

ASX Market Announcements Office  
Australian Securities Exchange  
20 Bridge Street  
SYDNEY NSW 2000

15 November 2016

### Issued Capital Update

Further to the ASIC Form 484 Change to company details, notifying the cancellation of shares, as lodged on 28 October 2016, please see attached additional ASIC Form 484s notifying recent cancellations of shares, as lodged with ASIC, with details as follows:

| Date of Notice    | Number of shares cancelled | Amount paid   |
|-------------------|----------------------------|---------------|
| 17 June 2016      | 143,599,336                | \$500,001,898 |
| 28 September 2016 | 12,520,984                 | \$40,698,176  |
| 12 October 2016   | 9,361,573                  | \$29,812,867  |
| 14 November 2016  | 17,350,830                 | \$51,677,099  |

Following the latest cancellation of shares bought back up to 10 November 2016, Qantas issued capital is:

| Number of shares on issue | Issued Capital  |
|---------------------------|-----------------|
| 1,857,263,176             | \$3,439,599,063 |

Yours faithfully



Andrew Finch  
**General Counsel and Company Secretary**



NBR

Form 484  
Corporations Act 2001

②

## Change to company details

Sections A, B or C may be lodged independently with this signed cover page to notify ASIC of:

- A1 Change of address
- A2 Change of name - officeholders and proprietary company members
- A3 Change - ultimate holding company

- B1 Cease company officeholder
- B2 Appoint company officeholder
- B3 Special purpose company

- C1 Cancellation of shares
- C2 Issue of shares
- C3 Change to share structure
- C4 Changes to the register of members for proprietary companies

If there is insufficient space in any section of the form, you may photocopy the relevant page(s) and submit as part of this lodgement

### Company details

Company name

Qantas Airways Limited

Refer to guide for information about corporate key

ACN/ABN

009661901

Corporate key

### Lodgement details

Who should ASIC contact if there is a query about this form?

Firm/organisation

Qantas Airways Limited

Contact name/position description

Jackie Ellis

ASIC registered agent number (if applicable)

115

Telephone number

02 96919954

Postal address or DX address

10 Bourke Road

MASCOT

NSW

2020

Total number of pages including this cover sheet

### Signature

This form must be signed by a current officeholder of the company

I certify that the information in this cover sheet and the attached sections of this form are true and complete

Name

JOHN MORRIS

Capacity

☐ Director

☒ Company secretary

Signature



Date signed

17/06/16  
[D] [D] [M] [M] [Y] [Y]

### Lodgement

Send completed and signed forms to:  
Australian Securities and Investments Commission,  
PO Box 4000, Gippsland Mail Centre VIC 3841.

Or lodge the form electronically by visiting the ASIC website  
[www.asic.gov.au](http://www.asic.gov.au)

#### For help or more information

Telephone 1300 300 630  
Email [info.enquiries@asic.gov.au](mailto:info.enquiries@asic.gov.au)  
Web [www.asic.gov.au](http://www.asic.gov.au)

## A1 Change of address

This section allows a new address to be applied to one or more purposes (ie registered office, principal place of business, company officeholder and/or proprietary company member). You must copy and attach another Section A1 for each new address.

### New address

A PO Box is only allowed for a member address.

At the office of, C/- (if applicable)

Office, unit, level, or PO Box number (A PO Box is only allowed for a member address)

Street number and Street name

Suburb/City

State/Territory

Postcode

Country (if not Australia)

### Date of change

For members' address changes, use the date of change to the members' register.

Date of change

  /   /    
[D] [D] [M] [M] [Y] [Y]

### Apply a

You can apply the new address to one or more of the following — registered office, principal place of business, etc.

#### Registered office address

A change to the registered office address takes effect either 7 days after lodgement of the notice or a later date specified in the notice.

☐ Registered office address

If the registered office has changed, does the company occupy the premises?

☐ yes

☐ no

If no, name of occupier?

☐ Occupier's consent (Select box to indicate the statement below is correct)

The occupier of the premises has consented in writing to the use of the specified address as the address of the registered office of the company and has not withdrawn that consent.

☐ Principal place of business address

☐ Company officeholder's residential address

Family name

1

Given names

Date of birth

  /   /    
[D] [D] [M] [M] [Y] [Y]

Place of birth (town/city)

(state/country)

Family name

2

Given names

Date of birth

  /   /    
[D] [D] [M] [M] [Y] [Y]

Place of birth (town/city)

(state/country)

#### Proprietary company member's address

If there are more than 20 members in a share class, only address changes for the top 20 need be notified.

☐ Proprietary company member's address

Family name

1

Given names

Family name

2

Given names

When a proprietary company member is a company, not an individual

Company name (only if a member)

1

ACN/ ARBN/ ABN

Country of incorporation (if not Australia)

## A2 Change of name — officeholders and proprietary company members

Use this section to notify a name change of an individual or organisation with one or more roles (including member of a proprietary company) in the company

Tick one or more boxes to indicate an individual or organisation's current role in company

☐ Director

☐ Alternate director

☐ Secretary

☐ Member of proprietary company

Proprietary company member's name  
If there are more than 20 members in a share class, only name changes for the top 20 need be notified  
Date and place of birth are not required for members.

### Personal name change

Eg change by deed poll or marriage To register a new officeholder go to B1

#### Their previous name was (provide full given names, not initials)

Family name

Given names

Date of birth

/   /    
[D] [D] [M] [M] [Y] [Y]

Place of birth (town/city)

(state/country)

#### Their new name is (provide full given names, not initials)

Family name

Given names

Date of change

Date of change

/   /    
[D] [D] [M] [M] [Y] [Y]

### Organisation name change

When a member of a proprietary company is an organisation, not an individual, and the organisation has changed its name

#### The previous organisation name was

#### The new organisation name is

ACN/ ARBN/ ABN

Date of change

Date of change

/   /    
[D] [D] [M] [M] [Y] [Y]

## A3 Change — ultimate holding company

Use this section if there is a change to the ultimate holding company

The change is

☐ There is a new ultimate holding company

Company name

ACN/ ARBN/ ABN

OR Country of incorporation (if not Australia)

☐ The ultimate holding company has ceased operation as the ultimate holding company

Company name

ACN/ ARBN/ ABN

OR Country of incorporation (if not Australia)

☐ The ultimate holding company has changed its name

Company name

ACN/ ARBN/ ABN

OR Country of incorporation (if not Australia)

Date of change

Date of change

/   /    
[D] [D] [M] [M] [Y] [Y]

## B1 Cease company officeholder

Use this section to notify if a company officeholder has ceased to be a company officeholder. You need to notify details separately for each ceased officeholder.

### Role of ceased officeholder

Select one or more boxes

☐

Director

☐

Secretary

☐

Alternate director — Person alternate for

### Date officeholder ceased

Date of change

/

/

[D

D]

[M

M]

[Y

Y]

### Name

The name of the ceased officeholder is

Family name

Given names

Date of birth

/

/

[D

D]

[M

M]

[Y

Y]

Place of birth (town/city)

(state/country)

## B1 Continued... Cease another company officeholder

Use this section to notify if a company officeholder has ceased to be a company officeholder. You need to notify details separately for each ceased officeholder.

### Role of ceased officeholder

Select one or more boxes

☐

Director

☐

Secretary

☐

Alternate director — Person alternate for

### Date officeholder ceased

Date of change

/

/

[D

D]

[M

M]

[Y

Y]

### Name

The name of the ceased officeholder is

Family name

Given names

Date of birth

/

/

[D

D]

[M

M]

[Y

Y]

Place of birth (town/city)

(state/country)

## B2 Appoint company officeholder

Use this section to notify appointment of a company officeholder. You need to notify details separately for each new officeholder.

### Role of appointed officeholder

Select one or more boxes

- ☐ Director
- ☐ Secretary
- ☐ Alternate director

### Date of appointment

Date of appointment

/   /    
[D] [D] [M] [M] [Y] [Y]

### Name

The name of the appointed officeholder is (provide full given names, not initials)

Family name

Given names

Date of birth

/   /    
[D] [D] [M] [M] [Y] [Y]

Place of birth (town/city)

(state/country)

### Former name

Eg change by deed poll or marriage

Their previous name was (provide full given names, not initials)

Family name

Given names

### Residential address

The residential address of the appointed officeholder is

Street number and Street name

Suburb/City

State/Territory

Postcode

Country (if not Australia)

### If an 'Alternate director', for whom

#### Note:

Where an Alternate director is appointed, please attach the terms of appointment to this change form (Refer to the guide for annexure requirements)

The appointed 'Alternate director' is alternate for (person alternate for)

Family name

Given names

Expiry date (if applicable)

/   /    
[D] [D] [M] [M] [Y] [Y]

☐ Alternate director terms of appointment attached

## B2 Continued... Appoint another company officeholder

Use this section to notify appointment of a company officeholder. You need to notify details separately for each new officeholder.

### Role of appointed officeholder

Select one or more boxes

- ☐ Director  
☐ Secretary  
☐ Alternate director

### Date of appointment

Date of appointment

/   /    
[D] [D] [M] [M] [Y] [Y]

### Name

The name of the appointed officeholder is (provide full given names, not initials)

Family name

Given names

Date of birth

/   /    
[D] [D] [M] [M] [Y] [Y]

Place of birth (town/city)

(state/country)

### Former name

Eg change by deed poll or marriage

Their previous name was (provide full given names, not initials)

Family name

Given names

### Residential address

The residential address of the appointed officeholder is

Street number and Street name

Suburb/City

State/Territory

Postcode

Country (if not Australia)

### If an 'Alternate director', for whom

#### Note:

Where an Alternate director is appointed, please attach the terms of appointment to this change form (Refer to the guide for annexure requirements)

The appointed 'Alternate director' is alternate for (person alternate for)

Family name

Given names

Expiry date (if applicable)

/   /    
[D] [D] [M] [M] [Y] [Y]

☐ Alternate director terms of appointment attached

## B3 Special purpose company

Use this section to notify if the company has commenced or ceased status as one of the special purpose company designations below.

Note: If you indicate that your company has commenced status as one of the special purpose company designations listed below, ASIC will send a declaration for you to complete and return. Special purpose company designations are defined under Regulation 3 of the Corporations (Review Fees) Regulations 2003

### The change is

- ☐ Commence
- ☐ Home unit company
- ☐ Superannuation trustee company
- ☐ For charitable purposes only
- ☐ Cease

For new registrations, use the date of registration as the 'date of change'

Date of change

/   /    
[D] [D] [M] [M] [Y] [Y]

## Section C completion guide

### Standard share codes

Refer to the following table for the share class codes for sections C1, C2, C3 and C4

| Share class code | Full title      | Share class code | Full title                           |
|------------------|-----------------|------------------|--------------------------------------|
| A                | A               | PRF              | preference                           |
| B                | B .. etc        | CUMP             | cumulative preference                |
| EMP              | employee's      | NCP              | non-cumulative preference            |
| FOU              | founder's       | REDP             | redeemable preference                |
| LG               | life governor's | NRP              | non-redeemable preference            |
| MAN              | management      | CRP              | cumulative redeemable preference     |
| ORD              | ordinary        | NCRP             | non-cumulative redeemable preference |
| RED              | redeemable      | PARP             | participative preference             |
| SPE              | special         |                  |                                      |

If you are using the standard share class codes you do not need to provide the full title for the shares, just the share class code

If you are not using the standard share class code, enter a code of no more than 4 letters and then show the full title.

### Sections to complete

Use the table below to identify the sections of this form to complete (please indicate the sections that have been completed) Completion of this table is optional

|                                                                                        | C1 - Cancellation of shares | C2 - Issue of shares | C3 - Change to share structure table | C4 - Change to members register |
|----------------------------------------------------------------------------------------|-----------------------------|----------------------|--------------------------------------|---------------------------------|
| <b>Issue of shares</b>                                                                 |                             |                      |                                      |                                 |
| <input type="checkbox"/> Proprietary company                                           | Not required                | ✓                    | ✓                                    | ✓                               |
| <input type="checkbox"/> Public company                                                |                             |                      |                                      |                                 |
| <input type="checkbox"/> if in response to the Annual company statement                | Not required                | ✓                    | ✓                                    | Not required                    |
| <input type="checkbox"/> if not in response to the Annual company statement            | Not required                | ✓                    | ✓ Preferred                          | Not required                    |
| <b>Cancellation of shares</b>                                                          |                             |                      |                                      |                                 |
| <input type="checkbox"/> Proprietary company                                           | ✓                           | Not required         | ✓                                    | ✓                               |
| <input type="checkbox"/> Public company                                                |                             |                      |                                      |                                 |
| <input type="checkbox"/> if in response to the Annual company statement                | ✓                           | Not required         | ✓                                    | Not required                    |
| <input checked="" type="checkbox"/> if not in response to the Annual company statement | ✓                           | Not required         | ✓ Preferred                          | Not required                    |
| <b>Transfer of shares</b>                                                              |                             |                      |                                      |                                 |
| <input type="checkbox"/> Proprietary company                                           | Not required                | Not required         | Not required                         | ✓                               |
| <input type="checkbox"/> Public company                                                |                             |                      |                                      |                                 |
| <input type="checkbox"/> if in response to the Annual company statement                | Not required                | Not required         | Not required                         | Not required                    |
| <input type="checkbox"/> if not in response to the Annual company statement            | Not required                | Not required         | Not required                         | Not required                    |
| <b>Changes to amounts paid</b>                                                         |                             |                      |                                      |                                 |
| <input type="checkbox"/> Proprietary company                                           | Not required                | Not required         | ✓                                    | ✓                               |
| <input type="checkbox"/> Public company                                                |                             |                      |                                      |                                 |
| <input type="checkbox"/> if in response to the Annual company statement                | Not required                | Not required         | ✓                                    | Not required                    |
| <input type="checkbox"/> if not in response to the Annual company statement            | Not required                | Not required         | Not required                         | Not required                    |
| <b>Changes to beneficial ownership</b>                                                 |                             |                      |                                      |                                 |
| <input type="checkbox"/> Proprietary company                                           | Not required                | Not required         | Not required                         | ✓                               |
| <input type="checkbox"/> Public company                                                |                             |                      |                                      |                                 |
| <input type="checkbox"/> if in response to the Annual company statement                | Not required                | Not required         | Not required                         | Not required                    |
| <input type="checkbox"/> if not in response to the Annual company statement            | Not required                | Not required         | Not required                         | Not required                    |

To notify ASIC about a division or conversion of a class of shares, you must lodge a Form 211 within 28 days after the change occurring.

To notify ASIC about a conversion of shares into larger or smaller numbers, you must lodge a Form 2205B within 28 days after the change occurring

## C1 Cancellation of shares

### Reason for cancellation

Please indicate the reason that shares have been cancelled (select one or more boxes)

☐ Redeemable preference shares — **S.254J**

☐ Redeemed out of profits

☐ Redeemed out of proceeds of a fresh issue of shares

☐ Capital reduction — **S.256A – S.256E**

☐ Single shareholder company

☐ Multiple shareholder company A Form 2560 must be lodged before a capital reduction takes place

☐ Share buy-back — **ss.257H(3)**

☐ Minimum holding buy-back by listed company

☒ Other buy-back type A form 280 or 281 must be lodged at least 14 days, and no more than 1 year before the share buy-back can take place

☐ Forfeited shares — **S.258D**

☐ Shares returned to a public company — **ss.258E(2) & (3)**

☐ Under section 651C, 724(2), 737 or 738

☐ Under section 1325A (court order)

☐ Other

Description

Give section reference

### Details of cancelled shares

#### List the details of shares cancelled in the following table

| Share class code | Number of shares cancelled | Amount paid (cash or otherwise) |
|------------------|----------------------------|---------------------------------|
| Ordinary         | 143,599,336                | \$500,001,898                   |
|                  |                            |                                 |
|                  |                            |                                 |
|                  |                            |                                 |
|                  |                            |                                 |

#### Earliest date of change

Please indicate the earliest date that any of the above changes occurred

[D] [D] [M] [M] [Y] [Y]

## C2 Issue of shares

List details of new share issues in the following table

| Share class code | Number of shares issued | Amount paid per share | Amount unpaid per share |
|------------------|-------------------------|-----------------------|-------------------------|
|                  |                         |                       |                         |
|                  |                         |                       |                         |
|                  |                         |                       |                         |
|                  |                         |                       |                         |
|                  |                         |                       |                         |

### Earliest date of change

Please indicate the earliest date that any of the above changes occurred

/   /

[D D] [M M] [Y Y]

If shares were issued for other than cash, were some or all of the shares issued under a written contract?

☐ Yes

if yes, proprietary companies must also lodge a Form 207Z certifying that all stamp duties have been paid. Public companies must also lodge a Form 207Z and either a Form 208 or a copy of the contract.

☐ No

if no, proprietary companies are not required to provide any further documents with this form. Public companies must also lodge a Form 208

## C3 Change to share structure

Where a change to the share structure table has occurred (eg as a result of the issue or cancellation of shares), please show the updated details for the share classes affected. Details of share classes not affected by the change are not required here.

| Share class code | Full title if not standard | Total number of shares (current after changes) | Total amount paid on these shares | Total amount unpaid on these shares |
|------------------|----------------------------|------------------------------------------------|-----------------------------------|-------------------------------------|
| Ordinary         |                            | 1918801014                                     | \$3632432731                      | Nil                                 |
|                  |                            |                                                |                                   |                                     |
|                  |                            |                                                |                                   |                                     |
|                  |                            |                                                |                                   |                                     |
|                  |                            |                                                |                                   |                                     |

### Earliest date of change

Please indicate the earliest date that any of the above changes occurred

[D D] [M M] [Y Y]

1 1 / 0 3 / 1 6

## Lodgement details

Is this document being lodged to update the Annual Company Statement that was sent to you?

☐ Yes

☐ No

## C4 Changes to the register of members for proprietary companies

Use this section to notify changes to the register of members for your proprietary company (changes to the shareholdings of members)

- If there are 20 members or less in a share class, all changes need to be notified
- If there are more than 20 members in a share class, only changes to the top twenty need be notified (s178B)
- If shares are jointly owned, you must also provide names and addresses of all joint owners on a separate sheet (annexure), clearly indicating the share class and with whom the shares are jointly owned

### The changes apply to

Please indicate the name and address of the member whose shareholding has changed

☐ Family name  Given names

OR

☐ Company name

ACN/ARBN/ABN

Office, unit, level, or PO Box number

Street number and Street name

Suburb/City  State/Territory

Postcode  Country (if not Australia)

### Earliest date of change

Please indicate the earliest date that any of the following changes occurred.

Date of change  
  /   /    
 [D] [D] [M] [M] [Y] [Y]

### The changes are

| Share class code | Shares increased by<br>... (number) | Shares decreased by<br>... (number) | Total number now held | Total \$ paid on these shares | Total \$ unpaid on these shares | Fully paid (y/n) | Beneficially held (y/n) | Top 20 member (y/n) |
|------------------|-------------------------------------|-------------------------------------|-----------------------|-------------------------------|---------------------------------|------------------|-------------------------|---------------------|
|                  |                                     |                                     |                       |                               |                                 |                  |                         |                     |
|                  |                                     |                                     |                       |                               |                                 |                  |                         |                     |
|                  |                                     |                                     |                       |                               |                                 |                  |                         |                     |
|                  |                                     |                                     |                       |                               |                                 |                  |                         |                     |
|                  |                                     |                                     |                       |                               |                                 |                  |                         |                     |

### Date of entry of member's name in register

(New members only)

Date of entry  
  /   /    
 [D] [D] [M] [M] [Y] [Y]

## Change to company details

### Company details

Company name

**QANTAS AIRWAYS LIMITED**

Australian Company Number (ACN)

**009 661 901**

### Lodgement details

Who should ASIC contact if there is a query about this form?

Name

**QANTAS AIRWAYS LIMITED**

ASIC registered agent number (if applicable)

**115**

### Signature

This form must be signed by a current officeholder of the company.

I certify that the information in this form is true and complete

Name

**JOHN DAVID FRANCIS MORRIS**

Capacity

**Secretary**

Signature

Date signed

**28-09-2016**

## C1 Cancellation of shares

### Reason for cancellation

### Shares cancellation details

Reason for cancellation

**ss.257H(3) Share buyback - Other buy-back type. A form 280 or 281 must be lodged at least 14 days, and no more than 1 year before the share buy-back can take place**

The cancelled shares are listed below:

| Share class code | Number of shares cancelled | Amount paid (cash or otherwise) |  |
|------------------|----------------------------|---------------------------------|--|
| ORD              | 12520984                   | 40698176.00                     |  |

Earliest Date of cancellation      **12-09-2016**

## C3 Change to share structure

The updated details for this changed share class are shown in the table below.

| Share class code | Full title if not standard | Total number of shares | Total amount paid on these shares | Total amount unpaid on these shares |
|------------------|----------------------------|------------------------|-----------------------------------|-------------------------------------|
| ORD              | ORDINARY SHARES            | 1906280030             | 3591734555.00                     | 0.00                                |

Earliest date of change      **12-09-2016**

## Change to company details

### Company details

Company name

**QANTAS AIRWAYS LIMITED**

Australian Company Number (ACN)

**009 661 901**

### Lodgement details

Who should ASIC contact if there is a query about this form?

Name

**QANTAS AIRWAYS LIMITED**

ASIC registered agent number (if applicable)

**115**

### Signature

This form must be signed by a current officeholder of the company.

I certify that the information in this form is true and complete

Name

**JOHN DAVID FRANCIS MORRIS**

Capacity

**Secretary**

Signature

Date signed

**12-10-2016**

## C1 Cancellation of shares

### Reason for cancellation

### Shares cancellation details

Reason for cancellation

**ss.257H(3) Share buyback - Other buy-back type. A form 280 or 281 must be lodged at least 14 days, and no more than 1 year before the share buy-back can take place**

The cancelled shares are listed below:

| Share class code | Number of shares cancelled | Amount paid (cash or otherwise) |  |
|------------------|----------------------------|---------------------------------|--|
| ORD              | 9361573                    | 29812866.90                     |  |

Earliest Date of  
cancellation

**27-09-2016**

## C3 Change to share structure

The updated details for this changed share class are shown in the table below.

| Share class code | Full title if not standard | Total number of shares | Total amount paid on these shares | Total amount unpaid on these shares |
|------------------|----------------------------|------------------------|-----------------------------------|-------------------------------------|
| ORD              | ORDINARY SHARES            | 1896918457             | 3561921688.10                     | 0.00                                |

Earliest date of  
change

**27-09-2016**

## Change to company details

### Company details

Company name

**QANTAS AIRWAYS LIMITED**

Australian Company Number (ACN)

**009 661 901**

### Lodgement details

Who should ASIC contact if there is a query about this form?

Name

**QANTAS AIRWAYS LIMITED**

ASIC registered agent number (if applicable)

**115**

### Signature

This form must be signed by a current officeholder of the company.

I certify that the information in this form is true and complete

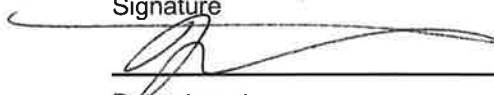
Name

**JOHN DAVID FRANCIS MORRIS**

Capacity

**Secretary**

Signature



Date signed

**14-11-2016**

## C1 Cancellation of shares

### Reason for cancellation

### Shares cancellation details

Reason for cancellation

**ss.257H(3) Share buyback - Other buy-back type. A form 280 or 281 must be lodged at least 14 days, and no more than 1 year before the share buy-back can take place**

The cancelled shares are listed below:

| Share class code | Number of shares cancelled | Amount paid (cash or otherwise) |  |
|------------------|----------------------------|---------------------------------|--|
| ORD              | 17350830                   | 51677098.92                     |  |

Earliest Date of  
cancellation

**31-10-2016**

## C3 Change to share structure

The updated details for this changed share class are shown in the table below.

| Share class code | Full title if not standard | Total number of shares | Total amount paid on these shares | Total amount unpaid on these shares |
|------------------|----------------------------|------------------------|-----------------------------------|-------------------------------------|
| ORD              | ORDINARY SHARES            | 1857263176             | 3439599063.34                     | 0.00                                |

Earliest date of  
change

**31-10-2016**