

REPORT BY THE APPOINTMENTS AND COMPENSATION COMMITTEE OF FLUIDRA, S.A. IN RELATION TO THE REELECTION AS EXECUTIVE DIRECTOR OF MR. BRUCE W. BROOKS, 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 reelection of the director **Mr. Bruce W. Brooks** as a member of the Company's board of directors (the "**Report**"), with the category of executive director.

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 an executive director, his background as a member of the Board of Directors, on which he has served since 2018, and the evaluations of his performance carried out by the Board of Directors itself.

3. Aspects considered by the ACC

3.1 Competence, experience and merits

The view formed by the ACC is that Mr. Bruce W. Brooks has the competence, experience and merits necessary to hold office as executive director of Fluidra, in which respect attention is drawn to the following aspects:

- his career and highly qualified professional profile for the discharge of the functions of executive director of the Company, due to his extensive experience and training;
- his training, experience and knowledge in the area of management and running of organizations;
- his ability to lead, develop and execute the short-, medium- and long-term strategy of the companies, highlighting his leadership in the management of strategic, operating and organizational processes; and

- his knowledge of the Company's business, which has enabled him to add value to the Company's Strategic Plan, as well as to the procedure for the integration of the Zodiac Group into the Fluidra Group, following its merger by absorption in 2018. During the time he has served as CEO, major economic and business objectives have been attained, with the Company consolidating its leadership position in the pools and wellness sector worldwide.

3.2 Evaluation by the ACC

3.2.1 Dedication

As regards the level of dedication required to serve as executive director of Fluidra, it has been verified that Mr. Bruce W. Brooks has no external responsibilities which would prevent him from serving as executive director and effectively dedicating himself to his duties as such, or from performing his duties on the Board of Directors and any Board committees of which he is or could become a member in Fluidra.

3.2.2. Previous performance in the post

Mr. Bruce W. Brooks has held office as a director of Fluidra since 2018; he is its CEO and a member of the Executive Committee. The ACC has analyzed Mr. Bruce W. Brooks' performance and dedication to his duties.

a) Main achievements in recent years

Some of Bruce W. Brooks' main achievements while serving as CEO of the Company are set out below.

- Since 2018, he has led the largest corporate operation carried out in the swimming pool and Fluidra sector, successfully integrating the Zodiac Group, thus achieving world leadership in the Pool & wellness sector, which has led to an increase in the Company's growth opportunities, achieving a leading position in the largest market in the world, the United States, a reduction in operating costs and the generation of synergies.
- Excellent management of the Group in an environment of pandemics and, more recently, of generalized tensions in the world in relation to price increases in raw materials, components and transport.
- At the end of 2021 and since the merger announced in 2017, the Company has achieved an increase in sales of 70% and in EBITDA of 160%. The share has appreciated from the end of 2017 to 31 December 2021 by 198%, while the Ibex 35 has appreciated by -13% in the same period.
- During 2021, the company made investments in the world's most important market, the United States, worth 500 million euros (acquisitions of CMP, Taylor Water Technologies, SR Smith and Built Right), substantially strengthening its presence in that country.

- Despite the investments made, the volume of dividends paid in 2021 (EUR 78 million) and the purchase of treasury shares in 2021 to cover the incentive plan (EUR 87 million), the net debt/EBITDA ratio is 1,9X at the end of 2021.

b) Outcome of annual evaluations and external recognition

Each year, the Board of Directors evaluates Mr. Bruce W. Brooks in his role as CEO, with the Directors placing particular importance on his performance, the fulfillment of targets and the results obtained, his ability to maintain a dialog with Directors, his reputation and his ability to inspire trust among the investor community, as well as his leadership and dedication and his knowledge of both the Company and its business. In the past four years, the results of these evaluations were very high in terms of personal performance, specifically looking at the implementation of corrective measures to boost the Company's earnings, the execution of the integration process with the Zodiac Group, and subsequently to the creation of a single culture for the entire group, to the expansion of results in the different geographical areas where the Company operates (North America, EMEA and Asia Pacific), to the inorganic growth of the Group through acquisitions, to the increase in the group's capacity to generate cash and to the implementation of the ESG strategy in the group, to the generation of shareholder value including the incorporation of Fluidra in the Ibex-35, among other aspects.

In view of the foregoing, the ACC greatly valued Bruce W. Brooks' experience and profound knowledge of the Company and its group and, in particular, of its business activities, acquired over his previous term of office serving the Company. In short, the view formed by the ACC is that Bruce W. Brooks' history within the Company shows that he has the competence, experience and merits required to continue to hold office as director and as CEO.

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. Bruce W. Brooks' suitability, much consideration has been given to his professional career and profile. Having analyzed his curriculum vitae, the ACC considers that his profile reflects the knowledge and experience needed to serve as director and as CEO of Fluidra.

3.2.4. Classing as an executive director

The ACC has verified that the candidate proposed meets the requirements to continue serving as executive 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, and having considered his background, his professional performance and personal skills, is that the proposal to reelect Mr. Bruce W. Brooks as a member of the Company's Board of Directors for the statutory period of four years and as an executive director, is justified; and it has therefore resolved unanimously to report in favor of such proposal for its subsequent submission, if appropriate, to the Company's Shareholders' Meeting.

Schedule A

Mr. Bruce W. Brooks

Bruce W. Brooks holds a Degree in Marketing from the University of Virginia. Bruce brings significant experience in international management to Fluidra, after more than 20 years at Black & Decker Corporation.

In 1986, shortly after obtaining his degree, he started his career at that company, where he held a number of different posts over the years, including group vice-president, president of the consumer product group, president of construction tools and vice-president of mechanical tools. In 2011, he joined Zodiac Pool Solutions where he held the post of CEO. During his time at Zodiac, Bruce brought the company to an approach focused on the residential pool market, thus leading the company's financial resurgence after 2011. In 2016, Bruce oversaw the successful transition of ownership from the Carlyle Group to the Rhône Group and in 2018 he played a decisive role in the plan to integrate with Fluidra.

Throughout his career, Bruce has shown great skill in the management and development of existing companies as well as in their expansion into new markets, at both domestic and international level and is highly valued for his strategic reasoning and his capacity to develop and execute systems and processes with the successful attainment of short and long-term goals. Bruce Brooks holds the post of CEO and is also a member of the Board of Directors of Fluidra.