



Fax

To Company Announcements Office

Company Australian Stock Exchange Ltd

Fax 1300 135 638

From Heidi Chen

Date 11/12/2018

Pages 5

Subject ASIC Form 604 – NXT

UniSuper Limited

Adelaide Office

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Melbourne Victoria 3000

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Head Office

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Melbourne Victoria 3000

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Administrator

UniSuper Management Pty Ltd

ABN 91 006 961 799

Australian Financial Services

Licence No. 235907

Trustee

UniSuper Limited

ABN 54 006 027 121

Fund

ABN 91 385 943 850

Dear Sir/Madam,

I attach the notice regarding our change in substantial shareholding, signed by our Company Secretary. Please note that the securities are held by BNP Paribas Nominees Pty Limited as custodian for UniSuper Limited. Please note that various fund managers hold the shares as investment manager for UniSuper Ltd. Details are attached.

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 604Corporations 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 BNP Paribas Nominees Pty Limited

ACN/ARSN (if applicable) 084 150 023

There was a change in the interests of the substantial holder on 07/12/2018The previous notice was given to the company on 23/04/2018The previous notice was dated 23/04/2018**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	28,477,391	8.62%	33,118,529	9.64%

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

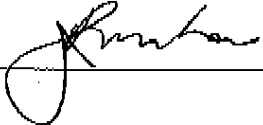
6. Addresses

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

Name	Address
UniSuper Limited	Level 1, 385 Bourke Street, Melbourne VIC 3000
BNP Paribas Nominees Pty Limited	Level 8, Castlereagh Street, Sydney NSW 2000

Signature

 Jane Panton
 print name Company Secretary capacity Company Secretary

 sign here  date 10.12.18

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 606 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
21/05/2018	Arnhem	On-market Sale	- 9,754,348	Ordinary Fully Paid	- 2,145,394	- 2,145,394
12/07/2018	UniSuper Management Ltd	On-market Purchase	16,219,179	Ordinary Fully Paid	2,145,394	2,145,394
18/09/2018	UniSuper Management Ltd	On-market Purchase	3,947,379	Ordinary Fully Paid	642,184	642,184
4/10/2018	UniSuper Management Ltd	On-market Purchase	3,114,583	Ordinary Fully Paid	486,012	486,012
5/10/2018	UniSuper Management Ltd	On-market Purchase	704,616	Ordinary Fully Paid	112,500	112,500
5/10/2018	UniSuper Management Ltd	On-market Purchase	1,251,069	Ordinary Fully Paid	200,000	200,000
8/10/2018	UniSuper Management Ltd	On-market Purchase	1,045,488	Ordinary Fully Paid	170,609	170,609
9/10/2018	UniSuper Management Ltd	On-market Purchase	22,015	Ordinary Fully Paid	3,463	3,463
15/10/2018	UniSuper Management Ltd	On-market Purchase	886,630	Ordinary Fully Paid	147,838	147,838
24/10/2018	UniSuper Management Ltd	On-market Purchase	1,238,683	Ordinary Fully Paid	201,310	201,310
25/10/2018	UniSuper Management Ltd	On-market Purchase	594,967	Ordinary Fully Paid	99,151	99,151
31/10/2018	UniSuper Management Ltd	On-market Purchase	1,174,326	Ordinary Fully Paid	201,202	201,202
12/11/2018	Yarra Capital Management	On-market Sale	- 22,060,020	Ordinary Fully Paid	- 2,917,992	- 2,917,992
13/11/2018	UniSuper Management Ltd	On-market Purchase	11,030,010	Ordinary Fully Paid	1,458,996	1,458,996
13/11/2018	UniSuper Management Ltd	On-market Purchase	5,515,005	Ordinary Fully Paid	729,498	729,498
13/11/2018	UniSuper Management Ltd	On-market Purchase	5,515,005	Ordinary Fully Paid	729,498	729,498
14/11/2018	UniSuper Management Ltd	On-market Purchase	1,049,054	Ordinary Fully Paid	170,867	170,867
15/11/2018	UniSuper Management Ltd	On-market Purchase	4,955,919	Ordinary Fully Paid	816,057	816,057
29/11/2018	Lennox Capital Partners	On-market Purchase	2,879,611	Ordinary Fully Paid	449,141	449,141
30/11/2018	Lennox Capital Partners	On-market Purchase	2,443,142	Ordinary Fully Paid	379,350	379,350
3/12/2018	Lennox Capital Partners	On-market Purchase	1,949,129	Ordinary Fully Paid	293,195	293,195
4/12/2018	Lennox Capital Partners	On-market Purchase	1,787,793	Ordinary Fully Paid	268,259	268,259
TOTAL					4,641,138	1,614,768

Opening number of units 28,477,391

Closing number of units 33,118,529

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
Kinetic Investment Partners	BNP Paribas Nominees Pty Limited	UniSuper Limited	Power to control voting & disposal of securities	Ordinary Fully Paid	1,746,213	1,746,213
Lennox Capital Partners	BNP Paribas Nominees Pty Limited	UniSuper Limited	Power to control voting & disposal of securities	Ordinary Fully Paid	1,389,945	1,389,945
State Street	BNP Paribas Nominees Pty Limited	UniSuper Limited	Power to control voting & disposal of securities	Ordinary Fully Paid	177,820	177,820
UniSuper Management Ltd	BNP Paribas Nominees Pty Limited	UniSuper Limited	Power to control voting & disposal of securities	Ordinary Fully Paid	29,804,551	29,804,551
TOTAL					33,118,529	33,118,529