Appendix 3C

Announcement of buy-back
(except minimum holding buy-back)

Information and documents given to ASX become ASX's property and may be made public.


<table>
<thead>
<tr>
<th>Name of entity</th>
<th>ABN/ARSN</th>
</tr>
</thead>
<tbody>
<tr>
<td>Qantas Airways Limited</td>
<td>16 009 661 901</td>
</tr>
</tbody>
</table>

We (the entity) give ASX the following information.

Information about buy-back

1. Type of buy-back
   On market for up to $366 million of ordinary shares as follows:
   Tranche 1: 62,640,699 ordinary shares (under 10/12 limit)
   Tranche 2: the balance (over 10/12 limit)

2. *Class of shares/units which is the subject of the buy-back (e.g. ordinary/preference)*
   Ordinary

3. Voting rights (e.g. one for one)
   One for one

4. Fully paid/partly paid (and if partly paid, details of how much has been paid and how much is outstanding)
   Fully paid

5. Number of shares/units in the class on issue
   1,918,801,014

6. Whether shareholder/unitholder approval is required for buy-back
   Tranche 1: No
   Tranche 2: Yes

* See chapter 19 for defined terms.
Appendix 3C
Announcement of buy-back

7 Reason for buy-back

- Ongoing capital management

8 Any other information material to a shareholder's/unitholder's decision whether to accept the offer (eg, details of any proposed takeover bid)

- Since 9 March 2016, the Company has purchased 143,599,336 ordinary shares on-market.

- Based on the number of ordinary shares on issue as at 9 March 2016 (2,062,400,350) the Company is therefore restricted under the 10/12 limit to buying a maximum of a further 62,640,699 ordinary shares up to 8 March 2017 (Tranche 1) without shareholder approval.

- The Company will seek shareholder approval at its Annual General Meeting on 21 October 2016 to allow the Company the flexibility to buy-back additional shares in excess of the 10/12 limit including for the purposes of Tranche 2.

On-market buy-back

9 Name of broker who will act on the company's behalf

- Citigroup and Macquarie Bank


- Not applicable

11 If the company/trust intends to buy back a maximum number of shares - that number

- Up to $366 million of ordinary shares as follows:
  - Tranche 1: 62,640,699 ordinary shares
  - Tranche 2: That number of shares having a total purchase consideration up to the amount being the difference between $366 million and the total consideration paid for shares acquired under Tranche 1.

Note: This requires a figure to be included, not a percentage.

12 If the company/trust intends to buy back shares/units within a period of time - that period of time; if the company/trust intends that the buy-back be of unlimited duration - that intention

- Tranche 1: From 8 September 2016 until completed with no limit as to duration.

- Tranche 2: From 24 October 2016 (that is, following the Company's Annual General Meeting), or from such later date when Tranche 1 has been completed, until completed with no limit as to duration.

Qantas reserves the right to suspend or terminate the buy-back at any time.

† See chapter 19 for defined terms.
If the company/trust intends to buy back shares/units if conditions are met - those conditions

| Tranche 1: | No conditions |
| Tranche 2: | Conditional upon approval of shareholders and the consent of lenders as described in the Company's Notice of 2016 Annual General Meeting |

### Employee share scheme buy-back

- **Number of shares proposed to be bought back**: Not applicable
- **Price to be offered for shares**: Not applicable

### Selective buy-back

- **Name of person or description of class of person whose shares are proposed to be bought back**: Not applicable
- **Number of shares proposed to be bought back**: Not applicable
- **Price to be offered for shares**: Not applicable

### Equal access scheme

- **Percentage of shares proposed to be bought back**: Not applicable
- **Total number of shares proposed to be bought back if all offers are accepted**: Not applicable
- **Price to be offered for shares**: Not applicable

- **Record date for participation in offer**: Not applicable

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.

Sign here: ............................................................ Date: 24 August 2016

(Company secretary)

Print name: Andrew Finch

† See chapter 19 for defined terms.