

**REPORT BY THE APPOINTMENTS AND COMPENSATION COMMITTEE OF
FLUIDRA, S.A. IN RELATION TO THE RE-ELECTION AS INDEPENDENT
DIRECTOR OF MR. BRIAN MCDONALD, 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 4 of article 529 decies of the Capital Companies Law (the "**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(ii) 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 re-election of the director **Mr. Brian McDonald** as a member of the Company's board of directors (the "**Report**"), with the category of independent director.

2. Purpose of the Report

The report evaluates the proposal for the re-election of Mr. Brian McDonald as a member of the Company's Board of Directors, with the category of independent director, for which the ACC has taken into account (i) the 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) the applicable regulations, including the Board Regulations, the Appointments and Compensation Committee's Regulations, and the Company's director selection policy; and (iii) the independent status of the director.

3. Aspects considered by the ACC

3.1 Competence, experience and merits

The view formed by the ACC is that Mr. Brian McDonald 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**, of which the following aspects are to be highlighted:

- His valuable and continuous contribution to Fluidra's Board of Directors and its Audit Committee over the last six (6) years. His re-election contributes to the Board's ability to maintain the balance of skills, experience and diversity reflected in the Board's skills matrix, enriching it with his knowledge, particularly in the fields of auditing, internal auditing and finance.
- His experience in supervising the financial management of companies, in participating in audit committees and in external auditor selection processes and in the promotion of the diversity policies in the Company.
- His knowledge of auditing (which supports his recognition as a financial expert) or his capacity for continuous dialogue with the internal audit area, with the auditor of the Company or with key personnel involved in the governance and management of the entity.

- His training and experience in companies of recognized prestige, occupying various positions in sales management, operations and business management, over a career spanning more than 30 years in a number of prestigious groups in the United States, including United Technologies Corporation (UTC), Tyco International and RGIS. During this period, Mr. McDonald held senior management positions, with responsibilities in both industrial and commercial environments, operating different businesses in highly complex environments in an international environment and especially in the American market.
- His experience in restructuring processes and diversification of businesses and products, including the supply chain, from the logistics and distribution process, adding value to the whole process.
- In turn, its experience in redefining processes (including risk identification and mitigation processes) is validated by the creation of centers of excellence and innovation to redesign processes and policies, which in some cases have led to systems change, resulting in increased productivity and service quality.
- He has served as CEO of RGIS, a leading global inventory management company, where he led a large-scale turnaround of the Blackstone-owned group, including the reversal of a six-year (6) period of declining revenue/profitability and the creation of a new leadership team, and also served as a member of the boards of directors of other companies.
- He currently serves on the board of directors and audit committee of KPI, a leading warehouse automation company located in the United States. Also, in his capacity as an independent consultant, Mr. McDonald regularly advises some of the largest global private equity firms on the financial viability of potential acquisitions, including due diligence of financial statements.
- Mr. McDonald's approach and understanding of how to leverage management tools and systems to link leadership strategy, objectives, performance and incentives is corroborated by his work at UTC, Tyco and RGIS.

Mr. Brian McDonald'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. Brian McDonald'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 is, or may 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. Brian McDonald'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. Brian McDonald's professional and international profile is suited to the specific characteristics of the business, the sectors and the countries in which the Company engages.

Similarly, Mr. Brian McDonald's experience in and knowledge in the American market are of great value to the Board of Directors.

3.2.3. Classing as an independent director

The ACC has verified that the candidate proposed meets the requirements to serve as independent director, concluding that there are no personal or professional circumstances that prevent or reduce in any way his status of independence.

4. Conclusions reached by the ACC

The conclusion reached by the ACC in light of the foregoing is that the proposal to appoint Mr. Brian McDonald as a member of the Company's Board of Directors, for a two (2)-year term and as an independent director, is justified, and it has unanimously resolved to propose the appointment, if appropriate, to the Company's Shareholders' Meeting.

Schedule

Born in 1963, Brian McDonald served as the CEO of RGIS from 2014 to 2017. At the time, RGIS was the world's leading inventory management company, a \$680 M business with 53,000 associates located in 30 countries around the world. Prior to RGIS, Brian served as Executive VP and Chief Operating Officer of Tyco International, where he had direct responsibility for their \$7.8 billion Fire and Security Installation and Services division. Brian was with Tyco for more than 10 years in a variety of roles including Director of Sales, VP of Field Operations, VP of Southern Operations and Managing Director of ADT UK/Ireland. Prior to Tyco, Brian held various executive roles with the UTC Power and Otis Elevator units of United Technologies. He is manager at BLM Advisors, LLC since January 2018. In addition, in September 2021 he joined the board of directors of KPI Solutions, a U.S. company that provides integration services in the warehouse automation sector.

He holds a Bachelor of Science degree in Physics from the United States Naval Academy and a Master of Business Administration degree in Operations from the Darden Graduate School at the University of Virginia. Upon graduation from the Naval Academy, Brian served 5 years as a Lieutenant and Division Officer aboard a U.S. Navy aircraft carrier, overseeing its nuclear systems. He is trustee of the US Naval Academy Athletics and Scholarship Foundation.