

#### 1. Introduction

In compliance with the provisions of section 6 of article 529 decies of the Capital Companies Law ("CCL") and articles 5.2, 14.3 and 17.1 of the Board of Directors Regulations of Fluidra, S.A. ("Fluidra" or the "Company"), the Company's Appointments and Compensation Committee ("ACC") issues this favorable report in respect of the proposal for the reelection of the director Mr. Óscar Serra Duffo as a member of the Company's board of directors (the "Report"), bearing in mind that the Annual Shareholders' Meeting of the Company to be held in 2021 shall mark the expiry of the statutory four-year term of office for which he was reelected, on the last occasion, on May 3, 2017.

# 2. Purpose of the Report

This Report is prepared for the purpose of complying with the provisions of section 6 of article 529 decies of the CCL.

In evaluating the reelection proposal, the ACC has considered the following: (i) Recommendation 14 of the Code of Good Governance for Listed Companies and sections 3 and 5 of Technical Guide 1/2019 on appointments and compensation committees, approved by the CNMV on February 20, 2019; (ii) applicable rules, including those of the Board Regulations and the Company's policy on the selection of directors; and (iii) the fact that the director's position is that of a proprietary director and his background as a member of the Board of Directors, on which he has served since 2007.

## 3. Aspects considered by the ACC

## 3.1 Competence, experience and merits

The view formed by the ACC is that Mr. Oscar Serra Duffo has the competence, experience and merits necessary to hold office as a director of Fluidra, as is reflected in the curriculum vitae attached hereto as **Schedule A**, of which the following aspects are to be highlighted:

- Knowledge of the Company: his excellent work as a Director and member of the Executive Committee to date; he has proven his worth with valuable contributions to the Board of Directors, based on his knowledge of the business activity and of the Company in particular, and of the Fluidra group's growth plans, having served as a director since 2007.
- He has a background and experience in marketing and communications, as is demonstrated
  by his management duties in various family businesses a few years back and, currently,
  his responsibilities in the management of various real estate and communications
  companies and family businesses.

• He is familiar with the Company's business and functioning, and the favorable evaluation of his performance during his most recent term of office make him an ideal candidate for reelection, so he can continue to contribute value to Fluidra's Strategic Plan from within the Company's Board of Directors.

Mr. Oscar Serra Duffo's experience, background and professional profile indicate that he has the merits and competence required to hold office as director and knowledge of the various sectors and areas that are relevant to the Company.

# 3.2. Evaluation by the ACC

## 3.2.1 Dedication

As regards the level of dedication required to serve as director of Fluidra, it has been verified that Mr. Oscar Serra Duffo's other professional duties, which are indicated in the professional profile set out above, will allow him to effectively dedicate the appropriate time to the Board of Directors of Fluidra and to any Board committees of which he is or could become a member.

# 3.2.2. Previous performance in the post

Mr. Oscar Serra Duffo has held office as a director of Fluidra since 2007 and is a member of the Executive Committee. The ACC has analyzed the work carried out by Mr. Oscar Serra Duffo and his dedication to the position, throughout the time he has served as director of the Company and for as long as he has been a member of the Executive Committee, and has found his performance as director to have been adequate, with a high level of attendance and informed participation at meetings of the Board and of the Executive Committee.

The Board of Directors greatly values Mr. Oscar Serra Duffo's experience and profound knowledge of the Company and its group and, in particular, of its business activities, acquired over previous terms of office serving the Company and which will enable him to continue making a highly positive contribution to the Board's functioning. In short, the view formed by the ACC is that Mr. Oscar Serra Duffo's background within the Company show that he has the competence, experience and merits required to continue to hold office as director.

3.2.3. Suitability and appropriateness of his knowledge, skills and experience in relation to the professional profiles defined by the Board of Directors and the ACC

In the analysis of Mr. Oscar Serra Duffo's suitability, much consideration has been given to his background and professional profile, which lend diversity to the Board. Having analyzed his curriculum vitae, the Board of Directors is of the opinion that his profile includes all the skills and experience necessary to hold office as director of Fluidra, making a valuable contribution by supplementing and enriching the competencies map of the Board as a whole.

On the other hand, Mr. Oscar Serra Duffo's professional profile is suited to the specific characteristics of the business in which the Company engages.

Similarly, Mr. Oscar Serra Duffo's experience in and knowledge of communications and marketing and business management and administration are of great value to the Board of Directors

## 3.2.4. Classing as a proprietary director

The ACC has verified that the candidate proposed meets the requirements to continue serving as proprietary director, pursuant to article 529 duodecies of the Capital Companies Law.

## 4. Conclusions reached by the ACC

The conclusion reached by the ACC in light of the foregoing is that the proposal to reelect Mr. Oscar Serra Duffo as a member of the Company's Board of Directors, for the statutory period of four years and as a proprietary director, is justified, and it has resolved unanimously to report in favor of such proposal for its subsequent submission, if appropriate, to the Company's Shareholders' Meeting.

## **SCHEDULE A:**

## Mr. Oscar Serra Duffo

Born in Barcelona in 1962. Degree in Business Administration from Escuela Management School, 1981.

He began his career in the marketing areas of various family businesses, including most notably La Casera and Schweppes.

In 1989, he joined the Sales department of Plasteral, as head of the Spas division.

He has been linked to the marketing and communications areas throughout his entire professional career.

He does not currently provide services to the **Fluidra** Group, his professional activity being centered on the management of various real estate and communications companies and family businesses.

Óscar Serra Duffo is chairman of the Board of Directors of Boyser, S.L.