
REPORT THAT THE NOMINATION AND REMUNERATION COMMITTEE OF INDUSTRIA DE DISEÑO TEXTIL, S.A. (INDITEX, S.A.) SUBMITS TO THE BOARD OF DIRECTORS REGARDING THE PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS ON THE RE-ELECTION OF MR. AMANCIO ORTEGA GAONA

This report is drawn up in compliance with the provisions of section 22 of the Revised Text of the Board of Directors' Regulations of Industria de Diseño Textil, S.A. (hereinafter, Inditex) regarding the consideration by the Board of the proposal to the Annual General Meeting of Shareholders on the re-election of Mr. Amancio Ortega Gaona.

Likewise, considering the provisions of section 15.2 paragraphs (c) and (d) of the above referred Regulations, the subsequent nomination by the Board of Directors of Mr. Ortega as member of the Executive Committee and as Chairman of both bodies is also subject to this Committee for review.

An executive director, Mr. Amancio Ortega Gaona holds the office of Chairman of the Board of Directors since its incorporation in June 1985. He was appointed Chairman of the Executive Committee since its incorporation in 1997 and re-elected to the Board for the last time upon resolution of the General Meeting of Shareholders held on 15 July 2005 for a five-year period.

Mr. Ortega is the founding shareholder of INDITEX. He began his textile manufacture operations in 1963. In 1972, he founded Confecciones Goa, S.A., the first garment-making factory of INDITEX and three years later Zara España, S.A., the first distribution and retailing company.

At the present time, he is the Chairman of the Company, with responsibility over the global strategy of the INDITEX Group, and he chairs the Executive Committee of the Board of Directors.

During his last term of office, he attended a total of 23 meetings of the Board of Directors.

The Nomination and Remuneration Committee greatly appreciates the contribution of Mr. Amancio Ortega Gaona to the development and consolidation of the business of the Company during the last five fiscal years and his contribution to the Board of Directors in said period. Likewise, the Committee states that the candidate is not involved in any of the incompatibility causes preventing his appointment as director as provided in section 21.2 of the Board of Directors' Regulations, nor in any of the cases where directors must place their offices at the disposal of the Board of Directors (section 24.2 of the Board of Directors' Regulations):

Consequently, the Committee gives a favourable report to the proposal drawn up by the Board of Directors of Inditex to be submitted to the Annual General Meeting of Shareholders, on the re-election of Mr. Amancio Ortega Gaona as a Director and, where appropriate, his subsequent re-election by the Board of Directors to sit on the Executive Committee, and as Chairman of both bodies.

Arteixo (A Coruña), on June 7, 2010.

REPORT THAT THE NOMINATION AND REMUNERATION COMMITTEE OF INDUSTRIA DE DISEÑO TEXTIL, S.A. (INDITEX, S.A.) SUBMITS TO THE BOARD OF DIRECTORS REGARDING THE PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS ON THE RE-ELECTION OF MR. PABLO ISLA ÁLVAREZ DE TEJERA

This report is drawn up in compliance with the provisions of section 22 of the Revised Text of the Board of Directors' Regulations of Industria de Diseño Textil, S.A. (hereinafter, Inditex) regarding the consideration by the Board of the proposal to the Annual General Meeting of Shareholders on the re-election of Mr. Pablo Isla Álvarez de Tejera.

Likewise, considering the provisions of section 15.2 paragraphs (c) and (d) of the above referred Regulations, the subsequent nomination by the Board of Directors of Mr Isla as First Deputy Chairman and Chief Executive Officer of the Board and as member of the Executive Committee and as Chairman of both bodies is also subject to this Committee for review.

Mr Pablo Isla Álvarez de Tejera holds the office of Chief Executive Officer since 9 June 2005, having been appointed First Deputy Chairman of the Board of Directors and its Executive Committee on 26 September of that same year, and having been re-elected to the Board for the last time upon resolution of the General Meeting of Shareholders held on 15 July 2005 for a five-year period

Mr Pablo Isla Álvarez de Tejera is a graduate in Law from the *Complutense* University in Madrid and *Abogado del Estado* [State lawyer]. From 1992 to 1996 he was Director of Legal Services for *Banco Popular*. He went on to be appointed General Director of State Assets at the Ministry of Economy and Finances. In 1998, he rejoined *Banco Popular* as General Secretary, until his appointment within the Altadis Group. He has chaired the Board of Directors of Altadis and is the Co-Chairman of Altadis Group since July 2000.

Within the Company, apart from being a director, he holds the office of Chief Executive Office, First Deputy Chairman and Deputy Chairman of the Executive Committee of the Board of Directors.

During his last term of office, he attended a total of 27 meetings of the Board of Directors.

The Nomination and Remuneration Committee greatly appreciates the contribution of Mr. Pablo Isla to the development and consolidation of the business of the Company during the last five fiscal years and his contribution to the Board of Directors in said period. Likewise, the Committee states that the candidate is not involved in any of the incompatibility causes preventing his appointment as director as provided in section 21.2 of the Board of Directors' Regulations, nor in any of the cases where directors must place their offices at the disposal of the Board of Directors (section 24.2 of the Board of Directors' Regulations):

Consequently, the Committee gives a favourable report to the proposal drawn up by the Board of Directors of Inditex to be submitted to the Annual General Meeting of Shareholders, on the re-election of Mr. Pablo Isla as Director and, where appropriate, his subsequent re-election by the Board of Directors as First Deputy Chairman and Chief Executive Officer of said body, and as member of the Executive Committee.

REPORT THAT THE NOMINATION AND REMUNERATION COMMITTEE OF INDUSTRIA DE DISEÑO TEXTIL, S.A. (INDITEX, S.A.) SUBMITS TO THE BOARD OF DIRECTORS REGARDING THE PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS ON THE RE-ELECTION OF MR. JUAN MANUEL URGOITI LÓPEZ DE OCAÑA AS A DIRECTOR

This report is drawn up in compliance with the provisions of section 22 of the Revised Text of the Board of Directors' Regulations of Inditex, S.A. regarding the consideration by the Board of the proposal to the Annual General Meeting of Shareholders on the re-election of Mr. Juan Manuel Urgoiti López de Ocaña as director of the Company.

Likewise, considering the provisions of section 15.2 paragraph d of the above referred Regulations, the subsequent nomination by the Board of Directors of Mr Urgoiti as member of the Executive Committee is also subject to this Committee for review.

Mr Juan Manuel Urgoiti López de Ocaña holds the office of director since 2 January 1993, as an independent director until the end of fiscal year 2006 and since then, as an external director, having been re-elected to the Board for the last time upon resolution of the General Meeting of Shareholders held on 15 July 2005 for a five-year period

Mr. Juan Manuel Urgoiti López de Ocaña is a graduate in Law from the University of Madrid, beginning his career in the *Banco de Vizcaya* in 1962. After occupying many executive positions, he was appointed General Manager in 1978, Director in 1984 and CEO in 1986. In 1988, after its merger with the *Banco Bilbao* he was appointed CEO of *Banco Bilbao Vizcaya*. He has been President of *Ahorrobank*, *Banco de Crédito Canario*, *Banco Occidental*, *Instituto de Biología y Sueroterapia* and *Laboratorios Delagrangé* and Board member of *Antibióticos, S.A.* At the present time he chairs the *Banco Gallego* and is Deputy Chairman of Acciona, S.A. He is President of the private foundation *Fundación Gaias-Cidade* and is a Trustee in other foundations and institutions. He holds the *Gran Cruz de Mérito Civil* and has been awarded the honour of Commander of the Order of the British Empire. (C.B.E.)

Within the company, apart from being a director, he is an Ordinary member of the Nomination and Remuneration Committee, the Executive Committee and the Audit and Control Committee.

During his last term of office, he attended a total of 27 meetings of the Board of Directors, 28 meetings of the the Audit and Control Committee and 22 sessions of the Nomination and Remuneration Committee.

The Nomination and Remuneration Committee greatly appreciates the contribution of Mr. Urgoiti López de Ocaña to the activities of the Board of Directors and delegated and consultative bodies thereof while he held office. Likewise, the Committee states that the candidate is not involved in any of the incompatibility causes preventing his appointment as an external director as provided in section 21.2 of the Board of Directors' Regulations, nor on any of the cases where directors must place their offices at the disposal of the Board of Directors (section 24.2 of the Board of Directors' Regulations).

Consequently, and with the abstention of the interested party, pursuant to the provisions of sections 25 and 32 of the Board of Directors' Regulations, the Committee gives a favourable report to the proposal drawn up by the Board of Directors of Inditex to be submitted to the Annual General Meeting of Shareholders, on the re-election of Mr. Juan Manuel Urgoiti López de Ocaña as a director and, where appropriate, his subsequent re-election by the Board of Directors to sit on the Executive Committee.