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ASX Release

8 September 2016

Successful completion of Placement and Institutional Entitlement Offer

NEXTDC Limited (ASX: NXT) (“NEXTDC” or the “Company”) is pleased to announce the successful completion of the \$50 million placement and \$58 million institutional component of the 1 for 9.1 pro-rata accelerated non-renounceable entitlement offer (“**Institutional Entitlement Offer**”).

Highlights

- › Placement raised approximately \$50 million at \$4.06 per share, which was equivalent to TERP, and representing an 8.6% premium to the Offer Price of \$3.74 per new share under the Entitlement Offer.
- › Institutional Entitlement Offer raised approximately \$58 million with a take-up rate of approximately 97%.
- › Retail Entitlement Offer will open at 10.00am on Monday, 12 September 2016 to raise approximately \$42 million

Institutional Entitlement Offer

The Institutional Entitlement Offer was well received by existing eligible institutional investors. The Institutional Entitlement Offer shortfall bookbuild also closed significantly oversubscribed.

Mr. Craig Scroggie, Chief Executive Officer of NEXTDC said:

“We thank our existing investors for their continued support and welcome some new long term investors onto the register”

New shares subscribed for under the Institutional Entitlement Offer (“**New Shares**”) are expected to be settled on Wednesday, 14 September 2016, with allotment and normal trading of New Shares expected to commence on Thursday, 15 September 2016.

NEXTDC expects that its trading halt will be lifted today and that its shares will recommence trading on an ex-entitlement basis.

Retail Entitlement Offer

The retail component of the Entitlement Offer (“**Retail Entitlement Offer**”) is expected to raise approximately \$42 million and will open on Monday, 12 September 2016 and close at 5.00pm (Sydney time) on Monday, 26 September 2016.

Eligible Retail Shareholders will be able to subscribe for one new share for every 9.1 existing NEXTDC shares held at 7.00pm (Sydney time) on Thursday, 8 September 2016 (“**Record Date**”) and may also apply for additional New Shares up to a maximum of 50% of their entitlement, at the same offer price and offer ratio as the Institutional Entitlement Offer, being \$3.74 per New Share. NEXTDC retains the flexibility to scale back applications for additional New Shares at its discretion.

In deciding whether or not to participate in the Retail Entitlement Offer, Eligible Retail Shareholders should carefully read the retail offer booklet (“**Information Booklet**”), which is to be lodged with the ASX today, and then

dispatched to Eligible Retail Shareholders on or around Monday, 12 September 2016. The Information Booklet and accompanying personalised Entitlement and Acceptance Form will contain instructions on how to apply.

Key dates in relation to the Retail Entitlement Offer are detailed at the end of this announcement.

Shareholder enquiries

Retail shareholders who have questions in relation to the Retail Entitlement Offer should call the NEXTDC Offer Information Line on 1800 502 914 (within Australia) or +61 1800 502 914 (outside Australia) between 8.30am and 5.30pm (Sydney time), Monday to Friday, until Monday, 26 September 2016.

Further information in relation to the Entitlement Offer described in this announcement can be found in the Capital Raising presentation lodged with the ASX on 6 September 2016.

Key Entitlement Offer dates

Event	Date
Trading halt and announcement of capital raising	Tuesday, 6 September 2016
Placement and Institutional Entitlement Offer opens	Tuesday, 6 September 2016
Placement and Institutional Entitlement Offer closes	Wednesday, 7 September 2016
Placement and Institutional Entitlement Offer bookbuild	Wednesday, 7 September 2016
Trading halt lifted – shares recommence trading on an “ex-entitlement” basis	Thursday, 8 September 2016
Record date for determining entitlement to subscribe for New Shares	Thursday, 8 September 2016
Retail Entitlement Offer opens	Monday, 12 September 2016
Retail Offer Booklet despatched	Monday, 12 September 2016
Settlement of Placement and Institutional Entitlement Offer	Wednesday, 14 September 2016
Allotment and normal trading of New Shares under the Institutional Entitlement Offer	Thursday, 15 September 2016
Retail Entitlement Offer closes	Monday, 26 September 2016
Settlement of Retail Entitlement Offer	Friday, 30 September 2016
Allotment of New Shares under the Retail Entitlement Offer	Tuesday, 4 October 2016
Dispatch of holding statements and normal trading of New Shares issued under the Retail Entitlement Offer	Wednesday, 5 October 2016

The above timetable is indicative only. NEXTDC and the Sole Lead Manager reserve the right to amend any or all of these dates at their absolute discretion, subject to the Corporations Act 2001 (Cth), the ASX Listing Rules and any other applicable laws. The quotation of New Shares is subject to confirmation from the ASX. All references to time in this announcement are to Sydney time.



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Further information in relation to the Entitlement Offer will be set out in a Capital Raising presentation released today to ASX by NEXTDC.

If you believe that you are an Eligible Retail Shareholder and you do not receive a copy of the Information Booklet or your personalised Entitlement and Acceptance Form, you can call the NEXTDC Offer Information Line on 1800 502 914 (within Australia) or +61 1800 502 914 (outside Australia) from 8.30am to 5.30pm Monday to Friday until Monday, 26 September 2016, when the Retail Entitlement Offer closes.

ENDS

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Important Notice

Nothing contained in this announcement constitutes investment, legal, tax or other advice. You should make your own assessment and take independent professional advice in relation to the information and any action on the basis of the information.

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This release does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States. No action has been or will be taken to register, qualify or otherwise permit a public offering of New Shares in any jurisdiction outside Australia. In particular, neither the Entitlement Offer nor the New Shares have been, or will be, registered under the U.S. Securities Act of 1933, as amended (the **Securities Act**) or the securities laws of any state or other jurisdiction of the United States. Accordingly, the Entitlements may not be exercised or taken up by, and the New Shares may not be offered or sold to, persons in the United States or persons who are acting for the account or benefit of persons in the United States unless they are offered and sold in a transaction exempt from, or not subject to, the registration requirements of the Securities Act and applicable U.S. state securities laws.

Certain statements made in this release are forward-looking statements. These forward-looking statements are not historical facts but rather are based on the Company's current expectations, estimates and projections about the industry in which the Company operates, and beliefs and assumptions. Forward looking statements can generally be identified by the use of forward looking words such as 'anticipate', 'believe', 'expect', 'project', 'forecast', 'estimate', 'likely', 'intend', 'should', 'will', 'could', 'may', 'target', 'plan' and other similar expressions within the meaning of securities laws of applicable jurisdictions, and include statements regarding outcome and effects of the capital raising. Indications of, and guidance or outlook on future earnings, distributions or financial position or performance are also forward looking statements. These statements are not guarantees of future performance and are subject to known and unknown risks, uncertainties and other factors, some of which are beyond the control of the Company, are difficult to predict and could cause actual results to differ materially from those expressed or forecasted in the forward-looking statements. The Company cautions shareholders and prospective shareholders not to place undue reliance on these forward-looking statements, which reflect the view of the Company only as of the date of this release. There can be no assurance that actual outcomes will not differ materially from these forward-looking statements.

The forward-looking statements made in this release relate only to events as of the date on which the statements are made. The Company will not undertake any obligation to release publicly any revisions or updates to these forward-looking statements to reflect events, circumstances or unanticipated events occurring after the date of this release except as required by law or by any appropriate regulatory authority.

About NEXTDC

NEXTDC is an ASX300-listed technology company enabling business transformation through innovative data centre outsourcing solutions, connectivity services and infrastructure management software.

As Australia's leading independent data centre operator with a nationwide network of Tier III facilities, NEXTDC provides enterprise-class colocation services to local and international organisations. With a focus on sustainability and renewable energy NEXTDC is leading the industry with award-winning engineering solutions for energy efficiency and NABERS 4.5 star certification.

NEXTDC is extending its leadership in data centre services through the innovative DCIM-as-a-Service software platform, ONEDC®, which enables customers to centrally manage their on-premise and colocated infrastructure; and the award-winning virtual connectivity platform, AXONVX™ – delivering rapid, secure connections to cloud services on-demand.

NEXTDC's Cloud Centre marketplace hosts the country's largest independent ecosystem of carriers, cloud and IT service providers, enabling their customers to source and connect with suppliers, partners and customers and build integrated hybrid cloud deployments.

NEXTDC is *where the cloud lives*®.

To learn more, visit www.nextdc.com