

**REPORT BY THE BOARD OF DIRECTORS OF FLUIDRA, S.A. SUPPORTING THE PROPOSAL FOR THE APPOINTMENT OF MS. MARÍA DEL CARMEN GAÑET CIRERA A MEMBER OF THE BOARD OF DIRECTORS OF FLUIDRA, S.A.**

**1. Purpose of the Report**

The Board of Directors of Fluidra, S.A. (the "**Company**" or "**Fluidra**") issues this supporting report to accompany the proposal with respect to the appointment of Ms. María del Carmen Gañet Cirera as a member of the board of directors, with the category of proprietary director, which will be submitted for approval by the 2025 Annual Shareholders' Meeting, expected to be held on May 7, 2025, at first and single call, all of which is in accordance with the provisions of the articles of association, the regime set out in the Capital Companies Law (the "**CCL**"), and the principles of the Code of Good Governance for listed companies, as last amended by the CNMV in June 2020 (the "**Good Governance Code**" or the "**GGC**").

Sections 4, 5 and 6 of article 529 decies of the CCL stipulate that (i) the proposal for the appointment of a non-independent director must come from the Board of Directors, (ii) such appointment proposal must in all cases be accompanied by a supporting report issued by the Board of Directors which evaluates the competence, experience and merits of the candidate, and (iii) this must be preceded by a report by the Appointments and Compensation Committee (the "**ACC**").

The Board of Directors therefore issues this supporting report for the purpose of evaluating the appointment of Ms. María del Carmen Gañet Cirera as a proprietary director of the Company, representing the shareholding interest of the shareholder of Edrem, S.L., and its wholly owned subsidiary Edrem Cartera, S.L.U., as shareholders of the Company, in light of the favorable report issued by the ACC on March 24, 2025.

**2. Justification for the appointment**

The Board of Directors fully subscribes the assessment made by the Appointments and Compensation Committee, which has been able to verify that the candidate has the competence, experience and merits required to hold the position of director of Fluidra, as is reflected in the curriculum vitae attached hereto as **Schedule**, of which the following aspects are to be highlighted:

- Her highly qualified professional profile for the discharge of the functions of proprietary director, both due to her extensive experience and her training, experience and knowledge in the area of management. In this sense, it should be noted that Ms. María del Carmen Gañet Cirera has held various positions of responsibility in Spanish multinational companies, where she has led complex corporate expansion and restructuring transactions.
- She also currently holds the positions of independent non-executive director of Repsol, of which she is a member of the Delegate Committee, proprietary director of Société Foncière Lyonnaise, and corporate general manager of Inmobiliaria Colonial, of which she is a member of its Management Committee.

- 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.

On the other hand, the Board of Directors asks that reference be made to the ACC's report for an analysis of Ms. María del Carmen Gañet Cirera's capacity to dedicate herself to her duties as director of Fluidra, and her suitability and the relevance of her knowledge, skills and experience.

### **3. Conclusion**

All requirements relating to commercial and professional integrity, suitability, solvency, competence, qualifications, background, knowledge and the experience necessary to serve as director have been considered, as have the availability of the director proposed and her commitment to the good governance of the Company, with attention being drawn in particular to her professional capacity and background; and the Board of Directors, in light of the favorable report issued by the ACC, considers her appointment as a director to be justified.

### **4. Category of Ms. María del Carmen Gañet Cirera**

Pursuant to article 529 duodecies of the CCL, Ms. María del Carmen Gañet Cirera shall be classed as a proprietary director.

### **5. Term of office**

The term of office of Ms. María del Carmen Gañet Cirera, whose appointment is proposed, will be a two-year (2) period, starting from the moment the Shareholders' Meeting resolves to appoint her. According to article 222 of the CCL, the appointment of directors shall expire, once their term of office has ended, when the shareholders' meeting has been held or when the statutory period allowed for the holding of the shareholders' meeting that is to resolve on the approval of the financial statements for the previous year has elapsed.

### **6. Resolution proposal submitted to the Shareholders' Meeting for approval**

In light of the content of this report, the Board of Directors, following the favorable report issued by the ACC, makes the following proposal for the appointment of Ms. María del Carmen Gañet Cirera as proprietary director to the Annual Shareholders' Meeting:

*"To appoint Ms. María del Carmen Gañet Cirera, following the favorable report issued by the Appointments and Compensation Committee, as a member of the Board of Directors of Fluidra, S.A., for a two-year (2) term, with the category of proprietary director.*

*In compliance with sections 4, 5 and 6 of article 529 decies of the Spanish Capital Companies Law, approved by the Legislative Royal Decree 1/2010, of July 2, 2010, it is placed on record that: (i) the Board of Directors proposed the appointment of Mr. Manuel Puig Rocha at its meeting held on March 25, 2025; (ii) this appointment proposal was supported by the required report assessing the suitability of Ms. María del Carmen Gañet Cirera, issued by the Board of Directors on March 25, 2025 and attached to the minutes of the Board of Directors' meeting; and (iii) the proposal to appoint Ms. María del Carmen*

*Gañet Cirera was preceded by a favorable report issued by the Appointments and Compensation Committee of the Company at its meeting of March 24, 2025 and attached to the minutes of the Appointments and Compensation Committee meeting.”*

### **Schedule**

Ms. María del Carmen Gañet Cirera has a degree in Economics and Business Administration from the Autonomous University of Barcelona. She has also completed postgraduate studies at ESADE.

Ms. Gañet began her professional career at Arthur Andersen. In 1995 she was appointed Head of Investment and Management Control of the Financial, Real Estate and Insurance Group of Caixa Holding (now Criteria). In 1999 she led Colonial's IPO and, in 2000, she was appointed Chief Financial Officer, becoming a member of its Management Committee. In January 2009, she was appointed Corporate General Manager. She is also a member of its ESG Committee and Investment Committee.

An expert in corporate finance and capital markets, she has led Colonial's international expansion and the consolidation of its leadership through various corporate transactions. She also successfully led its financial restructuring, consolidating it as one of the best European real estate companies. In addition, Ms. Gañet has teaching experience as a professor in the Faculty of Business Administration at the Ramon Llull University.

She has been an independent director of the Catalan Institute of Finance (ICF) and SegurCaixa Adeslas and a proprietary director of Société Foncière Lyonnaise. She has also received several awards and recognitions for her professional career.

Ms. Gañet is currently an independent non-executive director of Repsol, of which she is a member of the Delegate Committee, and corporate general manager of Inmobiliaria Colonial, of which she is a member of its Management Committee. She is a member of the Board of Directors of Société Foncière Lyonnaise (SFL), chair of its Audit Committee and a member of its Executive and Strategy Committee. She is a member of the Board of Directors of the Círculo de Economía, a member of the Diversity Advisory Board of Caixabank, a member of the Board of ULI-España and ULI Barcelona, and a member of the Executive Committee of Barcelona Global.