

**Proposal tabled by the Board of Directors of Fluidra, S.A. on the proposal to approve
the Directors' Remuneration Policy**

19 March 2024

1. Introduction

Section 529.2 of the Capital Companies Act (“LSC”) stipulates that the AGM must approve the Directors’ Remuneration Policy at least every three years. The draft Directors’ Remuneration Policy must be put forward and accompanied by a specific report written by the Appointments and Remuneration Committee. The two documents must be made available to the shareholders on the company’s website when the AGM is called. Shareholders will be entitled to have them sent to them free of charge.

Pursuant to section 529.2 of the LSC, the Board of Directors of Fluidra, S.A. (“**Fluidra**” or the “**Company**”), following the report issued by the Appointments and Remuneration Committee (“**ARC**”) that has been attached as **SCHEDULE I**, it approved the proposal tabled to approve the Fluidra Directors’ Remuneration Policy (“**Remuneration Policy**”), which will be submitted for approval by the Company’s AGM (“**AGM**” or “**Meeting**”) on 8 May 2024.

2. Grounds for the proposal

The Remuneration Policy for fiscal years 2022 through to the 2024 year-end was approved in 2022. It entered into force on the date of its approval. Therefore, as provided for in section 529.2 of the LSC, the Remuneration Policy approved in 2022 must come up for renewal before the end of the fiscal year in which it remains in force. Following approval by the AGM, the new Policy would come into force from its date of approval for the three following fiscal years, that is, until 31 December 2027.

The Remuneration Policy whose approval is being proposed continues along the same lines as that currently in force insofar the principles, structure and the content of remuneration packages are concerned. It therefore adheres to the same principles and rules as the previous policy, namely, that remuneration should be reasonably commensurate to the size of the Company, its financial position and market standards for comparable companies, and should be geared towards promoting the creation of value sustainable over the long term by linking the remuneration of directors to results and to the shareholders' best interests, while including the necessary safeguards to avoid excessive risk-taking and rewarding of poor results.

However, it was considered timely to make some adjustments to it so that it was closer in line with the interests of stakeholders, the Group's strategy, and the practices in the sector and in comparable companies. In this respect, a new comparative analysis has been undertaken in order to bring the remuneration received by the Directors in respect of their functions as such, and the remuneration of the Executive Directors, into line with that found in companies that are comparable in terms of their size, sector, and the domestic and international markets in

which they operate. This analysis was undertaken by the consulting firm Willis Towers and Watson in relation to the Executive Directors. This analysis used the following criteria to select the baseline group: companies in the same industrial sector and companies considered to be competitors in terms of talent, whose turnover and market capitalization is approximately between 25 and 400% of that of Fluidra, and whose main HQ is in Europe and the USA, in order to reflect Fluidra's geographical context. Consideration has also been given to the information received from institutional investors and proxy advisors, as well as to the provisions of the Good Corporate Governance Code in relation to Directors' remuneration.

This Remuneration Policy is in line with the best good governance practices and market trends, as well as being transparent so that the principles on which it is based can be clearly appreciated.

The changes made from a quantitative perspective are described below:

- An increase in the maximum annual remuneration payable to the directors for their functions as such, effective as of 8 May 2024, in order to adapt it to the rise in the number of the members of the Board, so it has changed from 2,000,000 euros to 2,200,000 euros.
- The possibility of approving a new long-term incentive for Fluidra's key and executive directors while the Policy still applies, namely, in 2024, which is the first year in the last cycle of the 2022–2026 Plan.

The aim of all the above is to ensure that Directors' remuneration is commensurate with the Company's current size and with the value generated for the shareholders, and that it promotes the retention of key talent and alignment with market practices at both a domestic and international level.

3. Term

Notwithstanding the provisions of the LSC on the remuneration policies of Board members, the Remuneration Policy will remain in force from its date of approval in 2024 through to fiscal years 2025, 2026 and 2027, unless it is amended, adapted, updated or replaced at any time, in which case such changes will be submitted to Fluidra's AGM for approval.

4. Conclusions

Based on the foregoing, Fluidra's Board of Directors, subsequent to a favorable report by the ARC, has concluded that the Remuneration Policy put forward to Fluidra's AGM for approval, which has been attached as **SCHEDULE II**, complies with the laws in force and follows the

latest recommendations and best practices on remuneration, as well as falling in line with the following principles:

- It contributes to the Company’s business strategy, long-term interests, sustainability, value creation and its commitment to ESG (“Environment, Social and Governance”) matters.
- It is clear, understandable and describes the various items that make up the fixed and variable remuneration paid to the Directors.
- It ensures that the remuneration paid falls in the framework of the principle of prudence and provides incentives, in line with the Directors’ levels of responsibility, workload, expertise and performance in the discharge of their duties.
- It is in keeping with the principles and recommendations adopted by the Company on Corporate Governance matters.
- It responds to market standards and practices, and is consonant with the Company’s strategic approach, as a result of which it is effective for attracting, motivating and retaining the best professionals.

SCHEDULE I

**Report issued by the Board of Directors of Fluidra, S.A. on the proposal to approve
the Directors' Remuneration Policy**

SCHEDULE I

Fluidra S.A. Directors' Remuneration Policy