

REPORT BY THE APPOINTMENTS AND COMPENSATION COMMITTEE OF FLUIDRA, S.A. IN RELATION TO THE REELECTION AS PROPRIETARY DIRECTOR OF MR. M. STEVEN LANGMAN, 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. M. Steven Langman** as a member of the Company's board of directors (the "**Report**"), with the category of proprietary 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 a proprietary director and his background as a member of the Board of Directors, on which he has served since 2018.

3. Aspects considered by the ACC

3.1 Competence, experience and merits

The view formed by the ACC is that Mr. M. Steven Langman 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:

- his highly qualified professional profile for the discharge of the functions of proprietary director, both due to his extensive experience and his knowledge in various business fields, notably his broad experience in mergers, acquisitions, divestments and complex international transactions, and in negotiations and investments in diverse sectors;
- his training, experience and knowledge of economic and financial aspects, management, leadership and business strategy; 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 Fluidra.

Mr. M. Steven Langman'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. M. Steven Langman'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. M. Steven Langman has held office as a director of Fluidra since 2018 and is a member of the Appointments and Compensation Committee. The ACC has analyzed the work carried out by Mr. M. Steven Langman 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 Appointments and Compensation 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 Appointments and Compensation Committee.

The ACC greatly values Mr. M. Steven Langman'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. M. Steven Langman'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. M. Steven Langman'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. M. Steven Langman's professional profile is suited to the specific characteristics of the business in which the Company engages.

Similarly, Mr. M. Steven Langman's experience in and knowledge of 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. M. Steven Langman 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. M. Steven Langman

Mr. Langman co-founded Rhône in 1996 and has been responsible for the day-to-day management of the company since its inception. Rhône is an alternative asset management company specializing in private equity.

He is a Member and Managing Director of Rhône. Before founding Rhône, Mr. Langman was a Managing Director at Lazard Frères, where he specialized in mergers and acquisitions. Before joining Lazard Frères, Mr. Langman worked in the mergers and acquisitions department of Goldman Sachs. He has over thirty years of experience in finance, analysis and investments in public and private companies. In addition to Fluidra, S.A., Mr. Langman currently serves on the Boards of Directors of companies in which Rhône holds investments, including Baker & Baker Group Ltd., Hudson's Bay Company, Lummus Technology L.L.C., Vista Global Holdings and Wellbore Integrity Solutions LLC.

He graduated with honors from the University of North Carolina at Chapel Hill and holds a master's degree from the London School of Economics.