

3 September 2019

The Manager  
Company Announcements Office  
ASX Limited  
20 Bridge Street  
SYDNEY NSW 2000

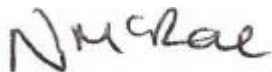
By electronic lodgement

Dear Sir/Madam

**Re: Notice of change of interests of substantial holder – Nextdc Limited (NXT)**

We enclose notice of change of interests of substantial holder in Nextdc Limited. This notice is given by Greencape Capital Pty Ltd.

Yours faithfully



**Naomi McRae**  
Company Secretary

## Form 604

Corporations Act 2001  
Section 671B

### Notice of change of interests of substantial holder

To Company Name/Scheme **Nextdc Limited**

ACN/ARSN **143 582 521**

#### 1. Details of substantial holder(1)

Name **Greencape Capital Pty Ltd**

ACN/ARSN (if applicable) **120 328 529**

There was a change in the interests of the substantial holder on **30/08/2019**

The previous notice was given to the company on **05/03/2019**

The previous notice was dated **05/03/2019**

#### 2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Classof securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
<b>Ordinary Fully Paid</b>	<b>18,532,018</b>	<b>5.39%</b>	<b>22,087,333</b>	<b>6.41%</b>

#### 3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
<b>Refer Annexure 1</b>	<b>Greencape Capital Pty Ltd</b>	<b>Refer Annexure 1</b>	<b>Refer Annexure 1</b>	<b>Refer Annexure 1</b>	<b>Refer Annexure 1</b>

#### 4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
<b>Greencape Capital Pty Ltd</b>	<b>Citicorp Nominees Pty Limited</b>	<b>Citicorp Nominees Pty Limited</b>	<b>Ordinary Fully Paid securities purchased and sold on market and sold (via off market transfer) by Greencape Capital Pty Ltd</b>	<b>5,264,337 (Ordinary Fully Paid)</b>	<b>5,264,337</b>
<b>Greencape Capital Pty Ltd</b>	<b>J P Morgan Nominees Australia Limited</b>	<b>J P Morgan Nominees Australia Limited</b>	<b>As above</b>	<b>6,955,489 (Ordinary Fully Paid)</b>	<b>6,955,489</b>
<b>Greencape Capital Pty Ltd</b>	<b>National Nominees Limited</b>	<b>National Nominees Limited</b>	<b>As above</b>	<b>1,851,932 (Ordinary Fully Paid)</b>	<b>1,851,932</b>
<b>Greencape Capital Pty Ltd</b>	<b>HSBC Custody Nominees (Australia) Limited</b>	<b>HSBC Custody Nominees (Australia) Limited</b>	<b>As above</b>	<b>7,891,772 (Ordinary Fully Paid)</b>	<b>7,891,772</b>

<b>Greencape Capital Pty Ltd</b>	<b>RBC Investor Services Australia Nominees Pty Limited</b>	<b>RBC Investor Services Australia Nominees Pty Limited</b>	<b>As above</b>	<b>123,803 (Ordinary Fully Paid)</b>	<b>123,803</b>
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## 5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
<b>N/A</b>	<b>N/A</b>

## 6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
<b>Greencape Capital Pty Ltd</b>	<b>Level 2, 5 Martin Place, Sydney NSW 2000</b>

## Signature

print name **Naomi McRae** Capacity **Company Secretary**

*Naomi McRae*

sign here date **03/09/2019**

## DIRECTIONS

(1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.

(2) See the definition of "associate" in section 9 of the Corporations Act 2001.

(3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.

(4) The voting shares of a company constitute one class unless divided into separate classes.

(5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.

(6) Include details of:

(a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and

(b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

(7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

(8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".

(9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

*Naomi McRae*

**Naomi McRae**  
**Company Secretary of Greencape Capital Pty Ltd**

**Transactions:**

**Company**

**Name/Scheme:** Nextdc Limited (NXT)

**As at:** 30/08/2019

**Class of security:** Ordinary Fully Paid

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
04/03/2019	Greencape Capital Pty Ltd	Buy	324,765	50,540	50,540
04/03/2019	as above	Buy	16,392	2,551	2,551
04/03/2019	as above	Buy	361,103	56,195	56,195
04/03/2019	as above	Buy	268,056	41,715	41,715
04/03/2019	as above	Buy	126,275	19,651	19,651
04/03/2019	as above	Buy	86,840	13,514	13,514
04/03/2019	as above	Buy	167,478	26,063	26,063
05/03/2019	as above	Buy	28,980	4,600	4,600
06/03/2019	as above	Buy	142,201	22,615	22,615
07/03/2019	as above	Buy	180,313	28,700	28,700
07/03/2019	as above	Buy	324,187	51,600	51,600
07/03/2019	as above	Buy	381,988	60,800	60,800
07/03/2019	as above	Buy	462,407	73,600	73,600
07/03/2019	as above	Buy	280,837	44,700	44,700
08/03/2019	as above	Buy	516,044	82,900	82,900
08/03/2019	as above	Buy	250,863	40,300	40,300
08/03/2019	as above	Buy	179,900	28,900	28,900
08/03/2019	as above	Buy	381,586	61,300	61,300
08/03/2019	as above	Buy	461,888	74,200	74,200
08/03/2019	as above	Buy	248,996	40,000	40,000
08/03/2019	as above	Buy	46,687	7,500	7,500
08/03/2019	as above	Buy	225,416	36,300	36,300
12/03/2019	as above	Buy	180,960	29,400	29,400
12/03/2019	as above	Buy	23,389	3,800	3,800
12/03/2019	as above	Buy	384,078	62,400	62,400
12/03/2019	as above	Buy	124,949	20,300	20,300
12/03/2019	as above	Buy	281,904	45,800	45,800
12/03/2019	as above	Buy	517,644	84,100	84,100
12/03/2019	as above	Buy	240,049	39,000	39,000
12/03/2019	as above	Buy	325,605	52,900	52,900
29/03/2019	as above	Sell - Transfer	3,496,844	- 554,175	554,175
03/04/2019	as above	Buy	502,532	81,300	81,300
03/04/2019	as above	Buy	23,489	3,800	3,800
05/04/2019	as above	Buy	367,075	60,894	60,894
05/04/2019	as above	Buy	107,632	17,855	17,855
05/04/2019	as above	Buy	252,650	41,912	41,912
05/04/2019	as above	Buy	568,739	94,348	94,348
05/04/2019	as above	Buy	946,008	156,933	156,933
05/04/2019	as above	Buy	47,586	7,894	7,894
05/04/2019	as above	Buy	488,867	81,098	81,098
05/04/2019	as above	Buy	657,111	109,008	109,008
05/04/2019	as above	Buy	1,048,528	173,940	173,940
05/04/2019	as above	Buy	778,336	129,118	129,118
08/04/2019	as above	Buy	232,995	39,238	39,238
08/04/2019	as above	Buy	505,722	85,167	85,167
08/04/2019	as above	Buy	375,881	63,301	63,301
08/04/2019	as above	Buy	177,267	29,853	29,853
08/04/2019	as above	Buy	122,133	20,568	20,568
08/04/2019	as above	Buy	457,101	76,979	76,979
08/04/2019	as above	Buy	23,123	3,894	3,894
09/04/2019	as above	Buy	721,332	121,100	121,100
24/04/2019	as above	Buy	1,414,034	222,060	222,060
24/04/2019	as above	Buy	133,342	20,940	20,940

Date of Change	Holder of relevant interest	Nature of Change	Consideration	Number of Securities	Person's Votes Affected
15/05/2019	as above	Buy	1,221,409	192,551	192,551
15/05/2019	as above	Buy	25,443	4,011	4,011
15/05/2019	as above	Buy	16,594	2,616	2,616
15/05/2019	as above	Buy	730,184	115,111	115,111
15/05/2019	as above	Buy	11,063	1,744	1,744
15/05/2019	as above	Buy	115,061	18,139	18,139
15/05/2019	as above	Buy	378,923	59,736	59,736
15/05/2019	as above	Buy	554,278	87,380	87,380
16/05/2019	as above	Buy	100,229	15,770	15,770
16/05/2019	as above	Buy	2,091	329	329
16/05/2019	as above	Buy	1,360	214	214
16/05/2019	as above	Buy	59,922	9,428	9,428
16/05/2019	as above	Buy	909	143	143
16/05/2019	as above	Buy	9,438	1,485	1,485
16/05/2019	as above	Buy	31,092	4,892	4,892
16/05/2019	as above	Buy	45,488	7,157	7,157
05/06/2019	as above	Buy	92,886	13,700	13,700
06/06/2019	as above	Sell	328,801	- 48,500	48,500
06/06/2019	as above	Sell	290,158	- 42,800	42,800
06/06/2019	as above	Sell	128,809	- 19,000	19,000
06/06/2019	as above	Sell	433,882	- 64,000	64,000
06/06/2019	as above	Sell	225,076	- 33,200	33,200
17/06/2019	as above	Sell	130,562	- 19,400	19,400
18/06/2019	as above	Sell	164,834	- 24,500	24,500
18/06/2019	as above	Sell	363,979	- 54,100	54,100
18/06/2019	as above	Sell	276,517	- 41,100	41,100
06/08/2019	as above	Buy	24,388	3,900	3,900
09/08/2019	as above	Buy	599,010	94,481	94,481
09/08/2019	as above	Sell	599,010	- 94,481	94,481
19/08/2019	as above	Sell	226,440	- 36,000	36,000
29/08/2019	as above	Buy	415,895	68,305	68,305
29/08/2019	as above	Buy	370,449	60,841	60,841
29/08/2019	as above	Buy	251,973	41,383	41,383
29/08/2019	as above	Buy	668,270	109,754	109,754
29/08/2019	as above	Buy	607,814	99,825	99,825
29/08/2019	as above	Buy	325,410	53,444	53,444
29/08/2019	as above	Buy	161,895	26,589	26,589
29/08/2019	as above	Buy	31,650	5,198	5,198
29/08/2019	as above	Buy	476,759	78,301	78,301
30/08/2019	as above	Buy	200,216	32,971	32,971
30/08/2019	as above	Buy	15,169	2,498	2,498
30/08/2019	as above	Buy	121,341	19,982	19,982
30/08/2019	as above	Buy	293,041	48,257	48,257
30/08/2019	as above	Buy	229,941	37,866	37,866
30/08/2019	as above	Buy	2,145,329	353,286	353,286
30/08/2019	as above	Buy	178,374	29,374	29,374
30/08/2019	as above	Buy	78,268	12,889	12,889
30/08/2019	as above	Buy	157,138	25,877	25,877
30/08/2019	as above	Buy	24,600	4,100	4,100
30/08/2019	as above	Sell	24,600	- 4,100	4,100

Total Number of Securities

**3,555,315**