

**EXPLANATORY REPORT SUBMITTED BY THE BOARD OF DIRECTORS OF
FLUIDRA S.A., ASSESSING THE COMPETENCE, EXPERIENCE AND MERITS OF
MR. STEPHEN G. KANIEWSKI WITH A VIEW TO HIS APPOINTMENT AS
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 report on the proposed appointment of Mr. Stephen G. Kaniewski as a member of the Board of Directors, taking into account the provisions of the bylaws, the system contemplated in the Capital Companies Law and the principles of the Code of Good Governance of listed companies, as last amended by the CNMV in June 2020 (the “**Good Governance Code**” or the “**GGC**”).

Sections 4 and 5 of article 529 decies of the Capital Companies Law stipulate that (i) the proposal for the appointment or reelection of an independent director must come from the Appointments and Compensation Committee, and (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.

The Board of Directors therefore issues this supporting report for the purpose of evaluating the appointment of Mr. Stephen G. Kaniewski as an independent director of the Company, considering the proposal issued by the Appointments and Compensation Committee on March 23, 2026, which was seconded by the corresponding report of the Appointments and Compensation Committee of the same date.

2. Internal procedure for making resolution proposals

2.1 Selection process

Fluidra’s selection of directors’ policy is aimed at facilitating an appropriate composition of the board of directors. In accordance with the Good Governance Code, the Selection Policy ensures that the proposed appointments of directors at the Company are the result of a prior analysis of the needs of the Board of Directors; and it favors diversity of skills, experience and gender within the Board, so that there are not inherent biases that could entail any kind of discrimination and, in particular, that could hinder the selection of female candidates, promoting an increase in their representation in line with best corporate governance practices, always subject to the fundamental principle of merit and suitability of the candidate in line with the analysis of the Company’s needs carried out by the Board of Directors.

Moreover, the selection process must aim to achieve an adequate balance on the Board of Directors as a whole, which improves decision-making and provides multiple viewpoints to the discussion of the matters that come before the Board.

In view of the proposed candidate’s experience and merits for holding the post of director, his commercial and professional good standing and willingness to pursue good governance at the Company, particularly his ability and professional career, the Board of

Directors, having reviewed the proposal by the Appointments and Compensation Committee dated March 23, 2026, resolved to propose to the Annual Shareholders' Meeting the appointment of Mr. Stephen G. Kaniewski as director of the Company, with the category of independent director, according to the definitions established in article 529 duodecies of the Capital Companies Law.

3. Explanatory report

3.1 Professional experience and background

In relation to the proposed appointment of Mr. Stephen G. Kaniewski as independent director of Fluidra, the Board of Directors has taken into account the following factors, among others, based on the information in the candidate's curriculum and his professional background:

- His professional career spanning more than 13 years at Valmont Industries, Inc., a NYSE-listed company, where he served as CEO for more than 5 years, member of the board of directors, and was responsible for global operations in 22 countries, with a company turnover of \$4.2 billion and approximately 11,000 employees in 2023.
- His management as CEO of Valmont Industries, Inc., achieving 50% revenue growth and a total shareholder return of 73% within five years. During his tenure as CEO of the company, he led two divestitures and ten acquisitions, developing the company's strategic plan. In addition, the company became the pricing leader in all the markets in which it operated. Previously, he held the positions of Global VP, Group President, and COO.
- His extensive international experience in Mexico, China, India, Australia, Europe, and Southeast Asia, complemented by solid experience in operational management, information technology management, and the implementation of global systems such as SAP and CRM.
- His experience since 2024 as a strategic advisor to an international software company, driving its growth and transformation into an R&D company.

Mr. Stephen G. Kaniewski's experience, background and professional profile indicate that he has the merits and competence required to hold the office of director of the Company with the category of independent director.

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.

In order to complete the above information, Mr. Stephen G. Kaniewski's curriculum is attached to this Report as **Schedule**.

3.2 Assessment made by the Board of Directors

Regarding the capacity of dedication for performing the post of director of Fluidra and the suitability and appropriateness of his knowledge, skills, and experience, the Board of Directors refers to the report of the Appointments and Compensation Committee (ACC).

Likewise, it has been verified that Stephen G. Kaniewski's other professional activities, which are included in the professional profile outlined above, allow him to dedicate sufficient time and effort to the Board of Directors and any committees of which he may be a member at Fluidra. Currently, he does not hold any directorships at other listed companies.

4. Category of Mr. Stephen G. Kaniewski as director

According to article 529 duodecies of the Capital Companies Law, the Board of Directors, following the proposal of the Appointments and Compensation Committee proposes that Mr. Kaniewski is appointed as director with the category of independent director, based on the conclusion that there are not personal or professional circumstances that prevent or in any way hinder his status of independent.

5. Term of office

The term of office of Mr. Kaniewski, whose appointment is proposed, will be for a two-year (2) term, starting from the moment when the Shareholders' Meeting resolves to appoint him. According to article 222 of the Capital Companies Law, 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 view of what is stated in this report, the Board of Directors submits the following proposed resolution to the Annual Shareholders' Meetings:

"To appoint Mr. Stephen G. Kaniewski, 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 term of two (2) years, with the category of independent director.

In accordance with sections 1, 4, 5 and 6 of article 529 decies of the Spanish Capital Companies Law, approved by 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. Stephen G. Kaniewski at its meeting held on March 24, 2026; (ii) this proposed appointment was supported by the required report assessing the suitability of Mr. Stephen G. Kaniewski, issued by the Board of Directors on March 24, 2026 and attached to the minutes of the Board of Directors' meeting; and (ii) the proposal to appoint Mr. Stephen G. Kaniewski was preceded by the proposal made by the Company's Appointments and Compensation Committee at its meeting of March 23, 2026, which issued a favorable report attached to the minutes of said meeting of the Appointments and Compensation Committee."

Schedule

Born in 1972, Stephen G. Kaniewski has extensive multidisciplinary experience, with international experience in Mexico, China, India, Australia, Europe, and Southeast Asia, where he has developed outstanding skills in the areas of business development, operational management, financial strategy, sales promotion, and information technology, among others.

Stephen has spent a large part of his professional career at Valmont Industries, Inc., a NYSE-listed company and global leader in the supply of products and solutions for vital infrastructure and agricultural activity, with revenues exceeding \$4 billion and with over 11,000 employees.

After fifteen years of professional experience in technology projects and operations management at various companies, in 2010 he began his career at Valmont Industries, Inc. as VP of Information Technology, where he held the position of CEO of the company for more than five years, until July 2023, while also serving on the Board of Directors and overseeing global operations in 86 locations and 22 countries.

Stephen G. Kaniewski holds a Bachelor of Science degree in Sociology from Santa Clara University.

Stephen founded iDvera Software Inc., an international software company, and currently serves as COO, driving its growth and transformation into an R&D company by obtaining patents for non-GPS location technology and attracting investments from angel investors. Since July 2016, he has also been the owner of e-Algo, an algorithmic trading platform targeting currency pairs that is used by hedge funds, family offices, and other institutional investors.