



The Transformation Continues

QANTAS NOTICE OF MEETING 2013

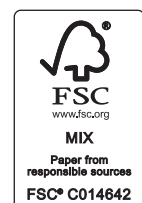
Registered Office

Qantas Airways Limited
10 Bourke Road
Mascot NSW 2020 Australia
Telephone +61 2 9691 3636
Facsimile +61 2 9490 1888

Qantas Share Registry

Link Market Services Limited
Level 12 680 George Street
Sydney NSW 2000 Australia
or Locked Bag A14
Sydney South NSW 1235 Australia

Telephone +61 1800 177 747
(Toll free within Australia)
Facsimile +61 2 9287 0303
Email registry@qantas.com



Chairman's Letter to Shareholders

18 September 2013

Dear Shareholder

On behalf of the Board of Directors, I invite you to the 2013 Annual General Meeting (AGM) of Qantas Airways Limited (Qantas) to be held on Friday 18 October 2013 at 11:00am in the Plaza Auditorium at the Brisbane Convention and Exhibition Centre.

The AGM is an important event for Qantas and provides shareholders with an opportunity to receive an update on Qantas' performance during the year, to ask questions of the Board, Management and Qantas' Auditor and to vote on items of business before the meeting.

Enclosed is the 2013 Notice of Meeting, together with the Proxy Form and AGM Question Form. A map of the AGM venue detailing parking and public transport information is also enclosed for your convenience.

If you are attending the AGM please bring your personalised Proxy Form with you. This will allow Qantas' Share Registry to promptly register your attendance.

For those of you unable to attend the AGM, you can:

- » lodge a proxy vote or appoint a proxy to attend and vote on your behalf at the AGM by completing the enclosed Proxy Form and returning it to Qantas' Share Registry in the enclosed reply paid envelope or by lodging your vote online via www.qantas.com.au/travel/airlines/investors-annual-meetings/global/en
- » submit questions to me or Qantas' Auditor by completing the enclosed AGM Question Form and returning it to Qantas' Share Registry
- » follow a live webcast of the AGM proceedings via www.qantas.com.au/travel/airlines/investors-annual-meetings/global/en

Following conclusion of the AGM, you are welcome to join the Board and Management for light refreshments.

The Board and I look forward to seeing you at the AGM and thank you for your continued support.

Yours sincerely



Leigh Clifford
Chairman

Notice of Annual General Meeting

Notice is given that the Annual General Meeting (AGM) of Qantas Airways Limited ABN 16 009 661 901 (Qantas) will be held:

Date: Friday 18 October 2013
Time: 11:00am
Venue: Plaza Auditorium
Brisbane Convention and Exhibition Centre
Corner of Glenelg and Merivale Streets
South Bank, Brisbane
Please refer to the enclosed map

Shareholders who are unable to attend the AGM and who have access to the internet will be able to access a live webcast of the AGM on the Qantas website at www.qantas.com.au/travel/airlines/investors-annual-meetings/global/en

ITEMS OF BUSINESS

1. CONSIDERATION OF REPORTS

To receive and consider the Financial Report of Qantas Airways Limited and its controlled entities for the year ended 30 June 2013, together with the Directors' Report and the Independent Auditor's Report.

2. ELECTION OF DIRECTORS

2.1 Leigh Clifford

To consider and, if thought appropriate, pass the following Ordinary Resolution:

"That, Leigh Clifford, a Non-Executive Director retiring in accordance with the Constitution, being eligible, is re-elected as a Non-Executive Director of Qantas Airways Limited."

2.2 Paul Rayner

To consider and, if thought appropriate, pass the following Ordinary Resolution:

"That, Paul Rayner, a Non-Executive Director retiring in accordance with the Constitution, being eligible, is re-elected as a Non-Executive Director of Qantas Airways Limited."

2.3 Maxine Brenner

To consider and, if thought appropriate, pass the following Ordinary Resolution:

"That, Maxine Brenner, a Non-Executive Director appointed by the Directors on 29 August 2013 pursuant to clause 6.5(a) of the Constitution and retiring in accordance with the Constitution, being eligible, is elected as a Non-Executive Director of Qantas Airways Limited."

2.4 Jacqueline Hey

To consider and, if thought appropriate, pass the following Ordinary Resolution:

"That, Jacqueline Hey, a Non-Executive Director appointed by the Directors on 29 August 2013 pursuant to clause 6.5(a) of the Constitution and retiring in accordance with the Constitution, being eligible, is elected as a Non-Executive Director of Qantas Airways Limited."

3. NON-EXECUTIVE DIRECTORS' FEE POOL INCREASE

To consider, and if thought appropriate, pass the following Ordinary Resolution:

"That, the maximum aggregate amount payable to Non-Executive Directors of Qantas Airways Limited by way of Directors' fees be increased from \$2,500,000 to \$2,750,000, per annum."

4. PARTICIPATION OF THE CHIEF EXECUTIVE OFFICER, ALAN JOYCE, IN THE LONG TERM INCENTIVE PLAN

To consider and, if thought appropriate, pass the following Ordinary Resolution:

"That, Alan Joyce, the Chief Executive Officer of Qantas Airways Limited, is permitted to participate in the Qantas Long Term Incentive Plan as is contemplated by the Explanatory Notes accompanying the 2013 Notice of Meeting."

5. REMUNERATION REPORT

To consider and, if thought appropriate, pass the following Advisory Resolution:

"That, the Remuneration Report for the year ended 30 June 2013 (set out in the Directors' Report) is adopted."

By Order of the Board



Taryn Morton
Company Secretary
18 September 2013

Explanatory Notes

1. CONSIDERATION OF REPORTS

The Financial Report of Qantas and its controlled entities for the year ended 30 June 2013, together with the Directors' Report and the Independent Auditor's Report (which are contained in the 2013 Annual Report), will be presented for consideration.

A printed copy of the 2013 Annual Report, or an email advising that the 2013 Annual Report is available on the Qantas website at www.qantas.com, has been sent to each shareholder who has requested it.

Following the Consideration of Reports, the Chairman will give shareholders a reasonable opportunity to ask questions about or comment on the management of Qantas.

The Chairman will also give shareholders a reasonable opportunity to ask the Auditor questions relevant to:

- » the conduct of the audit;
- » the preparation and content of the Independent Auditor's Report;
- » the accounting policies adopted by Qantas in relation to the preparation of the financial statements; and/or
- » the independence of the Auditor in relation to the conduct of the audit.

The Chairman will also give the Auditor a reasonable opportunity to answer written questions submitted by shareholders that are relevant to the content of the Independent Auditor's Report or the conduct of the audit. A list of written questions to the Auditor submitted by shareholders, if any, will be made available to shareholders at the start of the AGM and any written answers tabled by the Auditor at the AGM will be made available as soon as practicable.

2. ELECTION OF DIRECTORS

2.1 Leigh Clifford, AO

Leigh Clifford retires by rotation and, being eligible, offers himself for re-election as an Independent Non-Executive Director.

Mr Clifford was appointed to the Qantas Board in August 2007 and as Chairman in November 2007.

He is Chairman of the Qantas Nominations Committee.

Mr Clifford is a Director of Bechtel Group Inc. and Chairman of Bechtel Australia Pty Ltd and the Murdoch Childrens Research Institute. He is a Senior Advisor to Kohlberg Kravis Roberts & Co and a Board Member of the National Gallery of Victoria Foundation. Mr Clifford was previously a Director of Barclays Bank plc.

Mr Clifford was Chief Executive of Rio Tinto from 2000 to 2007. He retired from the Board of Rio Tinto in 2007 after serving as a Director of Rio Tinto plc and Rio Tinto Limited for 13 and 12 years respectively. His executive and board career with Rio Tinto spanned some 37 years, in Australia and overseas.

The Board believes that Mr Clifford provides effective leadership to the Board and his extensive strategic, operational and management experience brings considerable strength to the Board and its deliberations generally.

Mr Clifford says, "It has been a privilege to serve as Chairman of an iconic Australian company. I look forward to continuing to make a valuable contribution to Qantas and its shareholders."

The Directors (with Mr Clifford abstaining) recommend that you vote in favour of this Ordinary Resolution.

2.2 Paul Rayner

Paul Rayner retires by rotation and, being eligible, offers himself for re-election as an Independent Non-Executive Director.

Mr Rayner was appointed to the Qantas Board in July 2008.

He is a Member of the Qantas Audit Committee and the Qantas Remuneration Committee.

Mr Rayner is Chairman of Treasury Wine Estates Limited and a Director of Centrica plc. He is also a Director of Boral Limited and Chairman of its Audit Committee. Mr Rayner will retire from Centrica plc in December 2014.

From 2002 to 2008, Mr Rayner was Finance Director of British American Tobacco plc based in London. Mr Rayner joined Rothmans Holdings Limited in 1991 as its Chief Financial Officer and held other senior executive positions within the Group, including Chief Operating Officer of British American Tobacco Australasia Limited from 1999 to 2001.

Previously Mr Rayner worked for 17 years in various finance and project roles with General Electric, Rank Industries and the Elders IXL Group.

The Board believes that Mr Rayner's significant financial, operational and international experience, together with his experience as a professional director, brings considerable knowledge and depth to discussions of the Board and Audit and Remuneration Committees.

Mr Rayner says, "I have valued the opportunity to serve as a Director of Qantas. I believe my skills in consumer marketing and finance and my extensive international business experience enables me to bring a balanced perspective to the Board's deliberations for the benefit of all shareholders."

The Directors (with Mr Rayner abstaining) recommend that you vote in favour of this Ordinary Resolution.

2.3 Maxine Brenner

Maxine Brenner was appointed by the Directors as an Independent Non-Executive Director on 29 August 2013 pursuant to clause 6.5(a) of the Qantas Constitution, which allows the Board to appoint a Director to fill a casual vacancy or as an addition to the existing Directors.

Ms Brenner retires as required by clause 6.5(b) of the Qantas Constitution and, being eligible, offers herself for election as an Independent Non-Executive Director.

Ms Brenner is a Member of the Qantas Remuneration Committee.

Ms Brenner is a Managing Director of Investment Banking at Investec Bank (Australia) Limited. She has extensive experience in corporate advisory work, particularly in relation to mergers and acquisitions, corporate restructures and general corporate activity.

Explanatory Notes continued

Ms Brenner is a Director of Orica Limited, Growthpoint Properties Australia Limited and the State Library of NSW Foundation. She is also a Member of the Advisory Panel of the Centre for Social Impact at the University of New South Wales.

Previously Ms Brenner was the Deputy Chairman of Federal Airports Corporation and a Director of Neverfail Springwater Limited, Bulmer Australia Limited and Treasury Corporation of NSW. She also served as a Member of the Australian Government's Takeovers Panel.

Earlier, she practised as a lawyer with Freehills and was a law lecturer at the Universities of Sydney and New South Wales.

The Board believes that Ms Brenner's skills in the areas of law and corporate advisory bring a unique and diverse perspective to the Qantas Board, complementing its existing skill and experience.

Ms Brenner says, "I am honoured to have the opportunity to work with the Board of Qantas. I look forward to applying my corporate experience and skills to contribute to Qantas' ongoing success."

The Directors (with Ms Brenner abstaining) recommend that you vote in favour of this Ordinary Resolution.

2.4 Jacqueline Hey

Jacqueline Hey was appointed by the Directors as an Independent Non-Executive Director on 29 August 2013 pursuant to clause 6.5(a) of the Qantas Constitution, which allows the Board to appoint a Director to fill a casual vacancy or as an addition to the existing Directors.

Ms Hey retires as required by clause 6.5(b) of the Qantas Constitution and, being eligible, offers herself for election as an Independent Non-Executive Director.

Ms Hey is a Member of the Qantas Audit Committee.

Ms Hey is a Director of Bendigo and Adelaide Bank Limited and is Chairman of its Change & Technology Committee and a Member of its Audit and Risk Committees. She is a Director of the Australian Foundation Investment Company Limited, Special Broadcasting Service and Cricket Australia.

Ms Hey is also the Honorary Consul for Sweden in Victoria.

Between 2004 and 2010, Ms Hey was Managing Director of various Ericsson entities in Australia and New Zealand, the United Kingdom and Ireland and the Middle East. Her executive career with Ericsson spanned for more than 20 years in which she held finance, marketing, sales and leadership roles.

The Board believes that Ms Hey's considerable international experience and business skills, particularly in the areas of marketing, finance and sales, are a valued addition to the Board.

Ms Hey says, "I am privileged to join the Board and serve the shareholders of Qantas. I look forward to the opportunity to contribute my international experience and apply my business skills to the board of one of Australia's most important companies."

The Directors (with Ms Hey abstaining) recommend that you vote in favour of this Ordinary Resolution.

3. NON-EXECUTIVE DIRECTORS' FEE POOL INCREASE

In accordance with ASX Listing Rule 10.17, the Qantas Board seeks shareholder approval to increase the annual aggregate amount of remuneration that may be paid to Qantas Non-Executive Directors under clause 6.7(a) of the Qantas Constitution from \$2,500,000 to \$2,750,000.

The current fee pool limit of \$2,500,000 was approved by Qantas shareholders at the 2004 Annual General Meeting. The fee pool includes all Board and Board Committee fees paid to Non-Executive Directors, as well superannuation contributions made on behalf of Non-Executive Directors. It is exclusive of industry-standard travel entitlements.

Board and Committee fees paid to Qantas Non-Executive Directors in 2011/2012 and 2012/2013 totalled \$2,465,000 and \$2,350,000, respectively (detailed on page 93 of the 2013 Annual Report). Given the annual aggregate fees paid during the last two years is approaching the fee pool limit, the Qantas Board wishes to increase the fee pool by \$250,000. Details of Qantas' Non-Executive Directors Board and Committee fees are on pages 93 and 94 of the 2013 Annual Report.

Qantas' current Board and Committee fees and fee pool have been benchmarked against comparable listed companies. Having regard to the benchmarking data and the actual annual aggregate fees paid to Qantas Directors during the past two financial years, the Board believes that the proposed increase to the fee pool limit will enable it to:

- » maintain an appropriate buffer to undertake orderly succession of Non-Executive Director retirements and appointments, including during transitional periods;
- » continue to attract and retain Non-Executive Directors of appropriate skill, expertise and competency and ensure that Board Committees have an appropriate level of membership, recognising the workload and responsibilities of an airline Non-Executive Director; and
- » maintain market competitiveness, by allowing future adjustments to Board and Committee fees over the next few years, noting there has been one 3% increase in Board and Committee fees during the past five financial years.

Given each Non-Executive Director of Qantas has an interest in this matter, the Directors make no recommendation on this Ordinary Resolution.

Voting on Ordinary Resolution 3

Qantas will disregard any votes cast on Ordinary Resolution 3 by or on behalf of:

- i. the Directors and their associates; and
- ii. Key Management Personnel (KMP) and their closely related parties,

except if the votes are cast as a proxy for a shareholder entitled to cast a vote, in accordance with the voting directions on the Proxy Form.

However, the Chairman of the Meeting may vote a proxy as he decides on this Ordinary Resolution 3 if the proxy appointment expressly authorises the Chairman to exercise the proxy even though this Resolution is connected directly with the remuneration of KMP.

KMP are Directors of Qantas and those persons having authority and responsibility for planning, directing and controlling the activities of Qantas, directly or indirectly.

4. PARTICIPATION OF THE CHIEF EXECUTIVE OFFICER, ALAN JOYCE, IN THE LONG TERM INCENTIVE PLAN

The approval of shareholders is sought to permit the Chief Executive Officer (CEO) to participate in the 2014–2016 Long Term Incentive Plan (LTIP) for 2013/2014 (2013 Grant).

Under ASX Listing Rule 10.14, shareholder approval is not required where the CEO acquires securities under an employee equity incentive plan and those securities are acquired on-market.

While it is the Board's current intention that any shares that may be awarded to the CEO will be purchased on-market, shareholder approval of Mr Joyce's participation in the 2013 Grant is being sought regardless.

The LTIP reward opportunity for the CEO has been set at 80% of Fixed Annual Remuneration (FAR). In setting this target, the Board makes reference to external benchmark market data including comparable roles in other listed Australian companies and international airlines. The primary benchmark is a revenue based peer group of other S&P/ASX companies and the Board believes that this is an appropriate benchmark as it is the comparator group that best mirrors the size and complexity of, and challenges in managing, Qantas' business. It is also the peer group with which Qantas' competes for executive talent.

An overview of the 2013 Grant to Mr Joyce is set out below. Further details of Mr Joyce's remuneration package are set out in the Remuneration Report on pages 78 to 79 of the 2013 Annual Report.

Maximum Entitlement under 2013 Grant

Subject to shareholder approval, Mr Joyce will be granted 2,151,000 Performance Rights (Rights) under the 2013 Grant.

At the end of the three year performance period for the 2013 Grant (Performance Period), performance conditions for the 2013 Grant (Performance Conditions) are tested. If:

- » Performance Conditions are fully achieved, Rights vest and convert to Qantas shares on a one-for-one basis; and
- » Performance Conditions are not achieved, Rights lapse.

The Performance Conditions are detailed below.

The number of Rights to be granted to Mr Joyce has been calculated as follows:

$$2,151,000 \text{ Rights} = \frac{(\$2,125,000 \times 80\%)}{\$0.79 \text{ per Right}}$$

Where:

- » \$2,125,000 is Mr Joyce's FAR for 2013/2014;
- » 80% is the 'at target' percentage of FAR determined by the Board for Mr Joyce's 2013 Grant; and
- » \$0.79 is the fair value of each Right as at 30 June 2013.

The fair value of each Right was determined from a valuation performed by PricewaterhouseCoopers, in accordance with AASB 2: Share-based Payments as at 30 June 2013 (being the last day before commencement of the Performance Period).

The fair value calculation reflects the possibility that the performance hurdles applicable to the 2013 Grant may not be met and is discounted for the estimated value of dividends foregone during the vesting period.

Grant Date of Rights

If shareholder approval is obtained, the Rights will be granted to Mr Joyce no later than 30 days after the date of the AGM.

Performance Period

The Performance Period commences on 1 July 2013 and ends on 30 June 2016.

Performance Conditions

The Performance Conditions comprise two performance hurdles:

a. Companies with ordinary shares included in the S&P/ASX 100 Index

Up to one-half of the total number of Rights granted to the CEO may vest based on the relative growth in the Total Shareholder Return (TSR) of Qantas in comparison to the S&P/ASX 100 Index as follows:

Qantas TSR performance compared to the S&P/ASX 100	Satisfaction of performance hurdle
0 to 49th percentile	Nil
50th to 74th percentile	Linear scale: 50% to 99% satisfied
75th to 100th percentile	100% satisfied

b. Basket of Global Listed Airlines

Up to one-half of the total number of Rights granted to the CEO may vest based on the relative growth in the TSR of Qantas in comparison to the basket of global listed airlines selected by the Board (Global Listed Airlines) as follows:

Qantas TSR performance compared to the Global Listed Airlines	Satisfaction of performance hurdle
0 to 49th percentile	Nil
50th to 74th percentile	Linear scale: 50% to 99% satisfied
75th to 100th percentile	100% satisfied

The basket of Global Listed Airlines was selected with regard to financial standing, level of government involvement and is also representative of Qantas' key competitor markets. The basket of Global Listed Airlines contains both full service and value based airlines and comprises:

- » Air Asia
- » Air France / KLM
- » Air New Zealand
- » All Nippon Airways
- » British Airways / Iberia (International Airlines Group)
- » Cathay Pacific
- » Delta Airlines
- » Easyjet
- » Japan Airlines
- » LATAM Airlines Group
- » Lufthansa
- » Ryanair
- » Singapore Airlines
- » Southwest Airlines
- » Tiger Airways
- » Virgin Australia

Explanatory Notes continued

Price on Grant or Vesting

No amount will be payable in respect of the Grant or upon vesting of the Rights.

Further Trading Restrictions

Any shares allocated on vesting of the Rights will be subject to the Qantas Employee Share Trading Policy, but not to any other trading restrictions.

Cessation of Employment

Mr Joyce will forfeit any Rights which have not vested if he ceases employment with the Qantas Group.

In limited circumstances (for example, retirement, redundancy, death or total and permanent disablement), Mr Joyce may receive a deferred cash payment at the end of the Performance Period. Any such payment will be determined with regard to the value of the Rights which would have vested had they not lapsed and:

- » the part of the Performance Period that Mr Joyce served prior to ceasing employment; and
- » the degree to which the Performance Conditions have been achieved.

The Board retains a discretion to determine otherwise in appropriate circumstances which may include leaving some or all of the Rights on foot, or for some or all of the Rights to vest on cessation of employment having regard to the portion of the Performance Period that has elapsed and the degree to which the Performance Conditions have been achieved.

Other Information

Mr Joyce is the only Qantas Director who is eligible to participate in Qantas' equity incentive plans. Mr Joyce was granted 2,575,000 Rights under the 2013–2015 LTIP, following shareholder approval at the 2012 AGM. These rights are subject to performance hurdles which will be tested as at 30 June 2015. These rights were provided at no cost to Mr Joyce.

Voting on Ordinary Resolution 4

KMP or their closely related parties cannot cast a vote as a proxy for a shareholder entitled to cast a vote, if the proxy is not directed how to vote on Ordinary Resolution 4, unless:

- i. the KMP is the Chairman of the Meeting; and
- ii. the appointment of the Chairman as proxy expressly authorises him to exercise the proxy in accordance with a direction to vote as he decides, even though Ordinary Resolution 4 is connected directly with the remuneration of a KMP.

Qantas will disregard any votes cast on Ordinary Resolution 4 by or on behalf of Mr Joyce and his associates, except if the votes are cast as a proxy for a shareholder entitled to cast a vote, in accordance with the directions on the Proxy Form.

The Directors (with Mr Joyce abstaining) recommend that you vote in favour of this Ordinary Resolution.

5. REMUNERATION REPORT

The 2013 Remuneration Report is contained in the Directors' Report set out at pages 76 to 94 of the 2013 Annual Report.

The 2013 Remuneration Report:

- » explains Qantas' executive remuneration philosophy and objectives and the link between the remuneration of employees and Qantas' performance;
- » sets out remuneration details for each Director and for each named Executive; and
- » makes clear that the basis for remunerating Non-Executive Directors is distinct from the basis for remunerating Executives, including Executive Directors.

The Chairman will give shareholders a reasonable opportunity to ask questions about or comment on the 2013 Remuneration Report.

An Advisory Resolution that the 2013 Remuneration Report is adopted will then be put to shareholder vote.

Voting on Advisory Resolution 5

Qantas will disregard any votes cast on this Advisory Resolution by or on behalf of a KMP whose remuneration is detailed in the Remuneration Report and his/her closely related parties except if the votes are cast as a proxy for a shareholder, entitled to cast a vote, in accordance with the voting directions on the Proxy Form.

However, the Chairman of the Meeting may vote an undirected proxy as he decides on this Advisory Resolution if the proxy appointment expressly authorises the Chairman to exercise the proxy even though this Advisory Resolution is connected directly with the remuneration of a KMP.

The Directors recommend that you vote in favour of this Advisory Resolution.

Information for Shareholders

1. A shareholder entitled to attend and vote is entitled to appoint not more than two proxies. Shareholders can appoint a body corporate or an individual as their proxy. A body corporate may appoint an individual as its representative to exercise any of the powers the body may exercise at general meetings of Qantas or in the capacity of a shareholder's proxy at general meetings of Qantas. The appointment may be a standing one. Unless the appointment states otherwise, the representative may exercise all of the powers that the appointing body could exercise at a general meeting or in voting on a resolution.
2. A shareholder who is entitled to cast two or more votes may appoint two proxies and may state on the Proxy Form what proportion or number of the shareholder's votes each proxy is being appointed to exercise. If a shareholder appoints two proxies and does not specify the proportion or number of votes each proxy may exercise, each of the proxies may exercise half the shareholder's votes.
3. If a shareholder has appointed two proxies and if a resolution is to be decided on a show of hands, only the first person named on the Proxy Form may vote. If two Proxy Forms have been completed, the person whose name is earlier in alphabetical sequence may vote.
4. A proxy need not be a shareholder of Qantas.
5. Either the original, facsimile or electronic transmission of the Proxy Form(s) and any Power of Attorney or authority under which the Proxy Form(s) is signed must be received at least 48 hours prior to the AGM (i.e. by no later than 11:00am (Brisbane time) on Wednesday 16 October 2013) or any adjournment. Any Proxy Form received after this deadline, including at the AGM, will be invalid.
6. A Proxy Form accompanies this Notice of Meeting. You can send your completed and signed Proxy Form by mail in the enclosed reply paid envelope, or by facsimile. Details are shown on the Proxy Form.
7. Additional Proxy Forms will be supplied by Qantas' Share Registry, Link Market Services, on request.
8. Shareholders are encouraged to use the online voting facility that can be accessed on the Qantas website at www.qantas.com.au/travel/airlines/investors-annual-meetings/global/en to ensure the timely and cost effective receipt of your proxy.
9. If a corporate representative is to attend the AGM on behalf of a corporation, a formal Notice of Appointment must be brought to the AGM.
10. In accordance with Regulation 7.11.37 of the Corporations Regulations 2001, the Board has determined that a person's entitlement to vote at the AGM will be the entitlement of that person set out in the register of shareholders as at 7:00pm (Sydney time) on Wednesday 16 October 2013. Accordingly, transactions registered after that time will be disregarded in determining shareholders entitled to attend and vote at the AGM.
11. If you wish a question to be put to the Chairman or Auditor and you are not able to attend the AGM, please complete the AGM Question Form which accompanies this Notice of Meeting.
12. Either the original or a facsimile transmission of the AGM Question Form must be received at least five business days prior to the AGM (i.e. by no later than 5:00pm (Sydney time) on Friday 11 October 2013) or any adjournment. This is to allow time to collate questions and to prepare answers.

ENCLOSURES

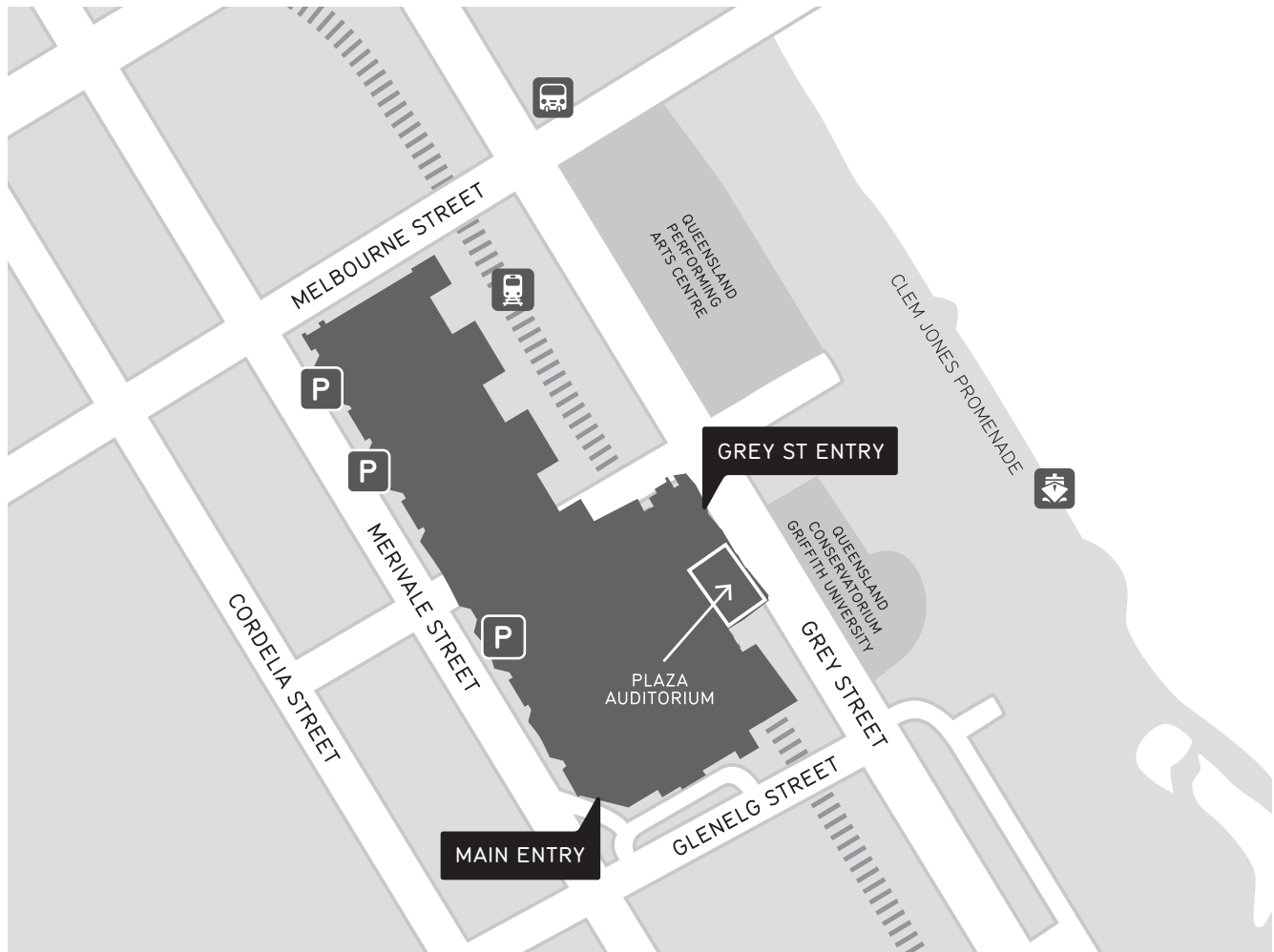
Enclosed are:

- » a Proxy Form to be completed if you would like to be represented at the AGM by proxy. Shareholders are encouraged to use the online voting facility that can be accessed on the Qantas website at www.qantas.com.au/travel/airlines/investors-annual-meetings/global/en to ensure the timely and cost effective receipt of your proxy;
- » an AGM Question Form to be completed if you would like a specific question to be addressed by the Chairman or Auditor at the AGM; and
- » a reply paid envelope for you to return either or both the Proxy Form and AGM Question Form.

Venue Map

The 2013 Annual General Meeting will be held in the Plaza Auditorium at the Brisbane Convention and Exhibition Centre (BCEC), corner of Glenelg and Merivale Streets, South Bank, Brisbane at 11:00am on Friday 18 October.

The Plaza Auditorium is located on the Plaza Level of the BCEC and can be accessed via lifts or escalators from the Main or Grey Street Entrances.



Public Transport and Parking Information



BUS

The nearest bus stop to the BCEC is the Cultural Centre Busway Station located on the corner of Melbourne and Grey Streets.



TRAIN

The nearest train station to the BCEC is South Brisbane Station located on Grey Street.



CITYCAT FERRY

The nearest CityCat Ferry terminal is on Clem Jones Promenade.



PARKING

Parking is available at the BCEC, enter from Merivale Street. There is direct lift access to the Plaza Level.



Designated accessible parking bays are available at the BCEC for those who require easy access.

