

## Results of the voting at the Annual Meeting of Zalando SE in Berlin on June 2, 2015

### 2. Presence of the capital stock (presence of ballot for items 2-13)

share capital	246.559.293,00 €
shares issued	246.559.293
shares present	224.109.982
portion of share capital	90,89%
absentee votes	987
portion of share capital	0,01%
total number of represented shares	224.110.969
portion of share capital	90,90%

	Valid votes cast *	In % of share capital	Voting Yes		Voting NO	
<b>Item 1</b>	Presentation of financial statements 2014					
<b>Item 2</b>	Discharge of the Management Board of Zalando AG and of Zalando SE for fiscal year 2014					
	214.678.891	87,07%	214.516.139	99,92%	162.752	0,08%
<b>Item 3</b>	Discharge of the Supervisory Board of Zalando AG and of Zalando SE for fiscal year 2014					
<b>Item 4</b>	Election of auditors for fiscal year 2015 and for a review of the semi-annual financial report 2015					
	197.979.966	80,30%	193.003.603	97,49%	4.976.363	2,51%
<b>Item 5</b>	New election and new appointment of Supervisory Board members and appointment of substitute members					
<b>a)</b>	Election of members representing shareholders - Cristina Stenbeck					
	221.072.722	89,66%	211.834.138	95,82%	9.238.584	4,18%
<b>a)</b>	Election of members representing shareholders - Lorenzo Grabau					
	223.922.535	90,82%	206.902.107	92,40%	17.020.428	7,60%
<b>a)</b>	Wahl der Anteilseignervertreter - Lothar Lanz					
	223.714.931	90,73%	222.316.431	99,37%	1.398.500	0,63%
<b>a)</b>	Election of members representing shareholders - Anders Holch Povlsen					
	224.097.697	90,89%	217.316.759	96,97%	6.780.938	3,03%
<b>a)</b>	Election of members representing shareholders - Kai-Uwe Ricke					
	224.081.005	90,88%	214.762.835	95,84%	9.318.170	4,16%
<b>a)</b>	Election of members representing shareholders - Alexander Samwer					
	223.698.231	90,73%	214.120.677	95,72%	9.577.554	4,28%
<b>b) aa)</b>	Appointment of employee representatives - Beate Siert					
	224.097.872	90,89%	223.650.379	99,80%	447.493	0,20%
<b>b) aa)</b>	Appointment of employee representatives - Dylan Ross					
	224.097.840	90,89%	223.651.217	99,80%	446.623	0,20%
<b>b) aa)</b>	Appointment of employee representatives - Konrad Schäfers					
	224.097.872	90,89%	223.650.359	99,80%	447.513	0,20%
<b>b) bb)</b>	Appointment of substitute members for employee representatives - Yvonne Jamal					
	224.097.872	90,89%	224.036.764	99,97%	61.108	0,03%
<b>b) bb)</b>	Appointment of substitute members for employee representatives - Christine de Wendel					
	224.097.872	90,89%	224.037.663	99,97%	60.209	0,03%
<b>b) bb)</b>	Appointment of substitute members for employee representatives - Clemens Kress					
	224.097.873	90,89%	224.038.554	99,97%	59.319	0,03%

\*) equals the number of shares for which valid votes have been cast.

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		Valid votes cast *	In % of share capital	Voting Yes		Voting NO	
<b>Item 6</b>	Remuneration of the first Supervisory Board of Zalando SE	221.092.226	89,67%	221.091.276	99,99%	950	0,01%
<b>Item 7</b>	Authorization for the Company to acquire own shares pursuant to § 71 (1) no. 8 AktG and on their utilisation as well as on the exclusion of subscription and tender rights	224.043.895	90,87%	219.145.742	97,81%	4.898.153	2,19%
<b>Item 8</b>	Authorization to use derivatives in connection with the repurchase of own shares pursuant to § 71 (1) no. 8 AktG, and to exclude shareholders' subscription and tender rights	224.043.021	90,87%	219.103.829	97,80%	4.939.192	2,20%
<b>Item 9</b>	Cancellation of the Authorized Capital 2014 pursuant to § 4 (4) of the Articles of Association and the creation of a new (additional) authorized capital (Authorized Capital 2015) with the option of excluding subscription rights, and corresponding amendment of the Articles of Association	221.092.277	89,67%	209.601.861	94,80%	11.490.416	5,20%
<b>Item 10</b>	Authorization to issue convertible bonds and/or bonds with warrants and on the exclusion of shareholders' subscription rights; creation of Conditional Capital 2015 and amendment to the Articles of Association	221.092.269	89,67%	209.613.480	94,81%	11.478.789	5,19%
<b>Item 11</b>	Adjustment of the provision regarding the entitlement of new shares to participate in the profits in § 4 (5) sentence 4 of the Articles of Association (Conditional Capital 2013), § 4 (6) sentence 4 of the Articles of Association (Conditional Capital 2014) and § 4 (3) sentence 6 of the Articles of Association (Authorized Capital 2013), and corresponding adjustment of the authorizations on which these provisions are based	224.091.898	90,89%	224.091.034	99,99%	864	0,01%
<b>Item 12</b>	Amendment of § 10 (3) and (7) and of § 18 (1) of the Articles of Association of Zalando SE	224.097.829	90,89%	224.015.049	99,96%	82.780	0,04%
<b>Item 13</b>	Approval of a domination and profit and loss transfer agreement between Zalando SE and Zalando Fashion Entrepreneurs GmbH	224.097.919	90,89%	224.096.733	99,99%	1.186	0,01%

\*) equals the number of shares for which valid votes have been cast.