

Form 604

Corporations Law
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

Name **UBS Group AG and its related bodies corporate**

ACN/ARSN (if applicable): _____

There was a change in the interests of the substantial holder on **17 December 2014**

The previous notice was given to the company on **17 December 2014**

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		Present Notice	
	Person's Votes	Voting Power (5)	Person's Votes	Voting Power (5)
Ordinary	12,683,848	6.57%	10,348,550	5.36%

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
Please see Appendix B.					

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	Person entitled to be registered holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
UBS AG	Various Custodians	UBS AG	Fund Manager with power to exercise control over voting shares	75,297 Ordinary	75,297
UBS Fund Management (Switzerland) AG	Various Custodians	UBS Fund Management (Switzerland) AG	Fund Manager with power to exercise control over voting shares	11,002 Ordinary	11,002
UBS Global Asset Management (Australia) Ltd	Various Custodians	UBS Global Asset Management (Australia) Ltd	Fund Manager with power to exercise control over voting shares	8,078,447 Ordinary	8,078,447

UBS Global Asset Management (UK) Limited	Various custodians	UBS Global Asset Management (UK) Limited	Fund Manager with power to exercise control over voting shares	150,412 Ordinary	150,412
UBS AG, Australia Branch	UBS Nominees Pty Ltd	UBS AG, Australia Branch	Prime Broker that has exercised its borrowing right in respect of shares pursuant to a Prime Broking Agreement (see Appendix A)	2,033,392 Ordinary	2,033,392

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
Details of all UBS offices can be found through the following link: http://apps2.ubs.com/locationfinder/	

SIGNATURE

Print Name: Chandrachud Giriappa

Capacity: Authorised signatory

Sign Here:

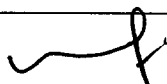


Date: 19 December 2014

Print Name: Wuen-Yi Toh

Capacity: Authorised signatory

Sign Here:



Date: 19 December 2014

Contact details for this notice:

Wuen-Yi Toh
Compliance Operations
(T) +65 6495 4535
(F) +65 6495 2699

Holder of relevant interest	UBS AG, Australia Branch
Type of agreement	Prime Brokerage Agreement
Parties to agreement	(i) UBS AG, Australia Branch ("UBS AG") (ii) Client (Please refer to Appendix A-1.)
Transfer date	Please refer to Appendix A-1.
Holder of voting rights	UBS AG
Are there any restrictions on voting rights?	Please refer to the details below.
If yes, detail	Since all right and title in the securities passes to the transferee (i.e. UBS AG), the transferee has the right to vote. However, in certain circumstances, the transferee may seek to arrange for instructions to be exercised in accordance with the instructions of the transferor (i.e. Client).
Scheduled return date (if any)	None, subject to the terms of the relevant loan.
Does the borrower have the right to return early?	Yes.
If yes, detail	The borrower (i.e. UBS AG) has the right to return at its discretion.
Does the lender have the right to recall early?	Yes.
If yes, detail	The lender (i.e. Client) can recall at its request subject to compliance with margin requirements and the terms of the relevant loan.
Will the securities be returned on settlement?	Yes.
If yes, detail any exceptions	None.

The information in this appendix is based on the relevant standard UBS agreement.

A copy of the agreement is available to the company, or responsible entity to whom the prescribed form must be given, or to ASIC, upon request.

Prime Brokerage Agreement - UBS AG, Australia Branch

Parties to agreement	Transfer date
Watermark Market Neutral Fund Limited	(i) 28 April 2014 (ii) 8 May 2014 (iii) 9 May 2014 (iv) 21 May 2014 (v) 6 June 2014 (vi) 22 July 2014 (vii) 30 July 2014
P.M. Capital Limited as responsible entity of the P.M. Capital Australian Opportunities Fund	(i) 9 May 2014 (ii) 22 July 2014
Watermark Funds Management Pty Limited as responsible entity for Watermark Market Neutral Fund	(i) 9 May 2014 (ii) 22 July 2014 (iii) 16 October 2014 (iv) 17 October 2014 (v) 20 October 2014 (vi) 21 October 2014 (vii) 23 October 2014 (viii) 25 November 2014
Australian Leaders Fund Limited	(i) 22 July 2014 (ii) 30 July 2014
OnePath Funds Management Limited as responsible entity for Optimix Wholesale Australian Shares Trust	(i) 21 May 2014 (ii) 22 July 2014 (iii) 8 December 2014

NXT - Appendix B					
Date of change	Person whose relevant interest changed	Nature of Change	Consideration given in relation to change	Number of securities	Class
16-Dec-14	UBS Securities Australia Ltd	Sell	3,343	(1,836)	Ordinary
17-Dec-14	UBS Securities Australia Ltd	Stock returned	N/A	(45,000)	Ordinary
17-Dec-14	UBS Securities Australia Ltd	Stock returned	N/A	(20,000)	Ordinary
17-Dec-14	UBS Securities Australia Ltd	Stock returned	N/A	(4,205)	Ordinary
17-Dec-14	UBS Securities Australia Ltd	Stock returned	N/A	(20,000)	Ordinary
17-Dec-14	UBS Securities Australia Ltd	Stock returned	N/A	(20,000)	Ordinary
17-Dec-14	UBS Securities Australia Ltd	Stock returned	N/A	(40,000)	Ordinary
17-Dec-14	UBS Securities Australia Ltd	Stock returned	N/A	(20,000)	Ordinary
17-Dec-14	UBS Securities Australia Ltd	Stock returned	N/A	(45,000)	Ordinary
17-Dec-14	UBS Securities Australia Ltd	Stock returned	N/A	(372)	Ordinary
17-Dec-14	UBS Securities Australia Ltd	Stock returned	N/A	(550,000)	Ordinary
17-Dec-14	UBS Securities Australia Ltd	Stock returned	N/A	(20,000)	Ordinary
17-Dec-14	UBS Securities Australia Ltd	Stock returned	N/A	(3,986)	Ordinary
17-Dec-14	UBS Securities Australia Ltd	Stock returned	N/A	(8,657)	Ordinary
17-Dec-14	UBS Securities Australia Ltd	Stock returned	N/A	(3,709)	Ordinary
17-Dec-14	UBS Securities Australia Ltd	Stock returned	N/A	(1,500,000)	Ordinary
17-Dec-14	UBS Securities Australia Ltd	Stock returned	N/A	(30,000)	Ordinary
17-Dec-14	UBS Securities Australia Ltd	Sell	4,638	(2,533)	Ordinary