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Pursuant to section 227 and consisting provisions of the revised text of the Securities Exchange Act, approved by *Real Decreto Legislativo* 4/2015, of 23 October, Industria de Diseño Textil, S.A. (Inditex, S.A.) hereby announces:

### OTHER RELEVANT INFORMATION

**ONE.-** By resolution of the Board of Directors of Industria de Diseño Textil, S.A. (Inditex, S.A.), ("**Inditex**" or the "**Company**"), notice is hereby given that the Annual General Meeting will be held at the Company's registered office at Avenida de la Diputación, Edificio Inditex, 15142 Arteixo, A Coruña, (Spain), on 14 July 2020 at noon on first call and at the same venue and time on the following day 15 July 2020, if necessary, on second call. Likewise, remote attendance and participation of the shareholders at the AGM will be allowed, pursuant to the terms set forth in the notice. The Annual General Meeting will transact the business stated in the following:

#### **AGENDA**

- 1. Review and approval, where appropriate, of the Annual Accounts (Balance Sheet, Income Statement, Statement of Changes in Equity, Statement of Cash Flows and Notes to the accounts) and Directors' Report of Industria de Diseño Textil, Sociedad Anónima, (Inditex, S.A.) for financial year 2019, ended 31 January 2020.
- 2. Review and approval, where appropriate, of the Consolidated Annual Accounts (Consolidated Balance Sheet, Consolidated Income Statement, Consolidated Statement of Comprehensive Income, Consolidated Statement of Changes in Equity, Consolidated Statement of Cash Flows and Notes to the consolidated accounts) and Consolidated Directors' Report of the consolidated group (Inditex Group) for financial year 2019, ended 31 January 2020, and of the management of the company.
- 3. Review and approval, where appropriate, of the Statement on Non-financial Information (Act 11/2018, of 28 December, on mandatory disclosure of non-financial information).
  - 4. Distribution of the income or loss of the financial year.
- 5. Declaration of a dividend in the gross amount of 0.35 EUR per share charged to unrestricted reserves.
  - 6. Re-election, ratification and appointment of members of the Board of Directors:
    - a) Re-election of Pontegadea Inversiones, S.L. (represented by Ms Flora Pérez Marcote) to the Board of Directors as non-executive proprietary director.

- b) Re-election of Bns. Denise Patricia Kingsmill to the Board of Directors as non-executive independent director.
- c) Ratification and appointment of Ms Anne Lange to the Board of Directors as non-executive independent director.
- 7. Re-election of Deloitte, S.L. as Statutory Auditor of the Company and its Group for financial year 2020.
- 8. Amendment of the Articles of Association in order to expressly provide for the possibility to remotely attend the Annual General Meeting, via:
  - a) Approval of the amendment of article 16 ("Eligibility to attend the General Meetings of Shareholders. Right to vote") and article 17 ("Representation at the General Meeting of Shareholders") in Part I ("General Meeting of Shareholders") of Chapter III ("Governing Bodies of the Company").
  - b) Approval of the revised text of the Articles of Association.
- 9. Amendment of the Regulations of the General Meeting of Shareholders in order to include the approval of the Statement on Non-financial Information among the powers of the General Meeting of Shareholders and to expressly provide for the possibility to remotely attend the Annual General Meeting, via:
  - a) Approval of the amendment of article 6 ("Powers of the General Meeting of Shareholders") in Chapter II ("The General Meeting of Shareholders").
  - b) Approval of the addition of article 11bis ("Remote Attendance") in Part I ("Attendance and proxies"), and the amendment of article 12 ("Proxy Representation at the General Meeting of Shareholders") in Part I ("Attendance and proxies"), article 19 ("Quorum") in Part II ("The General Meeting of Shareholders") and article 20 ("Request by shareholders to take the floor. Identification") in Part III ("Use of the floor by Shareholders"), all of them in Chapter IV ("Holding of the General Meeting of Shareholders").
  - c) Approval of the revised text of the Regulations of the General Meeting of Shareholders.
  - 10. Advisory vote (say on pay) of the Annual Report on the Remuneration of Directors.
  - 11. Granting of powers to implement resolutions.
- 12. Reporting to the Annual General Meeting on the amendment of the Board of Directors' Regulations.

### Supplement to the Notice and proposed resolutions with their rationale

Shareholders holding shares representing at least 3% of the share capital may request the publication of a supplement to this notice of the Annual General Meeting, adding one or more items on the agenda, provided that, however, such new items are duly supported by the rationale therefor or, where appropriate, by a duly supported proposal for a resolution. This request shall be made by means of a reliable notice (addressed to the "General Counsel's Office") which must

be received at the company's registered office within 5 days of publication of this notice. In turn, shareholders holding shares representing at least 3% of the share capital may submit, also by means of a reliable notice (addressed to the "General Counsel's Office") which must be received at the company's registered office within 5 days of publication of this notice, duly supported proposals for a resolution on items already included or which must be included on the agenda of the Annual General Meeting, all of which pursuant to the terms of section 519 of the Revised Text of the Companies Act, approved by *Real Decreto Legislativo* 1/2010 of 2 July ( the "Companies Act").

## Documents available to the shareholders and right of information

In accordance with the provisions of the Companies Act, the Articles of Association and the Regulations of the General Meeting of Shareholders, shareholders shall have the right to examine the following documents at the Company's registered office, visit the Company's website <a href="www.inditex.com">(www.inditex.com</a>) and/or request delivery or dispatch thereof, free of charge:

- 1. Agenda.
- 2. Notice of the Annual General Meeting.
- 3. The full text of the proposed resolutions regarding all items on the agenda.
- 4. The Annual Accounts and the Directors' Report of Industria de Diseño Textil, S.A. (Inditex, S.A.) and the Consolidated Annual Accounts and Consolidated Directors' Report of the Inditex Group for financial year 2019, that include the Statement on Non-financial Information (Act 11/2018 of 28 December, on mandatory disclosure of non-financial information), and the respective Audit Reports
- 5. The statement of responsibility of the directors about the contents of the Annual Accounts, pursuant to the provisions of section 118 of the revised text of the Securities Market Act, approved by *Real Decreto Legislativo* 4/2015, of 23 October.
- 6. The report of the Nomination Committee on the prior analysis of the needs of the Board of Directors, prior to the selection of directors, pursuant to Recommendation 14 of the Good Governance Code of Listed Companies.
- 7. The report of the Nomination Committee on the prior analysis of the needs of the Board of Directors, prior to the selection of directors, pursuant to Recommendation 14 of the Good Governance Code of Listed Companies.
- 8. The motion of the Nomination Committee regarding (i) the re-election of Bns. Denise Patricia Kingsmill to the Board of Directors and (ii) the ratification of the appointment of Ms Anne Lange to the Board of Directors, both as non-executive independent directors, that the Board of Directors submits to the Annual General Meeting.
- 9. The explanatory report issued by the Board of Directors evaluating the skills, experience and merits of Pontegadea Inversiones, S.L. (represented by Ms Flora Pérez Marcote), Bns. Denise Patricia Kingsmill and Ms Anne Lange, whose reelection, ratification and appointment to the Board of Directors, as the case may be, is submitted to the Annual General Meeting.
- 10. The report issued by the Board of Directors regarding item 8 on the agenda, on the

- amendment to the Articles of Association, including the full text of the proposed amendments to the Articles of Association.
- 11. The report issued by the Board of Directors regarding item 9 on the agenda, on the amendment to the Regulations of the General Meeting of Shareholders, including the full text of the proposed amendments to the Regulations of the General Meeting of Shareholders.
- 12. The revised text of the Articles of Association and of the Regulations of the General Meeting of Shareholders, whose approval is submitted regarding items 8 and 9 on the agenda, respectively.
- 13. The report issued by the Board of Directors regarding item 12 on the agenda, relating to the amendment of the Board of Directors' Regulations which was approved by the Board of Directors on 16 July 2019.
- 14. The Annual Corporate Governance Report for financial year 2019.
- 15. The Annual Report on the Remuneration of Directors for financial year 2019, subject to advisory vote (say on pay) on item 10 of the agenda.
- 16. The required forms to vote by proxy and cast absentee vote.
- 17. The rules on the exercise of the rights to vote by proxy and cast absentee vote, provided in the document headed "Development of the Internal Regulations on Absentee Voting and Granting of Proxy through Distance Communication Means
- 18. The rules on remote attendance provided in the document headed "Development of the Internal Regulations on Remote Attendance".
- 19. The aggregate number of shares and voting rights as at the date of the notice.

Pursuant to the Good Governance Code of Listed Companies, the following documents shall be posted on the corporate website (<a href="www.inditex.com">www.inditex.com</a>) early in advance before the Annual General meeting is held:

- 20. The document with the FAQ raised by shareholders on the Annual General Meeting and their answers.
- 21. The Annual Report on the proceedings of the Audit and Compliance Committee for financial year 2019.
- 22. The Annual Report on the proceedings of the Nomination Committee for financial year 2019.
- 23. The Annual Report on the proceedings of the Remuneration Committee for financial year 2019.
- 24. The Report on the Sustainability Committee.
- 25. The Report of the Audit and Compliance Committee on the independence of the statutory auditor.
- The Report of the Audit and Compliance Committee on related-party transactions.
- 27. The 2019 Annual Report.

Pursuant to the provisions of sections 197 and 520 of the Companies Act, as of the date hereof and until the 5th day prior to the date scheduled for the Annual General Meeting to be held (i.e., 9 July 2020 if the Annual General Meeting is held on first call, or 10 July 2020 if it is held on

second call), shareholders may request in writing from the Board of Directors any information or clarifications they may deem necessary, or raise in writing the questions they may think appropriate, regarding (i) items on the agenda, (ii) the information made available to the public disclosed by the Company to the Comisión Nacional del Mercado de Valores (CNMV) since 16 July 2019, date on which the last Annual General Meeting was held, and (iii) the audit reports on the individual Annual Accounts and Directors' Report of Inditex, S.A., and the consolidated Annual Accounts and consolidated Directors' Report of the Inditex Group for financial year 2019, ended 31 January 2020. For these purposes, shareholders may contact the "Office of the Shareholders" [postal address: Avenida de la Diputación, Edificio Inditex, 15142 Arteixo, A Coruña, (Spain); Fax no.: +34 981 185 365 and e-mail: accionistas@inditex.com]. Shareholders may also request information and/or clarifications on the above listed issues verbally in the course of the Annual General Meeting.

Valid requests for information, clarifications or questions raised in writing by the shareholders, as well as the answers from the Board of Directors shall be included on the Company's website. Where, prior to the raising of a specific question, the information requested by any shareholder is available in a clear, express and direct manner on the Company's website (<a href="www.inditex.com">www.inditex.com</a>), the answer of the Board of Directors may merely refer to the above mentioned information.

Likewise, pursuant to the provisions of section 539.2 of the Companies Act, an Electronic Forum of Shareholders is available on the corporate website (<a href="www.inditex.com">www.inditex.com</a>), which use shall meet its statutory purpose and adjust to the guarantees and use guidelines provided by the Company, and which may be accessed by any shareholder and groups of shareholders duly qualified.

The Company will make available to seniors and people with disability the necessary means so that they may exercise their right to information before the Annual General Meeting is held.

# Right to attend

Shareholders holding any number of shares registered in their name with the registers of any entities participating in "Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U." (Iberclear) [Spanish Central Securities Depositary in charge of the Register of Securities, and the Clearing and Settlement of all trades], at least 5 days prior to the date scheduled for the Annual General Meeting to be held, that is, 9 or 10 July 2020, depending on whether the Annual General Meeting is held on first call or on second call, who remain the holders of such shares as at the date the Annual General Meeting is held and, who are up to date in the payment of calls on unpaid capital, shall be entitled to attend the Annual General Meeting.

In order to exercise their right to attend, shareholders shall have the pertaining attendance card issued in their name, which shall include the number of shares held and the class thereof, as well as the number of votes they are entitled to cast. Said attendance card shall be issued by the pertaining entity entrusted with the accounting register to such shareholders who provide evidence that their shares have been registered in the aforementioned register prior to the date stated in the paragraph above.

On the day and at the venue where the Annual General Meeting is to be held, and starting one hour before the scheduled time for the meeting to begin, shareholders may produce their respective attendance or proxy cards to any member of the staff charged with the register of shareholders. No attendance or proxy card produced by shareholders to the staff charged with

the register of shareholders after the hour scheduled for the beginning of the Annual General Meeting will be admitted.

### **Proxies**

Any shareholder may be represented at the Annual General Meeting by a proxy holder, whether or not a shareholder, pursuant to the requirements and provisions of statute, the Articles of Association (article 17) and the Regulations of the General Meeting of Shareholders (section 12), by means of the proxy form printed on the attendance card. Alternatively, any shareholder wishing to vote by proxy through the "Vote by Proxy and Absentee Voting Card" form made available by the Company, shall download from the corporate website (<a href="www.inditex.com">www.inditex.com</a>) the "Vote by Proxy and Absentee Voting Card" included within the "2020 Annual General Meeting" section, by previously accessing the "Compliance", "Corporate Governance" "Annual General Meeting" area, print it, fill it out and sign it in the space headed "Grant proxy". Such card shall be produced together with the above referred attendance card issued by the entities where such shareholder has its shares deposited, duly signed under his/her hand.

Proxies granted may be produced by proxy holders on the day and at the venue where the Annual General Meeting is to be held, or alternatively, they may be sent beforehand by shareholders, either by post or by courier to the following address: Industria de Diseño Textil, S.A. (Inditex, S.A.), Office of the Shareholders, Avenida de la Diputación, Edificio Inditex, 15142 Arteixo, A Coruña (Spain).

Likewise, such card may be delivered, duly filled out and signed, at the participant in the Spanish Central Securities Depositary in charge of the Register of Securities, and the Clearing and Settlement of all trades (Iberclear) where shareholders have their shares deposited so that such entity would send the card to the Company, timely and in due form.

Proxy holders must also fill out and sign where indicated, as the case may be, in the above referred card. At any rate, the Chairperson of the Annual General Meeting may, on the same day it is to be held, urge the proxy holder to evidence such proxy.

Proxies may also be granted remotely by electronic means through the Company's website (<a href="www.inditex.com">www.inditex.com</a>), pursuant to the rules and directions provided therein for such purposes, in the space headed "2020 Annual General Meeting". In order to duly ensure the authenticity and integrity of the electronic communications, a valid electronic certificate must be available, issued by the Spanish Public Authority of Certification (CERES) reporting to the Fábrica Nacional de Moneda y Timbre y Real Casa de la Moneda (FNMT-RCM) [Currency and Stamp National Factory and Spanish Mint], under the terms provided in Act 59/2003 of 19 December on Electronic Signature, or an electronic National Identity Card (eDNI).

Shareholders granting proxy through distance communication means, either by post or by email, undertake to notify the appointed proxy holder of the proxy granted. Where proxy is granted to a director of the Company, this notice shall be deemed to have been given upon receipt by the Company of said notice of proxy, and in such case proxy holder shall be released from the obligation of identifying himself/herself, as provided in the next paragraph.

On the day and at the venue where the Annual General Meeting is to be held, the appointed proxy holders shall identify themselves by means of their national identity card or passport.

Should the proxy have been granted remotely, the appointed proxy holder shall produce, in addition to the foregoing, a printed copy of the proxy granted by post or by e-mail.

Shareholders may not be represented by more than one proxy holder, except as otherwise provided by statute or by the Regulations of the General Meeting of Shareholders.

Likewise, proxy holders may only exercise the voting right of their proxy grantors by attending the Annual General Meeting in person.

Shareholders' attendance at the Annual General Meeting, either in person or remotely, or having cast an absentee vote, shall have the effect of revoking the proxy granted, regardless of the date on which it was granted.

# **Absentee Voting**

Shareholders may exercise their vote in respect of the items on the agenda of the Annual General Meeting, before it is held, through distance communication means, pursuant to the provisions of the Companies Act, the Articles of Association (article 20) and the Regulations of the General Meeting of Shareholders (section 24). The following communication means shall be deemed to be valid for remote voting purposes.

## (a) Electronic means:

Voting by electronic means must be effected through the company's website (<a href="www.inditex.com">www.inditex.com</a>), pursuant to the rules and directions provided therein for such purposes in the space headed "2020 Annual General Meeting" of the corporate website ("Compliance", "Corporate Governance" "Annual General Meeting" area). In order to duly ensure the authenticity and integrity of electronic communications, a valid electronic certificate must be available, issued by the Spanish Public Authority of Certification (CERES) reporting to the Currency and Stamp National Factory and Spanish Mint, under the terms provided in Act 59/2003 of 19 December on Electronic Signature, or an electronic National Identity Card (eDNI).

### (b) By post:

To cast absentee vote by post, shareholders must fill out and sign the space headed "Absentee Voting" of the "Vote by Proxy and Absentee Voting Card", printed on paper by the participant in the Spanish Central Securities Depositary in charge of the Register of Securities, and the Clearing and Settlement of all trades (Iberclear) where they have their shares deposited. Once they have filled out and signed under their hand where indicated the above referred "Absentee Voting by Post" space, shareholders may send such card by post or by courier to the following address: Industria de Diseño Textil, Sociedad Anónima (Inditex, S.A.), Office of the Shareholders, Avenida de la Diputación, Edificio Inditex, 15142 Arteixo, A Coruña (Spain). Likewise, they may deliver the card duly filled out and signed at the participant in the Spanish Central Securities Depositary in charge of the Register of Securities, and the Clearing and Settlement of all trades (Iberclear) where they have their shares deposited, so that said entity would send it to the Company, timely and in due form.

Where the "Absentee Voting by Post" space is not included in the attendance card issued by the participant in the Spanish Central Securities Depositary in charge of the Register of Securities, and the Clearing and Settlement of all trades (Iberclear), or where shareholders should wish to

use the "Vote by Proxy and Absentee Voting Card" form made available by the Company, shareholders who wish to cast their vote remotely by post should download from the corporate website (<a href="www.inditex.com">www.inditex.com</a>) the "Vote by Proxy and Absentee Voting Card", found under the space headed "2020 Annual General Meeting", print it, fill it out and sign it where indicated. Subsequently, they must send it to the address above, together with the above mentioned attendance card issued by the entity where they have their shares deposited, duly signed under their hand, or deliver both documents at the entity participant in the Spanish Central Securities Depositary in charge of the Register of Securities, and the Clearing and Settlement of all trades (Iberclear) where they have their shares deposited, so that it sends them timely and in due form to the Company.

## Rules on absentee voting and granting of proxy through distance communication means

Pursuant to the provisions of the Companies Act, the Articles of Association (articles 17 and 20) and the Regulations of the General Meeting of Shareholders (sections 12 and 24), the basic rules regarding absentee voting and granting of proxy through distance communication means are hereunder reproduced:

- i) Absentee votes and proxies granted through distance communication means (whether electronic or by post) shall be received at the Company by 00:00 hours of the business day (Saturdays excluded) immediately prior to that scheduled for the Annual General Meeting to be held on first call, that is, by 12:00 hours on 13 July 2020.
- ii) Voting and granting of proxy services by electronic means shall be made available to shareholders as of 26 June 2020, inclusive.
- iii) Absentee voting shall entail the revocation of the proxy granted through distance communication means, regardless of their respective dates.
- iv) Attendance at the Annual General Meeting, either in person or remotely, by any shareholder who has previously granted proxy by electronic means or cast absentee vote, shall entail revocation of said proxy or vote.
- v) Votes cast by post or by electronic means shall be deemed to be revoked by a dissenting vote subsequently sent.
- vi) Where a shareholder would validly grant several proxies, the last one received at the Company shall prevail, irrespective of the method used to grant them.
- vii) Shareholders who are legal persons and those who are non-residents of Spain shall refer to the Company to see whether it would be possible, as the case may be, to adapt to their situation with due guarantees the absentee voting and granting of proxy through distance communication means mechanisms.
- viii) Shareholders who are legal persons shall give notice to the Company of any changes or revocation of the powers of their representative; therefore, the Company does not accept any liability until said notice is given.
- ix) The validity of any proxy granted through distance communication means and of any absentee vote shall be subject to the verification of the status of shareholders through the file provided by the Spanish Central Securities Depositary in charge of the Register of Securities, and the Clearing and Settlement of all trades (Iberclear). In the event of any discrepancies between the number of shares reported by the shareholder who grants proxy or casts an absentee vote and the one laid down in the registers reported by the Spanish Central Securities

Depositary in charge of the Register of Securities, and the Clearing and Settlement of all trades (Iberclear), the number of shares reported by the latter shall be deemed to be valid for the purposes of quorum and voting.

- x) The Company reserves the right to suspend, amend or cancel the proceedings regarding vote and granting of proxy by electronic means for technical or security reasons. The Company shall not be held liable for any damages that shareholders might incur, as the case may be, arising out of any break-downs, line breaks, failures in the Internet connection, malfunction of the Post Office postal service, non-delivery or late delivery by the Spanish Central Securities Depositary in charge of the Register of Securities, and the Clearing and Settlement of all trades (Iberclear) of proxies granted through distance communication means, delivered by the shareholders to such entities, or any other contingencies, beyond the control of the Company, that would hinder or prevent the exercise of the right to cast absentee votes or grant proxy through distance communication means.
- xi) The Company will make available to seniors and people with disability, the necessary means to ensure the exercise of their right to vote.

#### Remote attendance

Notwithstanding the terms of the above sections, and pursuant to the provisions set forth in articles 40 and 41 of Royal Decree Law 8/2020 of 17 March on urgent extraordinary measures to deal with the economic and social impact of COVID-19, the Board of Directors of the Company has resolved that shareholders and proxy holders entitled to do so may attend and participate in the Annual General Meeting remotely, via Internet-enabled devices, allowing remote and real-time connection.

Therefore, and for this purpose, shareholders or proxy holders entitled to attend the Annual General Meeting may exercise their right by remote means, in accordance with the following directions and the guidelines contained in the document "Development of the Internal Regulations on Remote Attendance", available on the corporate website (www.inditex.com):

### (a) Prior registration:

In order to guarantee the identity of the attendees and the proper exercise of their rights, shareholders or proxy holders wishing to remotely attend the Annual General Meeting must previously register on the corporate website (<a href="www.inditex.com">www.inditex.com</a>), from 9:00 a.m. on 3 July 2020 until 00:00 hours of the day immediately prior to that scheduled for the Annual General Meeting to be held on first call, that is, by 00:00 hours on 13 July 2020. Upon expiry of such term, no prior registration shall be admitted to exercise the right to remote attendance.

In order to duly guarantee the authenticity and integrity of electronic communications, a valid electronic certificate must be available, in force and issued by the Spanish Public Certification Authority (CERES), reporting to the Currency and Stamp National Factory and Spanish Mint, under the terms provided in Act 59/2003 of 19 December or an electronic National Identity Card (eDNI).

With regard to the registration process, shareholders are only required to register following the directions on the corporate website. Proxy holders shall carry out their prior registration through the "Shareholders' Office" (<a href="mailto:accionistas@inditex.com">accionistas@inditex.com</a>). For such purpose, they must send, together with the attendance card issued by the entity where the shareholder they represent has

their shares deposited, duly signed under the hand of both the represented shareholder and the proxy holder themselves in accordance with the proxy form printed on the attendance card, a scanned copy of their national identity card, foreigner identification number or passport. Alternatively, they may also submit the "Vote by Proxy and Absentee Voting Card" that the Company makes available to shareholders on the corporate website (<a href="www.inditex.com">www.inditex.com</a>), in the section "2020 Annual General Meeting", accessing the Compliance", "Corporate Governance" "Annual General Meeting" area. To do so, the proxy holder must send the copy duly completed and signed under their hand in the "Proxy" section to the address indicated above, together with a scanned copy of their national identity card, foreigner's identification number or passport. With regard to representatives of legal entities, they must also send to the aforementioned address a scanned copy of the document in support of the authorities to represent the legal entity shareholder.

Said documentation must be submitted by 00:00 hours of the business day (Saturdays excluded) immediately prior to that scheduled for the Annual General Meeting to be held on first call, that is, by 12:00 hours on 13 July 2020.

### b) Verification of the right to attend:

From the end of the registration period until the time when the connection for remote attendance at the Annual General Meeting is enabled, the Company will verify the status of the registered persons as shareholders (or proxy holders). At any rate, remote attendance will be subject to verification to establish that the registered shareholder has the right to attend the Annual General Meeting, in accordance with the requirements set forth in the "Right to Attend" section of this document (and provided that the requirements and provisions of statute, the Articles of Association (article 17) and the Regulations of the General Meeting of Shareholders (section 12) have been complied with, through the proxy form printed on the attendance card in the case of proxies).

At any rate, the Chair of the Annual General Meeting may, on the same day the Annual General Meeting is to be held, urge the proxy holder to evidence such proxy.

Once the right to attend has been verified, the shareholder or proxy holder may remotely attend and cast absentee vote at the Annual General Meeting by establishing the relevant connection on the day the meeting is held.

## c) Connection and attendance at the Annual General Meeting:

Shareholders, or proxy holders, who have previously registered to remotely attend the Annual General Meeting must log in through the corporate website (<a href="www.inditex.com">www.inditex.com</a>) between 10:00 a.m. and noon on 14 July 2020 if, as scheduled, the Annual General Meeting is held on first call (or on the following day, in the same time slot, if it is held on second call), and identify themselves following the instructions. No access of attendees will be accepted outside of the aforementioned time slot.

The Company will broadcast the meeting in real time via streaming, through its corporate website.

d) Requests by shareholders to take the floor and questions:

Shareholders (or proxy holders) remotely attending and participating at the Annual General Meeting and intending to take the floor or to request from the Board of Directors any information or clarifications they may deem necessary, or raise the questions they may think appropriate, regarding (i) items on the agenda, (ii) the information made available to the public disclosed by the Company to the *Comisión Nacional del Mercado de Valores* (CNMV) since 16 July 2019, date on which the last Annual General Meeting was held, and (iii) the audit reports on the individual Annual Accounts and Directors' Report of Inditex, S.A., and the consolidated Annual Accounts and consolidated Directors' Report of the Inditex Group for financial year 2019, ended 31 January 2020, must submit their address, proposal or question in writing and in accordance with the form, terms and conditions established on the above mentioned corporate website, between 10:00 a.m. and noon on 14 July 2020 if, as scheduled, the Annual General Meeting is held on first call (or the following day, in the same time slot, if held on second call). The Chair shall read the questions during the time slot reserved for them. Shareholders, or proxy holders, who wish that their questions be recorded in the minutes of the Annual General Meeting must expressly indicate it in the text of their question.

Requests for information or clarification validly raised by those remotely attending shall be answered in writing to the party concerned within 7 calendar days following the Annual General Meeting, without prejudice to the possibility of the Chair answering during the time slot reserved for questions.

Valid requests for information, clarifications or questions raised following this procedure, as well as the answers from the Board of Directors or, as the case may be, the Chair of the meeting, shall be included on the Company's website. When, prior to the raising of a specific question, the information requested by any shareholder is available in a clear, express and direct manner on the Company's website (<a href="www.inditex.com">www.inditex.com</a>), the answer of the Board of Directors may merely refer to the above mentioned information.

## e) Voting:

Shareholders, or proxy holders, who remotely attend the Annual General Meeting may vote using the means enabled for that purpose on the corporate website (<a href="www.inditex.com">www.inditex.com</a>) on the proposed resolutions corresponding to the items on the agenda, from the beginning of the Annual General Meeting and until the moment in which the Chair or, where appropriate, the Secretary, announces the closure of the voting period for the proposed resolutions.

In the event that the shareholders, or proxy holders, do not specify the sense of their vote, it will be understood at any rate that they vote for the proposed resolutions submitted by the Board of Directors on each item of the agenda.

Shareholders, or proxy holders, may vote on proposed resolutions corresponding to items not included on the agenda from the time they are read and until the time in which the vote is adjourned.

The mechanisms used to cast votes remotely are provided with the due guarantees to identify the shareholder exercising the right to vote and to ensure the security of electronic communications. Remote attendance of shareholders or proxy holders will be equivalent to attending the Annual General Meeting in person. Therefore, the rules on voting and on the adoption of resolutions provided for in the Articles of Association and the Regulations of the General Meeting of Shareholders for shareholders or proxy holders attending in person will be also applicable to those remotely attending.

Shareholders, or proxy holders, who remotely attend and who wish to expressly state that they are leaving the Annual General Meeting so that their vote will not be counted, must do so by sending an electronic communication through the means provided to this end on the corporate website.

### f) Other matters:

Remote attendance of shareholders will prevail over absentee votes cast in advance and proxies granted prior to the Annual General Meeting. Likewise, physical attendance at the meeting will prevail over remote attendance.

The Company reserves the right to adopt the appropriate measures in relation to the mechanisms enabled to remotely attend the Annual General Meeting , where necessary for technical or security reasons. The Company shall not be held liable for any damages that shareholders or proxy holders might incur as a result of the occasional unavailability of its website, as well as any other break-down, line break, failure in the Internet connection or any other eventuality of the same or similar nature, beyond the control of the Company, without prejudice to adopting the measures that each situation demands, including an eventual temporary suspension or extension of the Annual General Meeting, if necessary to guarantee the full exercise of the rights of shareholders or proxy holders.

If, due to technical circumstances not attributable to the Company or for security reasons arising out of subsequent circumstances, remote attendance at the Annual General Meeting cannot take place as expected or if a temporary or definitive interruption in communications occurs during the meeting, this circumstance may not be invoked by the shareholder as an unlawful deprivation of his or her rights or as grounds for challenging the resolutions passed by the Annual General Meeting.

## Special measures adopted in response to the COVID-19 pandemic

In view of the health crisis caused by COVID-19, the Company recommends that shareholders participate at the Annual General Meeting remotely (by remotely attending the meeting or granting proxy or casting their vote prior to the holding of the meeting), without physically attending the venue where the meeting is to be held.

If, on the dates set for the meeting, the state of alarm declared by Royal Decree 463/2020 of 14 March, or any other measure from the administrative or health authorities restricting or preventing the mobility of persons or the holding of the Annual General Meeting with shareholders and proxy holders being physically present at the venue, were in force in all or part of the national territory, the Company may resolve that the virtual-only meeting be held on the same dates and at the same time as provided in this notice, i.e. without shareholders, proxy holders or guests attending physically, except, where appropriate, the Chairperson and Secretary of the meeting, the Deputy-Chairperson, the Chief Executive Officer (CEO) and the Notary. In such case, the Company may also enable the necessary technical systems to facilitate the attendance of the Chairperson and Secretary of the meeting, the rest of the members of the Board of Directors and the Notary required to take the minutes of the Annual General Meeting, either by audio or video conference. All these measures are compatible with the fulfilment of corporate obligations and fully guarantee the shareholders' rights.

In such case, shareholders shall be informed by means of the publication of a supplementary notice hereto, at least 5 days in advance.

In turn, the Company shall inform in due time of any other measures that may be necessary in accordance with the resolutions or recommendations that may be issued by the competent authorities, through its corporate website or by the necessary means according to the scope of the measures.

#### **Personal Data Protection**

Personal data shown in this document, those that shareholders and, as the case may be, their proxy holders provide to the Company upon the exercise of their rights to attend, to proxy representation and to vote at the Annual General Meeting, or personal data provided by the financial institutions and investment services companies that are depositaries or custodians of the shares held by such shareholders, through the entity in charge of the book-entry, the Spanish Central Securities Depositary in charge of the Register of Securities, and the Clearing and Settlement of all trades (Iberclear), as well as such data which are gathered upon recording the Annual General Meeting (i.e., image and voice), shall be processed under the responsibility of the Company, in order to manage and control both the shareholding relationship and the calling, holding and dissemination of the Annual General Meeting, and comply with its statutory obligations. Data processing is required for such purposes, which are legitimate based upon the relationship with the shareholder and the fulfilment of its statutory obligations.

Data will be provided to the Notary who attends the meeting to take the minutes, and may also be provided to third parties upon the exercise of the statutory right to information. Likewise, they may be accessible to the public to the extent that they are included in the documentation available on the corporate website (<a href="www.inditex.com">www.inditex.com</a>) or are disclosed in the course of the Annual General Meeting which may be recorded and broadcasted through such webpage and via the accredited media. By attending the Annual General Meeting (in person or remotely), attendants consent to be photographed, to the recording of their image and/or voice, and to the reproduction and/or publication and dissemination thereof pursuant to the foregoing terms. The legal basis for the processing of the data consisting of image and/or voice is both the existence of a legitimate interest of the Company in recording and broadcasting the Annual General Meeting, which is acknowledged in the applicable regulations and principles on transparency, and the consent of the shareholder who decides to attend the Annual General Meeting, who has been made available other alternative means to exercise his/her rights.

Personal data shall be stored while the shareholding relationship exists and for a further period of six (6) years, exclusively for the purposes of addressing any legal or contractual action, unless the period of limitation of any legal or contractual action is, as an exception, higher.

Data subjects may contact and send their requests for the exercise of their rights to access, rectification, erasure or objection, restriction of processing and portability, as well as any other statutory rights on data protection, pursuant to the provisions of Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data (General Data Protection Regulation), by sending written notice to the Data Protection Officer of the Inditex Group, either to: (i) the registered office of the Company: Avenida de la Diputación, Edificio Inditex, 15142 Arteixo, A Coruña (Spain); or (ii) to the following e-mail address: <a href="mailto:dataprotection@inditex.com">dataprotection@inditex.com</a>. Data subjects may lodge a complaint or request related to data protection to Agencia Española de Protección de Datos [Spanish Data Protection Agency]

(<u>www.agpd.es</u>). Further details on the processing of personal data are provided in the Privacy Policy, available on the corporate website <u>www.inditex.com</u>.

Where personal data of natural persons other than the data subject are provided in the attendance or proxy card, and where a third party attends the Annual General Meeting, the shareholder is bound to inform such third party of the issues referred to in the foregoing paragraphs on personal data processing, and meet any other applicable requirements for the appropriate transfer of personal data to the Company, without the Company having to take any further measure vis-à-vis the data subjects. The legal basis for the processing of such third parties' data are the same as the ones for shareholders, described above. Likewise, for further details on the processing of their personal data, third parties are invited to visit the Privacy Policy available on the corporate website (<a href="https://www.inditex.com">www.inditex.com</a>).

## Presence of a Notary at the General Meeting

The Board of Directors has resolved to request the presence of a Notary to take the minutes of the Annual General Meeting, pursuant to the provisions of section 203 of the Companies Act in connection with section 101 of the Regulations of the Companies Register.

## Holding of the General Meeting on first call

The Annual General Meeting is scheduled to be held, except otherwise announced, on first call, that is on 14 July 2020 at the venue and at the time first above written. Registration of attendance cards shall begin one hour before that scheduled for the Annual General Meeting to begin.

**TWO.-** The Board of Directors of Inditex has passed a number of resolutions, including:

- 1.- To submit to the upcoming Annual General Meeting, on the proposal of the Nomination Committee, the re-election of Pontegadea Inversiones, S.L. to the Board of Directors of Inditex as non-executive proprietary director and of Ms Flora Pérez Marcote as its legal representative.
- 2.- To submit to the upcoming Annual General Meeting, on the proposal of the Nomination Committee, the re-election of Bns. Denise Patricia Kingsmill to the Board of Directors of Inditex as non-executive independent director.
- 3.- To submit to the upcoming Annual General Meeting, on the proposal of the Nomination Committee, the ratification and appointment of Ms Anne Lange to the Board of Directors of Inditex as non-executive independent director.
- 4.- To submit to the upcoming Annual General Meeting herein called, following a favourable report of the Board of Directors, the amendment of the Articles of Association and of the Regulations of the General Meeting of Shareholders, for the purposes, inter alia, of expressly providing the possibility of remote attendance at the Annual General Meeting, and approve the revised texts resulting from the above mentioned amendments, pursuant to items 8 and 9 on the agenda, respectively.

In Arteixo (A Coruña), on 10 June 2020

Antonio Abril Abadín General Counsel and Secretary of the Board