



ASX Release
6 September 2016

**Pro-Rata Accelerated Non-Renounceable
Entitlement Offer
Notice Under Section 708AA(2)(f) of the
*Corporations Act 2001 (Cth)***

This notice is given by NEXTDC Limited (ASX: NXT) (**NEXTDC**) under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) (the **Act**) as modified by the Australian Securities and Investments Commission (**ASIC**).

NEXTDC has announced a pro-rata accelerated non-renounceable entitlement offer (**Offer**) of one fully paid ordinary share in NEXTDC (**New Shares**) for every 9.1 fully paid ordinary shares in NEXTDC held as at 7.00pm (Sydney time) on Thursday, 8 September 2016 by shareholders with a registered address in Australia and New Zealand, and institutional shareholders in certain other jurisdictions in which NEXTDC decides to extend the institutional component of the Offer.

NEXTDC confirms that:

- 1 The New Shares will be offered without disclosure under Part 6D.2 of the Act.
- 2 This notice is being given under section 708AA(2)(f) of the Act as modified by ASIC.
- 3 As at the date of this notice, NEXTDC has complied with:
 - the provisions of Chapter 2M of the Act as they apply to NEXTDC; and
 - section 674 of the Act.
- 4 As at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8) and 708AA(9) of the Act that is required to be set out in this notice under section 708AA(7) of the Act.
- 5 The potential effect that the issue of New Shares will have on the control of NEXTDC, and the consequences of that effect, will depend on a number of factors, including existing shareholdings and investor demand. At this time, the issue of New Shares under the Offer is not expected to have a material effect or consequence on the control of NEXTDC given:
 - the Offer is structured as a pro-rata issue and is fully underwritten (although it will be combined with a placement of fully paid ordinary shares which may have minor effects); and



- the current level of holdings of substantial holders (based on substantial holding notices that have been given to NEXTDC and lodged with ASX on or before the date of this notice).

ENDS

For more information:

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