

HUME PARTNERS

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Melbourne, 3000,
Victoria, Australia

FACSIMILE

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Date: 18/11/2016
Fax #: 1300 135 638
To: ASX Company Announcements
Company: Asia Pacific Data Centre (AJD)
From: Hume Partners Pty Ltd
Pages: 8 (including this page)
Subject: Form 604

Please find the following Form 604 Notice of change of interests of substantial holder.

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Form 604

**Corporations Act 2001
Section 671B**

Notice of change of interests of substantial holder

To Company Name/Scheme

Asia Pacific Data Centre Group (ASX Code: AJD)

ACN/ARSN

**Asia Pacific Data Centre Trust ARSN 161 049 556
Asia Pacific Data Centre Holdings Limited ACN 159 621 735**

1. Details of substantial holder(1)

Name **Hume Partners Pty Ltd and each of the parties listed in Annexure A**

ACN/ARSN (if applicable) 167 864 511

There was a change in the interests of the substantial holder on

16 / 11 / 2016

The previous notice was given to the company on

13 / 01 / 2016

The previous notice was dated

13 / 01 / 2016

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:

| Class of securities (4) | Previous notice | | Present notice | |
|-------------------------|-----------------|------------------|----------------|------------------|
| | Person's votes | Voting power (5) | Person's votes | Voting power (5) |
| Ordinary securities | 7,890,060 | 6.86% | 9,157,302 | 7.96% |

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 |
|---------------------|--|----------------------|---|---|-------------------------|
| Refer to Annexure 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 |
|-----------------------------|---------------------------------|--|---------------------------------|--------------------------------|----------------|
| Refer to Annexure C | | | | | |

Information in this guide is intended as a guide only. Please consult your accountant or solicitor for further advice.

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 |
|-------------------------------------|---|
| Taverners N Pty Ltd ACN 140 170 190 | Taverners N is a related body corporate of each other substantial holder and is also acting in concert with each other substantial holder in relation to the affairs of Asia Pacific. |

6. Addresses

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

| Name | Address |
|---|--|
| Hume Partners Pty Ltd ACN 167 864 511 | Level 31, 367 Collins Street, Melbourne VIC 3000 |
| Taverners J Pty Ltd ACN 133 104 819 | Level 31, 367 Collins Street, Melbourne VIC 3000 |
| Taverners No. 11 Pty Ltd ACN 097 971 572 | Level 31, 367 Collins Street, Melbourne VIC 3000 |
| Taverners Holdings (Aust) Pty Ltd ACN 050 995 965 | Level 31, 367 Collins Street, Melbourne VIC 3000 |
| Taverners (Aust) Pty Ltd ACN 005 578 969 | Level 31, 367 Collins Street, Melbourne VIC 3000 |
| Taverners N Pty Ltd ACN 140 170 190 | Level 31, 367 Collins Street, Melbourne VIC 3000 |

Signature

print name ROSS BURNEY capacity DIRECTOR

sign here Ross Burney date 17 / 11 / 2016

Annexure "A" to Form 604

This is Annexure "A" of one page referred to in Form 604 - Notice of change of interests of substantial holder signed by me and dated 17 November 2016.

Ross Burney
Signed

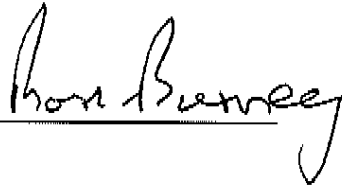
ROSS BURNEY
Name

DIRECTOR
Capacity

| Name | Address |
|---|--|
| Taverners J Pty Ltd ACN 133 104 819 | Level 31, 367 Collins Street, Melbourne VIC 3000 |
| Taverners N Pty Ltd ACN 140 170 190 | Level 31, 367 Collins Street, Melbourne VIC 3000 |
| Taverners No. 11 Pty Ltd ACN 097 971 572 | Level 31, 367 Collins Street, Melbourne VIC 3000 |
| Taverners Holdings (Aust) Pty Ltd ACN 050 995 965 | Level 31, 367 Collins Street, Melbourne VIC 3000 |
| Taverners (Aust) Pty Ltd ACN 005 578 969 | Level 31, 367 Collins Street, Melbourne VIC 3000 |

Annexure "B" to Form 604

This is Annexure "B" of one page referred to in Form 604 - Notice of change of interests of substantial holder signed by me and dated 17 November 2016.



Signed

Ross BURNLEY

Name

DIRECTOR

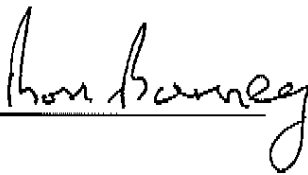
Capacity

| Date of change | Person whose relevant interest changed | Nature of change | Consideration given in relation to change | Class and number of securities affected | Person's votes affected |
|----------------|--|--|---|---|-------------------------------|
| 04/03/2016 | Taverners N Pty Ltd (Taverners N), Hume Partners, T Holdings, T Aust | On-market acquisition by Taverners N | \$69,187 | 53,088 ordinary securities | 53,088 |
| 07/03/2016 | | On-market acquisition by Taverners N | \$163,538 | 125,485 ordinary securities | 125,485 |
| 08/03/2016 | | On-market acquisition by Taverners N | \$158,250 | 121,427 ordinary securities | 121,427 |
| 21/06/2016 | | Off-market transfer to Taverners J | \$2,078,639 | -1,428,618 ordinary securities | -1,428,618 |
| 09/11/2016 | | On-market acquisition by Taverners N | \$17,946 | 12,178 ordinary securities | 12,178 |
| 15/11/2016 | | On-market acquisition by Taverners N | \$105,491 | 72,074 ordinary securities | 72,074 |
| 16/11/2016 | | On-market acquisition by Taverners N | \$77,527 | 52,748 ordinary securities | 52,748 |
| 21/06/2016 | | Taverners J Pty Ltd (Taverners J), Hume Partners, T Holdings, T Aust | Off-market transfer from Taverners N to Taverners J | \$2,078,639 | 1,428,618 ordinary securities |
| 09/11/2016 | Stoneyville Pty Ltd, Hume Partners, T Holdings, T Aust | On-market acquisition by Stoneyville Pty Ltd | \$17,948 | 12,179 ordinary securities | 12,179 |
| 15/11/2016 | | On-market acquisition by Stoneyville Pty Ltd | \$105,491 | 72,074 ordinary securities | 72,074 |
| 16/11/2016 | | On-market acquisition by Stoneyville Pty Ltd | \$77,526 | 52,747 ordinary securities | 52,747 |

| | | | | | |
|------------|--------------------------------------|---|---|------------------------------|-----------------------------|
| 1/03/2016 | Hume Partners, T Holdings, T Aust | On-market acquisition by Sacred Wolf Pty Ltd | - | 38,000 ordinary securities | 38,000 |
| 5/06/2014 | | Entry into investment management agreement with Grantully Investments Pty Ltd on 1 September 2016 | - | 328,242 ordinary securities | 328,242 |
| 07/11/2016 | | On-market acquisition by Beddison Corporation Pty Ltd | - | 769 ordinary securities | 769 |
| 08/11/2016 | | | - | 2,000 ordinary securities | 2,000 |
| 09/11/2016 | | | - | 12,178 ordinary securities | 12,178 |
| 10/11/2016 | | | - | 1,465 ordinary securities | 1,465 |
| 15/11/2016 | | | - | 72,075 ordinary securities | 72,075 |
| 16/11/2016 | | | - | 48,513 ordinary securities | 48,513 |
| 16/02/2016 | | | Off-market transfer from Leibler Nominees Pty Ltd | - | 465,500 ordinary securities |
| 15/02/2016 | | On-market acquisition by S.I.J. Nominees Pty Ltd | - | 117,720 ordinary securities | 117,720 |
| 16/02/2016 | | | - | 72,280 ordinary securities | 72,280 |
| 16/02/2016 | | | - | -465,500 ordinary securities | -465,500 |

Annexure "C" to Form 604

This is Annexure "C" of two pages referred to in Form 604 - Notice of change of interests of substantial holder signed by me and dated 17 November 2016.

Signed 

ROSS BURNERY
Name

DIRECTOR
Capacity

| 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 |
|-----------------------------|------------------------------------|--|--|--------------------------------|----------------|
| Hume Partners Pty Ltd | Taverners No.11 Pty Ltd (T No.11) | T No.11 | Relevant interest pursuant to section 608(1) as investment manager of T No.11 | 2,072,885 | 2,072,885 |
| | Taverners N Pty Ltd (Taverners N) | Taverners N | Relevant interest pursuant to section 608(1) as investment manager of Taverners N | 137,000 | 137,000 |
| | Taverners J Pty Ltd (Taverners J) | Taverners J | Relevant interest pursuant to section 608(1) as investment manager of Taverners J | 3,601,248 | 3,601,248 |
| | Tilana Investments Pty Ltd | Tilana Investments Pty Ltd | Relevant interest pursuant to section 608(1) as investment manager of Tilana Investments Pty Ltd | 560,748 | 560,748 |
| | Infinity Reign Pty Ltd | Infinity Reign Pty Ltd | Relevant interest pursuant to section 608(1) as investment manager of Infinity Reign Pty Ltd | 480,675 | 480,675 |
| | WLM.ELA Pty Ltd | WLM.ELA Pty Ltd | Relevant interest pursuant to section 608(1) as investment manager of WLM.ELA Pty Ltd | 306,700 | 306,700 |
| | Stoneyville Pty Ltd | Stoneyville Pty Ltd | Relevant interest pursuant to section 608(1) as investment manager of Stoneyville Pty Ltd | 520,804 | 520,804 |
| | Sacred Wolf Pty Ltd | Sacred Wolf Pty Ltd | Relevant interest pursuant to section 608(1) as investment manager of Sacred Wolf Pty Ltd | 96,500 | 96,500 |
| | Bertalli Family Foundation Pty Ltd | Bertalli Family Foundation Pty Ltd | Relevant interest pursuant to section 608(1) as investment manager of Bertalli Family Foundation Pty Ltd | 260,000 | 260,000 |
| | Grantully Investments Pty Ltd | Grantully Investments Pty Ltd | Relevant interest pursuant to section 608(1) as investment manager of Grantully Investments Pty Ltd | 328,242 | 328,242 |
| | Beddison Corporation Pty Ltd | Beddison Corporation Pty Ltd | Relevant interest pursuant to section 608(1) as investment manager of Beddison Corporation Pty Ltd | 137,000 | 137,000 |
| | S.I.J. Nominees Pty Ltd | S.I.J. Nominees Pty Ltd | Relevant interest pursuant to section 608(1) as investment manager of S.I.J. Nominees Pty Ltd | 655,500 | 655,500 |

| 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 |
|------------------------------------|------------------------------------|--|---|---|----------------|
| | | | Ltd | | |
| T No.11 | T No.11 | T No.11 | Registered holder | 2,072,885 | 2,072,885 |
| Taverners N | Taverners N | Taverners N | Registered holder | 137,000 | 137,000 |
| Taverners J | Taverners J | Taverners J | Registered holder | 3,601,248 | 3,601,248 |
| Taverners Holdings (Aust) Pty Ltd | T No.11 | T No.11 | Relevant interest pursuant to section 608(3)(b) as sole shareholder of T No. 11 | 2,072,885 | 2,072,885 |
| | Taverners N | Taverners N | Relevant interest pursuant to section 608(3)(b) as sole shareholder of Taverners N | 137,000 | 137,000 |
| | Taverners J Pty Ltd | Taverners J | Relevant interest pursuant to section 608(3)(b) as sole shareholder of Taverners J | 3,601,248 | 3,601,248 |
| | Tilana Investments Pty Ltd | Tilana Investments Pty Ltd | Relevant interest pursuant to section 608(3)(a) pursuant to having voting power of above 20% in Hume Partners | 560,748 | 560,748 |
| | Infinity Reign Pty Ltd | Infinity Reign Pty Ltd | | 480,675 | 480,675 |
| | WLM.ELA Pty Ltd | WLM.ELA Pty Ltd | | 306,700 | 306,700 |
| | Stoneyville Pty Ltd | Stoneyville Pty Ltd | | 520,804 | 520,804 |
| | Sacred Wolf Pty Ltd | Sacred Wolf Pty Ltd | | 96,500 | 96,500 |
| | Bertalli Family Foundation Pty Ltd | Bertalli Family Foundation Pty Ltd | | 260,000 | 260,000 |
| | Grantully Investments Pty Ltd | Grantully Investments Pty Ltd | | 328,242 | 328,242 |
| | Beddison Corporation Pty Ltd | Beddison Corporation Pty Ltd | | 137,000 | 137,000 |
| | S.I.J. Nominees Pty Ltd | S.I.J. Nominees Pty Ltd | | 655,500 | 655,500 |
| | Taverners Aust Pty Ltd | T No.11 | | Relevant interest pursuant to section 608(3)(b) as sole shareholder of T Holdings | 2,072,885 |
| Taverners N | Taverners N | 137,000 | 137,000 | | |
| Taverners J Pty Ltd | Taverners J | 3,601,248 | 3,601,248 | | |
| Tilana Investments Pty Ltd | Tilana Investments Pty Ltd | 560,748 | 560,748 | | |
| Infinity Reign Pty Ltd | Infinity Reign Pty Ltd | 480,675 | 480,675 | | |
| WLM.ELA Pty Ltd | WLM.ELA Pty Ltd | 306,700 | 306,700 | | |
| Stoneyville Pty Ltd | Stoneyville Pty Ltd | 520,804 | 520,804 | | |
| Sacred Wolf Pty Ltd | Sacred Wolf Pty Ltd | 96,500 | 96,500 | | |
| Bertalli Family Foundation Pty Ltd | Bertalli Family Foundation Pty Ltd | 260,000 | 260,000 | | |
| Grantully Investments Pty Ltd | Grantully Investments Pty Ltd | 328,242 | 328,242 | | |
| Beddison Corporation Pty Ltd | Beddison Corporation Pty Ltd | 137,000 | 137,000 | | |
| S.I.J. Nominees Pty Ltd | S.I.J. Nominees Pty Ltd | 655,500 | 655,500 | | |