

ASX RELEASE

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Securityholder update – NEXTDC Offer

The Board of Asia Pacific Data Centre Group (**APDC**) notes the ASX announcement lodged this morning by NEXTDC Limited (**NEXTDC**) in relation to its unconditional off-market takeover bid for all of the APDC securities that it does not own (**NEXTDC Offer**), and the accompanying Bidder's Statement prepared by NEXTDC in relation to the NEXTDC Offer.

The proposed consideration under the NEXTDC Offer is \$1.87 cash per APDC security (**Offer Price**). The NEXTDC Offer is unconditional and NEXTDC has stated that it will stand in the market from today to acquire APDC securities at up to the Offer Price of \$1.87 per APDC security.

The Board notes that 360 Capital has announced a conditional competing proposal to acquire APDC securities at \$1.80 cash per APDC security. The conditions include 360 Capital being provided with a three week period of due diligence that it proposes to undertake on APDC.

Given that:

- (i) the NEXTDC Offer will be open for a minimum period of one month from the date it is sent to APDC securityholders (expected to be not before Monday 14 August 2017);
- (ii) if you sell your APDC securities on market, you will not be able to participate in any higher offer that either NEXTDC or another party, including 360 Capital, may offer; and
- (iii) there is a potential, although no certainty, that a superior offer for APDC securities will emerge,

the Board advises APDC securityholders to **take no action** at this time in respect of the NEXTDC Offer, including in respect of offers made by NEXTDC to acquire APDC securities on-market at up to the Offer Price of \$1.87 per APDC security.

The Board of APDC will provide a recommendation in relation to the NEXTDC Offer in its Target's Statement.

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APDC is a special purpose real estate investment trust (A-REIT) which listed on the Australian Securities Exchange on 9 January 2013 to own data centre properties. APDC has the objective of providing investors with a stable income and the potential for capital growth.