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ASX Release

11 September 2024

Completion of A\$550 Million Placement

NEXTDC Limited (ASX: NXT) (“**NEXTDC**” or “**the Company**”) advises that further to its ASX Announcement dated 10 September 2024, the Company has now successfully completed an institutional placement, raising approximately A\$550 million through the issue of approximately 32.1 million new shares (the “**Placement**”).

The Placement shares were issued at A\$17.15 per share (the “**Placement Price**”), which represents a 1.8% discount to the 5-day VWAP¹ and a 3.9% discount to the last close².

The Placement was strongly supported by both NEXTDC’s existing shareholders and new investors. All eligible institutional shareholders who participated in the Placement and bid for their pro-rata share were allocated at least their pro-rata share³.

Mr Craig Scroggie, CEO & Managing Director commented:

“The strong support for this Placement highlights continued investor confidence in NEXTDC’s growth strategy and long-term vision. As AI continues to drive unprecedented demand for accelerated computing, the need for scalable, high-performance digital infrastructure has never been more vital. This successful Placement ensures that NEXTDC is well-positioned to meet the growing needs of the cloud and AI ecosystems, while seizing new opportunities in a rapidly evolving market. Our focus remains on maintaining the agility and innovation required to power the next generation of AI-driven technologies that help enterprises harness the digital age.”

Settlement of the new Placement shares is expected to occur on 13 September 2024, with allotment and normal trading occurring on 16 September 2024. The new Placement shares issued will rank equally with all existing fully paid ordinary shares on issue.

Share Purchase Plan

On 10 September 2024, NEXTDC also announced that it was undertaking a Share Purchase Plan (“**SPP**”) of up to a maximum cap of A\$200 million⁴ under which existing eligible shareholders⁵ will have the opportunity to apply for up to A\$30,000 of new fully paid NEXTDC ordinary shares (“**SPP Shares**”), without incurring brokerage, commissions or other transaction costs.

The SPP will be conducted at an issue price that is the lower of:

- the Placement Price; and
- the 5-day VWAP during the five trading days up to, and including, the SPP closing date (Friday, 4 October 2024) less a 2.5% discount, rounded down to the nearest cent.

¹ Volume Weighted Average Price (VWAP) from 4 September 2024 to 10 September 2024 (inclusive) of A\$17.46.

² Closing price on 10 September 2024 of A\$17.84.

³ In this context, “pro-rata” refers to a pro-rata share of new shares issued under the Placement and the SPP by reference to NEXTDC’s latest available beneficial shareholder register prior to launch of the Placement. Unlike a rights issue, this may not truly reflect the participating shareholder’s actual “pro-rata” share of new shares issued under the Capital Raising.

⁴ Should NEXTDC receive valid applications exceeding the SPP cap of A\$200 million, it is NEXTDC’s intention that the scale back will be applied having regards to the pro-rata shareholding of eligible shareholders (as at 7:00pm on 9 September 2024).

⁵ Eligible shareholders are holders of NEXTDC Shares as at 7:00pm (AEST) on 9 September 2024, who have a registered address in Australia or New Zealand and who meet certain other eligibility criteria.



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New shares issued under the SPP will be fully paid and rank equally in all respects with existing shares from allotment. Full details of the SPP will be set out in the SPP offer booklet, which is expected to be released to the ASX and despatched to eligible shareholders on or around 18 September 2024. The SPP is scheduled to close on 4 October 2024.

Further information will be distributed to shareholders and available via the ASX platform.

Key Dates

Event	Date
Record date for SPP (7:00pm)	Monday, 9 September 2024
Settlement of new shares issued under the Placement	Friday, 13 September 2024
Allotment and normal trading of new shares issued under the Placement	Monday, 16 September 2024
SPP offer opening date (9:00am)	Wednesday, 18 September 2024
SPP offer closing date (5:00pm)	Friday, 4 October 2024
Announcement of results of SPP	Thursday, 10 October 2024
Issue and allotment of new shares under the SPP	Friday, 11 October 2024
SPP holding statements dispatched and trading of new shares issued under the SPP commences	Wednesday, 16 October 2024

All times and dates refer to Sydney Time. The above timetable is indicative only. NEXTDC and the Joint Lead Managers reserve the right to amend any or all of these dates at their 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.

Authorised for release by the Board of NEXTDC.

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Nothing contained in this announcement constitutes investment, legal, tax or other advice. You should make your own assessment and take independent professional advice in relation to the information and any action on the basis of the information.

This announcement contains certain forward-looking statements. Words such as “continue”, “expect”, “forecast”, “estimated”, “potential”, “likely”, “projected”, “anticipated” or such similar phrases are intended to identify forward looking statements. Similarly, indications of and future guidance on future earnings, including NEXTDC’s FY25 Guidance, liquidity and financial position, capital expenditure requirements, performance, business performance, project timelines or spend, facility go-live dates, utilisation and initial or total facility capacity of these are also forward-looking statements as are statements regarding market competition, service demand and market outlook, statements regarding NEXTDC’s plans, objectives, and strategies and statements regarding the conduct and outcome of the Placement and SPP and source and use of funds. Such forward looking statements are not guarantees of future performance and involve known and unknown risks, uncertainties and other factors, many of which are beyond the control of the NEXTDC Group, its officers, employees, agents, advisers, and the underwriters and each of their respective related bodies corporate and affiliates, and each of their respective directors, officers, employees, partners, consultants, contractors, agents, advisers and representatives (together, the “Joint Lead Manager Parties”) and which may cause actual results and outcomes to differ materially from those expressed or implied in this announcement or in such statements. None of the Joint Lead Manager Parties have authorised, approved or verified any forward-looking statements. There can be no assurance that the actual outcomes discussed in this announcement will not differ materially from these statements. There are usually differences between forecasts and actual results because events and circumstances frequently do not occur as forecast, and these differences may be material at times. See Annexure A: Key Risks of the Announcement released by NEXTDC on 10 September 2024 for a non-exhaustive summary of certain key business, offer and general risk factors that may affect NEXTDC.

Investors should not place undue reliance on such forward-looking statements, especially in view of the current and challenging economic, market, climate, supply chain and other uncertainty and disruption, including the conflicts in the Ukraine and the Middle East. Neither NEXTDC, any member of the NEXTDC Group or their officers, employees, agents or any other person gives any warranty, representation or assurance that the occurrence of the events expressed or implied in any forward looking statement will occur or have or accept any responsibility to update or revise any such forward-looking statement to reflect any change in NEXTDC Group’s circumstances or financial condition, status or affairs or any change in the events or conditions on which such statements are based, except as required under Australian law.



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The new shares have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the U.S. Securities Act) or the securities laws of any state or other jurisdiction of the United States. Accordingly, the new shares to be offered and sold in the Placement may not be offered or sold, directly or indirectly, in the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable securities laws of any state or other jurisdiction of the United States. The new shares to be offered and sold in the SPP may not be offered or sold, directly or indirectly, in the United States or to any person that is acting for the account or benefit of a person in the United States (to the extent that such person is acting for the account or benefit of a person in the United States).

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