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ISSUER IDENTIFICATION

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Year-end date:

[ 31/12/2022 ]

Tax  
ID:

[ A-17728593 ]

Company Name:

[ **FLUIDRA, S.A.** ]

Registered address:

[ AVENIDA ALCALDE BARNILS, 69 (SANT CUGAT DEL VALLES) BARCELONA ]

**A. CORPORATE COMPENSATION POLICY FOR THE CURRENT FISCAL YEAR**

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- A.1.1 Explain the current director compensation policy applicable to the year in progress. To the extent that it is relevant, certain information may be included in relation to the compensation policy approved by the General Shareholders' Meeting, provided that these references are clear, specific and concrete.

The specific determinations for the year in progress should be described, both the compensation of directors in their status as such and as a result of their executive functions carried out for the Board pursuant to the contracts signed with executive directors and to the compensation policy approved by the General Shareholders' Meeting.

In any event, the following aspects should be reported:

- a) Description of the procedures and bodies at the company involved in the determination and approval of the compensation policy and its terms and conditions
- b) Indicate and, where applicable, explain whether comparable companies have been taken into account in order to establish the company's compensation policy.
- c) Information on whether any external advisors took part in this process and, if so, their identity
- d) Procedures included in the current compensation policy for directors for making temporary exceptions to the policy, the conditions under which such exceptions can be made and the components that may be subject to exception under the policy.

The 2022 General Shareholders' Meeting approved Fluidra's Compensation Policy for Directors ("Compensation Policy" or "Policy"), applicable from the approval date through December 31, 2024.

According to the principles and foundations of the Compensation Policy, compensation should be reasonably proportionate to the Company's importance, its economic situation and the market standards of comparable companies. It should be geared towards promoting the creation of sustainable long-term value, linking directors' compensation to business performance and shareholders' interests and incorporating the necessary safeguards to avoid excessive risk-taking and the rewarding of unfavorable results.

Additionally, Fluidra takes into account the economic environment, the Company's results, the strategy of the Fluidra group, best market practices and Corporate Governance recommendations in relation to compensation.

The Compensation Policy establishes that Fluidra's Board of Directors, on the recommendation of the ACC, may approve temporary exceptions to the Compensation Policy under exceptional circumstances where it is necessary to serve the long-term interests and sustainability of Fluidra as a whole or to ensure its viability. The details of and justification for temporary exceptions will be included in the pertinent Annual Compensation Report.

- A.1.2 Relative importance of variable compensation items vis-à-vis fixed compensation (compensation mix) and the criteria and objectives taken into consideration in their determination and to guarantee a suitable balance between

the fixed and variable components of the compensation. In particular, indicate actions taken by the company in relation to the compensation plan to reduce exposure to excessive risk and adjust it to the company's long-term objectives, values and interests, including, where applicable, a reference to the measures which are planned to guarantee that the compensation policy is consistent with the company's long-term results, the measures adopted in relation to personnel whose professional performance has material repercussions on the company's risk profile and the measures planned to avoid conflicts of interests, if any.

Furthermore, state whether the company has established any period for the accrual or consolidation of certain variable compensation items, in cash, shares or other financial instruments, any deferral period in the payment of amounts or the handover of accrued and consolidated financial instruments, or if

any clause exists reducing the deferred compensation or that obliges the director to return compensation received, when such compensation has been based on certain figures that have clearly been shown to be inaccurate has been agreed.

According to the Compensation Policy, only the Executive Directors receive short-term and long-term variable compensation. This is in compliance with CNMV recommendation no. 57, according to which variable compensation linked to the company's performance and personal performance, and that consisting of the award of shares, options or rights over shares or instruments linked to share value, must be confined to Executive Directors.

The compensation system for Executive Directors reflects a balanced and efficient relationship between fixed components and variable annual or multi-year components. Variable compensation is set with a medium- and long-term view, which provides an incentive for performance in strategic terms in addition to the achievement of short-term results, considering the current situation and the Company's outlook and objectives with regard to sustainable growth, without the variable compensation threatening the Company's ability to maintain its solvency and financial situation. The Compensation Policy seeks to promote and favor the achievement of the Company's strategic objectives by incorporating long-term incentives, reinforcing continuity in the Company's competitive development, fostering motivation, loyalty and retention, whilst keeping compensation in line with best practices.

#### 1. Annual variable compensation ("AVC")

According to the current Compensation Policy, the AVC, weighted according to the attainment scale, may not exceed 150% of the fixed compensation for executive functions once the level of attainment of objectives is applied. The attainment scale for economic objectives ranges from 0% of the incentive to a maximum of 185% of the AVC target if the maximum values for each indicator are achieved or exceeded.

The setting of the percentage represented by AVC in relation to fixed compensation for executive functions, the indicators, and the evaluation of performance shall be determined annually by the board of directors, upon a proposal by the ACC, which shall subsequently determine the levels of achievement. In order to receive the full amount of the annual bonus, the Executive Director must still be associated with Fluidra on December 31 of the year in which the bonus is to be paid. In the event of termination of their relationship with Fluidra prior that date, they shall receive the proportional part of the variable compensation to which they would have been entitled in the event of continuing through to December 31 which corresponds to the part of the year for which they have remained with Fluidra.

#### 2. Long-term variable compensation

The Executive Directors may participate in long-term incentive plans based on Fluidra equity instruments, or linked to the value of such instruments, established by the Company for its executive personnel ("LTI").

The LTI will entitle its beneficiaries to receive, once a certain period of time has elapsed, an amount in shares or other instruments, or options over the same, or cash, subject to fulfillment of the conditions and strategic objectives established in the LTI. Those plans shall be of a recurring nature, their specific conditions being set by the Board of Directors upon a proposal by the ACC. They must be in alignment and compatible with the principles of the Compensation Policy and be approved by the Fluidra Shareholders' Meeting insofar as may be required.

The LTI in force at Fluidra is the 2022-2026 Plan that the Board of Directors, on the recommendation of the ACC, submitted for approval at the 2022 General Shareholders' Meeting.

The compensation mix is as follows, depending on the level of attainment attached to the bonus: Variable Annual Compensation (% of fixed compensation):

Executive Chairman: minimum: 0%, target: 100%; maximum 185%;

CEO: minimum: 0%, target: 150%, maximum: 277.5%

Long-term incentive (% of fixed compensation):

Executive Chairman: minimum: 0%, target: 150%; maximum 258%;

CEO: minimum: 0%, target: 150%, maximum: 258%

Does not include in kind compensation or contributions to pension plans, since the amount is negligible. The amounts reflect the average annualized percentage of the 2022-2026 LTI based on the FR on the approval date.

The principles regulating the Company's Director Compensation Policy take into account the shareholders' interests and prudent risk management. The compensation system therefore seeks to promote the Company's long-term profitability and sustainability and includes the necessary safeguards to prevent excessive risk-taking and the rewarding of poor results.

The measures that the Company has established for determining an appropriate risk management and promoting sustainability of results are:

#### AVC:

\* There is no entitlement to receive a guaranteed variable annual compensation.

-The maximum AVC may not exceed 150% of the Executive Director's fixed compensation weighted by the level of attainment scale (with a maximum of 277.5% of the fixed compensation in the event of overachievement of objectives).

- The parameters of the AVC are defined annually, the objectives being set by the Board upon a proposal by the ACC, having regard to the variables which have been identified within the Company's risk map.

- Defined scales of achievement for each objective based on the Company's results are included. Any variation in the Company's results will affect the degree of achievement of the objectives and directly affect the amount of the AVC to which - where appropriate - the Executive Directors may be entitled.

- The AVC accrues annually and is paid annually in arrears, within the first quarter of the calendar year following the year of accrual, once the fulfilment of the associated objectives is verified.

#### LTI:

- There is no guaranteed right to receive the long-term incentive.

-Long-term compensation is linked to specific financial metrics, including defined scales of achievement for each objective based on the Company's results.

- Pursuant to the Compensation Policy, the incentive to be settled shall take into account any qualifications in the external auditor's report that reduce the Company's earnings.

- The payment of the long-term incentive must be deferred for the minimum period of time necessary to verify that the pre-established conditions to which it is linked have indeed been met ("malus" clause).
- The long-term compensation system for Executive Directors imposes on them the obligation to maintain the ownership of a certain number of any shares they may receive under long-term incentive plans.
- The long-term compensation corresponding to the Executive Directors is subject to a clawback clause, which enables the Company to demand reimbursement of the compensation if it becomes evident that the payment was made based wholly or in part on information which has subsequently been proven to be false or seriously inaccurate.

Finally, insofar as the measures intended to avoid conflicts of interest as set forth in the Board Regulations, the directors agree:

- Not to participate, directly or indirectly, in professional or commercial transactions with the Company unless they are duly authorized by the Company in keeping with the terms of the law, the by-laws and the Board Regulations.
- To report conflicts of interest to the Board of Directors.
- To abstain from deliberating and voting on resolutions in which he or a related person has a direct or indirect conflict of interest, unless they are legally authorized to do so. Excluded from this prohibition are resolutions or decisions that affect the director in his capacity as such, such as the appointment or removal from office on the administrative body or others of a similar nature.
- To take the measures necessary to avoid situations in which their own interests or those of others they represent, could conflict with the corporate interest and their duty to the Company.

**A.1.3** Amount and nature of fixed components that are due to be accrued during the year by directors in their status as such.

The maximum annual compensation Directors may earn for the supervisory and collegiate decision-making functions inherent to their status as such to be submitted to the General Shareholders' Meeting for approval is €2,000,000.

The aforementioned amount is, in any case, a maximum limit, and it falls to the Board to propose how that amount will be distributed amongst the different components and the directors, in the form, at the time and in the proportions freely determined by the Board in light of the functions and responsibilities attributed to each one, their membership of and positions held on the Board Committees, and any other objective circumstances which may be deemed relevant. Of that amount, the breakdown of the fixed compensation per position and responsibilities of the members of the Board that is expected to accrue in fiscal year 2023 is as follows (the compensation will be the same as in 2022 following approval of the Policy):

- 90,000 euros per annum for each member of the Board of Directors.
- For the responsibility and dedication required of members of the various Committees and that involved in the Presidency and coordination of the Board: An additional 20,000 euros per annum for each member of the ACC, except for the Committee chairman, who will receive an additional 40,000 euros.
- An additional €20,000 per annum for each member of the Audit Committee, except for the Committee chairman, who will receive an additional €40,000.

An additional 12,000 euros per annum for each member of the Delegated Committee.

An additional 50,000 euros per annum for the Chairman of the Board of Directors.

An additional 25,000 euros per annum for the coordinator of the Board of Directors

However, the Executive Directors who are members of the different Committees shall not receive any additional amount for their membership thereof.

Allowances for attendance at Board or Committee meetings are 8,000 per annum. The amount received by those Directors who reside outside of Europe, however, is 20,000 euros per annum.

Finally, Directors will be reimbursed for duly justified expenses incurred in the course of rendering their services to the Company.

**A.1.4** Amount and nature of fixed components that are due to be accrued during the year for the performance of senior management functions of executive directors.

The fixed cash compensation to be paid to executive directors in 2023 is as follows:

- Mr. Eloy Planes: 500,000 euros
- Mr. Bruce Brooks: 600,000 euros

The current compensation policy anticipates an annual review of fixed compensation by the Board of Directors at the proposal of the ACC for the years in which it is in force (2022-2023-2024). The policy does not envisage increases in excess of 20% throughout the period it is in force. There were no salary rises in 2023. In addition, Mr. Bruce Brooks receives tax and legal advice.

Part of Mr. Bruce Brooks' compensation is paid by another company of the Fluidra Group.

**A.1.5** Amount and nature of any component of in kind compensation that will accrue during the year, including, but not limited to, insurance premiums paid in favor of the director.

Executive Directors receive the following in kind compensation:

- Under the Fluidra policy for executive personnel, the Company provides each Executive Directors with a vehicle at an estimated cost of €8,000 for Mr. Eloy Planes and €12,000 for Mr. Bruce Brooks in 2023.

- The Company assumes the cost of a life insurance policy covering the Executive Directors against the contingencies of death and disability. As of the date of this Report, the estimated annual premium for 2023 is €19,000 for Eloy Planes and €16,000 for Mr. Bruce Brooks.
  - Fluidra assumes the cost of a family medical insurance policy, for which the annual premium for 2023 is approximately €6,000 for Mr. Eloy Planes and €8,000 for Mr. Bruce Brooks.
- Part of Mr. Bruce Brooks' compensation is paid by another company of the Fluidra Group.

**A.1.6** Amount and nature of variable components, differentiating between those established in the short and long term. Amount and nature of variable components, differentiating between those established in the short and long term. Financial and non-financial parameters, including social, environmental and climate change parameters selected to determine variable compensation in the year in progress, explaining the extent to which these parameters are related to performance, both of the director and the company, together with their risk profile, and the methodology, timetable and techniques established to determine the degree of compliance with the parameters used in the design of the variable compensation, explaining the applicable criteria and factors in terms of the time required and the methods used to effectively verify compliance, with the performance conditions or any others to which the accrual is tied and the consolidation of each component of variable compensation.

State the range, in monetary terms, of the different variable components according to the degree of compliance with the objectives and parameters established, and whether any maximum monetary amounts exist in absolute terms.

The variable compensation system for the Executive Directors for 2023 includes two components: annual variable compensation (AVC) and a long-term incentive (LTI).

(i) AVC:

In accordance with the terms of their respective contracts, the Executive Directors receive AVC linked to the achievement of economic and management objectives related to the budget set by the Board of Directors for each year. The objective criteria to be used to calculate the AVC for 2023 are as follows:

- The Executive Chairman's AVC for 2023, prior to weighting based on the achievement scale, is 100% of the fixed compensation for executive functions. The achievement scale ranges from a payment of 40% of the variable amount, in the event of achieving the minimum levels established for each indicator (0% if the minimum levels are not achieved), up to maximum payment of 185%, in the event of achieving or exceeding the maximum levels established for each indicator.
- The CEO's AVC for 2023, prior to weighting based on the achievement scale, is 150% of the fixed compensation for executive functions. The achievement scale ranges from a payment of 40% of the variable amount, in the event of achieving the minimum levels established for each indicator (0% if the minimum levels are not achieved), up to maximum payment of 185%, in the event of achieving or exceeding the maximum levels established for each indicator.

The indicators for 2023:

- (i) 85% economic objectives: Free Cash-Flow (25%), PF cash EPS (25%), EBITDA (25%) and total sales growth (10%) and
- (ii) 15% management objectives: within the management objectives, 4% are linked to attaining the company's ESG ("Environment, Social and Governance") objectives, in addition to all other strategic management targets of the company, such as development plans that take diversity into consideration related to the IT, IoT and Data Department.

The achievement scale for the economic objectives in 2023 is as follows:

Free cash flow: 80% of the objective for entitlement to payment of 40% of the AVC linked to this objective, and 120% for entitlement to 200%.  
Cash Earning Per Share: 70% of the objective for entitlement to payment of 40% of the AVC linked to this objective, and 130% for entitlement to 200%.  
Ebitda: 80% for entitlement to payment of 40% of the AVC linked to this objective, and 120% for entitlement to 200% of the variable target. Total growth in sales: 50% of the objective for entitlement to payment of 40% of the AVC linked to this objective, and 150% for entitlement to 200%.

If the management objectives are achieved, the payout would be 100% of the target AVC linked to these objectives; otherwise it would be 0%.

At the end of the fiscal year, upon receipt of the appropriate supporting documentation, the Board of Directors, on the recommendations of the ACC, will assess the degree of compliance with the objectives set at the beginning of the fiscal year and approve the amount of the AVC to be received by each executive director based on the degree of compliance achieved. Once the amount of the incentive is approved, it will be paid in cash after Fluidra's annual accounts have been drafted, taking into account, where applicable, any provisos in the external auditor's report.

(iii) LTI:

In 2023 the Executive Directors are beneficiaries of the 2022-2026 Plan:

The 2022-2026 Plan for key senior management and executive directors of the Fluidra group was approved at the 2022 General Shareholders' Meeting.

The goal of the plan is to incentivize, motivate and build loyalty among Fluidra's management team by linking part of their compensation to the value of the Company's stock

to align the interests of the beneficiaries with those of shareholders by offering them competitive compensation that is in line with market compensation practices and the Fluidra group's new organization and strategy.

The basic conditions of the 2022-2026 Plan are as follows:

Instrument: The 2022-2026 Plan is implemented through the award of a certain number of units ("PSUs") which will then be used as a reference in order to determine the final number of Shares to be delivered to the Beneficiaries after a certain period of time, as long as certain strategic objectives of the Fluidra Group are fulfilled and the requirements provided for in the Regulations are met.

Term The 2022-2026 Plan has a term of five (5) years, running from January 1, 2022, with effect from the date of approval of the Plan by the Fluidra Shareholders' Meeting (the "Start Date") until December 31, 2026 (the "End Date"), without prejudice to the effective settlement of the last cycle of the Plan, which will take place in June 2027.

The Plan is divided into three (3) independent cycles (the "Cycles") and will have three award dates (the "Award Dates") for the target incentive to be received in the event of achieving 100% of the objectives to which it is linked ("Target Incentive"), each of which will take place in 2022, 2023 and 2024, respectively. Each one of the Cycles will have an objective measurement period of three (3) years (the "Measurement Period"), starting on January 1 of the year in which the Cycle begins (the "Measurement Period Start Date") and ending three (3) years after the Measurement Period Start Date, that is, on December 31 of the year the Measurement Period for the Cycle ends (the "Measurement Period End Date").

Once the Measurement Period for each Cycle has ended, the associated incentive to which each of the Beneficiaries will be entitled will be determined according to the degree of achievement of the objectives established for the Cycle in question ("Degree of Achievement")

The incentive corresponding to each Cycle of the Plan will be settled in the month of June of the year after the Measurement Period End Date, following approval of the financial statements for the year in which the Measurement Period of the Cycle in question ends (the "Settlement Date").

Beneficiaries: The beneficiaries of the 2022-2026 Plan (the "Beneficiaries") will be the members of the management team of Fluidra and of the subsidiaries making up the Fluidra Group, as determined by the Board of Directors of Fluidra, at the proposal of the Appointments and Compensation Committee, who are expressly invited to participate in the Plan via a letter of invitation (the "Letter of Invitation") and who expressly accept such invitation.

For these purposes, the Fluidra Shareholders' Meeting designates as Beneficiaries of the 2022-2026 Plan those directors of Fluidra who, during the term of the Plan, are attributed executive functions in the Fluidra Group ("Executive Directors"). At the date of approval of the Plan by the Fluidra Shareholders' Meeting, the Executive Directors are Mr. Eloy Planes, Executive Chairman, and Mr. Bruce Brooks, CEO.

Maximum number of Shares included in the Plan: The total number of Shares which, in implementation of the Plan, will be delivered to the Beneficiaries at the end of each Cycle will be that resulting from dividing the maximum amount allocated to each Cycle by the weighted average closing price of the Shares for the trading sessions taking place on the thirty (30) days prior to the Measurement Period Start Date of the Cycle in question (the "Reference Value"). The maximum total amount allocated to the Plan if 100% of the related objectives are met is €55 million.

The maximum amount to be allocated to each Cycle of the Plan, if 100% of the objectives are met, will be determined by the Board of Directors following a report from the Appointments and Compensation Committee, but may not exceed a total of €55 million for all three Cycles of the Plan.

In any event, if 100% of the objectives are met, the total number of Shares to be delivered in implementation of the Plan to all of the Beneficiaries in the three Cycles may not exceed 0.8% of the share capital of Fluidra on the date of approval of the Plan, and will be 1.3% in the event of reaching the maximum Degree of Achievement of the objectives.

If the maximum number of Shares allocated to the Plan authorized by the Shareholders' Meeting is insufficient to be able to settle the incentive in Shares corresponding to the Beneficiaries under each Cycle of the Plan, Fluidra shall pay in cash the amount of the incentive corresponding to the excess which cannot be settled in Shares.

If 100% of the objectives of the Plan are met, the Executive Directors of Fluidra will be entitled to receive, at the end of each of the three Cycles, a number of Shares equal in value to 250% of their Fixed Annual Compensation in force on the award date of the incentive corresponding to the Cycle in question, divided by the Reference Value.

In any event, the number of Shares to be delivered will depend on the number of PSUs assigned and on the degree of achievement of the objectives to which the incentive is linked.

For the first Cycle of the Plan, if 100% of the Cycle objectives are met, and taking into consideration the average weighted closing price of the Share for the trading sessions taking place on the thirty (30) days prior to January 1, 2022 and the Annual Fixed Compensation of the Executive Directors in force on the date of approval of the Plan, 37,651 Shares would be delivered to the Executive Chairman,

Mr. Eloy Planes and 45,181 Shares would be delivered to the CEO Mr. Bruce Brooks. In the event of reaching the maximum Degree of Achievement of the objectives to which the first Cycle is linked, the number of Shares to be delivered will be 172% of the Shares to be delivered in the event of achieving 100% of the objectives. Accordingly, the maximum number of Shares to be delivered would be 64,760 Shares in the case of Mr. Eloy Planes and 77,711 Shares in the case of Mr. Bruce Brooks.

For the second Cycle of the Plan, if 100% of the Cycle objectives are met, and taking into consideration the average weighted closing price of the Share for the trading sessions taking place on the thirty (30) days prior to January 1, 2023 and the Annual Fixed Compensation of the Executive Directors in force on the date of Invitation Letter to the second Cycle of the Plan, 88,500 Shares would be delivered to the Executive Chairman, Mr. Eloy Planes and 106,200 Shares would be delivered to the CEO, Mr. Bruce Brooks. In the event of reaching the maximum Degree of Achievement of the objectives to which the corresponding Cycle is linked, the number of Shares to be delivered will be 172% of the Shares to be delivered should 100% of the targets be met. Accordingly, the maximum number of Shares to be delivered would be 152,220 Shares in the case of Mr. Eloy Planes and 182,664 Shares in the case of Mr. Bruce Brooks.

For the third Cycle, the Board of Directors, following a report from the Appointments and Compensation Committee, will determine the maximum amounts that will serve as a basis in order to establish, according to the Reference Value of the Cycle in question, the number of Shares that may be delivered if 100% of the objectives are met and in the event of reaching the maximum Degree of Achievement of the objectives to which the corresponding Cycle is linked. The number of PSUs assigned in each Cycle shall be duly reported in the corresponding Annual Report on Directors' Compensation.

Requirements for receiving the incentive: The requirements to be met, on a cumulative basis, in order for the Beneficiary to vest the right to receive the incentive corresponding to each Cycle of the 2022-2026 Plan are as follows:

- For the total PSUs available in each Cycle, the Beneficiary must still be part of the Fluidra Group as of the End Date of the Cycle Measurement Period, notwithstanding the provisions for special cases of separation established in the Regulations, which will also determine the formula for calculating the consolidated PSUs on the separation date.
- Meet the objectives established for each Cycle of the 2022-2026 Plan in the terms and conditions described in this agreement and the implementing Regulations.

In the case of Executive Directors, 100% of the PSUs awarded in each Cycle must be linked to fulfillment of the objectives to which the corresponding Cycle is linked.

Objectives: The Degree of Achievement of the incentive corresponding to one Cycle of the Plan, and therefore the number of Shares to be delivered to the Beneficiaries in relation to such Cycle, will depend on the degree of achievement of the objectives that the Board of Directors, at the proposal of the Appointments and Compensation Committee, establishes for each Cycle of the 2022-2026 Plan, insofar as relates to the percentage of PSUs awarded which is linked to such achievement.

The objectives will be:

- Objectives in terms of the creation of value for shareholders;
- Economic-financial objectives, and
- ESG objectives (Environment, Social and Governance).

**i) First Cycle Objectives**

In the first Cycle of the Plan, the Incentive will be linked to achievement of the following strategic objectives of the Company:

- (i) Objectives in terms of the creation of value for shareholders; Evolution of the "Total Shareholder Return" of Fluidra ("TSR"), in absolute terms;
- (ii) Economic-financial objectives: Evolution of the EBITDA of the Fluidra Group;
- (iii) ESG objectives: S&P rating; hereinafter, the "metrics".

TSR, EBITDA and the ESG objectives will be determined during the First Cycle Measurement Period ending on December 31, 2024.

**(ii) Second Cycle Objectives**

In the Second Cycle of the Plan, the Incentive will be linked to achievement of the following strategic corporate objectives:

- (iv) Objectives in terms of the creation of value for shareholders; Evolution of the "Total Shareholder Return" of Fluidra ("TSR"), in absolute terms;
- (v) Economic-financial objectives: Evolution of the EBITDA of the Fluidra Group;
- (vi) ESG objectives: S&P rating; hereinafter, the "metrics".

TSR, EBITDA and the ESG objectives will be determined during the Measurement Period of the First Cycle ending on December 31, 2025.

The initial value considered for the purpose of measuring the evolution of TSR will be the weighted average listed price of the Fluidra share at the close of trading for the trading sessions taking place on the thirty (30) days preceding the First Cycle Measurement Period Start Date, the final value considered being the weighted average listed price of the Fluidra share at the close of the trading sessions taking place on the thirty (30) days preceding the First Cycle Measurement Period End Date.

The weighting percentages for the Incentive awarded to the Executive Directors in the First and Second Cycles will be 50% for the TSR objective, 40% for the EBITDA objective, and 10% for the ESG objective.

In the case of Beneficiaries who are not directors, the Board of Directors will determine, upon a proposal by the Appointments and Compensation Committee, the part of the Shares whose delivery will depend on achievement of the TSR; EBITDA and ESG objectives.

For the TSR and EBITDA objectives, a Degree of Achievement associated with each objective will be established and this may range between 0% and 180%.

The Degree of Achievement deriving from each of the above objectives will be calculated by linear interpolation. In the

case of the ESG objective, the Degree of Achievement will be 0% or 100%. The maximum Degree of Achievement for the Executive Directors will therefore be 172%.

**(iii) Third Cycle**

For the Third Cycle of the Plan, the Fluidra Board of Directors, on the recommendation of the Appointments and Compensation Committee, may decide to maintain or change the Metrics, their relative weights, and the Degree of Achievement established for the First Cycle of the Plan. In the event of the Board of Directors making any change in this respect, the pertinent information will be duly set out in the corresponding Annual Report on Directors' Compensation.

Delivery and availability of shares: The Shares will be delivered either by Fluidra or by a third party, depending on the coverage systems finally adopted by the Board of Directors.

OTHER DISCLOSURES are discussed in section D

**A.1.7** Main characteristics of long-term savings systems. Among other information, state the contingencies covered by the system, whether through defined contributions or benefits, the annual contribution that needs to be made to the defined contribution system, the benefits directors are entitled to in the event of defined benefit systems, the conditions under which economic rights are consolidated for directors and their compatibility with any other type of payment or severance pay as a result of the early termination or dismissal of the director, or deriving from the termination of the contractual relation, in the terms provided, between the company and the director.

State if the accrual or consolidation of any of the long-term savings plans is linked to achieving certain objectives or parameters related to the short- or long-term performance of the director.

Fluidra has assumed on behalf of Mr. Eloy Planes a defined-contribution retirement pension plan to which the Company makes annual contributions, which in 2022 totaled €16,000. He has vested rights.

Mr. Bruce Brooks is an active participant in the 401(k) pension plan sponsored by the US subsidiary. The estimated cost of the plan to the Fluidra group in 2022 was €8,000. If, at any time, Mr. Bruce Brooks is unable to participate in that pension plan, the Company shall finance - or arrange for its US subsidiary to finance - a defined contribution pension fund, making annual contributions of €16,000. Fluidra reserves the right to finance these pension commitments using whatever instrument it considers most suitable pursuant to the currently applicable legislation.

This commitment is compatible with the severance to which Executive Directors are entitled in the event of termination or early removal in the terms envisaged and described in the subsections below.

**A.1.8** Any type of payment or severance pay for early termination or dismissal of the director, or deriving from the termination of the contractual relation, in the terms provided, between the company and the director, whether voluntary resignation by the director or dismissal of the director by the company, as well as any type of agreement reached, such as exclusivity, post-contractual non-competition, permanence or loyalty, which entitle the director to any type of compensation.

The non-executive directors are not entitled to indemnities for termination of their functions as directors. The contracts of the Executive Directors envisage the following severance payments in the event of termination of the provision of services agreement signed by the Company and the director.

#### Severance pay for termination of the contract

The severance to which the Executive Directors will be entitled in case of termination of the contract by Fluidra for any reason, except in cases of serious and willful or negligent non-fulfilment of their duties as Executive Directors of the Company, will be:

- Mr. Eloy Planes: an amount equivalent to twice his annual compensation, based on his gross annual fixed salary for the year in which his contract is terminated and the gross annual variable salary for the preceding year. This includes the legal indemnity that Mr. Eloy Planes is entitled to receive for the termination of his previous employment relationship of 16 years and 7 months, suspended on the occasion of his appointment as a director.
- Mr. Bruce Books: an amount equal to one year's compensation, based on his gross annual fixed salary for the year in which his contract is terminated and his target gross annual variable salary.

The Executive Directors shall be entitled to receive this severance pay if they decide to terminate their contracts by their own choice, if such termination is due to any of the following causes:

- Serious breach by the Company of any of the contractual obligations related to their position.
- Reduction and substantial limitation of their duties or powers.
- Substantial modification of their contractual conditions.
- Change of ownership of Fluidra's share capital with or without changing the Company's governing bodies.

#### Exclusivity and confidentiality

The contracts of the Executive Directors establish clauses regulating confidentiality and exclusive dedication, this being without prejudice to any activities which have been expressly authorized by the Company, provided they do not hinder the fulfillment of the duties of diligence and loyalty inherent in their post or entail a conflict with the Company. Such exclusivity clause does not entitle the Executive Directors to any specific compensation.

#### Post-contractual non-compete and non-solicitation undertaking.

Without prejudice to the agreement in which the Executive Directors undertake not to compete with the Company as long as the contracts are in force, it is agreed that:

Mr. Eloy Planes: a post-contractual non-competition agreement with a duration of two years from the conclusion of the effective provision of services. The economic compensation established for the commitment pursuant to the post-contractual non-compete undertaking is two times his gross annual fixed compensation in force at the time of termination of the contract.

Mr. Bruce Brooks: a post-contractual non-solicitation and non-competition agreement with a duration of two years from the conclusion of the effective provision of services. The economic compensation derived from the post-contractual non-solicitation and non-competition undertaking is included in the amount of compensation established for him. The non-compete agreement was included in his contract in April of 2021.

**A.1.9** State the conditions that contracts should respect for those exercising senior management functions as executive directors. Among others, information should be provided on the duration, limits on amounts of severance pay, minimum contract term clauses, notice periods and payment in lieu of these notice periods, and any other clauses relating to hiring bonuses, compensation and golden parachute clauses for early termination of the contractual relationship between the company and the executive director. Include, among others, the pacts or agreement on non-competition, exclusivity,

permanence and loyalty, and post-contractual non-competition, unless these have been explained in the previous section.

The contracts of the Executive Directors of the Company are commercial contracts, and contain a clear description of the functions and responsibilities to be assumed according to the provisions of commercial legislation, the By-laws, the Regulations applicable to the bodies of the Company and those attributed by the Shareholders' Meeting of Fluidra. Set out below are the essential terms and conditions of the contracts of Executive Directors which have been approved in accordance with the provisions of articles 249 and 529.80 of the Capital Companies Act.

1- Term:

The Executive Directors have signed an indefinite-term contract for services with the Company which shall remain in force for as long as the directors perform the executive duties delegated to them by the Board of Directors according to their post.

2- Exclusivity and confidentiality

The contracts establish clauses regulating confidentiality and exclusive dedication, without prejudice to the activities which are expressly authorized, provided they do not hinder the fulfillment of the duties of diligence and loyalty inherent in their post or entail a conflict with the Company.

3- Time commitment

The Executive Directors' contracts do not include any continuity or loyalty clauses. 4. Advance notice period

The parties are required to give at least six months' notice before the effective date of termination of the contractual relationship, except when this occurs by mutual agreement, due to serious and willful or negligent non-fulfilment of the Executive Director's professional duties or a serious breach by the Company of the obligations undertaken in relation to the position of Executive Director. In the event of non-fulfilment of the obligation to give notice, the performing party shall be entitled to receive an amount equal to the fixed compensation pending payment during the period of the breach.

5. Severance pay for termination of the contract

Details of the severance payable for termination of the contract are provided in a subsection of this Report. 6. Post-contractual non-compete and non-solicitation undertaking

Details of the post-contractual non-competition and non-solicitation undertaking are provided in the previous subsection of this Report.

7. Other

In addition, the contract signed with Mr. Bruce Brooks specifies that any compensation (including compensation in cash and in kind and payments for termination of contract, if any) paid by a US subsidiary of the Fluidra group will reduce the amount of the compensation to be paid by Fluidra stipulated in the contract signed by him with the Company.

The Board of Directors will periodically review the conditions of the contracts signed with the Executive Directors in order to include in them any amendments necessary to adapt them to the Compensation Policy in force at any given time and to the internal regulations of the Company that apply.

**A.1.10** The nature and estimated amount of any other supplementary compensation accrued by directors in the year in progress in consideration for services rendered other than those inherent in the post.

The Compensation Policy does not envisage any compensation for directors not already mentioned in the previous subsections..

**A.1.11** Other remunerative items or by-products, as the case may be, of the company granting the director advance payments, loans, guarantees or any other compensation.

The Compensation Policy does not envisage the possibility of providing advances, loans and guarantees to the directors.

**A.1.12** The nature and estimated amount of any other planned supplementary compensation accrued by directors in the year in progress that are not included in the previous sections, whether payment is satisfied by the company or another group company.

No compensation payable by Group entities to any of the members of the Board is envisaged for the current financial year that has not been included in the preceding sections.

**A.2.** Explain any significant change in the compensation policy applicable in the current year resulting from:

- a) A new policy or a modification of the policy already approved by the General Meeting.
- b) Significant changes in the specific determinations established by the board for the current year regarding the compensation policy in force with respect to those applied in the previous year.

- c) Proposals that the board of directors has agreed to submit to the general shareholders' meeting to which this annual report will be submitted and which are proposed to be applicable to the current year.

There are no changes in the Compensation Policy for the current year.

- A.3.** Identify the direct link to the document where the current company compensation policy is posted, which must be available on the web page of the company.

<https://www.fluidra.com/es/accionistas/remuneraciones-de-los-consejeros>

- A.4.** Explain, taking into account the data provided in Section B.4, the outcome of voting, of a consultative nature, by shareholders at the General Shareholders' Meeting on the annual report on compensation for the previous year.

The resolution received the favorable vote of 94.2% of the voting quorum, in the terms stated in section B.4 of this Report. Similarly, the Compensation Policy for the current year was approved with the affirmative vote of 93.5% of the quorum with voting rights.

## **B. OVERVIEW OF HOW THE COMPENSATION POLICY WAS APPLIED DURING THE YEAR JUST ENDED**

- B.1.1** Explain the process followed to apply the compensation policy and determine the individual compensation contained in Section C of this report. This information will include the role played by the compensation committee, the decisions taken by the Board of Directors and, the identity and the role of the external advisors whose services have been used in the process to apply the compensation policy in the year ended.

The individual compensation of the directors of Fluidra accrued in fiscal year 2022 that is reflected in section C of this Report has been determined in accordance with the principles and criteria of the Company's directors' compensation policy in force in 2022.

Since its approval, the Company has implemented the Compensation Policy approved at the General Shareholders' Meeting held on May 5, 2022, which is valid for fiscal years 2022 (from its date of approval) to 2024.

The procedures, matters and decisions adopted by the ACC and the Board of Directors, according to the powers described in subsection A.1 of this Report, are as follows:

- Evaluation of the Board of Directors and its Committees and monitoring of the action plan derived from the self-evaluation of the Board.
- Evaluation of the degree of compliance with the 2021 AVC metrics of the Executive Directors and Fluidra's management team and approval of the amount of the 2020 AVC to be settled in 2022, based on the degree of compliance.
- Approval of the 2022 compensation for Fluidra's management team.
- 2022 AVC of Fluidra's Executive Directors and management team: determination of the AVC metrics, establishment of the threshold for entitlement to the AVC and payout scale depending on the degree of compliance with the objectives of each metric.
- Proposal of the Annual Report on Directors' Compensation for 2021, to be submitted to a consultative vote at the Shareholders' Meeting.
- Proposal to submit certain parts of the Annual Report on Directors' Compensation for 2021 to the Shareholders' Meeting for approval.
- Proposal to submit a Compensation Policy to be rolled out in 2022 (from its date of approval), 2023 and 2024 to the Shareholders' Meeting for approval.
- Proposal to submit the 2022-2026 LTI to the Shareholders' Meeting for approval.

- B.1.2** Explain any deviation from the established procedure for the application of the compensation policy that occurred during the fiscal year.

There were no deviations in the procedure for the application of the Compensation Policy.

- B.1.3** Indicate whether any temporary exceptions to the compensation policy have been applied and, if so, explain the exceptional circumstances that have led to the application of these exceptions, the

specific components of the compensation policy affected and the reasons why the entity considers that such exceptions have been necessary to serve the long-term interests and sustainability of the company as a whole or to ensure its viability. Also quantify the impact which the application of these exceptions has had on the compensation of each director in the fiscal year.

No temporary exceptions were applied.

**B.2.** Explain the different actions taken by the company in relation to the compensation system and how they have contributed to reducing exposure to excessive risks and adapting them to the long-term objectives, values and interests of the company, including a reference to the measures that have been adopted to guarantee that the long-term results of the company have been taken into consideration in the compensation accrued and that a suitable balance has been attained between the fixed and variable components of the compensation, the measures that have been adopted in relation to those categories of staff whose professional activities have a material repercussion on the company's risk profile and the measures that have been adopted to avoid conflicts of interest, if any.

The compensation of Executive Directors is a key issue for the Board of Directors and the ACC. Because that is the case, the compensation model is continuously reviewed, evaluated and updated by both bodies. Fluidra has defined a competitive executive compensation program which motivates and rewards executives for achieving financial and strategic objectives that generate long-term value for shareholders, while providing rewards commensurate with performance. This program applies to both executive directors and other senior executives who are considered critical to the company as a way of incentivizing the growth and sustainability of the company. So:

- Total compensation is composed of a fixed portion, an annual variable portion and a long-term variable portion.
- The LTIs are linked to the achievement of Fluidra's long-term objectives based on its strategic plan.
- The LTIs are paid in shares, aligning the directors' interests with those of the shareholders, with the obligation to retain the ownership of the net shares received for three years from the acquisition date, until the beneficiary owns a certain number of shares equivalent to 2 annual payments of his/her fixed compensation.
- Variable compensation is not guaranteed.
- LTIs are subject to clawback and malus clauses as described in the preceding sections, which allow the company to request the return of the incentive paid in certain cases.

Finally, the steps taken to avoid conflicts of interest are explained in section A.1.6 above.

**B.3.** Explain how the compensation accrued and vested in the fiscal year complies with the current compensation policy and, in particular, how it contributes to the company's long-term sustainable performance.

Furthermore, report on the relationship between the compensation obtained by the directors and the results or other performance measures of the company in the short and long term, explaining, as the case may be, how the variations in the performance of the company have influenced changes in the compensation of directors and how the latter contribute to the short- and long-term results of the company.

Section C of this Report includes the breakdown of the compensation accrued in 2022, for all items, in favor of the directors of Fluidra, pursuant to the compensation policies in force in the year with respect to compensation items and amounts.

Variable compensation is aligned with the achievement of objectives linked to Fluidra's annual budget, so that variations in the company's performance have a direct influence on the AVC and, therefore, on the compensation of directors with executive functions. The AVC linked to the achievement of financial and non-financial and business objectives is configured with a view to the medium and long term which drives long-term performance in strategic terms, in addition to the achievement of short-term results, considering the current situation and the prospects and objectives for Fluidra's sustainable growth.

Medium and long-term incentives are linked to strategic plans of at least three years, which fosters the creation of sustainable value for the Group. Multi-year variable compensation is paid in shares, which aligns the interests of the Executive Directors with those of shareholders.

B.4. Report on the result of the consultative vote at the General Shareholders' Meeting on the annual compensation report for the previous year, indicating the number abstentions, blank votes and yea and nay votes cast:

|                | Number      | % of total      |
|----------------|-------------|-----------------|
| Votes cast     | 164,409,389 | 84.04           |
|                |             |                 |
|                | Number      | % of votes cast |
| Votes against  | 5,716,757   | 3.48            |
| Votes in favor | 154,890,279 | 94.21           |
| Blank votes    |             | 0.00            |
| Abstentions    | 3,802,353   | 2.31            |

Remarks

B.5. Explain how the fixed components accrued during the year by the directors in their capacity as such are determined, the relative proportion for each director and how they have changed compared to the year before.

The compensation items accrued in 2022 in fixed salary, per diem allowances and totals are as follows

Eloy Planes 130,833.31 8,000 138,833.31  
Bruce Brooks 86,666.69 8,000 94,666.69  
Oscar Serra 98,666.69 8,000 106,666.69  
Jose Manuel Vargas 116,583.38 8,000 124,583.38  
Bernat Corbera 104,583.38 8,000 112,583.38  
PIUMOC Inversions 33,744.62 2,666.67 36,411.29  
Bernardo Garrigós 70,838.76 5,333.33 76,172.09  
Steven Langman 104,583.38 20,000 124,583.38  
Gabriel Lopez 104,583.38 8,000 112,583.38  
Jordi Constans 155,333.38 8,000 163,333.38  
Brian McDonald: 118,333.33 20,000 138,333.33  
Esther Berrozpe: 118,333.33 8,000 126,333.33  
Bárbara Borra 93,666.69 8,000 101,666.69  
Total (€): 1,336,750.33 120,000 1,456,750.33

The compensation items accrued in 2021 in fixed salary, per diem allowances and totals are as follows:

Eloy Planes 118,000 8,000 126,000  
Bruce Brooks 82,000 8,000 90,000  
Oscar Serra 94,000 8,000 102,000  
Jose Manuel Vargas 103,533 8,000 111,533  
Bernat Corbera 97,000 8,000 105,000  
PIUMOC Inversions 97,000 8,000 105,000  
Sébastien Mazella di Bosco 47,839 3,511 51,350  
Steven Langman 90,167 20,000 110,167  
Gabriel Lopez 97,000 8,000 105,000  
Jordi Constans 139,000 8,000 147,000  
Esther Berrozpe: 102,000 8,000 110,000  
Brian McDonald: 102,000 20,000 122,000  
Martin Ariel Atlas: 44,644 4,356 49,000  
Barbara Borra: €0  
Total (€): 1,214,183 119,867 1,334,050

- B.6. Explain how the salaries accrued by each one of the executive directors over the past fiscal year for the performance of management duties were determined, and how they have changed with respect to the previous year

The fixed cash compensation accrued in 2022 in favor of the Executive Directors, in addition to that received for their status as such, is as follows:  
Mr. Eloy Planes: According to the Compensation Policy, in 2022 Mr. Eloy Planes received fixed compensation of €500,000 for his executive functions, an increase of 28.2% over 2021 (€390,000).  
Mr. Bruce Brooks: Pursuant to the terms of the Compensation Policy, in 2022 Mr. Bruce Brooks received a fixed compensation of €600,000, and increase of 12.99% over 2021 (€531,000).  
Some of Mr. Bruce Brooks' compensation has been paid by another Fluidra Group company.  
The rise in the executive directors' fixed compensation, as explained in the Directors' Compensation Policy approved in the Shareholders' Meeting in 2022, was introduced following a comparison to examine the compensation packages of Fluidra's executive directors and managers. It was carried out by Willis Towers Watson and Spencer Stuart, based on the Company's current size, position, and the domestic and international markets in which it operates.

- B.7. Explain the nature and the main characteristics of the variable components of the compensation systems accrued in the year ended.

Specifically:

- a) Identify each one of the compensation plans that have determined the different types of variable compensation accrued by each of the directors in the year ended, including information on their scope, their date of approval, their date of incorporation, the periods of accrual and validity, the criteria used to evaluate performance and how this has affected the establishment of the variable amount accrued, as well as the measurement criteria used and the time needed to be in a position to adequately measure all the conditions and criteria, explaining in detail the criteria and factors applied in terms of the time required and methods for verifying that performance or other conditions tied to the accrual and vesting of each component of variable compensation have been effectively fulfilled.
- b) In the case of stock options and other financial instruments, the general characteristics of each plan will include information on both the conditions to acquire unconditional ownership (vesting) and to exercise these options or financial instruments, including the price and term to exercise them.
- c) Each one of the directors, together with their category (executive directors, proprietary external directors, independent external directors and other external directors), that are beneficiaries of compensations systems or plans that include variable compensation.
- d) As the case may be, information is to be provided on periods for the accrual or deferment of payment applied and/or the periods for withholding/unavailability of shares or other financial instruments, if they should exist.

Explain the short-term variable components of the compensation systems

As explained in section A.1 of this Report, according to the Compensation Policy, the variable compensation only applies to Executive Directors. The variable compensation system for the Executive Directors in 2022 includes two components: AVC and long-term compensation

In accordance with the terms of their respective contracts, the Executive Directors earned, in 2022, gross annual variable compensation linked to the achievement of economic and management objectives related to the budget set by the board of directors for that year, which will be paid in 2023. The objective criteria used to calculate the AVC for 2022 are as follows:

**Mr. Eloy Planes**

The AVC for 2022, prior to weighting by the achievement scale, is 100% of the fixed compensation for executive functions. In 2022, the indicators were as follows: (i) 85% of economic objectives: Free Cash-Flow (25%), PF cash EPS (25%), EBITDA (25%) and total sales growth (10%)

(ii) by 15% of management objectives: where we find 4% linked to ESG metrics and the remaining 11% to other strategic management objectives.

The ACC verified the degree of achievement of the objectives linked to the accrual of AVC in 2022 and submitted it to the Board of Directors for approval on March 29, 2023, The degree of achievement was 12.3%. In view of the degree of achievement, on March 30, 2023, the Board of Directors approved the accrued AVC for 2022, to be paid in 2023, in the amount of €62,000.

**Mr. Bruce Brooks**

The AVC of 2022, prior to weighting by the achievement scale is 150% of the fixed compensation. In 2022, the indicators were as follows:

(iv) 85% of economic objectives: Free Cash-Flow (25%), PF cash EPS (25%), EBITDA (25%) and total sales growth (10%)

(i) by 15% of management objectives: 4% linked to ESG objectives and the remaining 11% to other strategic management objectives. The ACC verified the degree of achievement of the objectives linked to the accrual of AVC in 2022 and submitted it to the Board of Directors for approval on March 29, 2023, The degree of achievement was as follows: 11.9% In view of the degree of achievement, on March 30, 2023, the Board of Directors approved the accrued AVC for 2022, to be paid in 2023, in the amount of €107,000

**Explain the long-term variable components of the compensation systems**

The executive directors are beneficiaries in 2022 of the 2022-2026 LTI, the features of which are described in section A.1 of this Report.

Also in 2022, the incentive linked to the 2018-2022 LTI, of which the CEOs were beneficiaries, was vested, as the term of the applicable incentive period ended on December 31, namely, after the period for measuring the metrics to which its payment were linked.

Upon the conclusion of the measurement period of the metrics linked to the 2018-2022 Plan on December 31, 2021, the Board of Directors, on the recommendation of the ACC, has decided to pay 170% of the incentive for the achievement of the TSR and EBITDA targets since the maximum thresholds established for both metrics were exceeded. The number of shares to be delivered to the Executive Directors in January 2023, as long as they remain with Fluidra through December 31, 2022, is 306,000 in the case of

Mr. Eloy Planes Corts and 495,339 shares in the case of Mr. Bruce Brooks.

Under no circumstances may the shares be delivered to the Beneficiaries, the latter losing any right to receive them, if prior to the delivery date they had been sanctioned for a serious breach of the code of conduct pursuant to the Group's internal regulations. The Company may demand the reimbursement of the shares delivered under the 2018-2022 Plan, or even offset the delivery made against other types of compensation of any nature to which the Beneficiary is entitled if, during the two years following settlement of the Plan, it becomes evident that such settlement was based wholly or in part on information which has subsequently been clearly shown to be false or seriously inaccurate. This clause is applicable to the Executive Directors in all cases and to the Beneficiaries who are responsible for such information. From the time that the shares are allocated until a period of three years after their acquisition, the Executive Directors may not transfer the ownership of a number of shares equivalent to twice their fixed annual compensation.

Fluidra settled the 2018-2022 LTI on January 18, 2023 at which time the value of the shares delivered to Mr. Eloy Planes Corts was €5,208,000 and the value of the shares delivered to Mr. Bruce Brooks was €8,431,000. On the vesting date, i.e., December 31, 2022, the value of the shares was €4,443,000 in the case of Mr. Eloy Planes Corts and €7,192,000 in the case of Mr. Bruce Brooks.

**B.8.** Indicate whether certain variable components have been reduced or clawed back when, in the case of the former, the payment of unvested amounts has been deferred, or in the case of the latter, the vested and paid amounts were based on data that have subsequently proved to be inaccurate. Describe the amounts reduced or clawed back through the application of the reduction (malus) or return (clawback) clauses, why they were implemented and the years to which they refer.

There were no reductions or claims for reimbursement in respect of vested and paid or deferred variable compensation components which were based on data that has subsequently been shown to be clearly inaccurate.

**B.9.** Explain the main characteristics of the long-term savings systems where the amount or equivalent annual cost appears in the tables in Section C, including retirement and any other survivor benefit that are financed, totally or partially, by the company, whether through internal or external contributions, indicating the type of plan, whether it is a defined contribution or benefit, the contingencies covered,

the conditions to consolidate economic rights for directors and their compatibility with any type of indemnity due to the early termination or the termination of the contractual relationship between the Company and a director.

The Company has assumed pension commitments with its executive directors, the main characteristics of which are described in section A.1 of this Report.

**B.10.** Explain, where appropriate, the severance pay or any other type of payment deriving from early dismissal or early resignation, or from the termination of the contract in the terms provided for therein, accrued and/or received by directors during the year ended

In fiscal year 2022, no indemnities or other types of payments accrued that derived from early termination, whether due to removal by the company or resignation by the director, or from termination of the contract.

**B.11.** Indicate whether there have been any significant changes in the contracts of persons exercising senior management functions, such as executive directors, and, where appropriate, explain such changes. In addition, explain the main conditions of the new contracts signed with executive directors during the year, unless these have already been explained in Section A.1.

There were no changes to the executive directors' contracts in 2022.

**B.12.** Explain any supplementary compensation accrued by directors as consideration for services rendered outside of their post.

No other supplementary compensation was accrued by directors in consideration for services provided rendered other than those inherent to their posts.

**B.13.** Explain any compensation deriving from advance payments, loans or guarantees granted, indicating the interest rate, their key characteristics and the amounts eventually returned, as well as the obligations taken on by way of guarantee or collateral.

There are no advances, loans or guarantees granted by the Company to its directors.

**B.14.** Itemize the compensation in kind accrued by the directors over the year, briefly explaining the nature of the different salary components.

There follows a breakdown of the amount of the items of compensation in kind accrued in 2022 by the Executive Directors, the nature of which is described in Section A.1 of this Report.

Mr. Eloy Planes

Mr. Eloy Planes received the following in kind compensation included in the Compensation Policy:

- Life insurance policy: €19,000.
- Medical insurance policy: €6,000.
- Use of a company car: €8,000.
- Contribution to pension plan: €16,000.

Mr. Bruce Brooks received the following in kind compensation included in the Compensation Policy:

- Life insurance policy: €16,000.
- Medical insurance policy: €8,000.
- Use of a company car: €12,000.
- Contribution to pension plan: €8,000.

**B.15.** Explain the compensation accrued by directors by virtue of payments settled by the listed company to a third company at which the director renders services when these payments seek to remunerate the director's services to the company.

The Company made no payments to any third party entity where the directors might render their services for the purpose of compensating them for their services to the company. However, as explained in preceding sections, the group company Zodiac Pool Solutions LLC has paid Mr. Bruce Brooks some of the compensation accrued in respect of executive functions detailed in the preceding sections.

**B.16.** Explain and provide details of the amounts accrued during the year for any compensation item other than the ones mentioned above, regardless of the type or the group company that pays it, including all benefits in any form, such as those which are considered related-party transactions and especially those which materially affect the true image of the total compensation paid to the director. Explain the amount paid or pending payment and the nature of the consideration received. Where applicable, state reasons why it was not considered compensation paid to the director in his capacity as such or in consideration for the performance of his capacity as such or in consideration for the performance of his executive functions, and whether or not it is considered appropriate to include it in the amounts shown under "other items" in section C.

In 2022, the directors did not earn any compensation items other than those already described in this Report.

**C. DETAILS OF COMPENSATION PAID TO EACH INDIVIDUAL DIRECTOR**

| Name                                  | Category             | Period of accrual in year 2022 |
|---------------------------------------|----------------------|--------------------------------|
| Ms. BÁRBARA BORRA                     | Independent Director | From 1/1/2022 to 31/12/2022    |
| Mr. BRUCE WALKER BROOKS               | Executive Director   | From 1/1/2022 to 31/12/2022    |
| PIUMOC INVERSIONS S.A.U               | Nominee Director     | From 1/1/2022 to 05/05/2022    |
| Mr. MICHAEL STEVEN LANGMAN            | Nominee Director     | From 1/1/2022 to 31/12/2022    |
| Mr. GABRIEL LÓPEZ ESCOBAR             | Independent Director | From 1/1/2022 to 31/12/2022    |
| Mr. ELOY PLANES CORTS                 | Executive Chairman   | From 1/1/2022 to 31/12/2022    |
| Mr. BERNARDO CORBERA SERRA 100        | Nominee Director     | From 1/1/2022 to 31/12/2022    |
| Mr. OSCAR SERRA DUFFO                 | Nominee Director     | From 1/1/2022 to 31/12/2022    |
| Mr. JORGE VALENTIN CONSTANS FERNANDEZ | Independent Director | From 1/1/2022 to 31/12/2022    |
| Mr. JOSÉ MANUEL VARGAS GÓMEZ          | Nominee Director     | From 1/1/2022 to 31/12/2022    |
| Mr. BRIAN LOUIS MCDONALD              | Independent Director | From 1/1/2022 to 31/12/2022    |
| Mr. BERNAT GARRIGOS CASTRO            | Nominee Director     | From 5/5/2022 to 31/12/2022    |
| Ms. ESTHER FATIMA BERROZPE GALINDO    | Independent Director | From 1/1/2022 to 31/12/2022    |

## ANNUAL REPORT ON REMUNERATION OF DIRECTORS OF LISTED COMPANIES

C.1. Complete the following tables regarding the individual compensation of each director (including the salary received for performing executive duties) during the year.

a) Compensation from the reporting company:

i) Compensation in cash (in thousand €)

| Name                                  | Fixed compensation | Per | Allowance for sitting on Board committees | Salary | Short-term variable compensation | Long-term variable compensation | Indemnity | Other items | 2022 Total | 2021 Total |
|---------------------------------------|--------------------|-----|---|--------|----------------------------------|---------------------------------|-----------|-------------|------------|------------|
| Ms. BÁRBARA BORRA                     | 87                 | 8   | 7   |        |                                  |                                 |           |             | 102        |            |
| Mr. BRUCE WALKER BROOKS               | 87                 | 8   |   | 600    | 107                              |                                 |           |             | 802        | 1,624      |
| PIUMOC INVERSIONS S.A.U               | 29                 | 3   | 4   |        |                                  |                                 |           |             | 36         | 105        |
| Mr. MICHAEL STEVEN LANGMAN            | 87                 | 20  | 18  |        |                                  |                                 |           |             | 125        | 110        |
| Mr. GABRIEL LÓPEZ ESCOBAR             | 87                 | 8   | 18  |        |                                  |                                 |           |             | 113        | 105        |
| Mr. ELOY PLANES CORTS                 | 131                | 8   |   | 500    | 62                               |                                 |           |             | 701        | 1,234      |
| Mr. BERNARDO CORBERA SERRA 100        | 87                 | 8   | 18  |        |                                  |                                 |           |             | 113        | 105        |
| Mr. OSCAR SERRA DUFFO                 | 87                 | 8   | 12  |        |                                  |                                 |           |             | 107        | 102        |
| Mr. JORGE VALENTIN CONSTANS FERNANDEZ | 108                | 8   | 47  |        |                                  |                                 |           |             | 163        | 147        |
| Mr. JOSÉ MANUEL VARGAS GÓMEZ          | 87                 | 8   | 30  |        |                                  |                                 |           |             | 125        | 112        |
| Mr. BRIAN LOUIS MCDONALD              | 87                 | 20  | 31  |        |                                  |                                 |           |             | 138        | 122        |
| Mr. BERNAT GARRIGOS CASTRO            | 58                 | 5   | 13  |        |                                  |                                 |           |             | 76         |            |
| Ms. ESTHER FATIMA BERROZPE GALINDO    | 87                 | 8   | 31  |        |                                  |                                 |           |             | 126        | 110        |

Remarks

For 2021, the compensation received by directors was only included if they continued to hold their post in 2022. The compensation of directors who stepped down in 2021 amounted to €100,000.

ii) Table of changes in share-based compensation schemes and gross profit from consolidated shares or financial instruments.

| Name                                  | Name of plan             | Financial instruments at start 2022 |                          | Financial instruments executed in fiscal year 2022 |                          | Financial instruments vested during the year |                                 |                        |   | Matured, unredeemed instruments | Financial instruments 2022 year end |                          |
|---------------------------------------|--------------------------|-------------------------------------|--------------------------|--|--------------------------|--|---------------------------------|------------------------|---|---------------------------------|-------------------------------------|--------------------------|
|                                       |                          | No. of instruments                  | No. of equivalent shares | No. of instruments                                 | No. of equivalent shares | No. of instruments                           | No. of equivalent/vested shares | Price of vested shares | Net profit from shares handed over or consolidated financial instruments (thousand €) | No. of instruments              | No. of instruments                  | No. of equivalent shares |
| Ms. BÁRBARA BORRA                     | Plan                     |                                     |                          |  |                          |  |                                 | 0.00                   |   |                                 |                                     |                          |
| Mr. BRUCE WALKER BROOKS               | 2022-2024 Plan 1st cycle |                                     |                          | 45,181   | 45,181                   |  |                                 | 0.00                   |   |                                 | 45,181                              | 45,181                   |
| Mr. BRUCE WALKER BROOKS               | 2018-2022 Plan           | 495,338                             | 495,338                  |  |                          | 495,338                                      | 495,338                         | 14.52                  | 7,192   |                                 |                                     |                          |
| PIUMOC INVERSIONS S.A.U               | Plan                     |                                     |                          |  |                          |  |                                 | 0.00                   |   |                                 |                                     |                          |
| Mr. MICHAEL STEVEN LANGMAN            | Plan                     |                                     |                          |  |                          |  |                                 | 0.00                   |   |                                 |                                     |                          |
| Mr. GABRIEL LÓPEZ ESCOBAR             | Plan                     |                                     |                          |  |                          |  |                                 | 0.00                   |   |                                 |                                     |                          |
| Mr. ELOY PLANES CORTS                 | 2022-2024 Plan 1st cycle |                                     |                          | 37,651   | 37,651                   |  |                                 | 0.00                   |   |                                 | 37,651                              | 37,651                   |
| Mr. ELOY PLANES CORTS                 | 2018-2022 Plan           | 306,000                             | 306,000                  |  |                          | 306,000                                      | 306,000                         | 14.52                  | 4,443   |                                 |                                     |                          |
| Mr. BERNARDO CORBERA SERRA 100        | Plan                     |                                     |                          |  |                          |  |                                 | 0.00                   |   |                                 |                                     |                          |
| Mr. OSCAR SERRA DUFFO                 | Plan                     |                                     |                          |  |                          |  |                                 | 0.00                   |   |                                 |                                     |                          |
| Mr. JORGE VALENTIN CONSTANS FERNANDEZ | Plan                     |                                     |                          |  |                          |  |                                 | 0.00                   |   |                                 |                                     |                          |
| Mr. JOSÉ MANUEL VARGAS GÓMEZ          | Plan                     |                                     |                          |  |                          |  |                                 | 0.00                   |   |                                 |                                     |                          |

| Name                               | Name of plan | Financial instruments at start 2022 |                          | Financial instruments executed in fiscal year 2022 |                          | Financial instruments vested during the year |                                 |                        |   | Matured, unredeemed instruments | Financial instruments 2022 year end |                          |
|------------------------------------|--------------|-------------------------------------|--------------------------|--|--------------------------|--|---------------------------------|------------------------|---|---------------------------------|-------------------------------------|--------------------------|
|                                    |              | No. of instruments                  | No. of equivalent shares | No. of instruments                                 | No. of equivalent shares | No. of instruments                           | No. of equivalent/vested shares | Price of vested shares | Net profit from shares handed over or consolidated financial instruments (thousand €) | No. of instruments              | No. of instruments                  | No. of equivalent shares |
| Mr. BRIAN LOUIS MCDONALD           | Plan         |                                     |                          |  |                          |  |                                 | 0.00                   |   |                                 |                                     |                          |
| Mr. BERNAT GARRIGOS CASTRO         | Plan         |                                     |                          |  |                          |  |                                 | 0.00                   |   |                                 |                                     |                          |
| Ms. ESTHER FATIMA BERROZPE GALINDO | Plan         |                                     |                          |  |                          |  |                                 | 0.00                   |   |                                 |                                     |                          |

Remarks

Fluidra settled the 2018-2022 LTI on January 17, 2023. The gross value of the shares delivered to executive directors on the vesting date (31/12/2022) was €4,443,000 in the case of Mr. Eloy Planes Corts and €7,192,000 in the case of Mr. Bruce Brooks. The gross value on the delivery date (17/01/2023) is €5,208,000 in the case of Mr. Eloy Planes Corts and €8,431,000 in the case of Mr. Bruce Brooks.

iii) Long-term saving systems.

| Name                       | Compensation from vested rights in savings plans |
|----------------------------|--|
| Ms. BÁRBARA BORRA          |  |
| Mr. BRUCE WALKER BROOKS    | 8  |
| PIUMOC INVERSIONS S.A.U    |  |
| Mr. MICHAEL STEVEN LANGMAN |  |

**ANNUAL REPORT ON REMUNERATION OF  
DIRECTORS OF LISTED COMPANIES**

| Name                                  | Compensation from vested rights in savings plans |
|---------------------------------------|--|
| Mr. GABRIEL LÓPEZ ESCOBAR             |  |
| Mr. ELOY PLANES CORTS                 | 16   |
| Mr. BERNARDO CORBERA SERRA 100        |  |
| Mr. OSCAR SERRA DUFFO                 |  |
| Mr. JORGE VALENTIN CONSTANS FERNANDEZ |  |
| Mr. JOSÉ MANUEL VARGAS GÓMEZ          |  |
| Mr. BRIAN LOUIS MCDONALD              |  |
| Mr. BERNAT GARRIGOS CASTRO            |  |
| Ms. ESTHER FATIMA BERROZPE GALINDO    |  |

| Name                       | Contributions made by company during the year (thousand €) |                  |   |                  | Amount of accumulated funds (thousand €)  |                  |   |                  |
|----------------------------|--|------------------|---|------------------|---|------------------|---|------------------|
|                            | Savings plans with vested economic rights                  |                  | Savings plans with unvested economic rights |                  | Savings plans with vested economic rights |                  | Savings plans with unvested economic rights |                  |
|                            | 2022 fiscal year   | 2021 fiscal year | 2022 fiscal year                            | 2021 fiscal year | 2022 fiscal year                          | 2021 fiscal year | 2022 fiscal year                            | 2021 fiscal year |
| Ms. BÁRBARA BORRA          |  |                  |   |                  |   |                  |   |                  |
| Mr. BRUCE WALKER BROOKS    | 8  | 11               |   |                  | 456                                       | 448              |   |                  |
| PIUMOC INVERSIONS S.A.U    |  |                  |   |                  |   |                  |   |                  |
| Mr. MICHAEL STEVEN LANGMAN |  |                  |   |                  |   |                  |   |                  |
| Mr. GABRIEL LÓPEZ ESCOBAR  |  |                  |   |                  |   |                  |   |                  |
| Mr. ELOY PLANES CORTS      | 16   | 16               |   |                  | 195                                       | 179              |   |                  |

**ANNUAL REPORT ON REMUNERATION OF  
DIRECTORS OF LISTED COMPANIES**

| Name                                     | Contributions made by company during the year (thousand €) |                  |   |                  | Amount of accumulated funds (thousand €)  |                  |   |                  |
|--|--|------------------|---|------------------|---|------------------|---|------------------|
|  | Savings plans with vested economic rights                  |                  | Savings plans with unvested economic rights |                  | Savings plans with vested economic rights |                  | Savings plans with unvested economic rights |                  |
|  | 2022 fiscal year   | 2021 fiscal year | 2022 fiscal year                            | 2021 fiscal year | 2022 fiscal year                          | 2021 fiscal year | 2022 fiscal year                            | 2021 fiscal year |
| Mr. BERNARDO CORBERA SERRA<br>100        |  |                  |   |                  |   |                  |   |                  |
| Mr. OSCAR SERRA DUFFO                    |  |                  |   |                  |   |                  |   |                  |
| Mr. JORGE VALENTIN CONSTANS<br>FERNANDEZ |  |                  |   |                  |   |                  |   |                  |
| Mr. JOSÉ MANUEL VARGAS<br>GÓMEZ          |  |                  |   |                  |   |                  |   |                  |
| Mr. BRIAN LOUIS MCDONALD                 |  |                  |   |                  |   |                  |   |                  |
| Mr. BERNAT GARRIGOS CASTRO               |  |                  |   |                  |   |                  |   |                  |
| Ms. ESTHER FATIMA BERROZPE<br>GALINDO    |  |                  |   |                  |   |                  |   |                  |

Remarks

[ ]

iv) Detail other items

| Name              | Item | Amount |
|-------------------|------|--------|
| Ms. BÁRBARA BORRA | Item |        |

**ANNUAL REPORT ON REMUNERATION OF  
DIRECTORS OF LISTED COMPANIES**

| Name                                  | Item             | Amount |
|---------------------------------------|------------------|--------|
| Mr. BRUCE WALKER BROOKS               | Health insurance | 8      |
| Mr. BRUCE WALKER BROOKS               | Life insurance   | 16     |
| Mr. BRUCE WALKER BROOKS               | Vehicle          | 12     |
| PIUMOC INVERSIONS S.A.U               | Item             |        |
| Mr. MICHAEL STEVEN LANGMAN            | Item             |        |
| Mr. GABRIEL LÓPEZ ESCOBAR             | Item             |        |
| Mr. ELOY PLANES CORTS                 | Vehicle          | 8      |
| Mr. ELOY PLANES CORTS                 | Life insurance   | 19     |
| Mr. ELOY PLANES CORTS                 | Health insurance | 6      |
| Mr. BERNARDO CORBERA SERRA 100        | Item             |        |
| Mr. OSCAR SERRA DUFFO                 | Item             |        |
| Mr. JORGE VALENTIN CONSTANS FERNANDEZ | Item             |        |
| Mr. JOSÉ MANUEL VARGAS GÓMEZ          | Item             |        |
| Mr. BRIAN LOUIS MCDONALD              | Item             |        |
| Mr. BERNAT GARRIGOS CASTRO            | Item             |        |
| Ms. ESTHER FATIMA BERROZPE GALINDO    | Item             |        |

Remarks

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**ANNUAL REPORT ON REMUNERATION OF  
DIRECTORS OF LISTED COMPANIES**

b) Compensation paid to Company directors for sitting on the boards of subsidiaries:

i) Compensation in cash (in thousand €)

| Name                                  | Fixed compensation | Per | Allowance for sitting on Board committees | Salary | Short-term variable compensation | Long-term variable compensation | Indemnity | Other items | 2022 Total | 2021 Total |
|---------------------------------------|--------------------|-----|---|--------|----------------------------------|---------------------------------|-----------|-------------|------------|------------|
| Ms. BÁRBARA BORRA                     |                    |     |   |        |                                  |                                 |           |             |            |            |
| Mr. BRUCE WALKER BROOKS               |                    |     |   |        |                                  |                                 |           |             |            |            |
| PIUMOC INVERSIONS S.A.U               |                    |     |   |        |                                  |                                 |           |             |            |            |
| Mr. MICHAEL STEVEN LANGMAN            |                    |     |   |        |                                  |                                 |           |             |            |            |
| Mr. GABRIEL LÓPEZ ESCOBAR             |                    |     |   |        |                                  |                                 |           |             |            |            |
| Mr. ELOY PLANES CORTS                 |                    |     |   |        |                                  |                                 |           |             |            |            |
| Mr. BERNARDO CORBERA SERRA 100        |                    |     |   |        |                                  |                                 |           |             |            |            |
| Mr. OSCAR SERRA DUFFO                 |                    |     |   |        |                                  |                                 |           |             |            |            |
| Mr. JORGE VALENTIN CONSTANS FERNANDEZ |                    |     |   |        |                                  |                                 |           |             |            |            |
| Mr. JOSÉ MANUEL VARGAS GÓMEZ          |                    |     |   |        |                                  |                                 |           |             |            |            |
| Mr. BRIAN LOUIS MCDONALD              |                    |     |   |        |                                  |                                 |           |             |            |            |
| Mr. BERNAT GARRIGOS CASTRO            |                    |     |   |        |                                  |                                 |           |             |            |            |
| Ms. ESTHER FATIMA BERROZPE GALINDO    |                    |     |   |        |                                  |                                 |           |             |            |            |

Remarks

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ii) Table of changes in share-based compensation schemes and gross profit from consolidated shares or financial instruments.

| Name                           | Name of plan | Financial instruments at start 2022 |                          | Financial instruments executed in fiscal year 2022 |                          | Financial instruments vested during the year |                                 |                        |   | Matured, unredeemed instruments | Financial instruments 2022 year end |                          |
|--------------------------------|--------------|-------------------------------------|--------------------------|--|--------------------------|--|---------------------------------|------------------------|---|---------------------------------|-------------------------------------|--------------------------|
|                                |              | No. of instruments                  | No. of equivalent shares | No. of instruments                                 | No. of equivalent shares | No. of instruments                           | No. of equivalent/vested shares | Price of vested shares | Net profit from shares handed over or consolidated financial instruments (thousand €) | No. of instruments              | No. of instruments                  | No. of equivalent shares |
| Ms. BÁRBARA BORRA              | Plan         |                                     |                          |  |                          |  |                                 | 0.00                   |   |                                 |                                     |                          |
| Mr. BRUCE WALKER BROOKS        | Plan         |                                     |                          |  |                          |  |                                 | 0.00                   |   |                                 |                                     |                          |
| PIUMOC INVERSIONS S.A.U        | Plan         |                                     |                          |  |                          |  |                                 | 0.00                   |   |                                 |                                     |                          |
| Mr. MICHAEL STEVEN LANGMAN     | Plan         |                                     |                          |  |                          |  |                                 | 0.00                   |   |                                 |                                     |                          |
| Mr. GABRIEL LÓPEZ ESCOBAR      | Plan         |                                     |                          |  |                          |  |                                 | 0.00                   |   |                                 |                                     |                          |
| Mr. ELOY PLANES CORTS          | Plan         |                                     |                          |  |                          |  |                                 | 0.00                   |   |                                 |                                     |                          |
| Mr. BERNARDO CORBERA SERRA 100 | Plan         |                                     |                          |  |                          |  |                                 | 0.00                   |   |                                 |                                     |                          |
| Mr. OSCAR SERRA DUFFO          | Plan         |                                     |                          |  |                          |  |                                 | 0.00                   |   |                                 |                                     |                          |

| Name                                  | Name of plan | Financial instruments at start 2022 |                          | Financial instruments executed in fiscal year 2022 |                          | Financial instruments vested during the year |                                 |                        |   | Matured, unredeemed instruments | Financial instruments 2022 year end |                          |
|---------------------------------------|--------------|-------------------------------------|--------------------------|--|--------------------------|--|---------------------------------|------------------------|---|---------------------------------|-------------------------------------|--------------------------|
|                                       |              | No. of instruments                  | No. of equivalent shares | No. of instruments                                 | No. of equivalent shares | No. of instruments                           | No. of equivalent/vested shares | Price of vested shares | Net profit from shares handed over or consolidated financial instruments (thousand €) | No. of instruments              | No. of instruments                  | No. of equivalent shares |
| Mr. JORGE VALENTIN CONSTANS FERNANDEZ | Plan         |                                     |                          |  |                          |  |                                 | 0.00                   |   |                                 |                                     |                          |
| Mr. JOSÉ MANUEL VARGAS GÓMEZ          | Plan         |                                     |                          |  |                          |  |                                 | 0.00                   |   |                                 |                                     |                          |
| Mr. BRIAN LOUIS MCDONALD              | Plan         |                                     |                          |  |                          |  |                                 | 0.00                   |   |                                 |                                     |                          |
| Mr. BERNAT GARRIGOS CASTRO            | Plan         |                                     |                          |  |                          |  |                                 | 0.00                   |   |                                 |                                     |                          |
| Ms. ESTHER FATIMA BERROZPE GALINDO    | Plan         |                                     |                          |  |                          |  |                                 | 0.00                   |   |                                 |                                     |                          |

Remarks

[ ]

iii) Long-term saving systems.

| Name                                  | Compensation from vested rights in savings plans |
|---------------------------------------|--|
| Ms. BÁRBARA BORRA                     |  |
| Mr. BRUCE WALKER BROOKS               |  |
| PIUMOC INVERSIONS S.A.U               |  |
| Mr. MICHAEL STEVEN LANGMAN            |  |
| Mr. GABRIEL LÓPEZ ESCOBAR             |  |
| Mr. ELOY PLANES CORTS                 |  |
| Mr. BERNARDO CORBERA SERRA 100        |  |
| Mr. OSCAR SERRA DUFFO                 |  |
| Mr. JORGE VALENTIN CONSTANS FERNANDEZ |  |
| Mr. JOSÉ MANUEL VARGAS GÓMEZ          |  |
| Mr. BRIAN LOUIS MCDONALD              |  |
| Mr. BERNAT GARRIGOS CASTRO            |  |
| Ms. ESTHER FATIMA BERROZPE GALINDO    |  |

| Name                    | Contributions made by company during the year (thousand €) |                  |   |                  | Amount of accumulated funds (thousand €)  |                  |   |                  |
|-------------------------|--|------------------|---|------------------|---|------------------|---|------------------|
|                         | Savings plans with vested economic rights                  |                  | Savings plans with unvested economic rights |                  | Savings plans with vested economic rights |                  | Savings plans with unvested economic rights |                  |
|                         | 2022 fiscal year   | 2021 fiscal year | 2022 fiscal year                            | 2021 fiscal year | 2022 fiscal year                          | 2021 fiscal year | 2022 fiscal year                            | 2021 fiscal year |
| Ms. BÁRBARA BORRA       |  |                  |   |                  |   |                  |   |                  |
| Mr. BRUCE WALKER BROOKS |  |                  |   |                  |   |                  |   |                  |

**ANNUAL REPORT ON REMUNERATION OF  
DIRECTORS OF LISTED COMPANIES**

| Name                                     | Contributions made by company during the year (thousand €) |                  |   |                  | Amount of accumulated funds (thousand €)  |                  |   |                  |
|--|--|------------------|---|------------------|---|------------------|---|------------------|
|  | Savings plans with vested economic rights                  |                  | Savings plans with unvested economic rights |                  | Savings plans with vested economic rights |                  | Savings plans with unvested economic rights |                  |
|  | 2022 fiscal year   | 2021 fiscal year | 2022 fiscal year                            | 2021 fiscal year | 2022 fiscal year                          | 2021 fiscal year | 2022 fiscal year                            | 2021 fiscal year |
| PIUMOC INVERSIONS S.A.U                  |  |                  |   |                  |   |                  |   |                  |
| Mr. MICHAEL STEVEN<br>LANGMAN            |  |                  |   |                  |   |                  |   |                  |
| Mr. GABRIEL LÓPEZ ESCOBAR                |  |                  |   |                  |   |                  |   |                  |
| Mr. ELOY PLANES CORTS                    |  |                  |   |                  |   |                  |   |                  |
| Mr. BERNARDO CORBERA SERRA<br>100        |  |                  |   |                  |   |                  |   |                  |
| Mr. OSCAR SERRA DUFFO                    |  |                  |   |                  |   |                  |   |                  |
| Mr. JORGE VALENTIN CONSTANS<br>FERNANDEZ |  |                  |   |                  |   |                  |   |                  |
| Mr. JOSÉ MANUEL VARGAS<br>GÓMEZ          |  |                  |   |                  |   |                  |   |                  |
| Mr. BRIAN LOUIS MCDONALD                 |  |                  |   |                  |   |                  |   |                  |
| Mr. BERNAT GARRIGOS CASTRO               |  |                  |   |                  |   |                  |   |                  |
| Ms. ESTHER FATIMA BERROZPE<br>GALINDO    |  |                  |   |                  |   |                  |   |                  |

Remarks

iv) Detail other items

| Name                                  | Item | Amount |
|---------------------------------------|------|--------|
| Ms. BÁRBARA BORRA                     | Item |        |
| Mr. BRUCE WALKER BROOKS               | Item |        |
| PIUMOC INVERSIONS S.A.U               | Item |        |
| Mr. MICHAEL STEVEN LANGMAN            | Item |        |
| Mr. GABRIEL LÓPEZ ESCOBAR             | Item |        |
| Mr. ELOY PLANES CORTS                 | Item |        |
| Mr. BERNARDO CORBERA SERRA 100        | Item |        |
| Mr. OSCAR SERRA DUFFO                 | Item |        |
| Mr. JORGE VALENTIN CONSTANS FERNANDEZ | Item |        |
| Mr. JOSÉ MANUEL VARGAS GÓMEZ          | Item |        |
| Mr. BRIAN LOUIS MCDONALD              | Item |        |
| Mr. BERNAT GARRIGOS CASTRO            | Item |        |
| Ms. ESTHER FATIMA BERROZPE GALINDO    | Item |        |

Remarks

c) Summary compensations (thousand €):

This should include a summary of the amounts corresponding to all the compensation items included in this report that have accrued to each director, in thousands of euros.

| Name                           | Compensation earned at the company |   |                            |                             |                               | Compensation earned in Group companies |   |                            |                             |                             | Total paid in 2022 by company + group |
|--------------------------------|------------------------------------|---|----------------------------|-----------------------------|-------------------------------|--|---|----------------------------|-----------------------------|-----------------------------|---------------------------------------|
|                                | Total compensation in cash         | Gross profit on vested shares or vested instruments | Savings-based compensation | Other items of compensation | Total paid in 2022 by company | Total compensation in cash             | Gross profit on vested shares or vested instruments | Savings-based compensation | Other items of compensation | Total paid in 2022 by group |                                       |
| Ms. BÁRBARA BORRA              | 102                                |   |                            |                             | 102                           |  |   |                            |                             |                             | 102                                   |
| Mr. BRUCE WALKER BROOKS        | 802                                | 7,192   | 8                          | 37                          | 8,039                         |  |   |                            |                             |                             | 8,039                                 |
| PIUMOC INVERSIONS S.A.U        | 36                                 |   |                            |                             | 36                            |  |   |                            |                             |                             | 36                                    |
| Mr. MICHAEL STEVEN LANGMAN     | 125                                |   |                            |                             | 125                           |  |   |                            |                             |                             | 125                                   |
| Mr. GABRIEL LÓPEZ ESCOBAR      | 113                                |   |                            |                             | 113                           |  |   |                            |                             |                             | 113                                   |
| Mr. ELOY PLANES CORTS          | 701                                | 4,443   | 16                         | 32                          | 5,192                         |  |   |                            |                             |                             | 5,192                                 |
| Mr. BERNARDO CORBERA SERRA 100 | 113                                |   |                            |                             | 113                           |  |   |                            |                             |                             | 113                                   |

**ANNUAL REPORT ON COMPENSATION OF  
DIRECTORS OF LISTED COMPANIES**

| Name                                     | Compensation earned at the company |   |                            |                             |                               | Compensation earned in Group companies |   |                            |                             |                             | Total paid in 2022 by company + group |
|--|------------------------------------|---|----------------------------|-----------------------------|-------------------------------|--|---|----------------------------|-----------------------------|-----------------------------|---------------------------------------|
|  | Total compensation in cash         | Gross profit on vested shares or vested instruments | Savings-based compensation | Other items of compensation | Total paid in 2022 by company | Total compensation in cash             | Gross profit on vested shares or vested instruments | Savings-based compensation | Other items of compensation | Total paid in 2022 by group |                                       |
| Mr. OSCAR SERRA DUFFO                    | 107                                |   |                            |                             | 107                           |  |   |                            |                             |                             | 107                                   |
| Mr. JORGE VALENTIN<br>CONSTANS FERNANDEZ | 163                                |   |                            |                             | 163                           |  |   |                            |                             |                             | 163                                   |
| Mr. JOSÉ MANUEL<br>VARGAS GÓMEZ          | 125                                |   |                            |                             | 125                           |  |   |                            |                             |                             | 125                                   |
| Mr. BRIAN LOUIS MCDONALD                 | 138                                |   |                            |                             | 138                           |  |   |                            |                             |                             | 138                                   |
| Mr. BERNAT GARRIGOS<br>CASTRO            | 76                                 |   |                            |                             | 76                            |  |   |                            |                             |                             | 76                                    |
| Ms. ESTHER FATIMA<br>BERROZPE GALINDO    | 126                                |   |                            |                             | 126                           |  |   |                            |                             |                             | 126                                   |
| <b>TOTAL</b>                             | <b>2,727</b>                       | <b>11,635</b>                                       | <b>24</b>                  | <b>69</b>                   | <b>14,455</b>                 |  |   |                            |                             |                             | <b>14,455</b>                         |

Remarks

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- C.2. Describe the evolution over the last five years of the variation - as an amount and a percentage - in the compensation accrued by each one of the listed company's directors during the year, in the company's consolidated results and in the average compensation on a full-time equivalent basis of the employees of the company and its subsidiaries who are not directors of the listed company.

|                                      | Total amounts accrued and % year-on-year change |                       |                  |                       |                  |                       |                  |                       |                  |
|--------------------------------------|---|-----------------------|------------------|-----------------------|------------------|-----------------------|------------------|-----------------------|------------------|
|                                      | 2022 fiscal year                                | % change<br>2022/2021 | 2021 fiscal year | % change<br>2021/2020 | 2020 fiscal year | % change<br>2020/2019 | 2019 fiscal year | % change<br>2019/2018 | 2018 fiscal year |
| <b>Executive Directors</b>           |   |                       |                  |                       |                  |                       |                  |                       |                  |
| Mr. BRUCE WALKER BROOKS              | 7,994   | 376.68                | 1,677            | 3.45                  | 1,621            | 46.83                 | 1,104            | 59.54                 | 692              |
| Mr. ELOY PLANES CORTS                | 5,144   | 301.88                | 1,280            | 9.97                  | 1,164            | 39.57                 | 834              | -76.52                | 3,552            |
| <b>Consolidated company results</b>  |   |                       |                  |                       |                  |                       |                  |                       |                  |
|                                      | 164,403   | -35.77                | 255,968          | 156.22                | 99,903           | 613.75                | 13,997           | -                     | 0                |
| <b>Average employee compensation</b> |   |                       |                  |                       |                  |                       |                  |                       |                  |
|                                      | 41  | 2.50                  | 40               | 5.26                  | 38               | -2.56                 | 39               | 11.43                 | 35               |

Remarks

Analysis of the changes:

2019 vs 2018 Mr. Planes' compensation does not include incentive plan. This is the first year that Mr. Brooks' compensation includes the whole year.

2020 vs 2019. The increase in both Mr. Planes' and Mr. Brooks' compensation is due primarily to bonuses paid for the company's excellent results in 2020 (613.75% increase). Neither Mr. Planes' nor Mr. Brooks' compensation increased. Employee compensation decreased slightly because the employees' compensation in 2020 does not include the accrual of the retention bonus agreed as a result of the merger for 2018 and 2019.

2022 vs 2021: The increase in the executive directors' compensation is due to the fact that the compensation of the executive directors includes the LTI that vested in 2022 after accruing from 2018 to 2022. Fluidra settled the 2018-2023 LTI on January 17, 2023. The value of the shares delivered to executive directors on the vesting date was €4,443,000 in the case of Mr. Eloy Planes Cortes and €7,192,000



## ANNUAL REPORT ON COMPENSATION OF DIRECTORS OF LISTED COMPANIES

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in the case of Mr. Bruce Brooks. If the multi-year compensation for the period 2018-2022, which vested in 2022, were removed from the calculation, the executive directors' compensation would have decreased by 52.17% in the case of Bruce Brooks and by 45.23% in the case of Eloy Planes.

#### D. OTHER INFORMATION OF INTEREST

If there are any relevant issues relating to directors' compensation that you have not been able to address in the previous sections of this report, but which are necessary to provide more comprehensive and fully reasoned information on the compensation structure and practices of the company with regard to its directors, list them briefly.

##### A.1.6 Continued

Once the Shares have been awarded and for a period of three years after the End Date, the Executive Directors and members of the Executive Committee will not be able to sell the Shares received under the Plan until they come to own a number of shares equivalent to at least their fixed annual compensation in the case of Executive Committee members and twice their fixed annual compensation in the case of Executive Directors.

However, this will not apply in respect of shares that the Executive Director or Executive Committee member needs to dispose of in order to cover the acquisition cost, including taxes on the delivered Shares, or if a waiver is obtained from the Board of Directors with a favorable report from the Appointments and Compensation Committee, in order to deal with extraordinary supervening situations.

Malus and clawback clauses. The Plan will envisage the corresponding malus and clawback clauses, which will be included in the Regulations. The Board of Directors will determine, where applicable, whether the circumstances that trigger the application of these clauses have occurred and the part of the Incentive which, where appropriate, is to be reduced or recovered. In relation to the clawback clause, Fluidra may demand the return of the Shares delivered under each Cycle of the 2022-2026 Plan, or the cash equivalent thereof, or even offset the cost of the Shares against any other compensation to which the Beneficiary may be entitled if it becomes evident within the two years following the Settlement Date of each Cycle that the award in question was based in whole or in part on information that is subsequently shown to be clearly false or to contain serious inaccuracies. The above will apply to the Executive Directors in all cases and to Beneficiaries who are responsible for such information. In any event, incentives paid to the members of the Executive Committee and to the internal auditor, who are not subject to the clawback clause, will be recalculated using the correct information.

##### OTHER RELEVANT DISCLOSURES:

In the first half of 2017, following the acquisition of the Zodiac group, the subsidiaries of Rhône Capital LLC ("Rhône"), implemented a Management Equity Plan ("MEP") for the executives of the Zodiac group, including Mr. Bruce Brooks, based on the ownership of Luxco shares (the "Original Plan").

The merger agreements between Fluidra and Zodiac provide for the replacement of the Original Plan with another plan to be agreed by Luxco (and its subsidiary, a Luxembourg company, "Lux SCS") and the beneficiaries, the implementation of which was contingent upon the registration of the Merger (the "Substitute Plan"). The changes made to the Original Plan to create the Substitute Plan were introduced with the intention of substantially aligning, and not contradicting, the objectives and periods set forth in Fluidra's 2018-2022 Plan.

Under the Substitute Plan, the beneficiaries, including Mr. Bruce Brooks, hold three different instruments: Lux SCS units convertible into Fluidra shares or cash, subject to lock-up periods during which there are restrictions on the disposal of the shares; repurchase options in the event of the executive's termination; and, where applicable, the achievement of certain financial targets. In 2021, due to Rhône disposing of part of its stake in Fluidra, the Substitute Plan was partially liquidated, as a result of which some of the aforementioned instruments were amortized.

Although the Substitute Plan is not part of Fluidra's compensation policy since it does not entail a payment obligation for the Fluidra Group, Section 8 ("Other Information") of the Compensation Policy approved in 2018 includes a description of the Substitute Plan of which Mr. Bruce Brooks is a beneficiary.

This annual compensation report has been approved by the Board of Directors of the company on:

30/03/2023

State whether any directors have voted against or have abstained from voting the approval of this report.

Yes

No