



Fax

| | |
|----------------|-------------------------------|
| To | Company Announcements Office |
| Company | Australian Stock Exchange Ltd |
| Fax | 1300 135 638 |
| From | Heidi Chen |
| Date | 16/12/2019 |
| Pages | 5 |
| Subject | ASIC Form 604 – NXT |

UniSuper Limited
Head Office
Level 1, 385 Bourke Street
Melbourne Victoria 3000

Telephone 03 8831 6100
Fax 03 8831 6141
enquiry@unisuper.com.au
www.unisuper.com.au

Administrator
UniSuper Management Pty Ltd
ABN 91 006 961 799
Australian Financial Services
Licence No. 235907

Trustee
UniSuper Limited
ABN 64 006 027 121

Fund
ABN 91 385 943 850

Dear Sir/Madam,

I attach the notice regarding our change in substantial shareholding.

If you have any queries please contact me.

Yours sincerely,

A handwritten signature in black ink, appearing to be "Heidi Chen", written in a cursive style.

Heidi Chen

Accountant – Taxation and Financial Reporting

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme NEXTDC LIMITED

ACN/ARSN 143 582 521

1. Details of substantial holder (1)

Name UniSuper Limited as trustee for UniSuper and UniSuper Management Pty Limited

ACN/ARSN (if applicable) 006 027 121

There was a change in the interests of the substantial holder on 13/12/2019
The previous notice was given to the company on 11/12/2018
The previous notice was dated 11/12/2018

2. Previous and present 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 when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

| Class of securities (4) | Previous notice | | Voting power (6) | |
|-------------------------|-----------------|------------------|------------------|------------------|
| | Person's votes | Voting power (5) | Person's votes | Voting power (5) |
| Ordinary Shares | 33,118,529 | 9.64% | 29,192,942 | 8.47% |

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

| Date of change | Person whose relevant interest changed | Nature of change (6) | Consideration given in relation to change (7) | Class and number of securities affected | Person's votes affected |
|---------------------|--|----------------------|---|---|-------------------------|
| Refer to Appendix A | | | | | |

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

| Holder of relevant interest | Registered holder of securities | Persons entitled to be registered as holder (8) | Nature of relevant interest (6) | Class and number of securities | Person's votes |
|-----------------------------|---------------------------------|---|---------------------------------|--------------------------------|----------------|
| Refer to Appendix B | | | | | |

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

| Name and ACN/ARSN (if applicable) | Nature of association |
|-----------------------------------|-----------------------|
| N/A | N/A |

6. Addresses

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

| Name | Address |
|---------------------------------|--|
| UniSuper Limited | Level 1, 385 Bourke Street, Melbourne VIC 3000 |
| UniSuper Management Pty Limited | Level 1, 385 Bourke Street, Melbourne VIC 3000 |

Signature

print name

Peter Donovan

capacity

Manager, Financial Reporting and operations

sign here



date

16.12.19

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, money 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.

| APPENDIX A | | | | | | |
|----------------|---|---------------------|---|---------------------|----------------------|------------------------|
| Date of Change | Persons whose relevant Interest changed | Nature of Change | Consideration given in relation to change | Class of securities | Number of securities | Persons votes affected |
| 18/12/2018 | UniSuper | On-Market Purchase | 1,610,261.14 | Ordinary Fully Paid | 253,311 | 253,311 |
| 19/12/2018 | UniSuper | On-Market Purchase | 732,571.21 | Ordinary Fully Paid | 118,103 | 118,103 |
| 20/12/2018 | UniSuper | On-Market Purchase | 77,257.61 | Ordinary Fully Paid | 12,699 | 12,699 |
| 21/12/2018 | UniSuper | On-Market Purchase | 1,558,764.52 | Ordinary Fully Paid | 268,204 | 268,204 |
| 27/12/2018 | UniSuper | On-Market Purchase | 209,024.78 | Ordinary Fully Paid | 35,248 | 35,248 |
| 30/01/2019 | UniSuper | On-Market Purchase | 57,601.26 | Ordinary Fully Paid | 8,465 | 8,465 |
| 5/02/2019 | UniSuper | On-Market Sale | - 6,852,254.77 | Ordinary Fully Paid | - 994,393 | - 994,393 |
| 14/02/2019 | UniSuper | On-Market Sale | - 8,307,602.86 | Ordinary Fully Paid | - 1,196,058 | - 1,196,058 |
| 26/03/2019 | UniSuper | On-Market Purchase | 574,809.49 | Ordinary Fully Paid | 91,526 | 91,526 |
| 16/04/2019 | UniSuper | On-Market Purchase | 836,626.07 | Ordinary Fully Paid | 135,926 | 135,926 |
| 2/05/2019 | UniSuper | On-Market Purchase | 220,736.01 | Ordinary Fully Paid | 34,266 | 34,266 |
| 18/06/2019 | UniSuper | On-Market Purchase | 6,664,242.60 | Ordinary Fully Paid | 989,788 | 989,788 |
| 25/06/2019 | UniSuper | On-Market Purchase | 1,293,104.65 | Ordinary Fully Paid | 200,000 | 200,000 |
| 26/06/2019 | UniSuper | On-Market Purchase | 1,548,721.62 | Ordinary Fully Paid | 240,000 | 240,000 |
| 26/06/2019 | UniSuper | On-Market Purchase | 171,748.53 | Ordinary Fully Paid | 26,600 | 26,600 |
| 26/06/2019 | UniSuper | On-Market Purchase | 2,259,814.02 | Ordinary Fully Paid | 350,000 | 350,000 |
| 26/06/2019 | UniSuper | On-Market Purchase | 2,581,402.96 | Ordinary Fully Paid | 400,000 | 400,000 |
| 2/07/2019 | UniSuper | On-Market Purchase | 167,155.46 | Ordinary Fully Paid | 25,201 | 25,201 |
| 8/08/2019 | UniSuper | On-Market Sale | - 328,087.98 | Ordinary Fully Paid | - 52,556 | - 52,556 |
| 29/08/2019 | UniSuper | On-Market Purchase | 994,838.04 | Ordinary Fully Paid | 162,209 | 162,209 |
| 30/08/2019 | UniSuper | On-Market Purchase | 7,183.69 | Ordinary Fully Paid | 1,138 | 1,138 |
| 30/08/2019 | UniSuper | On-Market Purchase | 33,541.41 | Ordinary Fully Paid | 5,239 | 5,239 |
| 16/09/2019 | UniSuper | On-Market Sale | - 736,775.33 | Ordinary Fully Paid | - 119,293 | - 119,293 |
| 17/09/2019 | UniSuper | On-Market Sale | - 1,395,007.38 | Ordinary Fully Paid | - 226,260 | - 226,260 |
| 4/10/2019 | UniSuper | On-Market Purchase | 590,951.79 | Ordinary Fully Paid | 97,481 | 97,481 |
| 16/10/2019 | UniSuper | Off-Market Purchase | 428,307.55 | Ordinary Fully Paid | 65,995 | 65,995 |
| 16/10/2019 | UniSuper | Off-Market Sale | - 428,307.55 | Ordinary Fully Paid | - 65,995 | - 65,995 |
| 9/12/2019 | UniSuper | On-Market Sale | - 98,944.22 | Ordinary Fully Paid | - 15,000 | - 15,000 |
| 9/12/2019 | UniSuper | On-Market Sale | - 6,596,281.40 | Ordinary Fully Paid | - 1,000,000 | - 1,000,000 |
| 9/12/2019 | UniSuper | On-Market Sale | - 26,385,125.60 | Ordinary Fully Paid | - 4,000,000 | - 4,000,000 |
| 10/12/2019 | UniSuper | On-Market Purchase | 1,068,795.08 | Ordinary Fully Paid | 160,501 | 160,501 |
| 10/12/2019 | UniSuper | On-Market Purchase | 2,730.25 | Ordinary Fully Paid | 410 | 410 |
| 11/12/2019 | UniSuper | On-Market Purchase | 413,326.88 | Ordinary Fully Paid | 61,501 | 61,501 |
| 11/12/2019 | UniSuper | On-Market Purchase | 1,055.15 | Ordinary Fully Paid | 157 | 157 |
| TOTAL | | | | | 3,925,587 | 3,925,587 |

Opening number of units 33,118,529

Closing number of units 29,192,942

APPENDIX B

| Holder of relevant interest | Registered Holder of securities | Person entitled to be registered as holder | Nature of relevant interest | Class of securities | Number of securities | Person's Votes |
|------------------------------------|--|---|--|----------------------------|-----------------------------|-----------------------|
| UniSuper | BNP Paribas Nominees Pty Limited | UniSuper | Power to control voting & disposal of securities | Fully paid ordinary shares | 29,192,942 | 29,192,942 |
| | | | | TOTAL | 29,192,942 | 29,192,942 |