prices have not been solely relied upon in determining fair value due to low trading volumes, due in part to 96.5% of total securities being held by only two parties. In the absence of an active market, the Company has determined that \$1.86 is an appropriate estimate of fair value. Refer to Note 7 for further detail.

Deferred tax assets

The deferred tax assets include an amount of \$4.3 million which relates to carried forward tax losses of NEXTDC Limited. The Group has incurred the losses during its start-up operations and has concluded that the deferred assets are probable of recovery using the estimated future taxable income. The losses can be carried forward indefinitely and have no expiry date. Refer to Note 5 for further detail.

2 Trade and other receivables

	31 December 2017 \$'000	30 June 2017 \$'000
Trade receivables Provision for impairment	21,210 (154)	14,151 (242)
	21,056	13,909
Interest receivable	50	600
GST receivable Other receivables	593 1,859	1,689 17
	2,502	2,306
Total trade and other receivables	23,558	16,215

Included in "Other receivables" as at 31 December 2017 is a distribution receivable from Asia Pacific Data Centre Group of \$1.7 million.

3 Segment information

(a) Description of segments

Management considers the business from a geographic perspective and has identified six reportable segments, the first five being each state where the Group operates data centre facilities and the last capturing financial information from operations that do not naturally fit into any particular geography. These segments do not exist as a separate legal entity, consequently, information such as income tax expense and segment liabilities are not prepared and provided to management for review and therefore not presented.

(b) Segment information provided to management

Half-Year to 31 Dec 2017	Qld \$'000	Vic \$'000	NSW \$'000	WA \$'000	ACT \$'000	Other \$'000	Total \$'000
Revenue from external customers Direct and facility costs Employee benefits expense Other expenses	7,916 (1,958) (571) (77)	30,119 (7,523) (706) (74)	27,286 (8,239) (601) (56)	5,497 (2,573) (351) (46)	1,683 (2,279) (370) (69)	445 (132) (169) (166)	72,946 (22,704) (2,768) (488)
Segment operating profit/(loss)	5,310	21,816	18,390	2,527	(1,035)	(22)	46,986
Depreciation and amortisation Finance charge Segment profit/(loss) before tax	(1,814) (178) 3,318	(4,152) - 17,664	(4,050) - 14,340	(1,309) - 1,218	(447) - (1,482)	(1,032) - (1,054)	(12,804) (178) 34,004
Segment pront/(loss) before tax	3,310	17,004	14,340	1,210	(1,402)	(1,054)	34,004
Assets - 31 Dec 2017 Segment assets Unallocated assets	106,970	182,876	136,809	49,924	27,608	6,985 337,497	511,172 337,497
Total segment assets	106,970	182,876	136,809	49,924	27,608	344,482	848,669
Half-Year to 31 Dec 2016	Qld \$'000	Vic \$'000	NSW \$'000	WA \$'000	ACT \$'000	Other \$'000	Total \$'000
Revenue from external customers Direct and facility costs Employee benefits expense Other expenses	7,358 (1,402) (353) (33)	25,471 (5,760) (556) (52)	18,093 (6,098) (449) (196)	4,076 (2,370) (406) (42)	800 (1,702) (319) (60)	170 (1) (162) (270)	55,968 (17,333) (2,245) (653)
Segment operating profit/(loss)	5,570	19,103	11,350	1,258	(1,281)	(263)	35,737
Depreciation and amortisation Finance charge	(1,269) (186)	(3,421)	(3,217)	(1,244)	(446) -	(768) -	(10,365) (186)
Segment profit/(loss) before tax	4,115	15,682	8,133	14	(1,727)	(1,031)	25,186
Assets - 31 Dec 2016 Segment assets Unallocated assets Total segment assets	59,072 - 59,072	129,721 - 129,721	112,454 - 112,454	40,436 - 40,436	17,127 - 17,127	6,142 324,167 330,309	364,952 324,167 689,119
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3 Segment information (continued)

(c) Other segment information

A reconciliation of operating segment results to profit before income tax is as follows:

	31 December 2017 \$'000	31 December 2016 \$'000
Total segment profit before tax	34.004	25,186
Employee benefits expense (non-facility staff)	(9,358)	(9,149)
Distribution income	1,679	
Interest revenue	2,862	2,751
Finance costs - net	(12,012)	(7,620)
Head office depreciation	(805)	(441)
Overheads and other expenses	(4,023)	(2,726)
Profit before income tax from continuing operations	12,347	8,001
4 Interest bearing loans and borrowings	31 Decemb 20 \$'0	17 2017
CURRENT		
Finance lease liability NON-CURRENT	29	290
Finance lease liability	5,89	6,042
Unsecured notes	297,07	295,973
Total non-current interest bearing loans and borrowings	302,96	302,015
Total interest-bearing loans and borrowings	303,26	66 302,30 <u>5</u>

Unsecured Notes

The Group has issued \$300 million in unsecured notes ("Notes III") which has an annual coupon rate of 6.25% paid semi-annually. Although these Notes are due 9 June 2021, the Group may repay as early as 9 June 2019, and each six months thereafter. Regardless of when Notes III is redeemed, an additional 1.5% interest will also be payable on redemption.

In addition, the Group may at any time prior to 9 June 2019, redeem all or part of the Notes, upon not less than 7 days and no more than 60 days prior notice.

Bank Loan

On 28 August 2017, NEXTDC achieved financial close on \$300 million 3-year Syndicated Senior Secured debt facilities ("New Facilities") with its relationship bank, National Australia Bank ("NAB"). The New Facilities replace NEXTDC's previous \$100 million undrawn senior secured debt facility provided by NAB.

The Group intends to use the majority of the new debt funds to fund future growth capital expenditure for its existing facilities and for developments that the Company is planning.

The facility remains undrawn as at 31 December 2017.

3,930

(11,274)

5 Income tax expense

(a) Income tax expense

(a) means and appeared		
	31 December	31 December
	2017	2016
	\$'000	\$'000
Current tax on profits for the period	3,939	1,791
Utilisation of tax attributes that have not previously been booked	(3,939)	(1,791)
- Cambanan C. a.v. am 2000 man nan nan promotory 2001. 2001. 2001.	(=,===)	-
•		
Deferred income tax expense (revenue) included in income tax expense comprises:		
(Increase) decrease in deferred tax assets	4,242	(13,696)
(Decrease) increase in deferred tax liabilities	(312)	(4)
Deferred tax credited to equity	(312)	2,426
Bolottod tax ordation to equity	3,930	(11,274)
	0,000	(11,271)
(h) Numerical reconciliation of income tay expense to prime facia tay nevable		
(b) Numerical reconciliation of income tax expense to prima facie tax payable		
	31 December	31 December
	2017	2016
	\$'000	\$'000
Profit from operations before income tax expense	12,347	8,001
Tax at the Australian tax rate of 30.0%	3,704	2,400
Tax effect of amounts which are not deductible (taxable)	•	
in calculating taxable income:		
Non-deductible expenses	9	6
Share-based payments	217	225
Temporary timing differences	-	(311)
Previously unrecognised tax losses now recouped to reduce current tax expense	-	(1,791)
Capital raising costs allowed as a deduction	-	(528)
Recognition of previously unrecognised timing differences	-	(442)
Recognition of unused tax losses as a tax benefit	-	(10,833)
	2 2 2 2	(44.074)

Deferred tax assets

Income tax expense

The deferred tax assets include an amount of \$4.3 million which relates to carried forward tax losses of NEXTDC Limited. The Group incurred the losses during its start-up operations and has concluded that the deferred tax assets are probable of recovery using the estimated future taxable income. The losses can be carried forward indefinitely and have no expiry date.

6 Contingencies

The Group had no contingent liabilities at 31 December 2017 (2016: nil).

7 Non-current assets - Available-for-sale financial assets

	31 December 2017 \$'000	30 June 2017 \$'000
Non-current assets Listed securities		
Equity securities	62,523	_

(a) Classification of financial assets as available-for-sale

Investments are designated as available-for-sale financial assets if they do not have fixed maturities and fixed or determinable payments, and management intends to hold them for the medium to long-term. Financial assets that are not classified into any of the other categories (at fair value through profit and loss, loans and receivables or held-to-maturity investments) are also included in the available-for-sale category.

The financial assets are presented as non-current assets unless they mature, or management intends to dispose of them within 12 months of the end of the reporting period.

(b) Significant estimates

Management believes that the carrying value of its investment in Asia Pacific Data Centres (ASX: AJD) at approximately \$1.86 per security, is an approximate basis for fair value (refer to note 1(b)).

8 Property, plant and equipment

During the period, NEXTDC invested approximately \$29.6 million at M2 (Melbourne), \$15.1 million at B2 (Brisbane), \$11.2 million at S2 (Sydney) and \$10.5 million at S1 (Sydney).

9 Contributed equity

(a) Share capital

	31 December	30 June 3	1 December	30 June
	2017	2017	2017	2017
	Shares	Shares	\$'000	\$'000
Ordinary shares	285,471,246	284,197,434	525,829	524,458
Fully paid ordinary shares	2,769,602	2,769,602	6,202	6,202
Treasury shares	288,240,848	286,967,036	532,031	530,660

(b) Ordinary shares

As part of our Equity Incentive Plan, which is offered to employees to help achieve the Group's strategic objectives, 1,273,812 ordinary shares were issued on 14 September 2017. These shares were issued following the vesting of Performance Award Rights in accordance with the Executive Incentive Rights Plan approved at NEXTDC's 2014 AGM

10 Events occurring after the reporting period

Since the end of the reporting period, no matters have arisen which significantly affected or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial years.

In the Directors' opinion:

- (a) the interim financial statements and notes set out on pages 5 to 13 are in accordance with the *Corporations Act 2001*, including:
 - (i) complying with Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements, and
 - giving a true and fair view of the consolidated entity's financial position as at 31 December 2017 and of its performance for the half-year ended on that date, and
- (b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of Directors.

Craig Scroggie

Director Sydney

23 February 2018



Independent auditor's review report to the members of NEXTDC Limited

Report on the Half-Year Financial Report

We have reviewed the accompanying half-year financial report of NEXTDC Limited (the Company), which comprises the consolidated balance sheet as at 31 December 2017, the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half-year ended on that date, a summary of significant accounting policies, other explanatory notes and the directors' declaration for NEXTDC Limited . The consolidated entity comprises the Company and the entities it controlled during that half-year.

Directors' responsibility for the half-year financial report

The directors of the Company are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that is free from material misstatement whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Australian Auditing Standard on Review Engagements ASRE 2410 Review of a Financial Report Performed by the Independent Auditor of the Entity, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the Corporations Act 2001 including giving a true and fair view of the consolidated entity's financial position as at 31 December 2017 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001. As the auditor of NEXTDC Limited , ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Independence

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*.

Conclusion

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of NEXTDC Limited is not in accordance with the *Corporations Act 2001* including:



- 1. giving a true and fair view of the consolidated entity's financial position as at 31 December 2017 and of its performance for the half-year ended on that date;
- 2. complying with Accounting Standard AASB 134 Interim Financial Reporting and the Corporations Regulations 2001.

PricewaterhouseCoopers

Simon Neill Partner Brisbane 23 February 2018