

FULL TEXT OF THE PROPOSALS FOR RESOLUTIONS PREPARED BY THE BOARD OF DIRECTORS OF FLUIDRA, S.A. TO BE SUBMITTED TO THE 2021 ANNUAL SHAREHOLDERS' MEETING

Item One: Approval of the annual financial statements and of the management report, both of the Company and of its consolidated group of companies, for the financial year ended December 31, 2021.

Proposed resolution

To approve the annual financial statements of the Company, consisting of the balance sheet, the income statement, the statement of changes in equity, the statement of cash flows and the notes to the financial statements, and the management report, of Fluidra, S.A. and of its consolidated group of companies, for the financial year ended December 31, 2021, prepared by the Board of Directors of Fluidra, S.A. on March 30, 2022.

Item Two: Approval of the non-financial consolidated information statement of Fluidra, S.A. for the financial year ended December 31, 2021.

Proposed resolution

To approve the consolidated non-financial information included in the consolidated management report of Fluidra, S.A.

Item Three: Approval of the proposed allocation for the financial year ended December 31, 2021.

Proposed resolution

To approve the proposed allocation for the financial year of Fluidra, S.A. ended on December 31, 2021, in accordance with the following distribution:

- To prior years' losses: €29,869,613.97.

Item Four: Approval of the management carried out by the Board of Directors during the financial year 2021.

Proposed resolution

To approve the management carried out by the Board of Directors of Fluidra, S.A. during the financial year 2021.

Item Five: Shareholder remuneration: distribution of dividends out of reserves.

Proposed resolution

To approve the payment of a cash dividend out of unrestricted voluntary reserves in the amount of 0.85 euros gross per eligible share of the Company, giving a maximum total dividend of 166,284,709.50 euros if the distribution were to be made on all of the Company's ordinary shares (considering that the Company's share capital at the date of this resolution is divided into a total of 195,629,070 shares of 1 euro par value each).

The dividend will be paid in two payments on each payment date and gross amount per share indicated below, through the entities participating in the Sociedad de Gestión de los Sistemas de Registro, Compensación y Liquidación de Valores (IBERCLEAR):

- First payment – July 5, 2022: maximum total amount to distribute of 0.43 euros.
- Second payment – November 3, 2021: maximum total amount to distribute of 0.42 euros.

The gross amounts paid shall be subject to the withholdings required by the regulations applicable at any given time.

In the event that the share capital of the Company and/or the number of shares into which it is divided is modified, the gross amount per share on each payment date shall be adjusted accordingly. In any event, the maximum total amount to be distributed on each payment date may not exceed the amounts indicated above (i.e. the maximum amount of 84,120,500.10 euros charged to unrestricted voluntary reserves on the first payment date and 82,164,209.40 euros charged to unrestricted voluntary reserves on the second payment date).

To authorise in the broadest terms the Board of Directors, with express power of substitution, to adopt all decisions and carry out all actions necessary or advisable for the payment of the dividend approved above, including, in particular and without limitation, to set the terms and conditions of the distribution in all matters not provided for above (including determining the exact dates on which the dividend shall be paid), (including determining the exact dates on which the registered holders entitled to receive the dividend), appointing the entity or entities that will act as paying agents and entering into the corresponding contract or contracts on such terms and conditions as it deems appropriate, arranging current accounts for this purpose, making the appropriate communications and notifications and, in general, carrying out any other action necessary or appropriate for the successful completion of the approved distribution.

Item Six: Reappointment of the statutory auditor for both the Company and its consolidated group, for the financial years 2022, 2023 and 2024.

Proposed resolution

To reappoint, as statutory auditor of Fluidra, S.A. And of its consolidated group, for a period of three (3) years, that is, to audit the financial statements corresponding to each of the fiscal years ending on December 31, 2022, December 31, 2023 and December 31, 2024, the audit firm Ernst & Young, S.L., with registered offices at Edificio Torre Picasso, Raimundo Fernández Villaverde, 65, 28003 Madrid, entered in the Madrid Commercial Registry under volume 9,364 general, 8,130 of section 3 of the Book of Companies, folio 68, page M-87.690-1, and holder of taxpayer identification number (NIF) B-78.970.506 and entered in the Official Auditors' Register (ROAC) under number S0530.

Item Seven: Ratification of the appointment by co-option and appointment of Ms. Barbara Borra as independent director of the Company

Proposed resolution

At a proposal of the Appointments and Compensation Committee, the Board of Directors proposes ratifying the appointment of Barbara Borra through the co-optation procedure carried out by the Board of Directors on December 30, 2021, to cover the vacancy left on the Board of Directors, as a result: (i) firstly, of the resignation of Mr. Sébastien Mazella di Bosco on June 8, 2021, whose term of office expired on July 2, 2022, whereby Martin Ariel Atlas was appointed through co-optation on June 14, 2021 for the term stipulated in the Bylaws and subject to ratification at the next Shareholders' Meeting of the Company; and (ii) secondly, of the resignation of Mr. Martin Ariel Atlas on December 27, 2021, from his post as proprietary director representing Piscine Luxembourg Holdings 1 S.à r.l., effective December 30, 2021. The reasons for the resignation of Mr. Sébastien Mazella di Bosco and Mr. Martin Ariel Atlas are detailed in the communications sent by the Company through the National Stock Markets Commission (*Comisión Nacional del Mercado de Valores*) via other relevant information and through its corporate website, as well as in section C.1.2 of Fluidra's Annual Corporate Governance Report for the financial year 2021, which has been made available to the shareholders on the occasion of the call of this Ordinary General Meeting.

Furthermore, at the proposal of said committee, the Board of Directors proposes appointing Barbara Borra as independent director of the Company for the purposes of article 529 duodecies of the Capital Companies Law.

It is resolved to ratify the appointment by co-option of Barbara Borra, carried out by the Board on December 30, 2021 and it is resolved to appoint her as director of the Company in the category of independent director, for the four-year period stipulated in law and in the Bylaws, effective as from the date this resolution is passed.

In compliance with sections 4, 5 and 5 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 ratification and appointment of Barbara Borra at its meeting held on March 30, 2022; (ii) this ratification and appointment

proposal was supported by the requisite report assessing the suitability of Barbara Borra, issued by the Board of Directors on March 30, 2022 and attached to the minutes of the Board of Directors' meeting; and (ii) the proposal to ratify and appoint Barbara Borra was preceded by a proposal by the Appointments and Compensation Committee of the Company made at its meeting of March 29, 2022.

Item Eight: Appointment of Mr. Bernat Garrigós Castro as proprietary Director of the Company

The General Meeting is informed beforehand of the resignation tendered by Piumoc Inversions, S.L.U., whose natural person representative was Mr. Bernat Garrigós Castro, from the post of Company director, through a letter dated March 29, 2022 and effective as from May 5, 2022.

The resignation is a consequence of the modification introduced under Law 5/2021, of April 12, 2021, amending the revised Capital Companies Law, approved by Legislative Royal Decree 1/2010, of July 2, 2010 and other pieces of financial legislation, as regards the encouragement of long-term shareholder engagement at listed companies, with this amendment establishing that the boards of listed companies must only comprise natural persons.

Proposed resolution

As a consequence of the vacancy left on the Board of Directors, to appoint, subject to a favorable report by the Appointments and Compensation Committee, Bernat Garrigós Castro as proprietary director of Fluidra, S.A., for the period stipulated in the Bylaws.

In compliance with sections 4, 5 and 6 of article 529 decies of the Spanish Corporate Enterprises Law, it is placed on record that: (i) the Board of Directors proposed the appointment of Mr. Bernat Garrigós Castro at its meeting held on March 30, 2022; (ii) this appointment proposal was supported by the requisite report assessing the suitability of Bernat Garrigós Castro, issued by the Board of Directors on March 30, 2022 and attached to the minutes of the Board of Directors' meeting; and (ii) the proposal to appoint Bernat Garrigós Castro as director was preceded by a favorable report issued by the Appointments and Compensation Committee of the Company at its meeting of March 29, 2022 and attached to the minutes of the Appointments and Compensation Committee meeting.

Item Nine: Re-election of Directors.

Section one: Re-election of Bruce W. Brooks as executive Director of the Company.

Proposed resolution

To re-elect Bruce W. Brooks, following the favorable report issued by the Appointments and Compensation Committee, as a member of the Board of Directors of Fluidra, S.A., for the four-year (4) term stipulated in the Bylaws, with the category of executive director.

In compliance with sections 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 re-election of Oscar Serra Duffo at its meeting held on March 30, 2022; (ii) this appointment or re-election proposal was supported by the requisite report assessing the suitability of Bruce W. Brooks, issued by the Board of Directors on March 30, 2022 and attached to the minutes of the Board of Directors' meeting; and (ii) the proposal to re-elect Bruce W. Brooks was preceded by a favorable report issued by the Appointments and Compensation Committee of the Company at its meeting of March 29, 2022 and attached to the minutes of the Appointments and Compensation Committee meeting.

Section two: Re-election of M. Steven Langman as Director of the Company.

Proposed resolution

To re-elect M. Steven Langman, following the favorable report issued by the Appointments and Compensation Committee, as a member of the Board of Directors of Fluidra, S.A., for the four-year (4) term stipulated in the Bylaws, 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 Legislative Royal Decree 1/2010, of July 2, 2010, it is placed on record that: (i) the Board of Directors proposed the re-election of M. Steven Langman at its meeting held on March 30, 2022; (ii) this appointment or re-election proposal was supported by the requisite report assessing the suitability of M. Steven Langman, issued by the Board of Directors on March 30, 2022 and attached to the minutes of the Board of Directors' meeting; and (ii) the proposal to re-elect M. Steven Langman was preceded by a favorable report issued by the Appointments and Compensation Committee of the Company at its meeting of March 29, 2022 and attached to the minutes of the Appointments and Compensation Committee meeting.

Section three: Re-election of José Manuel Vargas Gómez as proprietary Director of the Company.

Proposed resolution

To re-elect José Manuel Vargas Gómez, following the favorable report issued by the Appointments and Compensation Committee, as a member of the Board of Directors of Fluidra, S.A., for the four-year (4) term stipulated in the Bylaws, 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 Legislative Royal Decree 1/2010, of July 2, 2010, it is placed on record that: (i) the Board of Directors proposed the re-election of José Manuel Vargas Gómez at its meeting held on March 30, 2022; (ii) this appointment or re-election proposal was supported by the requisite report assessing the suitability of José Manuel Vargas Gómez, issued by the Board of Directors on March 30, 2022 and attached to the minutes of the Board of Directors' meeting; and (ii) the proposal to re-elect José Manuel Vargas Gómez was preceded by a favorable report issued by the Appointments and

Compensation Committee of the Company at its meeting of March 29, 2022 and attached to the minutes of the Appointments and Compensation Committee meeting.

Item Ten: Amendment of the following articles of the Company's Articles of Association

Section one: Amendment of the article 16 (authorized capital) of the Company's Bylaws

10.1 Amend article 16 (authorized capital) of the Company's Bylaws.

Proposed resolution

Amend the article 16 (authorized capital) of the Company's Bylaws, which shall henceforth read as follows:

"Article 16.- Authorized capital

The General Meeting may authorise the administrative body to decide to increase the share capital, in one or more steps, up to a specified amount, on the occasion and in the amount it decides, and within the limits set by law. This authorisation may include the power to exclude the right of pre-emptive subscription, subject to the requirements and limits established by law.

The General Meeting may likewise authorise the administrative body to set the date on which the adopted decision to increase the capital is to be carried out, and to set its conditions in all aspects not provided for by the Meeting."

Section two: Amendment of the article 25 (call to Shareholders' Meetings) of the Company's Bylaws

10.2 Amend article 25 (call to Shareholders' Meetings) of the Company's Bylaws.

Proposed resolution

Amend the article 25 (call to Shareholders' Meetings) of the Company's Bylaws, which shall henceforth read as follows:

"Article 25.- Call to Shareholders' Meetings

General Meetings shall be called by the Board of Directors as provided for by legislation in force, at least one month in advance of the date set for the meeting, other than in those events in which the law establishes a different term.

The call announcement shall state the name of the company, whether the meeting is ordinary or extraordinary, the date and time and place of the meeting, and all matters to be dealt with and other issues which, if any, are to be included in the meeting, according to the provisions of legislation in force and the General Meeting's Rules and Regulations.

It may also note the date on which the Meeting will meet at second call, if necessary. A period of at least twenty-four hours must elapse between the first and the second call.

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When permitted by law and provided the statutory requirements established at any given time are met, and where so warranted, the Company's General Meetings may be held exclusively by telematic means.

Shareholders representing at least three percent of the share capital may ask that a supplement to the call of an Annual General meeting of shareholders be published that includes one or more items on the agenda, provided that the new items are accompanied by supporting grounds or, as the case may be, by a founded proposal for a resolution. In no event may such right be exercised in respect of the call for special shareholders' meetings. This right must be exercised by reliable notification that must be received at the Company's domicile within five days following publication of the call.

The call supplement must be published at least fifteen days in advance of the date set for the General Meeting.

Failure to publish the call supplement by the legally set deadline shall be a ground for challenging the Meeting.

Shareholders representing at least three per cent of the share capital may, within the same term established above to request the call supplement submit founded proposals for a resolution on matters already included or that should be included in the agenda for the called meeting. The Company shall ensure the dissemination of such proposals for a resolution and of the documentation that may be attached, among the rest of the shareholders, as provided for by the Law.

If the duly called General Meeting is not held at first call, and the announcement did not stipulate the date for the second call, the latter must be announced with the same notification requirements as for the first, within fifteen days following the date of the Meeting not held, and at least ten days prior to the date of the meeting.

The administrative body must also call the Meeting:

- (i) whenever it considers this necessary or advisable in the interests of the company;*
- (ii) when so requested by shareholders holding at least three percent of the share capital, stating in the request the matters to be dealt with at the Meeting. In this case, the Meeting must be called within two months following the date on which the administrative body would have been required by notary to call it. The administrative body must also include in the agenda the matter or matters referred to in the request; or*
- (iii) when an offer to purchase is made on securities issued by the Company, in order to inform the General Meeting about the offer to purchase and to deliberate and decide on matters submitted for its consideration*

With regard to a court-ordered call of the General Meeting, the provisions set forth in the law shall apply."

Section three: Amendment of the article 26 (place and time of the Meeting) of the Company's Bylaws

10.3 Amend article 26 (place and time of the Meeting) of the Company's Bylaws.

Proposed resolution

Amend the article 26 (place and time of the Meeting) of the Company's Bylaws, which shall henceforth read as follows:

"Article 26.- Place and time of the Meeting

The General Meeting will be held, where appropriate, in the place indicated in the call, within the city where the Company is domiciled.

If the General Meeting is called to be held exclusively by telematic means, it will be understood to be held at the registered office.

The General Meeting may decide to extend itself for one or several consecutive days, at the proposal of the Directors or of a number of shareholders representing at least one-fourth of the share capital participating in the Meeting. Whatever the number of its sessions, the General Meeting is considered one, and only one set of minutes is prepared for all sessions. The General Meeting may also temporarily adjourn in those cases and in the manner provided for by its Rules and Regulations."

Section four: Amendment of the article 33 (deliberation and adoption of resolutions) of the Company's Bylaws

10.4 Amend article 33 (deliberation and adoption of resolutions) of the Company's Bylaws.

Proposed resolution

Amend the article 33 (deliberation and adoption of resolutions) of the Company's Bylaws, which shall henceforth read as follows:

"Article 33.- Deliberation and adoption of resolutions

The President shall submit for deliberation the matters included on the agenda and shall lead discussions so that the meeting proceeds smoothly. For this purpose he shall enjoy appropriate authority to establish order and discipline and may order the ejection of anyone disturbing the Meeting's normal progress and decide to temporarily suspend the session. The President, even when present at the session, may entrust guidance of the discussions to the Secretary or to the member of the Board of Directors that he deems appropriate.

Shareholders may request information under the conditions established at article 30 above.

Any shareholder may also participate at least once in the discussion of the items on the agenda, although the President, using his powers, is authorised to adopt measures for

order such as limiting the time allotted to each speaker, setting turns, or closing off the list of speakers.

Once the matter has been sufficiently discussed, the President puts it to the vote. The President is responsible for setting the voting system he deems most appropriate and for directing the corresponding process, adapting if appropriate to the expanded rules set forth in the General Meeting's Rules and Regulations.

Each voting share present or represented at the General Meeting shall be entitled to one vote. The shareholder entitled to vote may exercise his right by remote means of communication in compliance with the provisions of the General Meeting's Rules and Regulations.

The Meeting's decisions shall be taken by the favourable vote of a simple majority of the votes of the shareholders present or represented at the Meeting, and a resolution shall be deemed adopted where it obtains more votes for than against of the capital present or represented. This is without prejudice to those cases in which the law or the present articles of association stipulate a greater majority. In particular, for the adoption of the resolutions referred to in article 194 of the Corporate Enterprises Law, if the capital present or represented exceeds fifty percent, it shall suffice for the resolution to be adopted by an absolute majority, except when, on second call, shareholders are present who represent twenty-five percent or more of the subscribed voting capital without reaching fifty percent, in which case the favourable vote of two-thirds of the share capital present or represented at the Meeting shall be necessary."

Section five: Amendment of the article 42 (conduct of meetings) of the Company's Bylaws

10.5 Amend article 42 (conduct of meetings) of the Company's Bylaws.

Proposed resolution

Amend the article 42 (conduct of meetings) of the Company's Bylaws, which shall henceforth read as follows:

"Article 42.- Conduct of meetings

The Board shall be validly constituted when the majority of its members, present or represented, participate in the meeting. Representation shall be conferred in writing and must be in favour of another Board member, especially for each meeting, by letter addressed to the Chairman.

Decisions shall be taken by an absolute majority of those attending the meeting, except in those cases in which the law, the present articles of association or the Board of Directors' Rules and Regulations have set larger majorities.

In case of a tie vote, Chairman does not have casting vote.

Minutes shall be kept of the meetings of the Board of Directors, shall be prepared either in English and Spanish, and shall be signed at least by the Chairman or the Vice-Chairman

and the Secretary or the Deputy Secretary, and shall be transcribed or collected according to law in a special book of Board minutes.

The minutes shall be approved by the Board of Directors itself, at the end of the meeting or subsequently."

Section six: Amendment of the article 44 (remuneration of directors) of the Company's Bylaws

10.6 Amend article 44 (remuneration of directors) of the Company's Bylaws.

Proposed resolution

Amend the article 44 (remuneration of directors) of the Company's Bylaws, which shall henceforth read as follows:

"Article 44.- Remuneration of directors

1. *The Directors' remuneration in their condition as such shall consist of a fixed, specific annual emolument and of a fee for attending the meetings of the Board of Directors and of its delegation and consulting committees. The maximum amount of the annual remuneration which the Company may pay to the Directors as a whole in their capacity as such shall be that determined for such purpose in the compensation policy approved by the Shareholders' Meeting in the terms established in the Corporate Enterprises Law. The Board of Directors is entrusted with establishing the individual remuneration for each director in their capacity as such within the framework of the Articles of Association and the compensation policy, subject to a report by the Appointments and Remuneration Committee. When determining the amount of remuneration to be received by each Director, the principle shall be applied whereby the amount is to reflect the actual professional performance of each of them and account shall be taken of the functions and responsibilities entrusted to each director and the committees of the Board of Directors to which they belong.*
2. *Additionally, apart from the remuneration provided for in the preceding paragraph, the Company could plan to establish remuneration systems which are indexed to the market value of the shares or which entail the delivery of shares or of stock option to the Directors, in which case, the compensation policy shall specify the vesting periods and, where applicable, the retention of shares after vesting, and shall explain how such compensation contributes to the achievement of the business strategy and to the interests and the long-term sustainability of the Company. The application of such remuneration systems shall be decided on by the Shareholders' Meeting. Furthermore, the resolution of the Shareholders' Meeting must include the maximum number of shares that may be allocated each year to this remuneration system, the value of the shares to be taken as a reference, the number of shares to be delivered to each Director, the exercise price or the system for calculating the exercise price of the stock options, the duration of this remuneration system and any other conditions it deems appropriate.*

3. *The remuneration established in the preceding paragraphs derived from the Directors' membership on the Board of Director shall be compatible with the other professional or employment items received by the Directors for any executive or advisory functions they may perform for the Company other than those relating to supervision and collective decision-making specific to their office as Directors, and which shall be subject to the legal regime applicable to them.*
4. *In particular, compensation for executive functions performed by managing directors and other directors to whom functions of this kind are entrusted by virtue of other titles must comply with the articles of association and, in any event, with the compensation policy approved in accordance with the provisions of article 529 novodecies of the Corporate Enterprises Law and with the contracts approved in accordance with the provisions of article 249 of said law."*

Section seven: Amendment of the article 47 (annual corporate governance report and annual report on directors' compensation) of the Company's Bylaws

10.7 Amend article 47 (annual corporate governance report and annual report on directors' compensation) of the Company's Bylaws.

Proposed resolution

Amend the article 47 (annual corporate governance report and annual report on directors' compensation) of the Company's Bylaws, which shall henceforth read as follows:

"Article 47.- Annual corporate governance report and annual report on directors' compensation

The Board of Directors will prepare an annual corporate governance report and an annual report on directors' compensation that will be discussed and approved together with the annual accounts for each financial year, with the content and structure called for by the legislation applicable at the time. In addition, the annual report on directors' compensation shall be submitted to vote on a consultative basis, as a separate item on the agenda, by the General Meeting."

Section eight: Amendment of the article 53 (annual report) of the Company's Bylaws

10.8 Amend article 53 (annual report) of the Company's Bylaws.

Proposed resolution

Amend the article 53 (annual report) of the Company's Bylaws, which shall henceforth read as follows:

"Article 53.- Annual report

The annual report shall contain the information required by law and at least a faithful exposition of the evolution of the Company's business and situation, and, if appropriate, the non-financial information, reports on events important to the Company occurring since the close of the fiscal year, the Company's foreseeable evolution, activities in the areas of research and development, acquisitions of its own stock under the conditions set by law, and, in a separate section, the annual corporate governance report and, along therewith, the annual report on directors' compensation."

Item Eleven: Amendment of the following articles of the Company's Shareholders' Meeting Regulations

Section one: Amendment of the article 6 (call of the shareholders' meeting) of the Company's Shareholders' Meeting Regulations

Proposed resolution

Amend the article 6 (call of the shareholders' meeting) of the Company's Shareholders' Meeting Regulations, which shall henceforth read as follows:

"Article 6.- Call of the shareholders' meeting

Without prejudice to the provisions concerning shareholders' meetings held by unanimous consent without prior call (junta universal) and shareholders' meetings called by a court, shareholders' meetings must be called by the managing body on the dates or within the periods determined by the law and the bylaws.

The managing body must call the annual shareholders meeting to be held within the first six months of each fiscal year. The annual shareholders' meeting shall be valid even where it is called or held late.

The managing body must also call a shareholders' meeting:

- (i) when it is considered necessary or appropriate in the corporate interest;*
- (ii) when so requested by shareholders holding at least 3% of the share capital, stating the items to be addressed in the request. In this case, the shareholders' meeting must be called to be held within two months following the date on which the managing body was required by a notary to call the meeting. The managing body must include the requested item(s) on the agenda; or*
- (iii) when a tender offer is launched over the securities issued by the Company, in order to inform the shareholders' meeting of the tender offer and to deliberate and discuss the matters submitted for its consideration.*

If the annual shareholders' meeting is not called to be held within the period established by law or the bylaws, it may be called, at the request of the shareholders, and giving an audience to the members of the managing body, by the judge of the commercial court pertaining to the registered office of the Company, who shall also designate the person who is to chair the shareholders' meeting. This same call must be made with respect to

the special shareholders' meeting, when so requested by the number of shareholders referred to in the preceding paragraph.

When permitted by law and for reasons that make it advisable, General Meetings may be held exclusively by telematic means under the conditions provided in the law and such circumstance shall be included in the call notice."

Section two: Amendment of the article 10.bis (remote assistance) of the Company's Shareholders' Meeting Regulations

Proposed resolution

Amend the article 10.bis (remote assistance) of the Company's Shareholders' Meeting Regulations, which shall henceforth read as follows:

"Article 10.bis.- Remote assistance

Pursuant to the provisions of article 28.bis of the Bylaws and regardless of the shareholders' right to vote remotely in the manner provided for in article 23 of these Regulations, shareholders entitled to attend the General Meeting held at the place indicated in the call notice may exercise this right using electronic or telematic means of remote communication when so agreed by the Board of Directors, taking into account the state of the art and having verified the appropriate conditions of security and simplicity.

The Board of Directors shall indicate in the call notice the means that may be used for these purposes as they meet the security conditions required to enable the identification of shareholders, the correct exercise of their rights and the proper conduct of the meeting.

In the event that the Board of Directors resolves to allow remote attendance at the General Meeting or to hold the General Meeting exclusively through telematics means, the call notice shall describe the deadlines, forms and means of exercising the shareholders' rights envisaged by the Board of Directors to enable the shareholders meeting to be properly conducted.

Remote attendance of shareholders at the General Meeting by electronic or telematic means shall be subject to the following provisions, which may be developed and supplemented by the Board of Directors:

- (i) Connection to the system for monitoring the General Meeting must be made as far in advance as is indicated in the call notice in relation to the time set for the start of the meeting. Once the time limit set for this purpose has passed, a shareholder who initiates the connection after this time shall not be considered to be present.*
- (ii) Shareholders wishing to attend the shareholders meeting and exercise their rights must identify themselves by means of a recognised electronic signature or other form of identification in the terms established by the Board of Directors in the resolution adopted for this purpose and with the appropriate guarantees of authenticity and identification of the shareholder in question. Voting and information rights must be exercised through the electronic means of remote communication considered suitable in accordance with the provisions of these Regulations.*

- (iii) Votes on proposals on items included on the Agenda of the meeting may be cast from the moment the Chairman of the General Meeting declares it to be validly constituted and makes an indication to that effect, and up to the time indicated for that purpose by the Chairman. On the other hand, votes on proposals on matters not included on the Agenda must be cast in the time interval indicated for this purpose by the Chairman, once the proposal has been formulated and it is considered that it is to be put to the vote.*
- (iv) Shareholders attending remotely in accordance with this article may exercise their right to information by asking the questions or requesting the clarifications they consider relevant, provided that they refer to matters included in the Agenda. The Board of Directors may determine in the call notice that the interventions and proposed resolutions which, in accordance with the law, are made by shareholders attending by telematic means, shall be sent to the Company prior to the constitution of the shareholders meeting. The replies to those shareholders who attend the shareholders meeting by this way and who exercise their right to information during the course of the meeting shall be produced, during the course of the General Meeting, in writing, where appropriate, within seven (7) days after the shareholders meeting is held.*
- (v) The inclusion of shareholders attending remotely in the list of attendees shall be in accordance with the provisions of these Regulations.*
- (vi) The Presiding Board of the shareholders meeting, and if appropriate, the Notary, must have direct access to the connection systems that enable attendance at the shareholders meeting, so that they are immediately aware of the communications made by the shareholders attending remotely and of the declarations they make.*
- (vii) Interruption of communication, due to technical circumstances or for security reasons arising from supervening circumstances, may not be invoked as an illegitimate deprivation of the shareholder's rights, nor as grounds for challenging the resolutions adopted by the shareholders meeting.*

The Board of Directors may establish and update the means and procedures appropriate to the state of the art to implement remote attendance and remote electronic voting during the General Meeting, in accordance, where appropriate, with the legal regulations developing this system and with the provisions of the Bylaws and these Regulations. These means and procedures shall be published on the Company's corporate website."

Section three: Amendment of the article 14 (planning, resources and venue of the shareholders' meeting) of the Company's Shareholders' Meeting Regulations

Proposed resolution

Amend the article 14 (planning, resources and venue of the shareholders' meeting) of the Company's Shareholders' Meeting Regulations, which shall henceforth read as follows:

"Article 14.- Planning, resources and venue of the shareholders' meeting

The managing body may decide, based on the circumstances, to use resources or systems that provide for greater and better monitoring of the shareholders' meeting and a broader dissemination of its proceedings.

Specifically, the managing body may:

- (i) institute simultaneous translation mechanisms or audio-visual broadcasting of the General Meeting;*
- (ii) establish the appropriate access control, security, protection and safety mechanisms; and*
- (iii) adopt measures to provide disabled shareholders with access to the room where the shareholders' meeting is held.*

Attendees may not use photography, video or recording devices, cell phones or similar in the room(s) or, if applicable, in the media in which the shareholders' meeting is held, unless so permitted by the chairman. Control mechanisms to facilitate compliance with this provision may be established at the meeting access points.

Shareholders' meetings shall be held in the place indicated in the call notice, within the municipality in which the registered office of the Company is located. If the call notice does not state the venue for the meeting, it shall be understood that the meeting shall take place at the registered office of the Company.

If the General Meeting is called to be held exclusively by telematic means, it will be understood to be held at the registered office."

Section four: Amendment of the article 18 (register of shareholders) of the Company's Shareholders' Meeting Regulations

Proposed resolution

Amend the article 18 (register of shareholders) of the Company's Shareholders' Meeting Regulations, which shall henceforth read as follows:

"Article 18.- Register of shareholders

At the place and on the day established for the holding of the shareholders' meeting, on first or second call, and as from two hours before the time announced for the start of the meeting (unless specified otherwise in the call notice), the shareholders, or their valid proxy-holders, may submit to the staff in charge of the register of shareholders their respective attendance cards and, as the case may be, the documents evidencing the proxy that has been granted to them. Attendance cards and proxy documents shall not be admitted from persons who present themselves to the staff in charge of the register of shareholders after the time established for the start of the shareholders' meeting.

Shareholders attending through the means described in article 10.bis must connect to the application set up for that purpose, through the means and by the connection deadline indicated in the call notice. Once the connection deadline has passed, any shareholder or

their proxy subsequently establishing a connection shall not be deemed present at the meeting.

The register of shareholders present, in person or by proxy, shall be drawn up by the persons designated for such purpose by the secretary using any technical means considered appropriate.

Shareholders who assist by the means described in Article 10.bis and/or those who cast their votes using distance means, insofar as permitted in accordance with the provisions of the bylaws and these Regulations, must be taken into account as present for the purposes of the constitution of the shareholders' meeting."

Section five: Amendment of the article 20 (requests for speeches) of the Company's Shareholders' Meeting Regulations

Proposed resolution

Amend the article 20 (requests for speeches) of the Company's Shareholders' Meeting Regulations, which shall henceforth read as follows:

"Article 20.- Requests for speeches

Once the shareholders' meeting has been constituted and in order to organize the speeches, the chairman shall ask the shareholders wishing to speak at the meeting and, as the case may be, to request information or clarification on the items included on the agenda or make proposals, to address the notary (or, in the absence thereof, the secretary) or, on the instructions of the notary or secretary, the staff assisting him or her, stating their first and last names, and the number of shares they hold and/or represent. Any speeches and/or requests for information or clarification in connection with the agenda items or with the proposed resolutions that persons planning to attend through telematic means plan to present must be sent to the Company, in writing and in all cases in the form and with the terms and conditions established in the call notice, pursuant to the provisions of article 10.bis above.

If the shareholder (or proxy-holder) attending in person wishes to request that his or her speech be recorded verbatim in the minutes of the meeting, he or she must deliver it in writing, at the time of his or her identification, to the notary (or, in the absence thereof, the secretary) or, on the instructions of the notary or secretary, the person assisting him or her, so that he or she may check it against the speech when it is given. Shareholders or proxies attending remotely that wish to have their contributions recorded in the meeting minutes must expressly indicate this in the text submitted.

The floor shall open for speeches once the presiding panel has the list of attendees who wish to speak, following any words or reports that have been addressed to the attendees by the chairman, the chief executive officer, the chairmen of the various board committees, other members of the managing body or any other persons appointed for the purpose by the managing body and, in any event, before the debate and the vote on the items included on the agenda."

Section six: Amendment of the article 21 (shareholders' speeches) of the Company's Shareholders' Meeting Regulations

Proposed resolution

Amend the article 21 (shareholders' speeches) of the Company's Shareholders' Meeting Regulations, which shall henceforth read as follows:

"Article 21.- Shareholders' speeches

Shareholders' speeches shall take place in the order called by the presiding panel for such purpose, subject to the order of speeches set by the chairman.

In exercising his powers to regulate the conduct of the shareholders' meeting, and notwithstanding other steps, the chairman may:

- (i) determine the maximum time allotted to each speech, which must be initially the same for all speeches;*
- (ii) establish, where appropriate, the deadline for shareholders or proxies attending through telematic means to furnish the text of their speeches;*
- (iii) resolve, where appropriate, to extend the time initially allotted to each shareholder for his or her speech or shorten it, depending on the purpose and contents of the speech;*
- (iv) limit the use of the floor by shareholders where he considers that the item has been sufficiently debated;*
- (v) ask the shareholders making speeches to clarify any matters that were not sufficiently explained during their speech;*
- (vi) moderate shareholders' speeches so that they limit their speech to matters specific to the shareholders' meeting and refrain from making inappropriate comments or exercising their right in an abusive or obstructive way;*
- (vii) inform those giving speeches that their time is almost up so that they can adjust their speeches accordingly and, if they have used up the allocated time or persist in the conduct described in letter (v) above, withdraw the use of the floor;*
- (viii) if he considers that a shareholder's speech may alter the normal conduct of the meeting, ask them to leave the premises and, where appropriate, adopt the necessary ancillary measures for such purpose; and*
- (ix) where a speaker intends to respond, grant the floor or not, as he sees fit."*

Section seven: Amendment of the article 22 (right to information during the shareholders' meeting) of the Company's Shareholders' Meeting Regulations

Proposed resolution

Amend the article 22 (right to information during the shareholders' meeting) of the Company's Shareholders' Meeting Regulations, which shall henceforth read as follows:

"Article 22.- Right to information during the shareholders' meeting

During the speeches, all shareholders may request any information or clarification that they deem necessary regarding the items on the agenda or the information available to the public that has been provided to the National Securities Market Commission since the date of the last shareholders' meeting, and the auditors' report. To do so, they must have identified themselves beforehand in accordance with the provisions of article 20 above.

The directors must provide the information requested in accordance with the preceding paragraph in the manner and within the periods stipulated by the law, unless:

- (i) the information is not necessary to protect the rights of the shareholder or there are objective reasons to consider that it could be used for non-corporate purposes or its publication could adversely affect the Company or related companies;*
- (ii) the request for information or clarification does not refer to items on the agenda or to the information available to the public that has been provided by the Company to the National Securities Market Commission since the date of the last shareholders' meeting or to the auditor's report;*
- (iii) the information or clarification requested is not necessary to form an opinion on the matters submitted to the shareholders' meeting or, for any reason, should be considered abusive, understood to mean that it relates to information (i) that has been or is subject to judicial or administrative penalty proceeding; (ii) that is protected by commercial or industrial secrecy, or industrial or intellectual property; (iii) that affects the confidentiality of personal data and records; (iv) the disclosure of which is prohibited by a confidentiality undertaking assumed by the Company; or (v) that deals with any other matter which, in the reasoned opinion of the chairman, should be considered as such, without prejudice to the provisions of article 197 of the Capital Companies Law;*
- (iv) it so transpires from the statutory or regulatory provisions or court rulings; or*
- (v) prior to the submission of the relevant question, the requested information is clearly, expressly and directly available to all shareholders on the corporate website in Q&A format, in which case the directors may limit their response to a reference to the information provided in such format.*

However, the exception indicated in letter (i) above shall not apply when the request is supported by shareholders representing at least one quarter of the share capital.

The information or clarification requested shall be provided by the chairman or, as the case may be and on his instructions, by the chief executive officer, the chairmen of the board committees, the secretary or deputy secretary, any director or, if appropriate, any employee or expert on the matter. The chairman shall determine in each case, and according to the information or clarification requested, whether the most appropriate

course of action for the adequate functioning of the shareholders' meeting is provide answers on an individual basis or to group answers by subject.

Where it is not possible to satisfy the shareholder's right during the shareholders' meeting, the directors shall provide the information requested in writing to the shareholder in question within the seven days following the end of the meeting."

Section eight: Amendment of the article 24 (voting on proposed resolutions) of the Company's Shareholders' Meeting Regulations

Proposed resolution

Amend the article 24 (voting on proposed resolutions) of the Company's Shareholders' Meeting Regulations, which shall henceforth read as follows:

"Article 24.- Voting on proposed resolutions

Once the shareholders' speeches have concluded and any information or clarifications have been provided in accordance with the provisions of these Regulations, the proposals for resolutions on the items included on the agenda and, if applicable, on any other matters which, by law, need not appear in the agenda, shall be submitted to a vote, with the chairman deciding, in the case of the latter matters, the order in which they shall be submitted to a vote.

It shall not be necessary for the secretary to read aloud beforehand any proposed resolutions the wording of which has been provided to the shareholders prior to the shareholders' meeting, unless, with respect to some or all of the proposals, it is so requested by any shareholder or the chairman otherwise deems it appropriate. In all cases, the attendees shall be informed of the item on the agenda to which the proposed resolution to be voted on refers.

Separate votes shall be taken at the shareholders' meeting on substantially independent items, so that shareholders can express their preferences in each case. In any event, even if they appear in the same item on the agenda, the following must be voted on separately: (i) the appointment, re-election, removal or ratification of each director; (ii) in the case of amendments to the bylaws, each article or group of articles that form a self-contained unit.

The process for adopting resolutions shall be conducted by following the agenda included in the call notice. Proposals for resolutions that have been prepared by the board of directors shall be submitted to a vote first. In all cases, once a proposed resolution has been approved, all others relating to the same item and which are incompatible shall be automatically withdrawn and, therefore, shall not be submitted to a vote.

As a general rule and notwithstanding the fact that other alternative systems may be used where, in the opinion of the chairman, the circumstances or the nature or contents of the proposal so advise, the votes on the proposed resolutions shall be tallied using the following procedure:

- (i) *Affirmative votes shall be those corresponding to all of the shares present at the meeting, in person or by proxy, less (a) the votes corresponding to the shares whose holders or proxy-holders state that they vote against, cast a blank vote or abstain from voting, by notifying or conveying their vote or abstention to the notary (or, in the absence thereof, the secretary or the staff assisting him or her), for the recording thereof in the minutes, (b) the votes corresponding to the shares whose holders have voted against, cast a blank vote or have expressly conveyed their abstention, by means of the notice referred to in article 23, as the case may be, and (c) the votes corresponding to the shares whose holders or proxy-holders have left the meeting prior to the vote on the proposed resolution in question and have placed such circumstance on record in the presence of the notary (or, in the absence thereof, the secretary or the staff assisting him or her).*
- (ii) *The notices or statements to the notary (or, in the absence thereof, the secretary or the staff assisting him or her) provided for in the preceding paragraph and relating to the direction of the vote or the abstention may be given individually with respect to each of the proposed resolutions or jointly for some or all of them, by informing the notary (or, in the absence thereof, the secretary or the staff assisting him or her) of the identity and status - shareholder or proxy-holder - of the person who gives them, the number of shares to which they refer and the direction of the vote or, as the case may be, the abstention.*
- (iii) *For the adoption of resolutions relating to items not included on the agenda, the shares of shareholders who have participated in the shareholders' meeting by means of distance voting shall not be considered shares that are present in person or by proxy. For the adoption of any of the resolutions referred to in article 526 of the Capital Companies Law, shares with respect to which the right to vote may not be exercised pursuant to the provisions of such article shall not be considered shares that are present by proxy or in person."*

Section nine: Amendment of the article 25 (adoption of resolutions and conclusion of the shareholders' meeting) of the Company's Shareholders' Meeting Regulations

Proposed resolution

Amend the article 25 (adoption of resolutions and conclusion of the shareholders' meeting) of the Company's Shareholders' Meeting Regulations, which shall henceforth read as follows:

"Article 25.- Adoption of resolutions and conclusion of the shareholders' meeting

Resolutions shall be adopted by a simple majority of the votes cast by the shareholders present in person or by proxy at the shareholders' meeting, and a resolution shall be deemed to have been adopted when it obtains more votes in favor than against from the share capital present in person or by proxy, except where the law or the bylaws require a greater majority.

In particular, for the adoption of the resolutions referred to in article 194 of the Capital Companies Law, if more than 50% of the share capital is present, in person or by proxy, it shall be sufficient for the resolution to be adopted by an absolute majority, except when, on second call, shareholders representing 25% or more of the subscribed voting capital but less than 50% are present, in which case the affirmative vote of two-thirds of the share capital present or represented at the meeting shall be necessary.

In resolutions relating to matters not included on the agenda, shares that are not considered present in person or by proxy shall be excluded from the basis for calculating the abovementioned majority.

So that entities which appear as shareholders of record pursuant to the accounting register for the shares but which act on behalf of various persons may cast their votes in accordance with the instructions from such persons, the Company shall allow the vote to be split and to be cast in different directions according to the different voting instructions, as applicable.

The intermediary entities referred to in the preceding paragraph may delegate the vote to each one of the indirect holders or to third parties designated by them, without any limitation on the delegations granted.

The chairman shall declare resolutions to be approved where he has a record of the existence of sufficient votes in favor, without prejudice to the recording in the minutes of the direction of the vote or the abstention of the attending shareholders who indicate such circumstance to the notary (or, as the case may be, to the secretary or personnel who assist him).

For each resolution submitted to a vote by the shareholders' meeting, the numbers of shares with respect to which votes were validly cast, the proportion of the share capital represented by such votes, the total number of valid votes, the votes for and against each resolution and any abstentions shall be determined, at minimum.

Once the voting on the proposed resolutions has concluded and the outcome thereof has been announced by the chairman, the shareholders' meeting shall be deemed to have concluded and the chairman shall declare the meeting to be adjourned.

The resolutions approved and the outcome of the voting shall be published in full on the corporate website within the five days following the end of the shareholders' meeting."

Item Twelve: Consultative vote on the annual report on directors' compensation for financial year 2021

Proposed resolution

To vote in favor of the Annual Report on Director Compensation, which includes information on Fluidra, S.A.'s compensation policy for the current year, the policy foreseen for future years, an overall summary of how the compensation policy was applied during the 2021 financial year and a breakdown of individual compensation accrued by each of the directors, submitted to this shareholders' meeting for consultation.

Item Thirteen: Approval of the director compensation policy for 2022, 2023 and 2024

Proposed resolution

To approve, in accordance with the provisions of article 529 novodecies of the Capital Companies Law, at the proposal of the Board of Directors and subject to a report by the Appointments and Compensation Committee, the Company's Director Compensation Policy for financial years 2022, 2023 and 2024, which will enter into force as from the date it is approved at the Shareholders' Meeting, as the case may be, the text of which was made available to the shareholders upon the call to the Shareholders' Meeting.

Item Fourteen: Approval of the maximum annual fixed compensation for directors in their capacity as such.

Proposed resolution

To establish, for the purposes envisaged in article 44.1 of the Bylaws, and the Company's Director Compensation Policy for financial years 2022, 2023 and 2024, the maximum annual gross amount of compensation that Fluidra, S.A. will pay to the directors as a whole, at 2,000,000 euros.

In accordance with the above-mentioned article of the Bylaws, this amount will remain effective unless the Shareholders' Meeting should resolve to modify the amount.

Item Fifteen: Approval of a long-term incentive plan for executives and executive directors of the Fluidra Group.

Proposed resolution

- (A) To approve a long-term variable compensation plan ("**2022-2026 Performance Share Plan**", "**2022-2026 Plan**" or the "**Plan**") for executive directors and members of the management team of Fluidra, S.A. ("**Fluidra**" or the "**Company**") and of the investees forming part of its consolidated group (the "**Fluidra Group**") that includes the award of Fluidra shares.

The 2022-2026 Plan, linked to the strategic plan of the Fluidra Group, is approved in accordance with the following basic conditions, which will be implemented by the Board of Directors of Fluidra in the 2022-2026 Plan Regulations (the "**Regulations**"):

- a) Objective of the 2022-2026 Plan:** The 2022-2026 Plan aims to encourage, motivate and retain the management team, linking the incentive to the fulfillment of Fluidra's medium- and long-term strategic plan, which will make it possible to align the interests of the Beneficiaries (as defined below) with those of the shareholders by offering them competitive compensation that is in line with market compensation practices and the organizational and strategic situation of the Fluidra Group.

The 2022-2026 Plan consists of the Beneficiaries being entitled to receive a certain number of ordinary shares of the Company (the "**Shares**") subject to the fulfillment of certain requirements.

- b) **Instrument:** The 2022-2026 Plan is implemented through the award of a certain number of units ("**PSUs**") which will then be used as a reference in order to determine the final number of Shares to be delivered to the Beneficiaries after a certain period of time, as long as certain strategic objectives of the Fluidra Group are fulfilled and the requirements provided for in the Regulations are met.
- c) **Term:** The 2022-2026 Plan has a term of five (5) years, running from January 1, 2022, with effect from the date of approval of the Plan by the Fluidra Shareholders' Meeting to which this resolution is submitted for approval, (the "**Start Date**") until December 31, 2026 (the "**End Date**"), without prejudice to the effective settlement of the last cycle of the Plan, which will take place in June 2027.

The Plan is divided into three (3) independent cycles (the "**Cycles**") and will have three award dates (the "**Award Dates**") for the target incentive to be received in the event of achieving 100% of the objectives to which it is linked ("**Target Incentive**"), each of which will take place in 2022, 2023 and 2024, respectively.

Each one of the Cycles will have an objective measurement period of three (3) years (the "**Measurement Period**"), starting on January 1 of the year in which the Cycle begins (the "**Measurement Period Start Date**") and ending three (3) years after the Measurement Period Start Date, that is, on December 31 of the year the Measurement Period for the Cycle ends (the "**Measurement Period End Date**").

Once the Measurement Period for each Cycle has ended, the associated incentive to which each of the Beneficiaries will be entitled will be determined according to the degree of achievement of the objectives established for the Cycle in question ("**Degree of Achievement**")

The incentive corresponding to each Cycle of the Plan will be settled in the month of June of the year after the Measurement Period End Date, following approval of the financial statements for the year in which the Measurement Period of the Cycle in question ends (the "**Settlement Date**").

- d) **Beneficiaries:** The beneficiaries of the 2022-2026 Plan (the "**Beneficiaries**") will be the members of the management team of Fluidra and of the subsidiaries making up the Fluidra Group, as determined by the Board of Directors of Fluidra, at the proposal of the Appointments and Compensation Committee, who are expressly invited to participate in the Plan via a letter of invitation (the "**Letter of Invitation**") and who expressly accept such invitation.

For these purposes, the Fluidra Shareholders' Meeting designates as Beneficiaries of the 2022-2026 Plan those directors of Fluidra who, during the

term of the Plan, are attributed executive functions in the Fluidra Group ("**Executive Directors**"). At the date of approval of the Plan by the Fluidra Shareholders' Meeting, the Executive Directors are Mr. Eloy Planes, Executive Chairman, and Mr. Bruce Brooks, CEO.

- e) **Maximum number of Shares included in the Plan:** The total number of Shares which, in implementation of the Plan, will be delivered to the Beneficiaries at the end of each Cycle, in the event of achieving 100% of the objectives, will be that resulting from dividing the maximum amount allocated to each Cycle by the weighted average closing price of the Shares for the trading sessions taking place on the thirty (30) days prior to the Measurement Period Start Date of the Cycle in question (the "**Reference Value**"). The maximum total amount allocated to the three Cycles of the Plan overall if 100% of the related objectives are met is established in the amount of fifty-five million euros.

The maximum total amount allocated to each Cycle of the Plan, if 100% of the objectives are met, will be determined each Cycle by the Board of Directors, following a report by the Appointments and Compensation Committee, and may not exceed, for all three Cycles of the Plan as a whole, the aforementioned amount of fifty-five million euros.

In any event, if 100% of the objectives are met, the total number of Shares to be delivered in implementation of the Plan to all of the Beneficiaries in the three Cycles may not exceed 0.8% of the share capital of Fluidra on the date of approval of the Plan, and will be 1.3% in the event of reaching the maximum Degree of Achievement of the objectives.

If the maximum number of Shares allocated to the Plan authorized by the Shareholders' Meeting is insufficient to be able to settle the incentive in Shares corresponding to the Beneficiaries under each Cycle of the Plan, Fluidra shall pay in cash the amount of the incentive corresponding to the excess which cannot be settled in Shares.

If 100% of the objectives of the Plan are met, the Executive Directors of Fluidra will be entitled to receive, at the end of each of the three Cycles, a number of Shares equal in value to 250% of their Fixed Annual Compensation in force on the award date of the incentive corresponding to the Cycle in question, divided by the Reference Value.

In any event, the number of Shares to be delivered will depend on the number of PSUs assigned and on the degree of achievement of the objectives to which the incentive is linked.

For the first Cycle of the Plan, if 100% of the Cycle objectives are met, and taking into consideration the average weighted closing price of the Share for the trading sessions taking place on the thirty (30) days prior to January 1, 2022 and the Annual Fixed Compensation of the Executive Directors in force on the date of approval of the Plan, 37,651 Shares would be delivered to the Executive Chairman Mr. Eloy Planes and 45,181 Shares would be delivered to

the CEO Mr. Bruce Brooks. In the event of reaching the maximum Degree of Achievement of the objectives to which the first Cycle is linked, the number of Shares to be delivered will be 172% of the Shares to be delivered in the event of achieving 100% of the objectives. Accordingly, the maximum number of Shares to be delivered would be 64,760 Shares in the case of Mr. Eloy Planes and 77,711 Shares in the case of Mr. Bruce Brooks.

For each of the remaining Cycles, the Board of Directors, following a report by the Appointments and Compensation Committee, will determine the maximum amounts that will serve as a basis in order to establish, according to the Reference Value of the Cycle in question, the number of Shares that may be delivered if 100% of the objectives are met and in the event of reaching the maximum Degree of Achievement of the objectives to which the corresponding Cycle is linked. The number of PSUs assigned in each Cycle shall be duly reported in the corresponding Annual Report on Directors' Compensation.

f) Requirements for settlement of the incentive: The requirements to be met, on a cumulative basis, in order for the Beneficiary to vest the right to receive the incentive corresponding to each Cycle of the 2022-2026 Plan are as follows:

- As regards the total PSUs awarded in relation to each Cycle, the Beneficiary must remain at the Fluidra Group until the Measurement Period End Date of the Cycle, without prejudice to the provisions envisaged for special leaving situations established in the Regulations, which shall also set out the formula to be used for calculation of the PSU vested as at the leaving date.
- The Beneficiary must meet the objectives to which each Cycle of the 2022-2026 Plan is linked, on the terms and conditions described in this agreement and implemented in the Regulations.

In the case of Executive Directors, 100% of the PSUs awarded in each Cycle must be linked to fulfillment of the objectives to which the corresponding Cycle is linked.

g) Objectives: The Degree of Achievement of the incentive corresponding to one Cycle of the Plan, and therefore the number of Shares to be delivered to the Beneficiaries in relation to such Cycle, will depend on the degree of achievement of the objectives that the Board of Directors, at the proposal of the Appointments and Compensation Committee, establishes for each Cycle of the 2022-2026 Plan, insofar as relates to the percentage of PSUs awarded which is linked to such achievement.

The objectives will be:

- Objectives in terms of the creation of value for shareholders;
- Economic-financial objectives, and

- Objectives linked to ESG (environment, social and governance).

(i) First Cycle

In the first Cycle of the Plan, the Incentive will be linked to achievement of the following strategic objectives of the Company:

- (i) Objectives in terms of the creation of value for shareholders; Evolution of the "Total Shareholder Return" of Fluidra, S.A. ("**TSR**"), in absolute terms;
- (ii) Economic-financial objectives: Evolution of the EBITDA of the Fluidra Group.
- (iii) ESG objectives: S&P rating;

hereinafter the "**Metrics**".

Both the TSR and EBITDA and the ESG objectives will be determined during the First Cycle Measurement Period ending on December 31, 2024.

The initial value considered for the purpose of measuring the evolution of the TSR will be the weighted average listed price of the Fluidra share at the close of trading for the trading sessions taking place on the thirty (30) days preceding the First Cycle Measurement Period Start Date, the final value considered being the weighted average listed price of the Fluidra share at the close of the trading sessions taking place on the thirty (30) days preceding the First Cycle Measurement Period End Date.

The weighting percentages for the Incentive awarded to the Executive Directors will be 50% for the TSR objective, 40% for the EBITDA objective, and 10% for the ESG objective.

In the case of Beneficiaries who are not directors, the Board of Directors will determine, upon a proposal by the Appointments and Compensation Committee, the part of the Shares whose delivery will depend on achievement of the TSR, EBITDA and ESG objectives.

For the TSR and EBITDA objectives, a Degree of Achievement associated with each objective will be established and this may range between 0% and 180%. The Degree of Achievement deriving from each of the above objectives will be calculated by linear interpolation. In the case of the ESG objective, the Degree of Achievement will be 0% or 100%. The maximum Degree of Achievement for the Executive Directors will therefore be 172%.

(ii) Second and Third Cycles

For the Second and Third Cycles of the Plan, the Fluidra Board of Directors, upon a proposal by the Appointments and Compensation Committee, may decide to continue with or change the Metrics, their relative weights, and the Degree of Achievement established for the First Cycle of the Plan. In the event of the Board of Directors making any change in this respect, the pertinent information will be duly set out in the corresponding Annual Report on Directors' Compensation.

- h) Delivery of the Shares and rules on disposability:** The Shares will be delivered either by Fluidra, or by a third party, depending on the coverage systems finally adopted by the Board of Directors.

Once the Shares have been awarded, and until a period of three years has elapsed as from the End Date, the Executive Directors and members of the executive committee will not be able to transfer ownership of the Shares they may have received under the Plan until they come to own a number of shares equivalent, at least, to their annual fixed compensation multiplied by two, in the case of the Executive Directors, and by one, for the members of the executive committee. The above, however, does not apply in respect of shares that the Executive Director or member of the executive committee needs to dispose of, should the case arise, to meet costs related to their acquisition, including taxation deriving from the delivery of the Shares, or in the event of a dispensation having been approved by the Board of Directors, upon a favorable report by the Appointments and Compensation Committee, in response to supervening circumstances of an extraordinary nature which merit such dispensation.

- i) Malus and clawback clauses.** The Plan will envisage the corresponding malus and clawback clauses, which will be included in the Regulations. The Board of Directors will determine, where applicable, whether the circumstances that trigger the application of these clauses have occurred and the part of the Incentive which, where appropriate, is to be reduced or recovered.

In relation to the clawback clause, Fluidra, S.A. may demand the return of the Shares delivered under each Cycle of the 2022-2026 Plan, or the cash equivalent thereof, or even offset the delivery made against other compensation of any type to which the Beneficiary may be entitled if, during the two years following the Settlement Date of each Cycle, it becomes evident that the settlement in question was based wholly or in part on information which has subsequently been clearly shown to be false or to contain serious inaccuracies. The above will apply to the Executive Directors in all cases and to Beneficiaries who are responsible for such information. Similarly, the Incentive settled in favor of the members of the executive committee and of the internal auditor, to whom the clawback clause is not applicable, will in any event be recalculated based on the correct information.

- j) Cases of early termination or modification of the 2022-2026 Plan:** The Regulations may envisage early termination and settlement or modification of the 2022-2026 Plan in the event of an acquisition or change of control, or if the Shares of Fluidra cease to be listed on an organized market, or in circumstances

which, in the view of the Board of Directors, have a material impact on the 2022-2026 Plan.

- k) Coverage system:** The system of coverage to be used for the 2022-2026 Plan will be established in due time and form by the Board of Directors of the Company, for which purpose said body is hereby expressly empowered. The Company may allocate treasury shares currently held or which it may come to hold to cover the needs of the Plan, or it may use the financial instrument most suitable in each case.
- (B) For the start-up and effective establishment of the 2022-2026 Plan, it was resolved to empower the Board of Directors of Fluidra, with express powers of sub-delegation, to implement, develop, formalize, execute and settle the Plan, in the terms and conditions it considers best suited to the corporate interest, adopting whatever resolutions and signing whatever documents, whether public or private, may be necessary or advisable for the Plan to be fully effective, including powers to correct, rectify, modify or supplement this resolution and, in particular but with no limitation being implied, the following:
- (i) To formalize and execute the 2022-2026 Plan, when it considers this to be advisable, and in the specific manner it deems appropriate, taking whatever steps may be necessary or advisable for its efficient execution;
 - (ii) To develop and establish the specific conditions of the 2022-2026 Plan in all aspects not provided for in this resolution, including, in particular and without limitation, the power to establish the consequences of an acquisition or change of control, and to regulate situations of early settlement and declare the fulfillment of any conditions to which such early settlement may be linked.
 - (iii) To interpret, correct, clarify and complete the 2022-2026 Plan in all aspects not envisaged in this resolution.
 - (iv) To adapt the content of the 2022-2026 Plan, modifying the Metrics, their weighting, the objectives of the Metrics, and scales of achievement, and in short, to take whatever step it may consider necessary for the correct adjustment of the Plan, or in the event of there being significant internal or external changes, such as changes to the scope of the Fluidra Group, or to the macroeconomic environment or regulatory changes, among others.
 - (v) To draft, sign and present such notices and supplementary documentation as may be necessary or advisable to any public or private body for the purposes of the implementation, execution and settlement of the 2022-2026 Plan, including, where necessary, the appropriate prior notices and prospectuses.
 - (vi) To take any step, make any declaration or complete any formality vis-à-vis any body, entity or registry, whether public or private, national or foreign, in order to obtain any authorization or clearance necessary for the implementation, execution and settlement of the 2022-2026 Plan.
 - (vii) To draft and publish whatever announcements may be necessary or advisable;

- (viii) To draw up, sign, execute and, where appropriate, certify any type of document relating to the 2022-2026 Plan.
- (ix) To determine the mechanism whereby the Company will acquire or issue the Shares to be delivered to the Beneficiaries of the Plan, and the manner of financing such acquisition or issue of Shares, and in general, take whatever steps may be necessary or advisable for the execution of such acquisition or issue of Shares.
- (x) To negotiate, agree upon and sign counterparty and liquidity agreements with the financial institutions which it freely designates, on the terms and conditions it deems appropriate.
- (xi) To adapt the contents of the 2022-2026 Plan, in whatever terms it deems advisable, to any circumstances or corporate transactions arising or taking place during the term thereof and which, in its opinion, have a significant effect on the initially established basic conditions and objectives, and insofar as may be required or recommended by the legal regime applicable to certain Beneficiaries, or where necessary for legal, regulatory, operational or other similar reasons, to adapt the general conditions established.
- (xii) To decide not to execute, or to nullify, in full or in part, the 2022-2026 Plan or any of its Cycles, and to exclude certain Beneficiaries where the circumstances make this advisable.
- (xiii) And, in general, to perform any actions, adopt any decisions and sign any documents that may be necessary or merely advisable for the validity, effectiveness, implementation, development, execution, settlement and successful outcome of the 2022-2026 Plan.

It is placed on record for clarification purposes that powers to approve, modify and implement the 2022-2026 Plan in aspects affecting Beneficiaries who are not directors of the Company, will correspond, without limitation, to the Board of Directors.

Item Sixteen: Authorization to the Board of Directors, during a five-year period, to increase share capital in the terms and with the limits established by law, with the authority to exclude shareholders' pre-emptive subscription rights limited to an overall maximum of 20% of share capital.

Proposed resolution

To delegate to the Board of Directors of Fluidra S.A. ("**Fluidra**" or the "**Company**"), the power, as broad as required by law, to increase the Company's share capital, subject to the bylaw and statutory provisions applicable at any time, within the statutory period of five (5) years from the date on which this resolution is approved, up to half of the current share capital.

To also empower Fluidra's Board of Directors, as broadly as required by law, so that, as it deems most advisable, it can:

- (i) Resolve to increase Fluidra's share capital on one or more occasions, in the amount and at the time so decided by the Board of Directors, within the limits established in this resolution, by issuing new voting or non-voting shares, whether common or preference, including redeemable shares or shares of any other type permitted by law, with or without share premium; with the consideration being monetary contributions; and with the power to establish the terms and conditions of the capital increase in all aspects not envisaged in this resolution, including determining the par value of the shares to be issued, their features and any privileges they may confer on their owners, such as, where appropriate, the allocation of the redemption right as part of their conditions and the exercise thereof by the Company.
- (ii) Freely offer the shares that have not been subscribed in the period established for the exercise of the pre-emptive subscription right, where granted; establish that, in the case of incomplete subscription, the share capital will be rendered ineffective pursuant to article 507 of the Capital Companies Law; and amend the corresponding Bylaws article accordingly.
- (iii) Request, as the case may be, the listing of any shares issued under this delegation on Spanish or foreign official or unofficial secondary markets, whether regulated or not, and take any action or measures necessary or advisable to that end before the corresponding public and/or private bodies, including any actions, statements or formalities before the competent authorities.

It is expressly placed on record that the Company is subject to the existing market rules and any that may be issued and, in particular, with respect to the trading, continued listing, and delisting of shares, as well as its commitment that, if the delisting of the shares is subsequently requested, it will be adopted with the formalities required by the applicable legislation.

- (iv) In accordance with the provisions of the Capital Companies Law, exclude, in part or in full, the pre-emptive subscription rights of shareholders in connection with any specific share issue made by virtue of this resolution, where this is in the corporate interest and fulfilling the statutory requirements established in that regard.

Nevertheless, without prejudice to compliance with any other legal limits established in that regard at any time, the power to exclude pre-emptive subscription rights shall be limited as follows: the nominal amount of the capital increases approved or effectively carried out excluding the pre-emptive subscription rights by virtue of this delegation, and those that may be resolved or executed as part of the conversion of any convertible issues that may also be made excluding the pre-emptive subscription right by virtue of the delegation given in item seventeen, below, on the agenda for this Shareholders' Meeting (without prejudice to any anti-dilution adjustments), may not exceed the overall maximum nominal amount of 20% of the Company's share capital at the time of this delegation.

- (v) Cancel, in the unused portion, the delegation granted under agenda item seven by Fluidra's Annual Shareholders' Meeting held on May 3, 2017.

To empower the Board of Directors, in the broadest terms, to exercise the delegation made in this resolution, as well as to perform all acts, procedural

formalities and requests as may be necessary or advisable for the exercise thereof, authorizing the Board to subdelegate to the Executive Chairman of the Board of Directors, to the Chief Executive Officer or to any other director, and to empower, with the scope deemed necessary, any attorney-in-fact of the Company for its execution.

From the moment of its approval, this authorization supersedes and cancels the authorization granted by the Company's Annual Shareholders' Meeting held on May 3, 2017, under agenda item seven.

Item Seventeen: Authorization to the Board of Directors, for a term of five years, to issue debentures exchangeable for and/or convertible into shares and warrants in an amount up to 500,000,000 euros, with the power to exclude the shareholders' pre-emptive subscription rights limited to an overall maximum of 20% of the share capital.

Proposed resolution

To authorize the Board of Directors, pursuant to the general regime on debenture issues and pursuant to articles 286, 297 and 511 of the Capital Companies Law and 319 of the Commercial Registry Regulations, to issue securities pursuant to the following terms:

(i) Securities issued

The securities referred to in this authorization are all manner of securities (including, in particular, debentures, bonds and warrants) exchangeable for or with the right to acquire outstanding shares of the Company or other group companies, and/or convertible into or with the right to subscribe new shares of the Company.

(ii) Duration of the delegation

The securities may be issued, on one or more occasions, at any time, within a maximum time-period of five (5) years from the date of adoption of this resolution.

(iii) Maximum amount of the authorization

The total maximum nominal amount of the securities issue(s) that are agreed pursuant to this delegation shall be euros five hundred million (€500,000,000) or the equivalent amount in any other currency. For the purposes of calculating the above limit, in the case of warrants, the sum of the premiums and exercise prices of the issues resolved upon under this authorization shall be taken into account.

(iv) Scope of the authorization

This authorization extends, as broadly as required in law, to the establishment of the different terms and conditions of each issue, including but not limited to the following:

(a) the amount, always within the total quantitative limits indicated above;

- (b) the place of issue (Spain or other country) and the type of issue;
- (c) the currency (domestic or foreign) and, in the case of foreign currency, the equivalent in euros (€);
- (d) the denomination or form of the securities, whether they are bonds and debentures, including subordinated debentures, warrants (which may in turn may be settled by physical delivery of shares or, where applicable, by offsetting), or any other denomination or form permitted by law;
- (e) the issue date(s);
- (f) the number of securities and their par value which, in the case of bonds or convertible and/or exchangeable debentures, may not be less than the par value of the shares;
- (g) in the case of warrants and other similar securities, the issue and/or premium price, the exercise price (which may be fixed or variable) and the procedure, time-period, and other terms and conditions applicable to the exercise of the right to subscribe the underlying shares or, where applicable, the exclusion of said right; the interest rate (fixed or variable), and the dates and procedures to pay the coupon; whether the issue is perpetual or subject to redemption and, in this latter case, the redemption period and the maturity date(s);
- (h) the guarantees, repurchase price and rights, premiums and lots;
- (i) the type of representation, such as securities or book entries;
- (j) anti-dilution clauses;
- (k) the placement and subscription system and the rules applicable to subscription;
- (l) the ranking of securities and subordination clauses, where applicable; legislation applicable to the issue;
- (m) the power to request the admission to trading, where applicable, of the securities issued in secondary markets, organized or unorganized, official or unofficial, Spanish or foreign, subject to the requirements established by applicable legislation in each case; and
- (n) in general, any other condition of issue, and, as the case may be, the appointment of the trustee of the syndicate of holders of securities and the approval of the basic rules that will govern legal relations between the Company and the syndicate of holders of the securities issued, in the event that it is necessary to create or it is decided to create said syndicate.

The delegation also includes the conferral on the Board of Directors of the power to decide, in each case, on the conditions for redemption of the securities issued

under this authorization, being able to use, to the extent applicable, the means of redemption referred to in article 430 of the Capital Companies Law or any others that may be applicable.

The Board of Directors is also empowered so that, where it sees fit, and subject to the obtainment of the necessary official authorization and, as the case may be, approval from the Assemblies of the corresponding syndicates or bodies representing the holders of the securities, it may modify the conditions of the securities issued and their respective time periods and the rate of any interest accruing on the securities included in each of the issues made under this authorization.

(v) Basis and methods of conversion and/or exchange

In the case of issues of convertible and/or exchangeable securities (including debentures or bonds), and in order to determine the basis and methods of conversion and/or exchange, the following criteria are established:

- (a) the securities issued in accordance with this resolution shall be exchangeable for shares of the Company or any other company, whether or not it belongs to its group and/or convertible into newly issued shares of the Company, in accordance with a fixed or variable, determined or determinable conversion or exchange ratio, the Board of Directors having the power to determine whether they are convertible and/or exchangeable, and to determine whether they are necessarily or voluntarily convertible or exchangeable and, where voluntary, whether it is at the election of their holder and/or the Company, with the frequency and during the time period established in the issue resolution;
- (b) the Board of Directors may also establish in the event that the issue is convertible and exchangeable, that the issuer reserves the right to choose at any time between the conversion into new shares or the exchange for existing shares, specifying the nature of the shares to be delivered upon conversion or exchange, and may even choose to deliver a combination of new and preexisting shares of the Company, and even to settle the difference in cash;
- (c) for the purposes of the conversion and/or exchange, the securities shall be valued at their nominal amount (including, where applicable, outstanding interest accrued) and the shares at the fixed exchange rate established in the resolution by the Board of Directors in which this authorization is used, or at the variable exchange rate to be determined on the date or dates indicated in the resolution itself, in accordance with the market value of the Company shares on the date(s) or in the period(s) established as a reference in the resolution itself, with a premium or, as the case may be, a discount, although if a discount on the price per share is established it may not be higher than 25% of the value of the shares taken as a reference pursuant to the above.
- (d) the value of the shares for the purposes of the conversion of debentures into shares may not, under any circumstances, be less than the nominal value of the shares. Similarly, pursuant to article 415 of the Capital Companies Law,

debentures that are convertible into shares may not be issued either, where their nominal value is less than that of the shares.

(vi) Basis and methods of exercising the warrants and other similar securities

In relation to issues of warrants, to which the Capital Companies Law on convertible debentures is applicable by analogy, the Board of Directors is authorized to determine, on its broadest terms, the basis and terms and conditions applicable to the exercise of the warrants, the criteria applicable to the exercise of the subscription rights of newly issued shares of the Company or the acquisition of outstanding shares of the Company, derived from the securities of this nature issued pursuant to the delegation of powers granted. The criteria envisaged in section (v) above shall be applicable to these types of issues, with any necessary adjustments so that they comply with legal and financial provisions regulating such securities.

(vii) Other delegated powers

This authorization to the Board of Directors also includes, without limitation, the delegation to it of the following powers:

- (a) the power, pursuant to the provisions of article 511 of the Capital Companies Law, to exclude, in whole or in part, the shareholders' pre-emptive subscription right, in compliance with legal requirements in this regard.

Nevertheless, without prejudice to compliance with any other legal limits established in that regard at any time, the power to exclude pre-emptive subscription rights shall be limited as follows: the nominal amount of the capital increases approved or effectively carried out as part of the conversion of any issues made by virtue of this delegation (without prejudice to any anti-dilution adjustments) excluding the pre-emptive subscription rights and that are resolved or executed also excluding the pre-emptive subscription right by virtue of the delegation given in item sixteen, above, on the agenda for this Shareholders' Meeting (without prejudice to any anti-dilution adjustments), may not exceed the overall maximum nominal amount of 20% of the Company's share capital at the time of this delegation.

- (b) the power to increase the capital in the amount necessary to meet requests to convert and/or exercise the share subscription right. This power may only be exercised to the extent that the capital increased by the Board of Directors to meet the issue of convertible securities or warrants in question does not exceed the limit not used that is authorized from time to time by the Shareholders' Meeting pursuant to the provisions of article 297.1.b) of the Capital Companies Law, notwithstanding the application of anti-dilution clauses and adjustment of the conversion ratio. This authorization to increase the capital includes the power to issue, on one or more occasions, the shares representing same that are necessary to perform the conversion and/or exercise the share subscription right, and to reword the articles of the Bylaws relating to the capital stock figure and number of shares, in order to, where

applicable, cancel the part of the capital increase that is not necessary for the conversion and/or exercise of the share subscription right;

- (c) the power to explain and specify the basis and methods of conversion, exchange and/or exercise of the share subscription and/or acquisition rights resulting from the securities to be issued, bearing in mind the criteria set forth in sections (v) and (vi) above.
- (d) the delegation of powers to the Board of Directors includes the broadest powers necessary in law to interpret, apply, perform and pursue the resolutions to issue convertible or exchangeable securities or warrants, one or several times, and the corresponding capital increase and it is also granted powers to remedy and supplement same as necessary, and also to comply with any legal requirements that may be necessary to ensure their successful outcome, with the ability to remedy any omissions or defects in said resolutions, indicated by any authorities, officials or bodies, Spanish or foreign and it is also authorized to adopt any resolutions and execute any public or private documents that it considers necessary or advisable to bring the preceding resolutions on the issue of convertible or exchangeable securities or warrants and the corresponding capital increase into line with the oral or written assessment of the Commercial Registrar or, in general, any Spanish or foreign competent authorities, officials or institutions.

(viii) Listing

The Company will request, where applicable, the admission to trading on official or unofficial secondary markets, organized or otherwise, Spanish or foreign, of the debentures and/or convertible or exchangeable bonds or warrants issued by the Company by virtue of this delegation, empowering the Board of Directors as broadly as may be necessary in law, to perform the formalities and steps necessary or appropriate for admission to trading before the competent bodies of the different securities markets, Spanish and foreign, subject to the rules on admission, permanence and, where applicable, exclusion from the negotiation.

(ix) Guarantee of issues of convertible and/or exchangeable securities or warrants by subsidiaries

The Board of Directors of the Company shall also be empowered to secure, in the name of the Company, within the above-mentioned limits, new issues of convertible and/or exchangeable securities or warrants that are performed by dependent companies during the period of duration of this resolution.

(x) Power of delegation

To empower the Board of Directors, in the broadest terms, to exercise the delegation made in this resolution, as well as to perform all acts, procedural formalities and requests as may be necessary or advisable for the exercise thereof, authorizing the Board to subdelegate to the Executive Chairman of the Board of Directors, to the Chief Executive Officer or to any other director, and to empower,

with the scope deemed necessary, any attorney-in-fact of the Company for its execution.

From the moment of its approval, this authorization supersedes and cancels the authorization granted by the Company's Shareholders' Meeting held on May 3, 2017, under agenda item eight.

Item Eighteen: Authorization to the Board of Directors, for a term of five years, to issue fixed-income securities and preferred shares up to an amount of 1,200,000,000 euros, and to guarantee issues of those securities made by other companies in its group.

Proposed resolution

To authorize the Board of Directors, in accordance with the general rules on debenture issues and with the provisions of article 319 of the Commercial Registry Regulations, to issue securities in accordance with the following conditions:

(i) Securities issued

The securities to which this authorization refers are fixed-income securities or similar debt instruments in any of the forms admitted by law, both nonconvertible and exchangeable for outstanding shares or other preexisting securities of other companies (including, in particular, debentures, bonds and promissory notes) and preferred shares. The delegation includes the power to establish and/or renew tap or open issue programs for debentures, bonds and other similar fixed-income securities, such as promissory notes, under this or any other name.

(ii) Duration of the delegation

The securities covered by this authorization may be issued once or several times within the maximum term of five years following the date on which this resolution is adopted, at the end of which term the authorization shall be canceled due to expiration with respect to the part not exercised.

(iii) Maximum amount of the delegation

The total maximum amount of the fixed-income securities issue or issues (bonds or simple debentures and other fixed-income securities of a similar nature) other than promissory notes, and preferred shares that are approved pursuant to this authorization, shall be euros one thousand million (€1,000,000,000) or its equivalent in another currency.

For its part, the outstanding nominal balance of promissory notes issued pursuant to this authorization may not exceed at any time euros two hundred million (€200,000,000) or its equivalent in any other currency. This limit is regardless of what is established in the previous section.

(iv) Scope of the authorization

The scope of this authorization extends, as broadly as required by law, to establishing the various aspects and conditions of each issue, including, but not limited to, the par value, issue price, redemption price, currency of the issue, interest rate, subordination clauses, guarantees of the issue, place of the issue, placement and subscription rules, admission to listing, applicable legislation, etc., and, in general, any other condition of the issue, as well as, if applicable, designating the trustee and approving the essential rules that will govern the legal relations between the Company and the syndicate of holders of the securities that are issued, if necessary or a decision is made to set up such syndicate, and to performing such acts and steps as may be necessary, including those established in the securities market legislation, for the execution of the specific issues that may be approved pursuant to this delegation.

The delegation also includes the conferral on the Board of Directors of the power to decide, in each case, on the conditions for redemption of the fixed-income securities issued under this authorization, being able to use, to the extent applicable, the means of redemption referred to in article 430 of the Capital Companies Law or any others that may be applicable. The Board of Directors is also empowered so that, where it sees fit, and subject to the obtainment of the necessary authorization, as the case may be, to the formalities laid down in the respective issues and approval from the Assemblies of the corresponding syndicates or bodies representing the holders of the securities, where they are mandatory, it may modify the terms and conditions of the fixed-income securities issued on the securities included in each of the issues made under this authorization.

(v) Admission to trading

The Company will request, where appropriate, the admission to listing on official or non-official secondary securities markets, organized or otherwise, domestic or foreign, of the securities issued by the Company pursuant to this authorisation, authorizing the Board of Directors, as broadly as required by law, to perform such steps and acts as may be necessary to apply for the admission of securities to trading, the incorporation of programs or the registration of programs, or the delisting of securities, where necessary or appropriate

(vi) Guarantee of securities issued by subsidiaries

The Board of Directors is also authorized to guarantee in the name of the Company, within the above-mentioned limits, the new securities issues made by subsidiaries during the term of this resolution.

(vii) Power of delegation

To empower the Board of Directors, in the broadest terms, to exercise the delegation made in this resolution, as well as to perform all acts, procedural formalities and requests as may be necessary or advisable for the exercise thereof, authorizing the Board to subdelegate or to substitute the previous faculties to the Executive Chairman of the Board of Directors, to the Chief Executive Officer or to any other director, and to empower, with the scope deemed necessary, any attorney-in-fact of the Company for its execution.

From the moment of its approval, this authorization supersedes and cancels the authorization granted by the Company's Annual Shareholders' Meeting held on May 3, 2017, under agenda item nine.

Item Nineteen: **Authorization to the Board of Directors, during a five-year period, so the Company can proceed with the derivative acquisition of treasury shares, directly or through companies in its group. Authorization to reduce the share capital to redeem its own shares, delegating to the Board of Directors the necessary powers for the execution of this agreement.**

Proposed resolution

To authorize the derivative acquisition by Fluidra, S.A. ("**Fluidra**" or the "**Company**"), directly or through any of its subsidiaries and during a period of five (5) years from the date this resolution is approved, of treasury shares, at any time and on as many occasions as deemed advisable, through any of the means permitted by law, including with a charge to earnings for the year and/or unrestricted reserves, all in accordance with the provisions of the applicable legislation, as well as to subsequently sell the shares acquired through any means permitted by law.

The derivative acquisition of Company shares shall be subject to the conditions established in the internal or external rules and legislation that, as the case may be, are applicable at any given time, as well as to any limits that may be established by any competent authority. In this regard and in particular, the par value of the treasury shares directly or indirectly acquired in application of this authorization, when added to the par value of the shares already held by the Company and its subsidiaries at any given time, may not exceed, at any time, ten percent (10%) of Fluidra's subscribed share capital (or any other lower limit established by the legislation applicable at any given time).

Furthermore, the derivative acquisition of Company shares shall be subject to the condition that the per-share acquisition price may not be higher than the stock market price or lower than the par value of the shares.

Authorization is expressly given for the shares acquired by the Company or by its subsidiaries in application of this authorization to be used, in part or in full, for delivery to directors or employees of the Company or of its subsidiaries, either directly or as a result of the exercise by such directors or employees of any share options they hold.

From the moment of its approval, this authorization supersedes and cancels the authorization granted by the Company's Annual Shareholders' Meeting held on May 3, 2017, under agenda item ten.

To empower the Board of Directors, in the broadest terms, to exercise the authorization made in this resolution, as well as to perform all acts, procedural formalities and requests as may be necessary or advisable for the exercise thereof, authorizing the Board to subdelegate said powers to the Chairman of the Board of Directors, to the Chief Executive Officer or to any other director, and to empower, with the scope deemed necessary, any attorney-in-fact of the Company for its execution.

Likewise, the Board of Directors is authorized to reduce the share capital of the Company up to a maximum amount corresponding to 10% of the share capital on the date of this resolution (that is, up to a maximum nominal amount of NINE MILLION FIVE HUNDRED AND SIXTY TWO THOUSAND NINE HUNDRED AND SEVEN EUROS (€19,562,907.00), corresponding to NINE MILLION FIVE HUNDRED AND SIXTY TWO THOUSAND NINE HUNDRED AND SEVEN (19. 562,907) shares with a par value of 1 euro) through the redemption of own shares that have been derivatively acquired by the Company by virtue of the foregoing authorization, through any mechanism with the purpose of being redeemed, all in accordance with the provisions of the applicable legislation and regulations. The term of execution of this agreement shall be for a period of five (5) years as from the date of approval of this agreement, being without effect in the part not executed as from said date.

The final amount of the capital reduction may be set by the Board of Directors, within the aforementioned maximum limit, depending on the final number of shares to be acquired and which the Board of Directors decides to amortize in accordance with the delegation of powers approved below.

To empower the Board of Directors, in the broadest terms, authorizing it to sub-delegate in the Executive Chairman of the Board of Directors; in the Chief Executive Officer; in any director; and in any other person that the Board expressly authorizes for this purpose, to execute all or part of the reduction of the share capital previously approved, on one or several occasions, within the established execution period and in the manner it deems most convenient, being able, in particular and without limitation:

- (i) Determine the number of shares to be amortized in each execution, and may agree not to execute the resolution in whole or in part if in the end no shares of treasury stock are acquired for the purpose of being amortized or if, having acquired them for that purpose, (a) they have not been acquired, on one or more occasions, in sufficient number to reach the limit of 10% of the capital stock on the date of this resolution; or (b) the conditions of the market, of the Company or some event of social or economic importance, make it advisable for reasons of corporate interest or prevent its execution; in any case, informing the next Ordinary General Shareholders' Meeting of such decision.
- (ii) To declare each of the executions of the capital reduction finally agreed upon as closed, setting, if applicable, the definitive number of shares to be redeemed in each execution and, therefore, the amount by which the Company's capital stock must be reduced in each execution, in accordance with the limits established in this resolution.
- (iii) To redraft the article of the Company's Bylaws that regulates the share capital to reflect the new capital figure and the number of outstanding shares after each execution of the approved capital reduction.
- (iv) To request, as the case may be, the exclusion from trading of the shares to be redeemed by virtue of this delegation in the official or unofficial, regulated or not, organized or not, national or foreign, secondary markets, being able to carry out the procedures and actions that may be necessary or convenient for this purpose

before the corresponding public and/or private bodies, including any action, declaration or management before any competent authorities in any jurisdiction.

- (v) To subscribe all those public and/or private documents, and to carry out all those acts, legal business, contracts, declarations and operations that may be necessary or convenient to carry out each execution of the agreed capital reduction.
- (vi) To publish as many announcements as may be necessary or convenient in relation to the capital reduction and each of its executions, and to carry out all the actions necessary for the effective redemption of the shares referred to in this resolution.
- (vii) To establish the terms and conditions of the reduction in all matters not provided for in this resolution, as well as to carry out all acts and formalities necessary in order to obtain the consents and authorizations required for the effectiveness of this resolution.

Item Twenty: Delegation of powers to notarize, construe, supplement, implement, remedy and execute the resolutions adopted by the shareholders' meeting.

Proposed resolution

To delegate to the Board of Directors, with express powers of substitution in the Chairman, the Chief Executive Officer and/or the non-director Secretary and Deputy Secretary of the Board so that any of them, indistinctly, may formalize and notarize the resolutions adopted at this Shareholders' Meeting and, in particular, to file at the Commercial Registry, for deposit, the certification of the resolutions approving the annual financial statements and the allocation of profit or loss, and to execute any public or private documents as may be necessary until the relevant entry of the adopted resolutions at the Commercial Registry is obtained, including the request for partial entry, with powers, even, for their correction or rectification in view of the oral or written assessment that may be issued by the Registrar.