

A swimmer in a dark swimsuit is captured mid-stroke in a swimming pool. The swimmer is moving from the top left towards the bottom right, with their arms extended forward. A large, dense cloud of bubbles trails behind their head, indicating a recent break in the water's surface. The pool floor is visible, showing a grid of blue tiles and a large black arrow pointing towards the swimmer. The water is a deep blue, and the overall scene is dynamic and energetic.

FLUIDRA

Report by the Board of Directors
supporting the proposal for the
appointment of Jaime Alberto
Ramírez Alzate as Executive Director
of Fluidra, S.A.

Purpose of the report

The Board of Directors of Fluidra, S.A. (the "Company" or "Fluidra") issues this supporting report to accompany the **proposal for the appointment of Jaime Alberto Ramírez Alzate** as a member of the Board of Directors for a term of two (2) years, with the category of Executive Director, which will be submitted for approval by the 2025 annual shareholders' meeting, scheduled to be held on May 7, 2025, on first and only call, all of which is in accordance with the provisions of the bylaws, the rules set out in the Capital Companies Law ("CCL"), and the principles of the Code of Good Governance for listed companies.

Sections 4, 5 and 6 of article 529 decies of the CCL stipulate that (i) the proposal for the appointment or reelection of a non-independent director must come from the Board of Directors, (ii) such appointment or reelection 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 ("ACC").

The Board of Directors therefore issues this supporting report for the purpose of evaluating the appointment of Jaime Alberto Ramírez Alzate as Executive Director of the Company, in light of the favorable report issued by the ACC on March 24, 2025.



Profile of Jaime Alberto Ramírez Alzate

Jaime Alberto Ramírez Alzate joined Fluidra on June 1, 2024, **taking over the role of CEO** from Bruce Brooks.

Jaime has **more than 30 years' experience in P&L responsibility and leadership** and a background in generating growth. He brings a wealth of experience and a proven track record in global consumer and industrial products.

He held roles of increasing responsibility at Stanley Black & Decker Inc., most recently as executive vice president and president of the global Tools and Storage business, where **he oversaw a P&L of more than \$10 billion and led high-performance teams worldwide**. He is also a member of the Board of Directors of Kimberly-Clark, a multinational personal care corporation.



Functions of the CEO and of the Executive Chairman

While they both hold executive roles on the Board of Directors, their functions are clearly separated and defined.

The **CEO** manages the **day-to-day running of the Company in the broadest terms**, with a special focus on developing and implementing the Company's strategy to drive growth and continue creating value. In turn, the executive chairman carries out strategic and future planning functions for the Company, as well as functions relating to sustainability.



CEO

The **CEO** is responsible for the operational management of the Company and for the development and execution of its strategy, ensuring sustainable growth and delivering results. His functions include:

- **Defining and proposing the corporate strategy** to the Board of Directors in line with the strategic guidelines and vision established by the Company.
- **Leading implementation of the strategy and the global operations of Fluidra**, ensuring the fulfillment of financial and operating goals.
- **Making key decisions** regarding the organizational structure, allocation of resources and optimization of the business portfolio.
- **Fostering innovation and digital transformation** at the Company, boosting competitiveness and building market identity.
- **Managing investor relations in conjunction with the executive chairman**, ensuring transparent communication aligned with the company's strategy.

Executive Chairman

The **executive chairman** leads the strategic and corporate governance agenda on behalf of the Board of Directors. His role focuses on securing Fluidra's long-term vision, its alignment with shareholders and other key stakeholders, and on defining the strategic guidelines that inform the company's sustainable growth. His main functions include:

- **Ensuring that the strategy defined by the CEO** and his team is aligned with the strategic guidelines of the Board of Directors and shareholder interests.
- **Representing Fluidra in institutional forums** and in dealings with shareholders, regulators and other key stakeholders.
- **Ensuring continuity and succession of leadership**, by promoting a robust governance model.

Functions of the CEO



To manage the Company's business and its divisions



To design and implement the Fluidra strategy for growth and improved profitability and ROCE



To supervise and coordinate the management teams



To make key decisions



To parameterize and control the different sales regions in which the Company is present (**NAM/APAC and EMEA**), as well as several functional areas, such as finance and sustainability, technology, HR, strategy, investor relations and M&A, operations, product and communication

Functions of the Executive Chairman



To direct and manage the work of the Board of Directors



To define the strategic guidelines, in accordance with the board of directors



To analyze potential M&A deals, monitoring their initial stages



To oversee and support the sustainability and corporate governance agenda, ensuring the ESG strategy is aligned with market best practices



To maintain institutional relations with shareholders, investors and securities market agents

Justification for the appointment

Personal skills

- **Long career and wide-ranging experience** in industrial and consumer products at global companies, with more than 30 years in management with P&L responsibility.
- **Extensive experience in leadership roles**, with a strategic vision that makes him the ideal leader to guide Fluidra in the next stage of its development.
- **Experience in driving growth and profitability**, transforming businesses and organizations, and strategic acquisitions will be invaluable as Fluidra seeks to capitalize on new opportunities and continue to create shareholder value.
- **Commitment to continue driving the business** and create value for customers, shareholders and communities.
- **Extensive experience in US markets**, with a global vision and exposure to the European scene.
- **Solid knowledge** of market volatility, the geopolitical challenges of developing regions and the consolidation of emerging global markets.
- **Broad experience in leading digital transformation**, promoting the integration of technology and digital talent at organizations to maximize innovation and growth.
- **Strategic approach focused on results**, with a firm commitment to direct contact with customers.



Jaime Alberto Ramírez Alzate
has extensive experience and
a proven track record
in global consumer and
industrial products





Proposal for the appointment of Jaime Alberto Ramírez Alzate

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 Jaime Alberto Ramírez Alzate as Executive Director to the annual shareholders' meeting: "To appoint Jaime Alberto Ramírez Alzate, at the proposal of the appointments and compensation committee, as a member of the Board of Directors of Fluidra, S.A., for a term of two (2) years, with the category of Executive Director".

Date: 03/25/2025

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