

# **POLICIES & PROCEDURES**

**General Policy on Communication and Contact with Shareholders,  
Institutional Investors and Proxy Advisors, and on the Communication  
of Economic/Financial, Non-Financial and Corporate Information**

**FLUIDRA**

Version 1

## **GENERAL POLICY ON COMMUNICATION AND CONTACT WITH SHAREHOLDERS, INSTITUTIONAL INVESTORS AND PROXY ADVISORS, AND ON THE COMMUNICATION OF ECONOMIC/FINANCIAL, NON- FINANCIAL AND CORPORATE INFORMATION**

**Approved by:**

Board of Directors (11/12/2020)

**Effective date:**

December 11<sup>th</sup>, 2020

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## DOCUMENT INFORMATION

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<b>Sponsor</b>	CFTO / Global Investor Relations, M&A and Corporate Communications
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The Board of Directors of Fluidra, S.A. ("**Fluidra**" or the "**Company**") aims to offer transparency in terms of the information shared by the organisation and in respect of the relation with its shareholders and with professional or qualified equity, debt or socially responsible investors (the "**Institutional Investors**"), within the framework of their involvement in the Company, as well as financial intermediaries, managers and trustees of the Company's shares, financial analysts, regulatory and supervisory bodies, credit rating agencies, information agencies and proxy advisors.

In this sense, the Board of Directors of Fluidra recognises the need to provide the Company with internal regulations adapted to the legal provisions in force at any time, as well as to regulations on good governance that apply due to its status as a listed company.

In accordance with the foregoing, at the meeting held on 11 December 2020, the Board of Directors approves this *General policy on communication and contact with shareholders, institutional investors and proxy advisors, and on the communication of economic/financial, non-financial and corporate information via the media, social networks or other channels* (the "**Policy**"), the fundamental bases of which are: (1) full respect for market abuse regulation; (2) equal treatment for all shareholders; and (3) maximisation of the dissemination and quality of information available to the market, investors and other stakeholders.

### 1. GENERAL PRINCIPLES

The Board of Directors has the highest level of responsibility for the management and supervision of the information provided to shareholders, institutional investors and the markets in general. The Board will also protect and facilitate the exercise of their rights under the framework of defending the company interest, all in accordance with the following general principles:

- a) Transparency.
- b) Truthfulness and compliance with the law.
- c) Immediacy.
- d) Homogeneity.
- e) Equal treatment in the recognition and exercise of the rights of all the shareholders in the same situation, who are not affected by conflicts of interest.
- f) Publish the information in a regular and timely manner, allowing shareholders and investors access to the most relevant aspects of Fluidra at any time, and not only for the General Shareholders' Meeting.
- g) Develop information tools to make the most of the opportunities offered by new technology, keeping the Company at the forefront of the use of new communication channels.
- h) Compliance with the provisions of the law and with the corporate governance system and principles of cooperation and transparency with the competent authorities, regulatory bodies and administrations.

These principles will be executed through the implementation of a general strategy for the communication of economic-financial, non-financial and corporate information through the information and communication channels defined in this Policy that contribute to maximizing the

dissemination and quality of information available to the market, investors and other groups of interest.

The above principles apply to the Company's information and communications with shareholders, Institutional Investors and other interested parties, such as financial intermediaries, managers and trustees of the Company's shares, financial analysts, regulatory and supervisory bodies, credit rating agencies, information agencies, proxy advisors, etcetera.

Without prejudice to the principles of equal treatment and non-discrimination, the Company may adapt general channels of information channels and communication, as well as other information and communication initiatives, according to different target groups.

With regard to regulatory compliance, special account shall be given to the legal framework on processing inside information and other relevant information in the relations with the shareholders and securities markets, the Spanish Code of Conduct in Security Markets of CNMV (as defined below), the Regulations of the Board of Directors, the Ethical Code and the Internal Regulations for Conduct in the Securities Market of Fluidra.

## 2. GENERAL INFORMATION AND COMMUNICATION CHANNELS

### 2.1 Spanish National Securities Market Commission and other bodies

The Company's primary information channel with shareholders, Institutional Investors and markets in general is the Spanish National Securities Market Commission (acronym in Spanish, the "**CNMV**"). The information sent to the CNMV via the publication of notifications on its website is classed as immediate public dissemination. Communications sent to the CNMV relating to the Company are then incorporated on the Company's corporate website.

### 2.2 Internal coordination for sharing news likely to contain inside information or other significant information

To ensure that news likely to contain inside information or other relevant information is shared under conditions of transparency, symmetry and in accordance with the provisions of the law and the corporate governance system (and, in particular, Internal Regulations for Conduct in the Securities Market of Fluidra), the Company has established the following internal guidelines:

**a.** In the event that the information generated in the Company is likely to be classified as inside information or other relevant information, or if there is any doubt about the obligation to notify the CNMV of the information in accordance with the law and the corporate governance system, it will be up to the Chief Legal Officer to determine the appropriateness of sending such a communication to the CNMV.

The information to be communicated to the CNMV may not be shared via any other means, unless it has previously been published on the CNMV website. In addition, the content of the information shared to the market through any information or communication channel other than the CNMV must be consistent with the information sent to CNMV.

**b.** Information created by the Company may be shared with shareholders, Institutional Investors and the markets, without observing the rules above, provided that there is no doubt under the law and corporate governance regulations applicable that it is not required to inform the CNMV, because said information does not constitute inside information or other relevant information, or when, having consulted the Chief Legal Officer, the latter has determined, in accordance with the rules established in the previous section, that the communication of information to the CNMV is not required.

### 2.3 Corporate website

The corporate website ([www.fluidra.com](http://www.fluidra.com)) is one of the most important channels for the Company's relations with the stakeholders, encouraging their involvement in social life, strengthening their sense of belonging, enhancing the Fluidra brand, promoting the development of the Group's business and its digital transformation, and showing the Company's commitment to its *Mission and Values*.

Via the corporate website, after having been sent to the CNMV where required, the Company provides the stakeholders with all the information that may be of interest, allowing it to be accessible immediately and acting as a repository for subsequent access, thereby contributing to transparency as a priority value that shapes the Company's relations with the markets and with the general public. For this purpose, the information is incorporated simultaneously and constantly updated, whenever possible, in both Spanish and English.

In particular, any presentations of results, within the framework of the interim quarter or semi-annual and annual financial reports, as well as any other significant presentations of an economic/financial nature, including the events and materials for the "capital markets day" are broadcast live on the Company's corporate website, with simultaneous translation, allowing interested parties the opportunity to ask questions. In this sense, the Company will allow access to the retransmission of such type of events on the corporate website, for a reasonable period of time.

This website has a specific tab titled "Shareholders and Investors", via which all the information that the Company makes available to shareholders and investors can be accessed.

As for the contents published on the corporate website, the Company ensures that:

- (i) The information published on the corporate website is clear, complete, correct and truthful;

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- (ii) Any information that may be of interest to shareholders and investors is included, including extensive institutional, economic/financial, non-financial and corporate information.

The Chief Legal Officer, in coordination with the Chief Financial Officer, working with their respective teams, will organise, at all times, the information that should be incorporated into the Company's corporate website.

### 2.4 Social media

The Company is aware of the impact of new information technology and communication channels used via the Internet, so it has an active presence on social networks, such as LinkedIn and Twitter, via which, without prejudice to compliance with its legal obligations, it seeks to disseminate information on the Company's progress and activities and establish communication guidelines and a fluid and productive dialogue with shareholders and stakeholders who use these means on a regular basis to find out about matters of interest.

## 3. SHAREHOLDER'S OFFICE

The Board of Directors, in its aim to set up the appropriate channels for shareholders, has established as a channel of communication with them, the **Shareholder's Office**, which has as its main objective to serve as an open, permanent and transparent communication channel with all the Company shareholders. The Shareholder's Office has been established to respond, at all times, to queries, questions or suggestions from shareholders, via a telephone service (93 724 39 00) and an email address ([investor\\_relations@fluidra.com](mailto:investor_relations@fluidra.com), as well as [accionistas@fluidra.com](mailto:accionistas@fluidra.com)). The Shareholder's Office will endeavour to respond to the consultations and requests made by the shareholders, acting as a permanent information system by which shareholders can take an interest and keep abreast of the progress of the Group respecting the law and the system of corporate governance.

## 4. RELATIONSHIP WITH ANALYSTS AND INSTITUTIONAL INVESTORS

The Investor Relations Department is in charge of dealing with queries from analysts and Institutional Investors. The email address for this purpose is [investor\\_relations@fluidra.com](mailto:investor_relations@fluidra.com). The Company holds briefings on the progress of the Group, or other aspects of interest, in order to provide analysts and Institutional Investors with adequate information. This is without prejudice to the Company strictly respecting the principle of equal treatment of all shareholders, under identical conditions, and who are not affected by conflicts of competition or interest.

### 5. ETHICS CHANNEL

The Company has established an ethics channel as a channel of communication in order to enable the shareholders and other stakeholders to report any conduct that may involve failure to comply with the corporate governance system or the commission by any professional of Fluidra of any act that is illegal or contrary to the rules of conduct of the Code of Ethics.

The email for sending any relevant communication in this respect is [ethics@fluidra.com](mailto:ethics@fluidra.com). All communications are managed on a confidential basis.

The rules of management of the ethics channel, as well as the content of the Code of Ethics of Fluidra, can be accessed in the Company's webpage, in the section entitled "Ethics".

The ethics channel of Fluidra is managed by the Company's Ethics Committee, which is made up of the heads of the Legal, Internal Audit and Human Resources departments, and is the body responsible for processing and resolving complaints and for disseminating the Code of Ethics.

This Committee will submit regular reports to Fluidra's Board of Directors on the queries and complaints it has dealt with through the Audit Committee.

### 6. GENERAL SHAREHOLDERS' MEETING

The Board encourages the informed and responsible participation of shareholders in general meetings, and shall take all appropriate measures to allow the General Shareholders' Meeting to effectively exercise its functions in accordance with the Law and the Company Bylaws.

In particular, the Board of Directors shall take the following measures:

- (i) To make available to shareholders as much information as is legally required, or that may be of interest, prior to the meeting.
- (ii) To ensure that, with the utmost diligence, requests for information made by shareholders prior to the meeting are responded.
- (iii) To respond, with equal diligence, to questions asked by shareholders when the Meeting is held.

To this end, Fluidra will provide shareholders, via its corporate website (from the publication of the call to meeting and, at least until the General Shareholders' Meeting is held, on an uninterrupted basis), with the information required by law, recommendations for good governance and the internal Company regulations.

In addition, shareholders will have support from the Shareholders' Office in connection with the General Shareholders' Meeting. This Shareholders' Office shall also have a specific site at the

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premises where the meeting is held in order to resolves any issues that meeting attendees may have and provide information to the shareholders who wish to take the floor.

Meanwhile, the Investor Relations Office, is responsible for maintaining a dialogue with proxy advisors, answering their queries with regard to the proposed resolutions submitted at the General Shareholders' Meeting and providing them with any clarifications deemed appropriate.

The Board of Directors encourages the use of the corporate website to facilitate the exercise of shareholders' information and participation rights in relation to the General Shareholders' Meeting, providing them with an IT tool that allows them to request information, as well as to delegate their representation and vote remotely.

Likewise, when the General Shareholders' Meeting is held, Fluidra will provide access to the Electronic Shareholders' Forum on its corporate website, which shareholders of the Company may access to make communication easier prior to the meeting being held.

Finally, the General Shareholders' Meeting will be broadcast live on the corporate website.

The above measures are intended to create an open environment that promotes and facilitates shareholder participation in the General Shareholders' Meeting and the exercise of their rights as shareholders.

### 7. CONTROL

The Chief Legal Officer in its role of responsible for Stock Exchange Compliance will verify that, in the application of this Policy, the Company complies with the provisions of the Internal Regulations for Conduct in the Securities Market of Fluidra and any other regulation that the corporate governance system has included in the scope of its powers. The Compliance Department will perform tasks of supervision of Stock Exchange compliance.

The Audit Commission will be regularly informed of the main relationships that the Company holds with shareholders, Institutional Investors and proxy advisors, as well as on the means of communication for economic/financial, non-financial and corporate information via the media, social networks or other channels, all in application of the provisions of this Policy. The Audit Commission will regularly inform to the Board of Directors on those matters that are considered necessary.

\* \*This Policy was initially approved by the Board of Directors of Fluidra on 11 December, 2020 \* \*

**Approved by:**

Board of Directors (11/12/2020)

**Effective date:**

December 11<sup>th</sup>, 2020