

Time to send a message – at the Qantas AGM WE WANT OUR BONUS

This year we are sending ASU representatives to the Qantas AGM to ask the Board why we are not getting our bonuses.

This year the Qantas Annual General meeting is being held **on Friday 26th October 2018 at 11am at the Hilton Hotel Ballroom Level 5, 190 Elizabeth Street Brisbane.**

Meeting notices and proxy forms should have arrived for staff who are shareholders.

Once again shareholders are being asked to vote on the re-election of directors, the remuneration report, the long term incentive plan for Alan Joyce and a constitutional change.

Remuneration plan

Over a number of years the ASU has recommended voting against the remuneration report – nothing changes that view particularly given the mean spirited decision to postpone this year's bonus for EBA covered staff.

Alan Joyce's base pay may have been frozen since 1 July 2011- (it is still a cool \$2,125,000) and he has a cash bonus of \$1,995,000 for this year which is up 12% from 2017. There is also a share rights plan which is extremely generous.

For good measure the Board Chairman and Directors have had substantial base pay increases between 2017 - 2018 and their total packages range between \$206,000 to \$654,000 for a year's part time work.

The senior executives also have packages with cash bonuses, rights to shares and other benefits. Meanwhile frontline staff are denied a bonus and held to ransom if they exercise their bargaining rights. Enough is enough – we recommend voting no to Alan Joyce's package and the remuneration report.

Voting for the Directors

Four existing Directors are up for re-election – Maxine Brenner, Jacqueline Hey, Michael L'Estage and Belinda Hutchinson. The Board is proposing Anthony Tyler also be appointed as a Director. The Board is

allowing staff bonuses to be held back – why vote for them?

Constitutional changes

We recommend voting for the resolution sponsored by the Australian Centre for Corporate Responsibility to enable shareholder advisory resolutions despite the Board's recommendation not to.

If this change to the constitution is successful we recommend voting for the contingent resolution on Human Rights about the carriage of escorted immigration detainees carried by Qantas as well. Members at airports know all too well about these cases and we believe it is beholden on Qantas to commit to heightened due diligence in relation to these passengers.

What to do

You can vote against any or all of the resolutions. Whatever you do it is important to express your view.

The ASU's recommendation is to vote against most of the resolutions and for some.

You can also attend the meeting in Brisbane or proxy your vote to ASU officials and delegates who are attending the meeting.

In your AGM pack from Qantas there was a proxy form, all you need to do is fill it in or complete it online following the instructions overleaf.

Who can be proxies

ASU delegates and officials will be attending the meeting. The following are the ASU reps attending the meeting who you can give your proxy to. You only need to choose one of them as your proxy.

- Linda White (ASU)
- Billy Colless (ASU)
- Michael Kelly (QF Staff)
- Trevor Rankin (QF Staff)

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Qantas 2018 AGM – How to vote

1. **In step 1** – Name one person to be your proxy (see names over page)
2. **In step 2** – Either direct your proxy how to vote to marking a box against the resolution or just mark the single box in step 1 if you want your proxy to decide how to vote
3. **In step 3** – sign and date the form
4. Post, fax or complete your proxy form online to the Qantas Share Registry to reach them by **11am AESDT on Wednesday 24th October 2018**. To post: use the reply paid envelope you received or post to Qantas Airways Limited, C/- Link Market Services Limited, Locked Bag A14, Sydney South NSW 1235 Australia. By fax: (02) 9287 0309. Online: Vote online at <http://investor.qantas.com/AGM>
5. So we know if we are representing you, send us an email at airlines@asu.asn.au
6. If you have lost your proxy form or didn't receive one, a new form can be requested by phoning the share registry on 1800 177 747

STEP 1

APPOINT A PROXY

the Chairman of the Meeting (mark box) OR if you are NOT appointing the Chairman of the Meeting as your proxy, please write the name of the person or body corporate you are appointing as your proxy LINDA WHITE

or failing the person or body corporate named, or if no person or body corporate is named, the Chairman of the Meeting, as my/our proxy to act on my/our behalf (including to vote in accordance with the following directions or, if no directions have been given and to the extent permitted by the law, as the proxy sees fit) at the Annual General Meeting of the Company to be held at **11:00am on Friday, 26 October 2018 at The Hilton Hotel Ballroom, Level 5, 190 Elizabeth Street, Brisbane (the Meeting)** and at any postponement or adjournment of the Meeting.

Important for Items 3 and 4: If the Chairman of the Meeting is your proxy, either by appointment or by default, and you have not indicated your voting intention below, you expressly authorise the Chairman of the Meeting to exercise the proxy in respect of Items 3 and 4, even though the Items are connected directly or indirectly with the remuneration of a member of the Company's Key Management Personnel (KMP).

The Chairman of the Meeting intends to vote all available undirected proxies in accordance with the Board Recommendation for each Resolution.

STEP 2

VOTING DIRECTIONS

Proxies will only be valid and accepted by the Company if they are signed and received no later than 48 hours before the Meeting. Please read the voting instructions overleaf before marking any boxes with an

Items	Board Recommendation	For	Against	Abstain*
2.1 Elect Non-Executive Director Belinda Hutchinson	FOR	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
2.2 Elect Non-Executive Director Antony Tyler	FOR	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
2.3 Re-elect Non-Executive Director Maxine Brenner	FOR	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
2.4 Re-elect Non-Executive Director Jacqueline Hey	FOR	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
2.5 Re-elect Non-Executive Director Michael L'Estrange	FOR	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
3 Participation of the Chief Executive Officer, Alan Joyce, in the Long Term Incentive Plan	FOR	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
4 Remuneration Report	FOR	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
5.1 Special Resolution to amend the Company's constitution	AGAINST	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.2 Contingent Resolution – Human Rights Due Diligence	AGAINST	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

i * if you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf and your votes will not be counted in computing the required majority on a poll.

STEP 3

SIGNATURE OF SHAREHOLDERS – THIS MUST BE COMPLETED

Shareholder 1 (Individual)	Joint Shareholder 2 (Individual)	Joint Shareholder 3 (Individual)
SIGN HERE		
Sole Director and Sole Company Secretary	Director/Company Secretary (Delete one)	Director

This form should be signed by the shareholder. If a joint holding, either shareholder may sign. If signed by the shareholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the company's constitution and the Corporations Act 2001 (Cth).