

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

## **1. Introduction**

In compliance with the provisions of section 6 of article 529 decies of the Capital Companies Law ("**CCL**") and articles 5.2 and 17.1 of the Board of Directors Regulations of Fluidra, S.A. ("**Fluidra**" or the "**Company**") and of article 6(iii) of the Regulations of the Appointments and Compensation Committee of Fluidra, the Company's Appointments and Compensation Committee ("**ACC**") issues this favorable report in respect of the proposal for the appointment of the director **Mr. Manuel Puig Rocha** as a member of the Company's board of directors (the "**Report**"), with the category of proprietary director, representing the shareholding interest of the shareholders of the Company Schwarzsee 2018, S.L. (formerly Banelana, S.L.), and G3T, S.L.

## **2. Purpose of the Report**

This Report is prepared for the purpose of complying with the provisions of section 6 of article 529 decies of the CCL.

In evaluating the reelection proposal, the ACC has considered the following: (i) Recommendation 14 of the Code of Good Governance for Listed Companies and sections 3 and 5 of Technical Guide 1/2019 on appointments and compensation committees, approved by the CNMV on February 20, 2019; (ii) applicable rules, including those of the Board Regulations and the Company's policy on the selection of directors; and (iii) the fact that the director's position is that of a proprietary director.

## **3. Aspects considered by the ACC**

### **3.1 Competence, experience and merits**

The view formed by the ACC is that Mr. Manuel Puig Rocha has the competence, experience and merits necessary to hold office as a director of Fluidra, as is reflected in the curriculum vitae attached hereto as **Schedule A**, of which the following aspects are to be highlighted:

- His highly qualified professional profile for the discharge of the functions of proprietary director, due to his extensive experience as well as his training, experience and knowledge in the different management areas. In this regard, it should be noted that Mr. Puig has held various executive positions in Puig for more than 35 years, contributing significantly to the internationalization of the company. He has also carried out numerous strategic acquisitions, transforming the company into a leader in the sector in which it operates. He currently holds the position of Vice Chairman of Puig since 2007.

- He also currently holds the positions of Chairman of the Puig Board ESG Committee since February 2021 and Chief Sustainability Officer.
- The combination of the candidate's attributes and skills, which will enable him to contribute to the tasks performed by the managing body for the supervision and control of Fluidra, as well as complement and enrich the skills chart of the Board of Directors as a whole.

Mr. Manuel Puig Rocha's experience, background and professional profile indicate that he has the merits and competence required to hold office as director and knowledge of the various sectors and areas that are relevant to the Company. In this sense, the Board of Directors considers that his professional profile contributes positively to complementing and enriching the skills chart of the Board of Directors as a whole.

### **3.2 Evaluation by the ACC**

#### **3.2.1 Dedication**

As regards the level of dedication required to serve as director of Fluidra, it has been verified that Mr. Manuel Puig Rocha's other professional duties, which are indicated in the professional profile set out above, will allow him to effectively dedicate the appropriate time to the Board of Directors of Fluidra and to any Board committees of which he could become a member.

#### **3.2.2. Suitability and appropriateness of his knowledge, skills and experience in relation to the professional profiles defined by the Board of Directors and the ACC.**

In the analysis of Mr. Manuel Puig Rocha's suitability, much consideration has been given to his background and professional profile, which lend diversity to the Board. Having analyzed his curriculum vitae, the Board of Directors is of the opinion that his profile includes all the skills and experience necessary to hold office as director of Fluidra, making a valuable contribution by supplementing and enriching the competencies map of the Board as a whole.

On the other hand, Mr. Manuel Puig Rocha's professional profile is suited to the specific characteristics of the business in which the Company engages.

Similarly, Mr. Manuel Puig Rocha's experience in and knowledge of engineer, business management and administration are of great value to the Board of Directors.

#### **3.2.3. Classing as a proprietary director**

The ACC has verified that the candidate proposed meets the requirements to serve as proprietary director, pursuant to article 529 duodecies of the Capital Companies Law.

### **4. Conclusions reached by the ACC**

The conclusion reached by the ACC in light of the foregoing is that the proposal to appoint Mr. Manuel Puig Rocha as a member of the Company's Board of Directors, for the statutory period of four years and as a proprietary director, is justified, and it has resolved

unanimously to report in favor of such proposal for its subsequent submission, if appropriate, to the Company's Shareholders' Meeting.

**Schedule A**

Mr. Manuel Puig Rocha holds a degree in Industrial Engineering from the Universidad Polit cnica de Catalu a (UPC).

Mr. Manuel Puig Rocha has held various executive positions in Puig over more than 35 years, being responsible for the creation of several international subsidiaries and the creation of what is now the Derma division of the Puig Group. During his professional career in Puig, Mr. Manuel Puig Rocha was in charge of the management of several fashion brands and during the last ten years participated in significant acquisition processes. After the joint-venture with Prada for the development of fragrances, he was a member of the Board of Prada N.V. from 2002 to 2006.

Since 2007, Mr. Manuel Puig Rocha has served as Vice Chairman of Puig, and since February 2021, as Chief Sustainability Officer and Chairman of Puig Board ESG Committee. In addition, he holds the office of member of the Boards of Directors of Exea Empresarial, Isdin, Flamagas and RACC, and he is also member of the Advisory Board of GBI2 (Georgetown University) and the Supervisory Board of Iris Ventures.

Mr. Manuel Puig Rocha has an active participation in several ESG organizations and internationally renowned climate task forces, serving as member of the Board of Trustees of Fundaci n Empresa & Clima.