

NOT FOR DISTRIBUTION OR RELEASE IN THE UNITED STATES

NEXTDC Limited

ACN 143 582 521

Share Purchase Plan

Offer Booklet

27 April 2018

You should read this Offer Booklet in full.

This Offer Booklet contains important information. You should read this Offer Booklet in full and seek advice from your stockbroker, accountant or other professional adviser if you have any questions about your investment in NEXTDC Limited or about the impact of the transactions described in this Offer Booklet. This Offer Booklet does not provide financial advice and has been prepared without taking into account your particular objectives, financial situation or needs.

You are encouraged to carefully read the SPP's terms and conditions as set out in this Offer Booklet, because if you apply for New Shares under the SPP you will be agreeing to be bound by the SPP's terms and conditions. By applying for New Shares under the SPP, you will confirm that you have read, understood and agreed to the SPP's terms and conditions. Capitalised terms in this section have the meaning given to them in this Offer Booklet. All references to \$ or dollars in this Offer Booklet are references to Australian dollars unless otherwise indicated.

If you apply for New Shares under the SPP, there is a risk that the market price of NEXTDC shares on ASX may change between the date that you apply for New Shares and the date New Shares are issued to you under the SPP. This means that, at the time of issue, you may be able to buy shares on market at a lower price than the Issue Price under the SPP. By applying for New Shares under the SPP, you will be acknowledging and accepting this risk.

If you have any questions in relation to how to participate in the SPP after reading this Offer Booklet, please contact the NEXTDC Limited SPP Offer Information Line between 8.30am and 5.30pm (Sydney time), Monday to Friday on 1300 730 659 (within Australia) or +61 1300 730 659 (outside Australia).

Chairman's Letter

27 April 2018

Dear NEXTDC Shareholder

As announced on 18 April 2018, NEXTDC Limited (the **Company** or **NEXTDC**) successfully completed an underwritten placement raising \$297 million (the **Placement**). The Placement consisted of a \$147 million placement to existing and new institutional investors at \$6.81 per share (**Placement Price**), and a \$150 million cornerstone placement to UniSuper at \$6.98 per share, being 102.5% of the Placement Price.

An associated share purchase plan was also announced under which NEXTDC will offer existing eligible shareholders the opportunity to increase their equity participation in NEXTDC (the **SPP**).

The funds raised via the Placement and the SPP will be used to fund the purchase of three new commercial property sites for future data centre developments: Sydney (**S3**), Melbourne (**M3**), Perth (**P2**) (collectively, the **New Sites**), together with the initial development of the P2 site and general corporate purposes.

In response to continued very strong demand for its premium data centre services, NEXTDC has taken the strategic decision to prepare for future growth and to mitigate the risks of the Company running out of new capacity in its key markets by purchasing these New Sites.

In doing so, NEXTDC will be able to quickly respond to market demand and optimally sequence the deployment of capital and construction of each of the new data centre facilities over the longer term.

The SPP gives you the opportunity to acquire up to \$15,000 worth of ordinary shares in NEXTDC (**New Shares**). The SPP issue price will be the lower of the Placement Price of \$6.81 per share or the volume-weighted average price (**VWAP**) of NEXTDC shares traded on the Australian Securities Exchange (**ASX**) over the five trading days up to (and including) the day on which the SPP offer is closed (**SPP Closing Date**), rounded down to the nearest cent (**Issue Price**). Therefore, the maximum price that Eligible Shareholders will pay is the Placement Price of \$6.81 per share.

NEXTDC Directors have all committed to take up their full entitlement of \$15,000 worth of shares under the SPP.

Participation in the SPP is optional and is open to eligible shareholders, being holders of NEXTDC shares at 7.00pm (Sydney time) on 16 April 2018 and whose registered address is in Australia or New Zealand (excluding Shareholders who are in the United States, or acting for the account or benefit of a person in the United States) (**Eligible Shareholders**). Eligible Shareholders who are custodians can participate in the SPP on behalf of certain beneficiaries on the terms and conditions set out in this Offer Booklet.

Your right to participate in the SPP is not transferable. All SPP shares will rank equally with existing Shares in NEXTDC.

NEXTDC will make an announcement as to the outcome of the SPP and the number of New Shares issued on or around 22 May 2018.

If you have any questions in relation to how to participate in the SPP after reading this Booklet, please contact the NEXTDC Limited SPP Offer Information Line on 1300 730 659 (within Australia) or +61 1300 730 659 (outside Australia) or consult your financial or other professional adviser

On behalf of the Board, I invite you to consider participating in the SPP.

Yours sincerely

Douglas Flynn
Chairman

Important Information

This booklet does not provide financial advice and has been prepared without taking account of any person's investment objectives, financial situation or particular needs. You should consider the appropriateness of participating in the SPP having regard to your investment objectives, financial situation or particular needs. Shareholders should seek independent financial and taxation advice before making any investment decision in relation to these matters.

The offer of New Shares under the SPP is made in accordance with ASIC Class Order [CO 09/425] which grants relief from the requirement to issue a disclosure document for the SPP.

The laws of some countries prohibit or make impracticable participation in the SPP by certain overseas Shareholders. Unfortunately, Shareholders who are not resident in Australia or New Zealand will not be able to participate in the SPP. The SPP does not constitute an offer of shares for sale in any other jurisdiction.

International offer restrictions

New Zealand

The New Shares are not being offered or sold to the public within New Zealand other than to existing shareholders of the Company with registered addresses in New Zealand to whom the offer of New Shares is being made in reliance on the Financial Markets Conduct Act 2013 and the Financial Markets Conduct (Incidental Offers) Exemption Notice 2016.

This document has not been registered, filed with or approved by any New Zealand regulatory authority. This document is not a product disclosure statement under New Zealand law and is not required to, and may not, contain all the information that a product disclosure statement under New Zealand law is required to contain.

United States

This document may not be released or distributed in the United States. This document does not constitute an offer to sell, or a solicitation of an offer to buy, any securities in the United States or any other jurisdiction in which such an offer would be illegal. The New Shares have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (**Securities Act**) or the securities laws of any state or other jurisdiction of the United States. Accordingly, the New Shares may not be offered or sold, directly or indirectly, to persons in the United States except in a transaction exempt from, or not subject to, the registration requirements of the Securities Act and the applicable securities laws of any state or other jurisdiction of the United States.

Offer Details and Timetable

Issue Price	The lower of: <ul style="list-style-type: none"> the Placement Price of \$6.81; or the amount which represents the Volume Weighted Average Price (VWAP) of NEXTDC shares traded on the ASX over the five trading days up to (and including) the SPP Closing Date, rounded down to the nearest cent
Minimum Application Amount	\$500
Maximum Application Amount	\$15,000
Permitted Application Amount	Any amount between the Minimum Application Amount and the Maximum Application Amount, in multiples of \$500

NEXTDC reserves the right, in its absolute discretion, to scale-back applications.

An indicative timetable for the SPP is set out as follows:

Event	Date (and time if relevant)
SPP Record Date	7.00pm, Monday, 16 April 2018
SPP Opening Date	Friday, 27 April 2018
SPP Closing Date	5.00pm, Tuesday, 15 May 2018
Allotment of New Shares issued under the SPP	Tuesday, 22 May 2018
ASX quotation of New Shares issued under the SPP	Friday, 25 May 2018
Despatch of transaction confirmation statements	Friday, 25 May 2018

Dates and times shown above are indicative only and NEXTDC reserves the right to amend any or all of these dates in its 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 Offer Booklet are to Sydney time.

Terms of the SPP

Am I eligible to participate?

Participation in the SPP is open to all shareholders registered as holders of ordinary shares of NEXTDC at **7.00pm (Sydney time)** on 16 April 2018 (**Record Date**) and whose address in NEXTDC's share register is in Australia or New Zealand (excluding Shareholders who are in the United States, or acting for the account or benefit of a person in the United States) (**Eligible Shareholders**).

Custodians¹ who are Eligible Shareholders may apply for New Shares on behalf of their beneficial holders as at the Record Date, according to the terms set out below. Custodians must certify that each beneficiary for whom it applies for New Shares has a registered address in Australia or New Zealand.

The Board of NEXTDC has determined that it is either not lawful or not practical for shareholders in other jurisdictions to participate in the SPP.

Offers made under the SPP are not renounceable. Shareholders cannot transfer their right to acquire New Shares under the SPP to any other person.

Participation in the SPP is entirely voluntary.

Each Eligible Shareholder may only participate in the SPP up to the maximum limit of \$15,000, even if the shareholder has more than one registered holding:

- **Holdings receiving more than one offer:** If you are an Eligible Shareholder but you receive more than one offer under the SPP (for example, due to multiple registered holdings), you may only subscribe to a maximum of \$15,000 in applying for New Shares.
- **Joint holders:** If you are recorded with one or more other persons as a joint holder of a holding of shares on the Record Date, that joint holding is considered to be a single registered holding for the purpose of the SPP and the joint holders are entitled to participate in respect of that single holding only. If the same joint holders receive more than one offer under the SPP due to multiple identical holdings, the joint holders may only subscribe a maximum of \$15,000 in applying for New Shares.
- **Custodians, trustees and nominees:** If you are a Custodian and hold shares on behalf of one or more persons (**Participating Beneficiary**), you may subscribe a maximum of \$15,000 in applying for New Shares for each Participating Beneficiary, subject to providing NEXTDC (via its **Registry**, Link Market Services Limited) with a notice in writing that you certify to NEXTDC the matters required by ASIC Class Order [CO 09/425] Condition 9 (**Custodian Certificate**). Custodians must also certify that each Participating Beneficiary has a registered address in Australia or New Zealand.

Please contact Link Market Services Limited at capitalmarkets@linkmarketservices.com.au for a copy of the Custodian Certificate which is required to be attached to the Application Form and lodged with Link Market Services Limited.

If you hold shares as a trustee or nominee for another person, but are not a Custodian, you cannot participate for beneficiaries in the manner described above. In this case, the rules for multiple single holdings apply and you may only contribute a maximum of \$15,000 in applying for New Shares. You are not eligible to participate on behalf of a person who resides outside Australia or New Zealand.

NEXTDC reserves the right to reject any application at its discretion, including but not limited to where the maximum application limit or any other term of the SPP has not been complied with.

¹ 'Custodian' is defined in paragraph 14 of ASIC Class Order [CO 09/425].

Any shareholders who hold shares on behalf of persons who are in the United States or who act for the account or benefit of a person in the United States are not entitled to participate in the SPP.

How many shares can I apply for?

Subject to the terms and conditions of the SPP as set out in this Offer Booklet, the **Maximum Application Amount is \$15,000** and the **Minimum Application Amount is \$500**. You may apply for any amount between the Minimum Application Amount and the Maximum Application Amount, in multiples of \$500 (**Permitted Application Amount**).

By applying for New Shares under the SPP, you agree to be bound by the SPP's terms and conditions as set out in this Offer Booklet.

How to apply

Applications to acquire New Shares under the SPP must be made in one of the following two ways:

- **BPAY®**: Submit your payment for New Shares via BPAY®² by using the customer reference number shown on your Application Form which is required to identify your holding. If you use BPAY® to pay for New Shares, you do not need to return the Application Form. Payment must be received by **5.00pm (Sydney time) on 15 May 2018 (SPP Closing Date)**. You must take into account the cut off times your financial institution has in advance of the SPP Closing Date. New Zealand-based NEXTDC shareholders who do not have an Australian bank account cannot apply using BPAY®.

Important Note

By submitting your payment for New Shares via BPAY® you certify and represent to NEXTDC that the aggregate application money paid by you in any capacity (except as a Custodian) for the New Shares under your application and any other ordinary shares of NEXTDC (**Shares**) issued to you, or to a Custodian on your behalf and at your instruction, under the SPP or any similar arrangement operated by NEXTDC in the 12 months before the date of your application, is not more than \$15,000.

OR

- **Cheque, bank draft or money order**: Complete and return the Application Form which accompanies this Offer Booklet together with your cheque, bank draft or money order for the correct amount. Your cheque, bank draft or money order must be payable to 'NEXTDC Limited SPP Offer' and crossed 'Not Negotiable'. Application Forms and payment for New Shares must be received by the share registry by **5.00pm (Sydney time) on 15 May 2018** at the address below:

Mailing Address

NEXTDC Limited
C/- Link Market Services Limited
GPO Box 3560
Sydney NSW 2001

Hand Delivery

NEXTDC Limited
C/- Link Market Services Limited
1A Homebush Bay Drive
Rhodes NSW 2138

(Please do not use this address for mailing purposes)

² BPAY is registered to BPAY Pty Ltd ABN 69 079 137 518.

The Application Form includes a certification that the aggregate application money paid by you in any capacity (except as a Custodian) for the New Shares under your application and any other Shares issued to you, or to a Custodian on your behalf and at your instruction, under the SPP or any similar arrangement operated by NEXTDC in the 12 months before the date of your application, is not more than \$15,000.

Custodians, trustees or nominees within the definition of 'custodian' in ASIC Class Order [CO 09/425] (**Custodian**) also need to lodge a Custodian Certificate (see the '*Am I eligible to participate?*' section above for details).

Please refer to the attached Application Form for further instructions on how to apply.

Participation is optional

Participation in the SPP is entirely optional (subject to the eligibility criteria set out in these terms and conditions). The offer to acquire New Shares is not a recommendation. If you are in any doubt about the SPP, whether you should participate in the SPP or how participation will affect you, you should consider seeking independent financial and taxation advice before making a decision as to whether or not to accept this offer.

Pricing

The Issue Price for New Shares issued under the SPP will be the lower of:

- the Placement Price of \$6.81; or
- the amount which represents the VWAP of NEXTDC shares traded on the ASX over the five trading days up to (and including) the SPP Closing Date, rounded down to the nearest cent.

Therefore, the maximum price that Eligible Shareholders will pay is the Placement Price.

NEXTDC will announce the Issue Price for the SPP offer after the offer closes.

The number of New Shares to be issued to each applicant will be calculated by dividing the value of the New Shares applied for by the Issue Price. If this calculation produces a fractional number, the number of New Shares issued will be rounded down to the nearest whole New Share.

There are risks associated with any stock market investment and we recommend that you obtain your own independent financial advice in relation to this SPP. In particular, there is a risk that NEXTDC's market price at the time that New Shares are issued will be less than their Issue Price. If this occurs, the value of your investment in New Shares will be less than the amount you invested. Accordingly, you should consider price movements of shares in NEXTDC before applying for New Shares under this SPP.

Allocation of New Shares

The NEXTDC Board may, in its absolute discretion, decide to issue to any person fewer New Shares than that person applied for under the SPP. This may be by way of a scale-back mechanism. Any scale-back will be at the discretion of NEXTDC.

The Board will not issue New Shares to an applicant if the issue of those New Shares, either alone or in conjunction with the issue of shares under other applications received by NEXTDC, would contravene any law, the Listing Rules of ASX or Class Order [CO 09/425] (**Class Order**).

The Board of NEXTDC reserves the right at its discretion to cancel the SPP at any time up to the time of issue of New Shares under the SPP, or to extend the SPP Closing Date.

If the SPP is cancelled or NEXTDC issues a lesser number of New Shares than a shareholder applied for (including under any scale-back), application money received from shareholders not applied in subscribing for New Shares will be returned to the applying shareholders, without interest, by way of cheque sent to their registered address. Any interest received on application money may be retained by NEXTDC whether or not New Shares are issued under the SPP.

Issue of New Shares

New Shares are expected to be issued by **22 May 2018**. Transaction Confirmation Statements setting out the number of New Shares allocated to you are expected to be despatched on or about **25 May 2018**.

New Shares issued under the SPP will rank equally in all respects with all other fully paid ordinary shares in NEXTDC on the date of issue.

NEXTDC will, promptly after the issue of New Shares under the SPP, make an application for the New Shares to be quoted on ASX. The New Shares are expected to commence quotation on ASX on or around **25 May 2018**.

Costs of Participation

No brokerage, commissions or other transaction costs will be payable by participants in respect of the application for, and issue of, New Shares under the SPP.

Management Fees and Broker Fees

NEXTDC will pay a stamping fee of 1.25% (**Broker Fee**) to stockbrokers (being those entities recognised as full service brokers or non-advisory brokers by ASX) who submit a valid claim for a Broker Fee on successful applications. If NEXTDC undertakes a scale-back or otherwise issues a lesser number of New Shares than applied for, the Broker Fee will only be payable on the value of the New Shares issued. To obtain a copy of the stamping fee claim form (invoice) and application listing please request a copy from capitalmarkets@linkmarketservices.com.au. Claims must be submitted to capitalmarkets@linkmarketservices.com.au by 5.00pm on the SPP Closing Date.

Significance of applying for New Shares

If you apply to participate in the SPP:

- (a) you agree that once you have sent in your Application Form or made your BPAY[®] payment, you cannot withdraw or cancel your application and your application is unconditional;
- (b) you confirm that you are an Eligible Shareholder and that you are lawfully permitted to:
 - (i) apply for New Shares under the SPP; and
 - (ii) participate in the SPP in accordance with the terms and conditions of this Offer Booklet and any applicable laws and specifically that you are not in the United States and are not acting for the account or benefit of a person in the United States;
- (c) you certify that, even if you have received more than one offer under the SPP or received offers in more than one capacity, the aggregate application money paid by you in any capacity (except as a Custodian) for:
 - (i) the New Shares subject of the Application Form or BPAY[®] payment; and
 - (ii) any other Shares issued to you, or to a Custodian on your behalf and at your instruction, under the SPP or any similar arrangement operated by NEXTDC in the 12 months before the date of your Application Form or BPAY[®] payment,is not more than \$15,000;
- (d) if you are a Custodian and are applying for New Shares with a total application price exceeding \$15,000, you agree that NEXTDC may refuse to accept your application and that NEXTDC may not issue New Shares to you unless NEXTDC has received a completed Custodian Certificate (in hard and electronic copy in accordance with the instructions on the Custodian Certificate) which is required to be attached to the Application Form and lodged with Link Market Services Limited;

- (e) you confirm that you have read and understood, and you agree to, the terms and conditions in this Offer Booklet and you agree not to do anything which would be contrary to the spirit, intention or purpose of the SPP;
- (f) you authorise NEXTDC (and its officers or agents) to correct any error or omission in your Application Form and to complete the Application Form by inserting missing details as NEXTDC may elect to do so;
- (g) you agree that NEXTDC may determine that your Application Form is valid and in accordance with the terms and conditions in this Offer Booklet, even if it is incomplete, contains errors or is otherwise defective;
- (h) you agree that your application is only effective when received by NEXTDC and not when it is posted;
- (i) you accept the risk associated with any refund that may be sent to you by cheque to your address as shown on NEXTDC's register of members;
- (j) you are responsible for any dishonour fees or other costs which NEXTDC may incur if your cheque for payment is dishonoured;
- (k) you agree that if there is a rounding down of a fractional number of New Shares, any remaining balance of your payment after your allotment will form part of the assets of NEXTDC and will not be refunded;
- (l) you acknowledge that no interest will be paid on any application money held pending the allotment of New Shares or subsequently refunded to you for any reason;
- (m) you agree that NEXTDC and Link Market Services Limited have not provided you with investment or financial product advice, and that they have no obligation to provide advice to you about your decision to apply for and buy New Shares;
- (n) you acknowledge that the SPP does not take into account your individual investment objectives, financial situation or particular needs, and you have obtained appropriate independent financial and taxation advice in connection with the SPP; and
- (o) you agree that NEXTDC is not liable for any exercise of its discretion referred to in the terms and conditions in this Offer Booklet.

Disputes

NEXTDC may settle in any manner it thinks fit, any difficulties, anomalies or disputes which may arise in connection with or by reason of the operation of the SPP, whether generally or in relation to any participant or application, and the decision of NEXTDC will be conclusive and binding on all participants and other persons to whom the determination relates.

NEXTDC reserves the right to waive strict compliance with any provision of these terms and conditions. The powers of NEXTDC under these terms and conditions may be exercised by the Directors or any delegate of the Directors.

ASIC relief

This offer of New Shares under the SPP is made in accordance with ASIC Class Order [CO 09/425], which grants relief from the requirement to prepare a disclosure document for the SPP subject to certain terms and conditions.

NEXTDC has, prior to the release of this Offer Booklet, given a notice to ASX that complies with the requirements of ASIC Class Order [CO 09/425].

Privacy policy

Chapter 2C of the Corporations Act requires information about you as a securityholder (including your name, address and details of the securities you hold) to be included in the public register of the entity in which you hold securities. This information must continue to be included in the public register if you cease to be a securityholder.

NEXTDC and the Registry may collect personal information to process your application, implement the SPP and administer your shareholding. The personal information contained in the register is also used to facilitate payments and corporate communications (including financial results, annual reports and other information to be communicated to securityholders) and to ensure compliance with legal and regulatory requirements, including Australian taxation laws and the Corporations Act.

Your personal information may be disclosed to joint investors, the Registry, to securities brokers, to third party service providers, including print and mail service providers, technology providers and professional advisers, to related entities of NEXTDC and its agents and contractors, and to the ASX and other regulatory authorities, and in any case, where disclosure is required or allowed by law (which may include disclosures to the Australian Taxation Office and other government or regulatory bodies or where you have consented to the disclosure). In some cases, the types of organisations referred to above to whom your personal information may be disclosed may be located overseas.

Link Market Services Limited's privacy policy is available on their website at <http://www.linkmarketservices.com.au/corporate/privacy.html>.

More information

If you have any enquiries concerning the SPP please contact:

- your financial adviser; or
- NEXTDC's share registry (Link Market Services Limited) during business hours on 1300 730 659 (within Australia) or +61 1300 730 659 (outside Australia).

Corporate Directory

Company

NEXTDC Limited
ACN 143 582 521

Level 6/100 Creek Street
BRISBANE QLD 4000

Telephone: +61 7 3177 4777
Facsimile: +61 7 3177 4788
www.nextdc.com

Registry

Link Market Services Limited
Level 12, 680 George Street
Sydney NSW 2000
www.linkmarketservices.com.au

NEXTDC Limited SPP Offer Information Line

1300 730 659 (within Australia)
+61 1300 730 659 (outside Australia)



NEXTDC

ACN 143 582 521

All Registry communications to:
Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia
Telephone: 1300 730 659
From outside Australia: +61 1300 730 659
ASX Code: NXT
Website: www.linkmarketservices.com.au

SRN/HIN:

Entitlement Number:

Record Date: 16 April 2018

Offer Opens: 27 April 2018

Offer Closes 5:00pm (Sydney time):	15 May 2018
---	--------------------

SHARE PURCHASE PLAN ("SPP") APPLICATION FORM

How do I apply for Shares under this offer?

- Carefully read the SPP Offer Booklet accompanying this form.
- Decide on the amount you wish to apply for.
- Pay for the New Shares in accordance with the instructions outlined in the SPP Offer Booklet and further important instructions on the reverse of this form.
 - Option 1: Paying by BPAY®.
 - Option 2: Paying by Cheque, Bank Draft or Money Order.
- Payments must be in Australian dollars.

PAYMENT OPTIONS

Option 1: Paying by BPAY®

If paying by BPAY®, you do **NOT** need to complete or return the Acceptance Slip attached to this Application Form below. Payment must be received by the Registry by BPAY® by 5:00pm (Sydney time) on 15 May 2018. By paying by BPAY®, you will be deemed to have completed an Application Form for the value of New Shares the subject of your Application Payment.

If you make a payment by BPAY® and NEXTDC Limited receives an amount which is not between A\$500 and A\$15,000, NEXTDC Limited will round down the value of New Shares applied for to the maximum value of New Shares you can apply for. Your payment must be for a minimum of A\$500 and maximum of A\$15,000, and in multiples of \$500.



Biller Code: 827923
Ref:

Telephone & Internet Banking – BPAY®

Contact your bank or financial institution to make this payment from your cheque, savings, debit or transaction account. More info: www.bpay.com.au

© Registered to BPAY Pty Ltd ABN 69 079 137 518

Option 2: Paying by Cheque, Bank Draft or Money Order

If paying by cheque, bank draft or money order, complete and return the Acceptance Slip attached to this Application Form with your Application Payment.

- Complete the value of Shares you wish to apply for at a minimum of A\$500 and maximum of A\$15,000, and in multiples of \$500.
- Enter your cheque, bank draft or money order details. Cheques, bank drafts or money orders must be drawn on an Australian branch of a financial institution in Australian currency, made payable to "NEXTDC Limited SPP Offer" and crossed "Not Negotiable". Please ensure sufficient cleared funds are held in your account, as your cheque will be banked as soon as it is received. If you provide a cheque, bank draft or money order for an amount that is not equal to your application amount, NEXTDC Limited will round down the value of New Shares that you are applying for equal to your payment. Your payment must be for a minimum of A\$500 and maximum of A\$15,000, and in multiples of \$500.
- Enter your contact telephone number at which we may contact you regarding your application for New Shares, if necessary.

THIS IS A PERSONALISED FORM FOR THE SOLE USE OF THE SHAREHOLDER AND HOLDING RECORDED ABOVE.



NEXTDC
ACN 143 582 521

Please detach and enclose with payment

SRN/HIN:

Entitlement Number:



- A** I/We wish to purchase a parcel of New Shares to the value of
(insert any amount between A\$500 and A\$15,000 that is a multiple of \$500.)

A\$

- B** Make your cheque, bank draft or money order payable to "NEXTDC Limited SPP Offer" and crossed "Not Negotiable"

Drawer

Cheque Number

BSB Number

Account Number

Amount of Cheque

A\$.00

- C** Telephone Number – Business Hours

Telephone Number – After Hours

Contact Name

()

()

IMPORTANT INFORMATION

1. This is an important document which requires your immediate attention. If you are in any doubt as to how to deal with this Application Form, please consult a professional adviser.
2. If you do not wish to purchase New Shares under this SPP, there is no need to take action.
3. Please ensure you have read and understood the SPP Offer Booklet and this Important Information, before you make the Application Payment by BPAY® or you submit your Acceptance Slip with your Application Payment.
4. This SPP is non-renounceable. Applications can only be accepted in the name printed on the Application Form.
5. If you are a custodian, trustee or nominee within the definition of "custodian" in ASIC Class Order [CO 09/425] you must complete and submit an additional Schedule that contains additional certifications and details that must be provided ("the Schedule") before your Application will be received. The Schedule can be obtained by contacting the NEXTDC Limited SPP Offer Information Line. Applications received by custodians that are not accompanied by the Schedule will be rejected.
6. For applicants that are not required to complete the Schedule, by submitting the Acceptance Slip (with a cheque, bank draft or money order) or making payment by BPAY®, you certify that the aggregate of the Application Payment paid by you for:
 - the value of New Shares indicated on this Application Form or BPAY® payment; and
 - any other Shares applied for by you, or which you have instructed a Custodian to acquire on your behalf under the SPP or any other similar arrangement in the 12 months prior to the date of submission of the Acceptance Slip or payment by BPAY® does not exceed A\$15,000.
7. NEXTDC Limited reserves the right to make amendments to this Application Form where appropriate.
8. Applicants are not assured of receiving the New Shares for which they have applied as NEXTDC Limited may scaleback applications in its discretion.

How to Lodge your Acceptance Slip and Application Payment

A reply paid envelope is enclosed for you to return your Acceptance Slip and Application Payment. No postage stamp is required if it is posted in Australia.

Your Acceptance Slip and the payment for New Shares must be received by the Registry no later than the closing date shown overleaf. If paying by BPAY® you do not need to complete or return the Application Form. You should check the processing cut off-time for BPAY® transactions with your bank, credit union or building society to ensure your payment will be received by the Registry by the close of the SPP.

Mailing Address

NEXTDC Limited
C/- Link Market Services Limited
GPO Box 3560
Sydney NSW 2001

or

Hand Delivery

NEXTDC Limited
C/- Link Market Services Limited
1A Homebush Bay Drive
Rhodes NSW 2138 **(Please do not use this address for mailing purposes)**

Make sure you send your Acceptance Slip and Application Payment allowing enough time for mail delivery, so Link Market Services Limited receives them no later than 5:00pm (Sydney time) on 15 May 2018. Please ensure sufficient cleared funds are held in your account, as your cheque will be banked as soon as it is received. NEXTDC Limited reserves the right not to process any Acceptance Slips and Application Payments received after the SPP Closing Date of 5:00pm (Sydney time) on 15 May 2018.

If you require information on how to complete this Acceptance Slip please contact the NEXTDC Limited SPP Offer Information Line on 1300 730 659 (within Australia) or +61 1300 730 659 (outside Australia).