

**Form 603**  
Corporations Act 2001  
Section 671B

**Notice of initial substantial holder**

To Company Name/Scheme **NEXTDC LTD**

ACN/ARSN **143 582 521**

1.  
Name **RYDER CAPITAL PTY LTD AND THE PERSONS LISTED IN PARAGRAPH 3 BELOW**  
ACN/ARSN (if applicable) **131 333 394**

The holder became a substantial holder on **18/08/2014**

**2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
ORD	14,054,011		7.27%*

\*Based on issued capital of 193,154,486 ordinary shares

**3. Details of relevant interests**

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Ryder Capital Pty Ltd ACN 131 333 394	Section 608(1)(b) – power to control the voting rights held by the parties referred to in paragraph 4 below as investment manager	ORD: 14,054,011
Peter Charles Constable	Section 608(3)(a) – voting power in Ryder Capital Pty Ltd is above 20%	ORD: 14,054,011
David Harold Bottomley	Section 608(3)(a) – voting power in Ryder Capital Pty Ltd is above 20%	ORD: 14,054,011

**4. Details of present registered holders**

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Ryder Capital Pty Ltd	Clients of Ryder Capital Pty Ltd	Clients of Ryder Capital Pty Ltd	ORD: 14,054,011

**5. Consideration**

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
See Annexure A				

**6. Associates**

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Not Applicable	

**7. Addresses**

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

Name	Address
All parties	Level 25, 88 Phillip Street, SYDNEY NSW 2000

**Signature**

print name David Harold Bottomley

capacity Director

sign here



date 18 August 2014

**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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
  - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) Details of the consideration must include any and all benefits, moneys 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.

## Annexure "A"

This is annexure "A" of 2 pages referred to in form 603 Notice of initial substantial holder

Company name: Ryder Capital Pty Limited

ACN: 131 333 394

Signed by:



David Harold Bottomley  
Director

Date: 18 August 2014

Holder of relevant interest	Date of acquisition	Cash Consideration	Number of Ordinary Shares
Ryder Capital Pty Ltd	24/04/2014	\$ 8,442.06	4,536
Ryder Capital Pty Ltd	24/04/2014	\$ 37,824.46	20,000
Ryder Capital Pty Ltd	29/04/2014	\$ 10,169.17	5,464
Ryder Capital Pty Ltd	29/04/2014	\$ 2,773.52	1,432
Ryder Capital Pty Ltd	30/04/2014	\$ 15,936.48	8,568
Ryder Capital Pty Ltd	1/05/2014	\$ 182,863.78	100,000
Ryder Capital Pty Ltd	1/05/2014	\$ 95,173.79	51,849
Ryder Capital Pty Ltd	2/05/2014	\$ 68,145.84	40,000
Ryder Capital Pty Ltd	2/05/2014	\$ 12,120.50	7,000
Ryder Capital Pty Ltd	2/05/2014	\$ 75,328.62	43,000
Ryder Capital Pty Ltd	2/05/2014	\$ 100,394.46	57,000
Ryder Capital Pty Ltd	2/05/2014	\$ 44,897.68	25,000
Ryder Capital Pty Ltd	2/05/2014	\$ 90,698.32	50,000
Ryder Capital Pty Ltd	2/05/2014	\$ 18,109.57	10,000
Ryder Capital Pty Ltd	2/05/2014	\$ 17,306.95	10,000
Ryder Capital Pty Ltd	2/05/2014	\$ 175,965.76	100,000
Ryder Capital Pty Ltd	2/05/2014	\$ 153,431.20	85,151
Ryder Capital Pty Ltd	2/05/2014	\$ 51,884.00	30,000
Ryder Capital Pty Ltd	2/05/2014	\$ 26,700.00	15,000
Ryder Capital Pty Ltd	5/05/2014	\$ 44,989.54	25,000
Ryder Capital Pty Ltd	7/05/2014	\$ 48,902.46	27,000
Ryder Capital Pty Ltd	8/05/2014	\$ 45,148.50	25,000
Ryder Capital Pty Ltd	8/05/2014	\$ 54,128.05	30,000
Ryder Capital Pty Ltd	9/05/2014	\$ 118,936.17	65,000
Ryder Capital Pty Ltd	9/05/2014	\$ 26,319.12	14,374
Ryder Capital Pty Ltd	12/05/2014	\$ 10,301.33	5,626
Ryder Capital Pty Ltd	13/05/2014	\$ 24,651.08	13,500
Ryder Capital Pty Ltd	14/05/2014	\$ 36,778.50	20,000
Ryder Capital Pty Ltd	15/05/2014	\$ 46,727.44	25,175
Ryder Capital Pty Ltd	15/05/2014	\$ 70,235.25	37,470
Ryder Capital Pty Ltd	16/05/2014	\$ 49,094.70	25,825
Ryder Capital Pty Ltd	16/05/2014	\$ 32,658.20	17,179
Ryder Capital Pty Ltd	16/05/2014	\$ 59,369.90	31,230
Ryder Capital Pty Ltd	19/05/2014	\$ 16,854.06	9,000
Ryder Capital Pty Ltd	19/05/2014	\$ 10,900.75	5,821
Ryder Capital Pty Ltd	19/05/2014	\$ 20,224.72	10,800
Ryder Capital Pty Ltd	20/05/2014	\$ 99,441.17	53,500
Ryder Capital Pty Ltd	20/05/2014	\$ 49,720.57	26,750
Ryder Capital Pty Ltd	20/05/2014	\$ 49,720.61	26,750
Ryder Capital Pty Ltd	22/05/2014	\$ 43,392.73	25,000
Ryder Capital Pty Ltd	22/05/2014	\$ 17,356.14	10,000
Ryder Capital Pty Ltd	22/05/2014	\$ 43,392.73	25,000
Ryder Capital Pty Ltd	22/05/2014	\$ 43,241.72	25,000
Ryder Capital Pty Ltd	23/05/2014	\$ 42,533.30	25,000
Ryder Capital Pty Ltd	23/05/2014	\$ 8,528.05	5,000

Ryder Capital Pty Ltd	23/05/2014	\$ 16,805.28	10,000
Ryder Capital Pty Ltd	26/05/2014	\$ 77,742.23	45,000
Ryder Capital Pty Ltd	27/05/2014	\$ 43,599.41	25,000
Ryder Capital Pty Ltd	28/05/2014	\$ 22,506.31	12,532
Ryder Capital Pty Ltd	28/05/2014	\$ 35,912.30	20,000
Ryder Capital Pty Ltd	28/05/2014	\$ 71,836.28	40,000
Ryder Capital Pty Ltd	28/05/2014	\$ 27,542.00	15,000
Ryder Capital Pty Ltd	29/05/2014	\$ 13,319.67	7,468
Ryder Capital Pty Ltd	29/05/2014	\$ 18,692.49	10,632
Ryder Capital Pty Ltd	29/05/2014	\$ 124,849.63	70,000
Ryder Capital Pty Ltd	29/05/2014	\$ 26,339.80	14,921
Ryder Capital Pty Ltd	4/06/2014	\$ 23,761.62	12,844
Ryder Capital Pty Ltd	5/06/2014	\$ 12,959.27	7,156
Ryder Capital Pty Ltd	5/06/2014	\$ 29,980.26	16,500
Ryder Capital Pty Ltd	6/06/2014	\$ 144,387.41	78,713
Ryder Capital Pty Ltd	10/06/2014	\$ 159,065.12	86,287
Ryder Capital Pty Ltd	12/06/2014	\$ 16,067.25	9,125
Ryder Capital Pty Ltd	16/06/2014	\$ 1,540.70	875
Ryder Capital Pty Ltd	16/06/2014	\$ 77,584.49	44,368
Ryder Capital Pty Ltd	17/06/2014	\$ 16,805.29	10,000
Ryder Capital Pty Ltd	20/06/2014	\$ 16,905.61	10,000
Ryder Capital Pty Ltd	20/06/2014	\$ 33,805.00	20,000
Ryder Capital Pty Ltd	23/06/2014	\$ 89,605.96	53,000
Ryder Capital Pty Ltd	2/07/2014	\$ 169,469.78	100,000
Ryder Capital Pty Ltd	3/07/2014	\$ 75,667.27	45,000
Ryder Capital Pty Ltd	9/07/2014	\$ 40,382.83	25,000
Ryder Capital Pty Ltd	9/07/2014	\$ 39,527.59	25,000
Ryder Capital Pty Ltd	16/07/2014	\$ 50,039.64	30,000
Ryder Capital Pty Ltd	18/07/2014	\$ 48,714.52	31,000
Ryder Capital Pty Ltd	23/07/2014	\$ 29,504.94	19,576
Ryder Capital Pty Ltd	23/07/2014	\$ 74,647.68	50,000
Ryder Capital Pty Ltd	28/07/2014	\$ 18,921.78	11,714
Ryder Capital Pty Ltd	28/07/2014	\$ 18,661.71	11,553
Ryder Capital Pty Ltd	28/07/2014	\$ 13,313.41	8,242
Ryder Capital Pty Ltd	29/07/2014	\$ 20,587.90	12,684
Ryder Capital Pty Ltd	29/07/2014	\$ 251.99	156
Ryder Capital Pty Ltd	29/07/2014	\$ 20,307.08	12,511
Ryder Capital Pty Ltd	29/07/2014	\$ 248.75	154
Ryder Capital Pty Ltd	29/07/2014	\$ 14,484.88	8,924
Ryder Capital Pty Ltd	29/07/2014	\$ 176.07	109
Ryder Capital Pty Ltd	30/07/2014	\$ 32,881.09	20,537
Ryder Capital Pty Ltd	30/07/2014	\$ 27,009.98	16,870
Ryder Capital Pty Ltd	30/07/2014	\$ 32,431.21	20,256
Ryder Capital Pty Ltd	30/07/2014	\$ 23,133.86	14,449
Ryder Capital Pty Ltd	31/07/2014	\$ 31,451.05	19,945
Ryder Capital Pty Ltd	31/07/2014	\$ 17,618.56	11,173
Ryder Capital Pty Ltd	31/07/2014	\$ 17,377.30	11,020
Ryder Capital Pty Ltd	31/07/2014	\$ 12,397.48	7,862
Ryder Capital Pty Ltd	1/08/2014	\$ 18,454.62	11,941
Ryder Capital Pty Ltd	1/08/2014	\$ 26,304.05	17,020
Ryder Capital Pty Ltd	1/08/2014	\$ 33,926.45	21,952
Ryder Capital Pty Ltd	1/08/2014	\$ 10,339.29	6,690
Ryder Capital Pty Ltd	1/08/2014	\$ 10,197.10	6,598
Ryder Capital Pty Ltd	1/08/2014	\$ 7,273.05	4,706
Ryder Capital Pty Ltd	4/08/2014	\$ 24,033.57	15,163
Ryder Capital Pty Ltd	4/08/2014	\$ 45,068.26	28,434
Ryder Capital Pty Ltd	5/08/2014	\$ 34,456.70	21,513
Ryder Capital Pty Ltd	5/08/2014	\$ 29,610.04	18,487