

INDITEX

Pursuant to section 227 of Act 6/2023 of 17 March on Securities Markets and Investment Services, Industria de Diseño Textil, S.A. (Inditex, S.A.) hereby announces:

OTHER RELEVANT INFORMATION

Resolutions passed at the Annual General Meeting

The following resolutions have been passed at the Annual General Meeting of Industria de Diseño Textil, S.A. (Inditex, S.A.) held today on first call in Arteixo (A Coruña) (Spain):

1. /

Approval of the individual annual accounts and grant of discharge to the directors:

- a) Approval of the annual accounts and directors' report of Industria de Diseño Textil, S.A. (Inditex, S.A.) for the year ended 31 January 2025.**

To approve the annual accounts (Balance Sheet, Income Statement, Statement of Changes in Equity, Statement of Cash Flows and Notes to the accounts) and the directors' report of Industria de Diseño Textil, S.A. (Inditex, S.A.) for the year ended 31 January 2025, stated by the Board of Directors at the meeting held on 11 March 2025 in accordance with format and labelling requirements set out in Commission Delegated Regulation (EU) 2019/815, signed by all the directors and audited by the Company's statutory auditor.

- b) Grant of discharge to the directors relating to the year ended 31 January 2025.**

To grant discharge to the directors of Industria de Diseño Textil, S.A. (Inditex, S.A.) relating to the year ended 31 January 2025.

2. /

Approval of the consolidated annual accounts and directors' report of the Inditex Group for the year ended 31 January 2025.

To approve 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 the consolidated directors' report of the Inditex Group, except for the non-financial information which is subject to approval under agenda item 3 below, for the year ended 31 January 2025, stated by the Board of Directors at the meeting held on 11 March 2025 in accordance with format and labelling requirements set out in Commission Delegated Regulation (EU) 2019/815, signed by all the directors and audited by the company's statutory auditor.

3. /

Approval of the Consolidated Statement on Non-Financial Information and Sustainability Information for the year ended 31 January 2025.

To approve the Consolidated Statement on Non-financial Information and Sustainability Information for the year ended 31 January 2025, which is an integral part of the consolidated directors' report of the Inditex Group for said year, approved under agenda item 2, stated by the Board of Directors at the meeting held on 11 March 2025 and verified pursuant to applicable regulations.

4. /

Distribution of 2024 financial year's income or loss and dividend distribution.

To approve the proposed distribution of the income of financial year ended 31 January 2025 in the amount of two billion seven hundred five million euros (€2,705 million) to be distributed as follows:

	<u>Million euro</u>
To voluntary reserves	€87 million
To dividends	€2,618 million
TOTAL	€2,705 million

Likewise, to approve a dividend distribution (the maximum amount to be distributed as fixed dividend in the amount of €1.68 gross per share, composed of an ordinary dividend of €1.13 per share and a bonus dividend of €0.55 per share for all outstanding shares) in the following overall amount, including the distribution of the income for the year ended 31 January 2025:

TOTAL DIVIDENDS	€5,236 million
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It is therefore resolved to pay the shares entitled to dividends the amount of €1.68 gross per share. As the amount of €0.84 gross per share has already been paid on 2 May 2025, as interim ordinary dividend, it is now resolved to pay a final ordinary and bonus dividend of €0.84 gross per share, the remaining amount until completing the total dividend, charged where necessary to the Company's unrestricted reserves.

Said final dividend will be paid to shareholders as of 3 November 2025, through those participating entities at the 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*] (Iberclear) where their shares are deposited. The payable gross amount will be subject to the relevant withholding tax, where appropriate, under applicable regulations.

5. /

Election of Mr Roberto Cibeira Moreiras to the Board of Directors as proprietary director:

To approve the election of Mr Roberto Cibeira Moreiras to the Board of Directors as proprietary director for the term provided in the Articles of Association, as of the date of the Annual General Meeting.

6./

Re-election of Ernst & Young S.L. as statutory auditor of the Company and its Group for the year ended 31 January 2026.

To re-elect Ernst & Young, S.L, registered with the Companies Register of Madrid on volume 9.364, general, 8.130 of section 3, Companies Book, folio 68, sheet no. 87.690-1, 1st entry, with registered office at 28003 Madrid, Torre Azca, calle Raimundo Fernández Villaverde 65, with VAT No. B-78970506, as statutory auditor of the Company and the Inditex Group in order to review the annual accounts and the directors' report of the Company and the consolidated annual accounts and directors' report of the Inditex Group for financial year 2025, running from 1 February 2025 to 31 January 2026.

7./

Approval of a long-term incentive plan in cash and in shares addressed to members of the management, including executive directors, and other employees of the Inditex Group.

To approve, pursuant to section 219 LSC and article 31 of the Articles of Association, the 2025-2029 Long-Term Incentive Plan (the "**Plan**") addressed to members of the management, including executive directors, and other employees of the Inditex Group.

The Plan is in line with the directors' remuneration policy for FY2024, FY2025 and FY2026 approved at the AGM held on 11 July 2023 under agenda item 6, pursuant to section 529novodecies LSC (the "**Directors' Remuneration Policy**").

The basic terms and conditions of the Plan are:

- / **Description:** The Plan consists of the combination of a multi-year bonus in cash and the promise to release shares free of charge, which will be paid to the beneficiaries of the Plan, either in full or in the relevant applicable percentage, once a specific period has elapsed and the achievement of specific targets has been established.
- / **Beneficiaries:** beneficiaries of the Plan shall mean such members of the management, including executive directors, and other employees of the Inditex Group invited to participate in the Plan, up to a maximum number of 750.
- / **Duration:** The Plan has a total duration of 4 years and is divided into 2 separate and independent time cycles. The first cycle of the Plan runs from 1 February 2025 through 31 January 2028. The second cycle of the Plan extends from 1 February 2026 through 31 January 2029.

/ **Maximum number of shares:** the maximum number of shares that the Plan covers amounts to 4,500,000 ordinary shares, representing 0.14% of the share capital. Out of such shares a maximum number of 105,556 shares is addressed to the CEO.

/ **Maximum incentive granted and benchmarking value of the shares:** the maximum incentive granted is the sum of the maximum incentive granted in cash and the maximum incentive granted in shares. It will be disclosed to each beneficiary individually.

The maximum incentive granted in cash is an amount (in euros) established for each beneficiary.

The maximum incentive granted in shares is a number of shares for each beneficiary, resulting from the following formula:

Maximum incentive granted in shares = value of the award in euros / average weighted closing price of Inditex's share on the 30 trading days immediately prior to the commencement date of each cycle (exclusive). For the first cycle, such date is 1 February 2025 and the average closing price of Inditex's shares is €49.93.

No incentive may be granted beyond the maximum incentive granted.

/ **Terms:** the amount of the incentive in cash and the number of shares to be released to each beneficiary at the end of each cycle will be determined by multiplying the maximum incentive granted to the beneficiary in question by the weighted payout percentage, which will be determined based upon the level of achievement of the targets set for each cycle.

The CEO will receive, if appropriate, an incentive which will materialise as follows: 60% in shares and 40% in cash. The percentage of shares and cash applicable to settle the incentive of the remaining members of management and employees who are beneficiaries of the Plan will be contingent upon the specific group to which they belong.

The achievement of the targets will be measured based on identifiable and quantifiable parameters. The incentive to be paid to each individual beneficiary will be contingent on several metrics tied to the strategic objectives of the Company while the Plan is in effect, in line with the provisions of the Directors' Remuneration Policy in this regard.

Regarding the first cycle of the Plan, the incentive to be awarded to each beneficiary will be based upon the following metrics:

/ PBT (profit before taxes): PBT figure for financial year ended 31 January 2028 (amount in euros).

/ Store and Online Sales (TTTT): amount (in euros) of total store

and online sales in constant currency for the year ended 31 January 2028, according to the Company's information.

/ Absolute and relative Total Shareholder Return (TSR):

- Absolute TSR is defined as the performance of an investment in Inditex shares over the period of the first cycle, determined by the ratio (expressed as a percentage) between the final value of a hypothetical investment in Inditex shares (reinvesting the dividends from time to time) and the initial value of that same hypothetical investment.
- Relative TSR is defined as the performance of an investment in Inditex shares compared to the performance of an investment in shares of any of the companies included in the Peer Group (as defined below), which will be determined by the ratio (expressed as a percentage) between the final value of an hypothetical investment in shares (reinvesting the dividends from time to time) and the initial value of that same hypothetical investment.

/ Sustainability index, comprised of the following 4 indicators for the first cycle of the Plan:

- a) Consumption of textile raw materials with a lower impact (referred to as preferred*) measured as the percentage of preferred textile raw materials in the FY2027 Winter campaign on the total purchase of raw materials in that campaign.

*Fibres or materials must meet third-party best practice standards. Likewise, third-party certification or second-party verification is required to ensure that they conform to such standards. Standards developed by Textile Exchange, Canopy, Changing Markets or Leather Working Group, among others, are included in the Fibre Plan.

- b) Biodiversity improvement: measured as the increase in the number of hectares that are under protection, restoration, regeneration projects or under other forms of biodiversity improvement management projects, as cumulative data for the 3 years of the cycle (2025, 2026 and 2027).
- c) Decarbonisation: measured as the percentage reduction of the volume of Scope 3 Greenhouse Gas emissions, in the category "purchased goods and services" between the start date of the cycle (1 February 2025) and the end date of the cycle (31 January 2028).

d) Traceability of raw materials origin: measured as the percentage of textile products made from cotton, viscose and polyester for which raw material origin verification is available in the Winter 2027 campaign, on the total purchase of such raw materials in said campaign.

Each metric will be weighted as follows: (i) 25% PBT; (ii) 25% TTTT; (iii) 25% TSR: 12.5% absolute TSR and 12.5% relative TSR, and (iv) 25% sustainability index.

In order to calculate the payout coefficient achieved for each level of target achievement, a performance scale will be determined for each metric at the beginning of the cycle. Such scale will include a minimum threshold under which no incentive will be awarded, corresponding to a 30% payout coefficient of maximum incentive granted, and a maximum level, corresponding to a 100% of payout coefficient of maximum incentive granted. For intermediate levels, results will be determined by linear interpolation.

- / With regard to PBT and TTTT: the numbers achieved in the year ended 31 January 2028 will be considered and compared with the target amount set by the Board of Directors at the beginning of the first cycle.
- / With regard to absolute TSR: the average weighted closing share price for the 30 trading days immediately prior to 1 February 2025 (exclusive) for the first cycle (€49.93) will be considered as initial value; whereas, the average weighted closing share price for the 30 trading days immediately prior to 31 January 2028 (inclusive) for the first cycle will be considered as final value. To calculate such final value, dividends or such other similar amounts received by shareholders on said investment during the relevant period of time will be considered, as if the gross amount thereof (before taxes) would have been reinvested in more shares of the same class on the first date on which the dividend or any similar amount is payable to the shareholders and at the closing price of the share on that date.
- / With regard to relative TSR:

The Peer Group is made up of 14 fashion retailers with a potential impact on their share price on account of external factors similar to Inditex: Nike, Fast Retailing, Lululemon Athletica, Adidas, H&M, Associated British Foods, VF Corporation, Burberry, Next, Puma, Zalando, JD Sports Fashion, Ralph Lauren Corporation and Hugo Boss (the “**Peer Group**”).

For the purposes of Inditex's TSR and the TSR of each company within the Peer Group, initial value shall be understood as the average weighted closing price of each company's share in the 30 trading days immediately prior to 1 February 2025 (exclusive).

For the purposes of Inditex's TSR and the TSR of each of the companies included in the Peer Group, final value shall be understood as the average weighted closing price of each company's shares in the 30 trading days immediately prior to 31 January 2028 (inclusive).

In order to calculate such final value, dividends or such other similar amounts received by shareholders on said investment during the relevant period of time will be considered, as if the gross amount thereof (before taxes) would have been reinvested in more shares of the same class on the first date on which the dividend or any similar amount is payable to the shareholders and at the closing share price on that date.

The following will be calculated at the end of the first cycle:

- Inditex's TSR and the TSR of each company included in the Peer Group for the 2025-2028 period.
- The arithmetic mean of the TSR of the companies to obtain the average TSR of the Peer Group.
- Inditex annualised TSR and the Peer Group's annualised TSR.

Then the difference (subtraction) between Inditex's annualised TSR and the Peer Group's annualised TSR will be calculated. This difference will be compared with the target set by the Board of Directors at the beginning of the first cycle and will represent a payout coefficient.

/ Sustainability index:

The Remuneration Committee will follow up on the targets on an annual basis and evaluate the achievement thereof at the end of each cycle. Such evaluation will be carried out based upon the information and numbers provided by the Sustainability Department having been previously reviewed by the Sustainability Committee. For the evaluation of indicators no. 1 (Consumption of textile raw materials with a lower impact) and no. 4 (Traceability of raw materials origin), the percentage of consumption of preferred textile raw materials and of textile products made of cotton, viscose and polyester, respectively,

reached in the Winter 2027 campaign on the total purchase of raw materials in that same campaign will be considered. As regards indicator no. 2 (Biodiversity improvement), the cumulative data for the 3 years of the cycle will be considered. Last, to calculate indicator no. 3 (Decarbonisation), the evaluation to be carried out will consider such indicator at the final date of the cycle in order to determine reduction versus the year set as baseline.

- / In order to set targets and evaluate their achievement, the Remuneration Committee will also consider any associated risk. Upon determining the level of achievement of targets, any economic effects, whether positive or negative, arising from extraordinary events which might distort the results of the evaluation, will be removed.
- / Executive directors must retain a number of shares equivalent to the incentive awarded in shares, net of any applicable taxes, for the two (2) years following their release. In any case, the CEO shall hold for at least 3 years the net shares he may receive until he holds a number of shares equivalent to at least 2 years of his fixed remuneration. Likewise, those beneficiaries of the Plan who may be given express notice for such purpose, shall retain a number of shares equivalent to the incentive awarded in shares, net of any applicable taxes, for one (1) year following their release.
- / **Award date:** The incentive earned in cash and in shares will be paid/released within the calendar month following the date of publication of the annual accounts for the year ended 31 January 2028 with regard to the first cycle and within the calendar month following the date of publication of the annual accounts for the year ended 31 January 2029 with regard to the second cycle.
- / **Cancellation or clawback:** with regard to executive directors and those beneficiaries to whom notice has been expressly given, the Company may cancel and/or claim refund of the long-term incentive paid, in full or in part, (clawbacks) in the event that any of the following circumstances would occur during the 2 years following the award of the incentive for the proceedings carried out in each cycle:
 - / group losses (negative PBT) in the 2 years following the end of each cycle, attributable to management decisions made in the performance period of each cycle;
 - / material restatement of the Group's financial statements, when so considered by the external auditor, except where this is appropriate pursuant to a change in accounting standards;
 - / serious breach of the internal regulations by the beneficiary as

evidenced by the Ethics Committee or the Market Transparency Committee.

- / The Board of Directors is authorised, in the broadest terms and with the express authority to delegate such powers, so that it would implement, develop and formally execute the Plan, passing such resolutions and subscribing such documents, whether public or private, as may be necessary or expedient so that such Plan would be fully effective, including the power to correct, change, amend or supplement the relevant resolution of the Annual General Meeting and, generally to pass such resolutions and carry out such proceedings as may be necessary or expedient for the full effect of this resolution and to implement, execute or settle the Plan, following a report or proposal from the Remuneration Committee, including, without limitation, the following powers:

- / To designate at any time the beneficiaries of the Plan and determine the maximum incentive granted to each of them and cancel, where appropriate, the appointments and grants previously made.
- / To develop and set the specific terms of the Plan, regarding any and all issues not addressed in this resolution, being entitled to approve operating Rules for the Plan.
- / To determine for the second cycle the metrics, their weighting and performance scales, in line with strategic priorities from time to time in force, that will be disclosed in the relevant Annual Report on Remuneration of Directors, consistently with the remuneration policy from time to time in effect.
- / To consider upon determining the level of achievement of targets, the removal of any economic effects, whether positive or negative, that result from extraordinary events, and which might distort the outcome of the evaluation.
- / And generally, to carry out such acts and things, pass such resolutions and execute such documents as may be required or expedient for the validity, effectiveness, implementation, execution and performance of the Plan and of the resolutions previously passed.

8. /

Advisory vote on the Annual Report on Remuneration of Directors for the year ended 31 January 2025.

To approve, by means of an advisory vote (say on pay), Inditex's Annual Report on Remuneration of Directors for the year ended 31 January 2025, approved by the Board of

Directors on 11 March 2025, the full text of which has been made available to shareholders, together with the remaining documentation for the Annual General Meeting as of the date the notice of the AGM was published.

9. /

Granting of powers to implement resolutions.

To delegate to the Board of Directors, expressly empowering it to be substituted by any person expressly authorised for these purposes by the board, all necessary and broadest powers as required in statute for the correction, development and implementation, at the time that they may deem most appropriate, of each and every resolution passed at this AGM.

In particular, to authorise the CEO, Mr Óscar García Maceiras, and to grant a special power of attorney as broad as might be required in statute to the Secretary of the Board of Directors, Mr Javier Monteoliva Díaz so that either of them may, jointly and severally, without distinction, and as widely as is necessary at law, do and perform all acts and things as may be required to implement the resolutions passed at this Annual General Meeting to have them recorded with the Companies Register and with any other public registry, including, in particular, without limitation, the power to appear before a notary to execute the public deeds and notary's certificates that are necessary or expedient for such purpose, correct, change, ratify, construe or supplement the resolutions passed and execute any other public or private document which may be necessary or expedient so that the resolutions passed are implemented and fully registered, without the need for a new resolution of the AGM to be passed, and to proceed to the mandatory filing of the individual and consolidated annual accounts with the Companies Register.

10./

Information to shareholders at the AGM on the amendment to the Board of Directors' Regulations.

Pursuant to the provisions of section 528 LSC, shareholders at the AGM are hereby informed that the Board of Directors resolved at the meeting held on 10 June 2025, following a favourable report from the Audit and Compliance Committee, to approve the amendment to the Board of Directors' Regulations pursuant to the terms addressed in the memorandum in support drawn up by the Board of Directors. Such document, which has been made available to shareholders, together with the remaining documents for the AGM from the date the notice of the AGM was published, is summarised below:

- / A first group of amendments answers the need to bring the text of the Board of Directors Regulations into line with the recommendations introduced and updated by CNMV's new Technical Guide 1/2024, of 27 June, on audit committees at public-interest entities, and to align it with the amendments also made to the Audit and Compliance Committee's Regulations.
- / A second group focuses primarily on updating the various spheres of competence of the Board and on supplementing, developing and systematically organising the

general rules governing its committees and advisory committees, including the new International Advisory Board (IAB), defining their powers and the need for coordination between them when their respective powers overlap.

- / On the other hand, the opportunity has also been seized to carry out a general review of the Terms of Reference of the board also considering the regulatory developments and the new good governance recommendations.

Done in Arteixo (A Coruña), on 15 July 2025

Mr Javier Monteoliva Díaz
General Counsel and Secretary of the Board