

**INDUSTRIA DE DISEÑO TEXTIL, S.A. (INDITEX, S.A.)
ANNUAL GENERAL MEETING**

Proxy-granting and Absentee Voting Card

The Board of Directors of Industria de Diseño Textil, S.A. (Inditex, S.A.) (“Inditex”) calls the Annual General Meeting to be held in Arteixo (A Coruña), Spain, Avenida de la Diputación, Edificio Inditex, at noon on 13 July 2021, on first call, or on the following day 14 July, at the same venue and time, on second call. Shareholders are reminded that, as per the experience of previous years, the Annual General Meeting will in all likelihood be held on first call, that is, on 13 July 2021 at noon.

Holder of the shares:	Address:

Securities Account Code	Number of Shares	Minimum No. of Shares required to attend	Number of Votes	Card Number
		1		

SHAREHOLDERS WISHING TO GRANT PROXY THROUGH THIS CARD

Shareholders wishing to grant proxy through this card shall fill out the "PROXY-GRANTING" space and sign it where indicated. Once it has been duly signed, they shall: (i) send the card to their proxy holder so that this latter would produce it on the day of the meeting at the entrance doors, or produce it to the company in any of the forms provided in sections (ii), (iii) and (iv), i.e.: (ii) send it by e-mail to the "Shareholder's Office" (accionistas@inditex.com) in case of remote attendance; (iii) send it by post or courier to the following address: INDUSTRIA DE DISEÑO TEXTIL, S.A. (INDITEX, S.A.), "Shareholders' Office", Avenida de la Diputación, Edificio Inditex, 15142 Arteixo (A Coruña), Spain; or (iv) deliver it duly filled out and signed at the participant in Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores, S.A.U. (Iberclear) [Spanish Central Securities Depository in charge of the Register of Securities, and the Clearing and Settlement of all trades] where they have their shares deposited so that said entity would send the card to the Company, timely and in due form. The "PROXY-GRANTING" space shall also be filled out and signed by the proxy holder where indicated. The card shall be produced or sent together with the attendance card issued by the entity where the shares held are deposited, duly signed under their hand, and in the cases set out in sections (ii), (iii) and (iv) where proxy has not been granted to a board member, with a scanned copy of the proof of identity (ID document, ID document for foreigners or passport) of the proxy holder. Likewise, the rules included in the notice of the Annual General Meeting and on the Company's website (www.inditex.com) shall be observed.

PROXY-GRANTING

The shareholder grants proxy to the Chairman of the Board of Directors, unless another proxy holder is identified below:

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The proxy holder receives accurate instructions to vote for all the proposed resolutions included on the agenda attached hereto, unless otherwise stated below (tick the relevant boxes):

Agenda items	1	2	3	4	5	6	7.a)	7.b)	7.c)	7.d)	7.e)	8.	9	10	11	12	13
For																	
Against																	
Abstention																	
Blank																	

Unless the NO box below is ticked, proxy so granted shall be deemed to extend to all the proposals not included on the agenda attached hereto, regarding which the proxy holder shall vote as he/she deems it best in the interest of the proxy grantor, in the scope of the corporate interest.

NO

For the purposes of the provisions of sections 523 and 526 of the Companies Act, mention is hereby made of the fact that all the directors, including the Chairman of the Board, may be involved in a potential conflict of interest situation regarding agenda items 9 and 11, as may Pontegadea Inversiones, S.L. (represented by Ms Flora Pérez Marcote), Mr Amancio Ortega Gaona, and Mr José Arnau Sierra regarding agenda item 5, and executive directors, Mr Pablo Isla Álvarez de Tejrea and Mr Carlos Crespo González regarding agenda item 10. Likewise, mention is expressly made of the fact that a conflict of interest situation will exist whenever non-agenda items are submitted to the Annual General Meeting regarding the removal of the proxy holder or the filing of a derivative suit [*acción social de responsabilidad*] versus the proxy holder, should this latter be in turn a director of the Company.

Should the proxy holder be involved in a conflict of interest situation and the proxy grantor would not have given him/her any accurate voting instructions, or even if they have been given, the proxy holder would deem it best not to exercise such proxy with regard to such items to which the conflict of interest refers to, and unless the NO box below is ticked, it shall be understood that proxy has been granted, with regard to such issues, jointly and severally and in succession, should any of them be in turn involved in a conflict of interest situation, first to the Chair of the Annual General Meeting, next to the Secretary of the Annual General Meeting and last to the Capital Markets Director. The proxy holder so appointed shall cast vote as they may deem it best in the interest of the proxy grantor, in the scope of the corporate interest.

NO

At any rate, in addition to the requirements provided by statute, the Articles of Association, the Regulations of the General Meeting of Shareholders and this card, the rules set out in the notice of the Annual General Meeting and on the Company's website (www.inditex.com) shall be observed at all times.

Signed by the proxy grantor

In [insert place], on [insert date], 2021

Signed by the proxy holder

In [insert place], on [insert date], 2021

SHAREHOLDERS WISHING TO CAST ABSENTEE VOTE BY POST BY MEANS OF THIS CARD

In order for shareholders to cast absentee vote on the agenda items by post, they shall fill out the "CAST ABSENTEE VOTE BY POST" space and sign it where indicated. Once it has been duly signed, they shall (i) send the card to the Company together with the attendance card issued by the entity where their shares are deposited, duly signed under their hand, by post or courier to the following address: INDUSTRIA DE DISEÑO TEXTIL, S.A. (INDITEX, S.A.), Shareholders' Office, Avenida de la Diputación, Edificio Inditex, 15142 Arteixo (A Coruña), Spain, or (ii) deliver the card duly filled out and signed at the entity participant in IBERCLEAR where they have their shares deposited so that it sends it timely and in due form to the Company. Likewise, the rules set out in the notice of the Annual General Meeting and on the Company's website (www.inditex.com) shall be observed.

ABSENTEE VOTING BY POST

Where, prior to the Annual General Meeting, shareholders with the right to attend to whom this card has been issued, wish to cast absentee vote by post regarding the proposed resolutions on the agenda of the Annual General Meeting, they shall tick the relevant box pursuant to the vote they wish to cast.

Agenda items	1	2	3	4	5	6	7.a)	7.b)	7.c)	7.d)	7.e)	8.	9	10	11	12	13
For																	
Against																	
Abstention																	
Blank																	

Where regarding any agenda item, none of the boxes provided for such purposes is ticked, shareholders shall be deemed to have cast a vote for such items.

Shareholders casting absentee votes shall be deemed to be present at the Annual General Meeting for quorum purposes.

With regard to proposed resolutions on non-agenda items pursuant to the agenda attached hereto, and unless the NO Box below is ticked, it shall be understood that proxy is granted to the Chair of the Annual General Meeting, or, in the event of a conflict of interest situation, jointly and severally and in succession, to the Secretary of the Annual General Meeting and the Capital Markets Director, who, in the absence of any voting instructions from the proxy grantor shall vote as they may deem it best in the interest of the proxy grantor, in the scope of the corporate interest.

NO

At any rate, in addition to the requirements provided by statute, the Articles of Association, the Regulations of the General Meeting of Shareholders and this Card, the rules set out in the notice of the AGM and on the Company's website (www.inditex.com) shall be observed at all times.

Signature of shareholder casting absentee vote by post

In [insert place], on [insert date], 2020

AGENDA

1. Review and approval, if 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 2020, ended 31 January 2021.
2. Review and approval, if 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 Inditex Group for financial year 2020, ended 31 January 2021. Discharge of the board of directors.
3. Review and approval, if appropriate, of the Statement on Non-financial Information for 2020.
4. Distribution of the year' income or loss and dividend distribution.
5. Re-election of Mr José Arnau Sierra to the board of directors as non-executive proprietary director.
6. Re-election of Deloitte, S.L. as statutory auditor of the Company and its Group for financial year 2021.
7. Amendment to the Articles of Association with the main purpose of aligning them with the provisions of Act 5/2021, of 12 April, amending the revised text of the Spanish Companies Act, approved by *Real Decreto Legislativo* 1/2010, of 2 July, and other financial regulations, as regards encouragement of long-term shareholder engagement in listed companies, and introducing certain corporate governance enhancements and recommendations:
 - a) Amendment to article 8 ("Shares representation") in Chapter II.
 - b) Addition of article 15bis ("Hybrid and virtual-only general meetings") and amendment to article 15 ("Notice. Universal General Meetings"), article 16 ("Eligibility to attend the General Meetings of Shareholders. Right to vote") article 17 ("Representation at the General Meeting of Shareholders"), article 19 ("Panel of the General Meeting of Shareholders. Deliberations"), article 20 ("Passing of resolutions") and article 21 ("Minutes and certificates"), all of them in Part I ("General Meeting of Shareholders") in Chapter III,
 - c) Amendment to article 22 ("Board of Directors"), article 24 ("Appointment of directors and term of office"); article 25 ("Calling board meetings. Quorum. Passing of resolutions"), article 28 ("Audit and Compliance Committee"), article 29 ("Nomination Committee"), article 30 ("Remuneration Committee"), and article 30bis ("Sustainability Committee")all of them in Part II. ("Board of Directors") in Chapter III.
 - d) Amendment to article 36 ("Approval of the accounts and distribution of the year's income of loss) in Chapter IV.
 - e) Approval of the revised text of the Articles of Association.
8. Approval of the revised text of the Regulations of the General Meeting of Shareholders to align it with the provisions of Act 5/2021, of 12 April, amending the revised text of the Spanish Companies Act, approved by *Real Decreto Legislativo* 1/2010, of 2 July, and other financial regulations, as regards encouragement of long-term shareholder engagement in listed companies.
9. Approval of the Directors' Remuneration Policy for FY2021, FY2022 and FY2023.
10. Approval of a long-term incentive plan in cash and in shares addressed to members of management, including executive directors and other employees of the Inditex Group.
11. Advisory vote (say on pay) on the Annual Report on the Remuneration of Directors.
12. Granting of powers to implement resolutions.
13. Reporting to the Annual General Meeting on the amendments to the Board of Directors' Regulations.