

ANNEX II

Protocol to specify the role of trade unions in the enforcement of the GLOBAL FRAMEWORK AGREEMENT within INDITEX's Supply Chain

IndustriALL Global Union and Inditex share the view and understand that, in order to ensure the implementation of the Global Framework Agreement (hereinafter, GFA) namely the Fundamental Labour Rights from the International Labor Organization (hereinafter, ILO), it is essential to strengthen the control within the Inditex supply chain, regarding all its Suppliers and subsequent external manufacturers. Thus, through this protocol, IndustriALL Global Union and Inditex put into practice the Letter of Intent executed on 1st September 2011.

First- In order to realize IndustriALL Global Union¹ access to Inditex's suppliers, as a means to reinforce the monitoring control system of the latter, it is hereby agreed that the Supplier information shall be provided to the governing body of IndustriALL Global Union. This information should include all necessary data contributing to have a higher knowledge about the characteristics of the working areas.

Second .- Inditex and IndustriALL Global Union shall determine, by mutual consent, any contribution to be made by Inditex to coordinate the implementation of the GFA. IndustriALL Global Union representatives shall be bound by IndustriALL Global Union travel rules and regulations.

IndustriALL Global Union and Inditex shall meet once a year to review developments in the supply chain and the implementation of the GFA.

Third .- IndustriALL Global Union undertakes to keep the information provided by Inditex as confidential and shall be held liable for the appropriate use thereof by trade unions and affiliated members thereto.

“Access to suppliers” shall mean the following:

1. To report on a yearly basis on Inditex's supply chain².
2. To take part of the continuous improvement on the Inditex's supply chain.
3. To ensure due exercise of trade union responsibility taking into account the peculiarities of each region. This is defined as the possibility for IndustriALL Global Union and the local, national and regional trade unions affiliated thereto, to have physical access to such suppliers or external manufacturers as they may deem necessary. The specific realization

¹ IndustriALL Global Union shall mean its governing body together with the governing bodies of its affiliated trade unions.

² Supply chain shall mean all recurrent suppliers as well as all external manufacturers employed by such suppliers in production activities for INDITEX.

of such access shall be provided based upon the mechanisms that both the management of IndustriALL Global Union and Inditex might deem decide.

4. To acknowledge that the role of trade unions is to organize and bargain on behalf of workers.

Fourth.- The protocol shall take into account the role of local trade unions which may have a natural and quick access to Inditex's supply chain, on account of their proximity.

Local trade unions have an important role to play in ensuring the implementation of the GFA within the Inditex's supply chain. Under the coordination of IndustriALL Global Union governing body, the local, national and regional trade unions structures will be aware of the actions that Inditex develops regarding the implementation of the GFA in their countries.

Fifth.- Inditex's CSR Department shall give notice to the managers appointed by IndustriALL Global Union, of the Social Audit schemes scheduled and of the manufacturers to be audited.

Sixth.- Where local trade union would detect any potential breach regarding the enforcement of the GFA in any of Inditex's suppliers or external manufactures, it shall notify to INDITEX and at the IndustriALL Global Union managers designated for such purposes. The local, national and regional trade union structures as well as IndustriALL Global Union governing body and Inditex, shall directly address to the Inditex external manufacturers and suppliers in order to tackle any aspects that could arise before following the established procedure foreseen in both the GFA and this protocol. The GFA follow up procedure will be in charge of the IndustriALL Global Union regional organizations properly supervised and coordinated by the IndustriALL Global Union governing body.

Inditex shall introduce the Corrective Action Plans (hereinafter, CAP) should such breach be confirmed, and report such fact to the relevant managers at the IndustriALL Global Union. This latter may play an active role in the definition of CAP as well as in the implementation and follow-up.

Seventh.- To contribute to the provisions above, and to further implement the provisions of the GFA, Inditex and IndustriALL Global Union, shall put in place training schemes aimed at providing a better understanding of the GFA.

The general goal of such training programs consists of involving managers, officials, workers and supervisors from suppliers and external manufacturers which constitutes Inditex's supply chain, as well as representatives of local trade unions from each of the countries involved.

Joint training schemes shall take into account all relevant issues involving:

- Work organization.
- Productivity, output capacity of manufacturers.
- Social dialogue techniques at the work centre.
- Promotion of Freedom of Association and Collective Bargaining and Mature Industrial Relations systems.

- Improving mechanisms/reporting and discipline procedures at the work centre.
- Rights and Duties of employees and officials of the factory.

Eighth.- As a supplement to the above mentioned initiatives to train workers, trade union representatives and companies' officials, mechanisms shall be developed to promote social dialogue at the workplace.