

## REPORT BY THE APPOINTMENTS AND COMPENSATION COMMITTEE OF FLUIDRA, S.A. IN RELATION TO THE APPOINTMENT AS PROPRIETARY DIRECTOR OF MR. BERNAT GARRIGÓS CASTRO, WHICH IS PRESENTED TO THE BOARD OF DIRECTORS TO BE SUBMITTED TO THE ANNUAL SHAREHOLDERS' MEETING

### 1. Introduction

In compliance with the provisions of section 6 of article 529 decies of the Capital Companies Law ("**CCL**") and articles 5.2 and 17.1 of the Board of Directors Regulations of Fluidra, S.A. ("**Fluidra**" or the "**Company**") and of article 6(iii) of the Regulations of the Appointments and Compensation Committee of Fluidra, the Company's Appointments and Compensation Committee ("**ACC**") issues this favorable report in respect of the proposal for the appointment of the director **Mr. Bernat Garrigós Castro** as a member of the Company's board of directors (the "**Report**").

The proposed appointment arises from the resignation tendered by Piumoc Inversions, S.L.U., represented by Bernat Garrigós Castro, from the post of Company director, through a letter dated March 29, 2022 and effective as from May 5, 2022.

The resignation is a consequence of the modification introduced under Law 5/2021, of April 12, 2021, amending the revised Capital Companies Law, approved by Legislative Royal Decree 1/2010, of July 2, 2010 and other pieces of financial legislation, as regards the encouragement of long-term shareholder engagement at listed companies, with this amendment establishing that the boards of listed companies must only comprise natural persons.

### 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 appointment 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 as the natural person representing the director Piumoc Inversions, S.L.U. since 2018.

### 3. Aspects considered by the ACC

#### 3.1 Competence, experience and merits

The view formed by the ACC is that Mr. Bernat Garrigós Castro 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, given that his holding of the post of natural person representing the hitherto proprietary director of the Company, Piumoc Inversions, S.L.U., and representing the proprietary director that preceded the latter, Aniol, S.L., has enabled him, for years now, to become highly familiar with the Company, as well as with its group growth plans;
- highly qualified professional profile for holding the post of proprietary director, based both on his broad experience and on his knowledge of various business fields, including most notably the duties he performed at various companies some years ago and, at present, his current responsibility as CEO of Aniol, S.L., where he has proven experience in the fields of the environment, new technologies and corporate investments;
- his close proximity to the business and the Company, which gives him special motivation to continue adding value to the Company from the Board of Directors and the ACC; and
- the combination of the candidate's attributes and skills, which will enable him to contribute to the tasks performed by the managing body for the supervision and control of the Company.

Mr. Bernat Garrigós Castro'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. Bernat Garrigós Castro'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 could become a member.

### **3.2.2. Previous performance in the post**

Mr. Bernat Garrigós Castro has held the post of natural person representative of the proprietary director of Fluidra, Piumoc Inversions, S.L.U., since 2018 and he previously held the post of natural person representative of the proprietary director of Fluidra that preceded Piumoc Inversions, S.L.U., namely, Aniol, S.L. The ACC has analyzed the work carried out by Mr. Bernat Garrigós Castro and his dedication to the position, throughout the time he has served as natural person representative of the director of the Company Piumoc Inversions, S.L.U., 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.

The Board of Directors greatly values Mr. Bernat Garrigós Castro'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. Bernat Garrigós Castro'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. Bernat Garrigós Castro'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. Bernat Garrigós Castro's professional profile is suited to the specific characteristics of the business in which the Company engages.

### 3.2.4. Classing as a proprietary director

The ACC has verified that the candidate proposed meets the requirements for his appointment 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. Bernat Garrigós Castro 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. Bernat Garrigós Castro**

Born in Barcelona in 1967. He obtained a Degree in Biology from the University of Barcelona in 1991, and later, in 1994, studied for a Master's Degree in Environmental Management at Duke University and an Executive Development Programme organized by IESE Business School. Since 2004, Bernat has managed Aniol, S.L.

He is currently involved in a number of projects involving new technologies. His career in the Fluidra Group has included posts in several companies. From 1995 to 1998 he was Product Manager at Astral Grup and subsequently held the post of Production Manager at Servaqua, SA, until 2002. Bernat Garrigós Castro is CEO of Aniol, S.L. and of Piumoc Inversions, S.L.U. He is also chairman of Fundación Alive. He also sits on the board of directors of Contralsa, S.R.L.