



CONVENIENCE TRANSLATION

INVITATION TO THE ANNUAL GENERAL MEETING

FRESENIUS SE & Co. KGaA
Bad Homburg v. d. H.

ISIN: DE0005785604 // WKN: 578560
ISIN: DE0005785620 // WKN: 578562
ISIN: DE000A2DA7N6 // WKN: A2DA7N

We hereby invite our shareholders to the

Annual General Meeting

to be held on Friday, May 12, 2017, at 10 a. m. at the Congress Center Messe Frankfurt,
Ludwig-Erhard-Anlage 1, 60327 Frankfurt am Main.

Agenda

- 1. Presentation of the Annual Financial Statements and the Consolidated Financial Statements each approved by the Supervisory Board, the Management Reports for Fresenius SE & Co. KGaA and the Group and the Report of the Supervisory Board of Fresenius SE & Co. KGaA for the Fiscal Year 2016; Resolution on the Approval of the Annual Financial Statements of Fresenius SE & Co. KGaA for the Fiscal Year 2016**

The Supervisory Board approved the annual financial statements drawn up by the General Partner and the consolidated financial statements pursuant to sec. 171 of the German Stock Corporation Act (Aktiengesetz). The annual financial statements are to be formally approved by the Annual General Meeting pursuant to sec. 286 para. 1 of the German Stock Corporation Act; the aforementioned documents are to be made available to the Annual General Meeting without the passing of any additional resolution being required.

The General Partner and the Supervisory Board propose that the annual financial statements of Fresenius SE & Co. KGaA for the fiscal year 2016 as presented, showing a distributable profit of Euro 343,649,429.70 be approved.

2. Resolution on the Allocation of the Distributable Profit

The General Partner and the Supervisory Board propose to allocate the distributable profit of Fresenius SE & Co. KGaA in the amount of Euro 343.649.429,70 shown in the annual financial statements for the fiscal year 2016, as follows:

Payment of a dividend of Euro 0.62 per share on the 553,316,547 shares entitled to a dividend	Euro	343,056,259.14
The dividend is payable on May 17, 2017.		
Balance to be carried forward	Euro	593,170.56
	Euro	343,649,429.70

The number of shares entitled to a dividend rights may change prior to the General Meeting. In such cases, an appropriately adjusted proposal for the resolution on the allocation of the distributable profit shall be put to the General Meeting, based on an unchanged distribution of Euro 0.62 per share entitled to a dividend.

3. Resolution on the Approval of the Actions of the General Partner for the Fiscal Year 2016

The General Partner and the Supervisory Board propose to approve the actions of the General Partner for the fiscal year 2016.

4. Resolution on the Approval of the Actions of the Supervisory Board for the Fiscal Year 2016

The General Partner and the Supervisory Board propose to approve the actions of the members of the Supervisory Board of the Company for the fiscal year 2016.

5. Election of the Auditor and Group Auditor for the Fiscal Year 2017 and of the Auditor for the potential Review of the Half-Yearly Financial Report for the first Half-Year of the Fiscal Year 2017 and other Financial Information

Upon recommendation of its Audit Committee, the Supervisory Board proposes to elect KPMG AG Wirtschaftsprüfungsgesellschaft, Berlin, as the auditor and group auditor for the fiscal year 2017 and as the auditor for the potential review of the half-yearly financial report for the first half-year of the fiscal year 2017 and other financial information according to sec. 37w para. 7 German Securities Trading Act (WpHG), which are prepared before the Annual General Meeting 2018.

6. Resolution on the Amendment of the Authorization to Grant Subscription Rights to Managerial Staff Members (Führungskräfte) and Members of the Management Board of Fresenius SE & Co. KGaA or an affiliated company (Stock Option Program 2013) as a Result of Financial Reporting exclusively in accordance with IFRS (International Financial Reporting Standards) and the corresponding Amendment of Conditional Capital in Article 4 para 8 sentence 2 of the Articles of Association

Fresenius SE & Co. KGaA shall carry out financial reporting in accordance with IFRS (International Financial Reporting Standards) from January 1, 2017. Financial information in accordance with US-GAAP (Generally Accepted Accounting Principles) will no longer be provided.

The authorization to grant subscription rights to managerial staff members and members of the management board of Fresenius SE & Co. KGaA or of an affiliated company (Stock Option Program 2013) is aimed in connection with the calculation of the success target of the Group net income identified in accordance with US-GAAP. Against the background of financial reporting exclusively in accordance with IFRS the General Partner and the Supervisory Board propose in future to aim at the Group net income identified in accordance with IFRS and for this purpose propose the following resolution:

The authorization to grant subscription rights to managerial staff members (Führungskräfte) and members of the management board of Fresenius SE & Co. KGaA or an affiliated company (Stock Option Program 2013) as stated in the resolution of the Annual General Meeting of May 17, 2013 regarding item 8 of the agenda lit. b) in the version of the amendment resolution of the Annual General Meeting of May 16, 2014 as stated in item 7 lit. f) of the agenda shall be revised in its paragraph aa) (3) as follows:

“(3) Exercise price (issue price) and success target

The exercise price of a subscription right shall be the volume-weighted average stock market price of the non-par value ordinary bearer share of the Company in the electronic “Xetra” trading of Deutsche Börse AG in Frankfurt am Main or a comparable successor system over the last 30 calendar days prior to the date of allocation of the subscription right. The minimum exercise price is the proportionate amount of the capital of the Company attributed to each non-par value ordinary share (sec. 9 para. 1 German Stock Corporation Act).

It is a condition for the exercise of subscription rights in each case that the annual success target is achieved within the four-year waiting period specified under (4). The success target is achieved if either the adjusted Group net income (earnings attributable to the shareholders of the Company) of the Company has increased by at least eight per cent per annum in comparison to the previous year in each case within the waiting period, or – if this is not the case – the compounded annual growth rate of the adjusted Group net income of the Company during the four years of the waiting period amounts to at least eight per cent. A currency adjustment is performed for all companies incorporated in the consolidated financial statements with a functional currency other than the reporting currency (EURO) by translating the items of the income statements at the average exchange rate for the year of the consolidated financial statements that are the basis for the comparison.

The determination of the adjusted Group net income (currency-adjusted) and changes compared to the adjusted Group net income (without currency adjustment) of the relevant comparison year will be verified in a binding manner by the company auditors on the basis of the audited consolidated financial statements with regard to the issue of the admissibility of exercising the subscription rights.

If the success target within the four-year waiting period is not achieved for the individual years or for the compounded annual growth rate, the subscription rights issued in each case are forfeited in proportion to the non-achievement of the success target within the waiting period, i.e. by one quarter, two quarters, three quarters, or completely.

The adjusted Group net income of the Company shall be calculated following the IFRS (International Financial Reporting Standards) methodology as follows:

The adjusted Group net income of the Company corresponds to the Group net income (earnings attributable to the shareholders of the Company) shown in the consolidated financial statements of the Company,

- (i) to which is added the costs shown in the relevant consolidated financial statements for:
 - ▶ provided that the costs occur only once – the purchase, integration and financing of companies or parts of companies, including the costs in connection with
 - justified liability exposure in existence prior to the time of acquisition and/or
 - the sale of companies or parts of companies irrespective of whether this was initiated by the competent anti-trust authority or not;
 - ▶ changes to IFRS accounting principles in the first year after such policies become effective; and
 - ▶ tax effects in respect of the above-mentioned points; and
- (ii) from which is subtracted any earnings shown in the consolidated financial statements in each case by reference to the following:
 - ▶ the sale of companies or parts of companies irrespective of whether this was initiated by the competent anti-trust authority or not;
 - ▶ changes to IFRS accounting principles in the first year after such policies become effective; and
 - ▶ tax effects in respect to the above-mentioned points.”

Otherwise the authorization is unaffected.

In this connection Conditional Capital IV in Article 4 para. 8 sentence 2 of the Articles of Association is revised as follows:

“The conditional capital increase will only be implemented to the extent that subscription rights have been or will be issued in accordance with the Stock Option Program 2013 as resolved by the General Meeting on May 17, 2013 and – if applicable – as amended by the General Meetings on May 16, 2014 and on May 12, 2017, the holders of subscription rights exercise their rights and the Company does not grant treasury shares to satisfy the subscription rights, whereas the General Partner’s Supervisory Board shall be exclusively competent regarding the granting and settlement of subscription rights to members of the General Partner’s Management Board.”

7. Resolution on the Amendment of the Remuneration of the Members of the Supervisory Board and its Committees and on the corresponding Revision of Article 13 of the Articles of Association and on the corresponding Amendment of Article 13e of the Articles of Association

The remuneration of the Supervisory Board shall be adjusted with effect on January 1, 2018. With the orientation of variable remuneration on sustainable corporate development in future, the applicable recommendation of the German Corporate Governance Code shall be complied with. In addition, variable remuneration shall be limited to a maximum amount and the relative significance of fixed remuneration shall be clearly strengthened. Overall, the amendment is intended to lead to a balanced remuneration structure and to an appropriate amount of remuneration that takes into account the tasks of members of the Supervisory Board and the situation of the Company.

The General Partner and the Supervisory Board propose the following resolution:

1. Article 13 of the Articles of Association (Remuneration of Supervisory Board Members) shall be revised as follows:

“Article 13

Remuneration of Supervisory Board Members

- (1) Each member of the Supervisory Board shall as fixed remuneration receive an amount of Euro 150,000.00 annually for each full fiscal year, payable after the end of the fiscal year.

- (2) Each member of the Supervisory Board shall in addition receive variable success-oriented remuneration for each full fiscal year that is oriented on the respective average growth rate of Group net income for the remuneration year and the two preceding fiscal years (3-year average growth of Group net income). The calculation of the amount of this variable remuneration shall be made in accordance with the following formula:

3-year average growth of Group net income (in %)	Amount variable remuneration (in Euro)
> 0 to 2.5	30,000.00
> 2.5 to 5	60,000.00
> 5 to 7.5	90,000.00
> 7.5 to 10	120,000.00
> 10	150,000.00

A claim to grant variable remuneration shall only accrue from the achievement of 3-year annual growth of Group net income of more than 0%. On the achievement of the five percentage corridors described above, the amounts of variable remuneration shall each be provided in full i.e. no interpolation shall take place within these corridors (e.g. 2.0% = Euro 30,000.00; 9.9% = Euro 120,000.00). The Group net income disclosed in the consolidated annual financial statements shall be authoritative in each case.

The variable remuneration in accordance with this article 13 para. (2) is limited to a maximum amount of Euro 150,000.00 p.a.

The disbursement of variable remuneration in accordance with this article 13 para. (2) shall generally be made annually, provided targets have been reached and in each case at the end of the calendar quarter in which the annual financial statements of the Company are approved.

- (3) If the General Meeting approves a resolution providing higher remuneration, this shall apply.
- (4) The Chairman of the Supervisory Board receives three times, his deputies one and a half times the fixed remuneration of a member of the Supervisory Board according to Article 13 para. (1).
- (5) A member of the Audit Committee ("Prüfungsausschuss") of the Supervisory Board shall for their membership receive additional fixed remuneration of Euro 20,000.00 and the Chairman of the Audit Committee twice this amount.

- (6) If a financial year does not encompass a full calendar year or if a member of the Supervisory Board is on the Supervisory Board only for a part of the financial year, the remuneration shall be paid on a pro rata temporis basis. This applies accordingly to membership of the Audit Committee of the Supervisory Board.
- (7) The members of the Supervisory Board shall be refunded expenses incurred when exercising their functions, which also includes applicable value added tax due for payment.
- (8) The Company shall provide members of the Supervisory Board with insurance cover to an appropriate extent for exercising Supervisory Board activities.
- (9) If a member of the Supervisory Board is at the same time a member of the Supervisory Board of the General Partner, Fresenius Management SE, and receives remuneration for his services on the Supervisory Board of Fresenius Management SE, remuneration pursuant to Article 13 para. (1) and para. (2) shall be reduced by half. The same applies with respect to the additional part of remuneration for the Chairman according to Article 13 para. (4), provided they are simultaneously the Chairman of the Supervisory Board of Fresenius Management SE; this applies to his deputies accordingly, provided the deputies are at the same time the deputies of the Chairman of the Supervisory Board of Fresenius Management SE. If a deputy of the Chairman of the Supervisory Board of the Company is at the same time the Chairman of the Supervisory Board of Fresenius Management SE, Article 13 para. (4) shall not apply."

2. The reference in Article 13e para. (3) sentence 2 of the Articles of Association to the previous Article 13 para. (4) of the Articles of Association is amended for editorial reasons and is revised as follows:

"The provisions of Article 13 paras. (7) and (8) of the Articles of Association apply accordingly."

3. The previous remuneration regulations for the Supervisory Board, the Audit Committee and the Joint Committee shall continue to apply for the entire financial year 2017. On the initial application of the regulation resolved in accordance with figure 1 for the financial year 2018, the calculation of the amount of variable remuneration shall be made on the basis of the 3-year average growth of Group net income for the financial years 2016, 2017 and 2018.

Total Number of Shares and Voting Rights

At the time the Annual General Meeting is convened, 553,489,493 shares out of a total of 553,489,493 shares issued carry participation rights and voting rights.

Participation in the Annual General Meeting and Exercise of Voting Rights

Shareholders who wish to participate in the Annual General Meeting or to exercise their voting rights must register for the Annual General Meeting and prove their eligibility.

The registration and proof of eligibility must be received by the Company at

Fresenius SE & Co. KGaA
c/o Deutsche Bank AG
Securities Production
General Meetings
Postfach 20 01 07
60605 Frankfurt am Main

Fax no.: +49 (0) 69 / 12 012-86 045

E-mail: WP.HV@db-is.com

at least 6 days prior to the Annual General Meeting, i.e. no later than May 5, 2017, 24:00 hours CEST. For the purpose of proving eligibility, a special proof of share ownership issued by the custodian in writing (Textform) in the German or English language is sufficient. The proof of share ownership has to relate to the start of April 21, 2017, i.e. 0:00 hours CEST (record date). The shareholder or his authorized representative shall receive an admission ticket for the Annual General Meeting against submission of the proof of share ownership.

In relation to the Company, a shareholder will only be deemed a shareholder entitled to participate in the Meeting and to exercise voting rights if the shareholder has submitted the special proof of share ownership. The entitlement to participate in the Meeting and the scope of the voting rights are exclusively determined by the proven shares owned on the record date. The record date shall not result in a blocking period during which it is not allowed to sell shares. Even in the event of a full or partial sale of the shareholding following the record date, only the shares owned by the shareholder on the record date will be relevant for participation in the Meeting and the scope of the voting rights, i.e. a sale of shares, if any, after the record date will not affect entitlement to participate in the Meeting and the scope of the voting rights. This also applies mutatis mutandis if (additional) shares are purchased after the record date. Persons who do not own any shares on the record date, and become shareholders only after the record date, are not entitled to participate in the Meeting and to exercise voting rights. The record date does not constitute a relevant date with respect to the entitlement to dividends.

Each share grants one vote in the Annual General Meeting.

Voting Procedure

Voting by proxies

A shareholder may also instruct an authorized representative, e.g. the custodian bank, an association of shareholders or any other person of his choice, to exercise his voting right in the Annual General Meeting. A registration of the shareholder, including proof of share ownership, in due time in accordance with the aforesaid will also be necessary in case of a voting by proxy.

Pursuant to sec. 134 para. 3 in conjunction with sec. 134 para. 3 of the German Stock Corporation Act, the power of attorney must be granted and revoked, and the authorization evidenced, to the Company in writing (Textform) (sec. 126b German Civil Code (Bürgerliches Gesetzbuch). Shareholders wishing to authorize a proxy should use the form of the power of attorney they will receive together with the admission ticket. The power of attorney respectively the evidence of the authorization must either be presented on the day of the Annual General Meeting or be sent to the Company at the following address:

Fresenius SE & Co. KGaA
 Investor Relations
 c/o Computershare Operations Center
 80249 Munich
 Fax No. +49 (0) 89 / 30 90 37-46 75
 E-mail: FreseniusSE-HV2017@computershare.de

For organizational reasons, if the power of attorney or the proof of the power of attorney is submitted to the Company in advance at the postal address, fax number or e-mail address stated above, we request that this be done by 6 p.m. CEST on Wednesday, May 10, 2017.

Pursuant to Article 15 (4)(3) of the Articles of Association, it is determined that a power of attorney can be revoked by appearing in person at the Annual General Meeting.

If the power of attorney is granted to a credit institution or any other individual, association of shareholders or institution treated as equivalent to the aforesaid pursuant to sec. 135 para. 8 and para. 10 in conjunction with sec. 125 para. 5 of the German Stock Corporation Act and sec. 278 para. 3 of the German Stock Corporation Act, in general, particularities are to be considered which are to be requested from the respective authorized proxy. Pursuant to sec. 135 para. 1 sent. 2 of the German Stock Corporation Act, the power of attorney must be kept by the proxy in a verifiable form. Such power of attorney must be complete and may only contain declarations associated with the exercise of voting rights. Shareholders wishing to issue a proxy authorization to a credit institution, an association of shareholders or any other individual or institution treated as equivalent to the aforesaid are requested to reach agreement with the same on the form of the power of attorney.

Voting by Company proxies

In addition, in advance of the Annual General Meeting, the Company offers its shareholders the possibility of authorizing Company-nominated employees, who are bound by instructions given to them (weisungsgebundene Stimmrechtsvertreter), as proxies for the exercise of voting rights. Those shareholders who wish

to grant a power of attorney to the proxies nominated by the Company also have to register for the Annual General Meeting and prove their eligibility as aforesaid. The power of attorney and the instructions to the proxies nominated by the Company shall be in writing (Textform) and must be granted by using the form the shareholders receive together with the admission ticket to the Annual General Meeting. The completed form may also be submitted to the Company prior to the Annual General Meeting at the following address:

Fresenius SE & Co. KGaA
Investor Relations
c/o Computershare Operations Center
80249 Munich
Fax No. +49 (0) 89 / 30 90 37-46 75
E-mail: FreseniusSE-HV2017@computershare.de

In this case, for organizational reasons, the form must be received by the Company by 6 p.m. CEST on Wednesday, May 10, 2017, at the postal address, fax number or e-mail address stated above. This does not affect the option of authorizing the Company-nominated proxies during the course of the Annual General Meeting.

The Company proxies are to vote in accordance with the instructions issued by the shareholders. If no instructions are issued, the power of attorney shall be invalid. Please note that the proxies are unable to accept any authority or instructions for exercising the right to speak and to ask questions, to submit motions or to file objections against shareholders' resolutions adopted at the Annual General Meeting and that proxies will always abstain from voting in respect of resolutions proposed by shareholders during the Annual General Meeting which have not been announced prior to the Annual General Meeting.

Shareholder Rights

Motions by shareholders to amend the agenda pursuant to sec. 122 para. 2 in conjunction with sec. 278 para. 4 of the German Stock Corporation Act

Shareholders whose aggregate shareholding equals or exceeds 5% of the share capital or a pro-rata amount of Euro 500,000 may request that items be included in the agenda and published. In this case shareholders must prove that they held the shares at least 90 days before the day of the receipt of the request and that they will hold the shares until the decision of the Management board on the application. Any such request must be made in writing to:

Fresenius SE & Co. KGaA
Management Board of the General Partner
Fresenius Management SE
Attn. Dr. Jürgen Götz
Else-Kröner-Strasse 1
61352 Bad Homburg v. d. H.

The request must be received by the Company at the above address at least 30 days prior to the Annual General Meeting, i.e. the request must be received by April 11, 2017, 24:00 hours CEST. Each new item must be substantiated or accompanied by a proposal for resolution.

Motions and election proposals by shareholders pursuant to secs. 126 para. 1 and 127 of the German Stock Corporation Act in conjunction with sec. 278 para. 4 of the German Stock Corporation Act

Shareholders may submit motions on the individual items of the agenda (cf. sec. 126 para. 2 in conjunction with sec. 278 para. 3 of the German Stock Corporation Act); this shall also apply to proposals for the election of members of the Supervisory Board or of auditors (cf. sec. 127 in conjunction with sec. 278 para. 3 of the German Stock Corporation Act).

Pursuant to sec. 126 para. 1 in conjunction with sec. 278 para. 3 of the German Stock Corporation Act, motions by shareholders, including the shareholder's name, a statement of grounds for the motion and any comments by the Management, if any, are to be made available to the relevant authorized persons listed in sec. 125 paras. 1 to 3 in conjunction with sec. 278 para. 3 of the German Stock Corporation Act (as for example shareholders, among others who so request) in accordance with the conditions set forth therein, provided that the shareholder has sent a counter motion opposed to a proposal of the General Partner and/or the Supervisory Board in respect of a certain agenda item, including a statement of grounds for the counter motion, to the Company at the address set forth below, no later than 14 days prior to the Annual General Meeting, i.e. the counter motion must be received by April 27, 2017, 24:00 hours CEST. The aforementioned information must be made available via the Company's website. A counter motion need not be made available if one of the exceptions pursuant to sec. 126 para. 2 of the German Stock Corporation Act in conjunction with sec. 278 para. 4 of the German Stock Corporation Act applies. The statement of grounds need not be made available if it exceeds a total of 5,000 characters.

The right of each shareholder to make counter motions regarding the various agenda items during the Annual General Meeting without advance communication to the Company remains unaffected. Please note that any counter motions which have been sent to the Company in advance and in due time will only be considered in the Annual General Meeting if they are submitted orally during the Meeting.

No statement of grounds need be provided for election proposals made by shareholders pursuant to sec. 127 in conjunction with sec. 278 para. 3 of the German Stock Corporation Act. Election proposals need not be made available by the General Partner if they do not contain the name, the exercised profession and the place of residence of the nominees and, in case of an election of members of the Supervisory Board, information on their membership in other supervisory boards, the constitution of which is required under existing law (cf. sec. 127 sent. 3 in conjunction with sec. 124 para. 3 sent. 3 and sec. 125 para. 1 sent. 5 of the German Stock Corporation Act in conjunction with sec. 278 para. 3 of the German Stock Corporation Act). Pursuant to sec. 127 sent. 1 in conjunction with sec. 126 para. 2 in conjunction with sec. 278 para. 3 of the German Stock Corporation Act, there are further circumstances under which election proposals do not need to be made available via the website. In all other respects, the requirements and provisions for making motions available apply mutatis mutandis.

Motions and election proposals by shareholders pursuant to secs. 126 para. 1 and 127 of the German Stock Corporation Act in conjunction with sec. 278 para. 3 of the German Stock Corporation Act shall be sent exclusively to:

Fresenius SE & Co. KGaA
Investor Relations
Else-Kröner-Strasse 1
61352 Bad Homburg v. d. H.
Fax no.: +49 (0) 61 72 / 608 24 88
E-mail: ir-fre@fresenius.com

Any motions and election proposals of shareholders which are to be made available will be published in accordance with the aforesaid conditions on the Company's website at www.fresenius.com under Investors/ Annual General Meeting. Comments of the management, if any, will also be published on that website.

Information right pursuant to sec. 131 para. 1 in conjunction with sec. 278 para. 3 of the German Stock Corporation Act.

At the Annual General Meeting, the General Partner shall, upon request, provide each shareholder with information regarding the matters of the Company to the extent such information is necessary for a proper evaluation of a relevant item on the agenda (cf. sec. 131 para. 1 in conjunction with sec. 278 para. 3 of the German Stock Corporation Act). The General Partner's duty to provide information also extends to the Company's legal and business relationships with any affiliated company as well as to the situation of the Group and the companies included in the consolidated financial statements. Any request for information must, in principle, be submitted orally at the Annual General Meeting during the course of discussion.

The information shall comply with the principles of conscientious and accurate accountability. The General Partner may refuse to provide information under the conditions set forth in sec. 131 (3) in conjunction with sec. 278 para. 3 of the German Stock Corporation Act. Pursuant to Article 17 (2) of the Articles of Association, the chairman of the Meeting may reasonably restrict the time granted to shareholders within the scope of their right to ask questions and to speak; in particular, he shall have the right to determine a reasonable time frame for the conduct of the Annual General Meeting, for individual agenda items, or for individual speakers either at the beginning or during the Annual General Meeting.

Annual General Meeting Documents

As of the day of publication of this invitation, the following documents will be available, together with this notice, for inspection by the shareholders at the offices of Fresenius SE & Co. KGaA (Else-Kröner-Strasse 1, 61352 Bad Homburg v. d. H.):

- ▶ Financial statements of Fresenius SE & Co. KGaA for the year ended December 31, 2016, approved by the Supervisory Board
- ▶ Management Report of Fresenius SE & Co. KGaA for the fiscal year 2016
- ▶ Consolidated financial statements of Fresenius SE & Co. KGaA in accordance with IFRS for the year ended December 31, 2016, approved by the Supervisory Board
- ▶ Consolidated Management Report of Fresenius SE & Co. KGaA in accordance with IFRS for the fiscal year 2016
- ▶ U.S. GAAP Annual Report 2016 of the Fresenius Group, including, amongst others, the report of the Supervisory Board, the corporate governance declaration and the remuneration report for the fiscal year 2016
- ▶ Proposal of the General Partner and the Supervisory Board on the allocation of the distributable profit for the fiscal year 2016 ended December 31, 2016
- ▶ Convocation of the Annual General Meeting of May 17, 2013, including item 8 b) of the agenda on the authorization to grant subscription rights to managerial staff members and members of the management of Fresenius SE & Co. KGaA or an affiliated company (Stock Option Program 2013) and concerning the creation of Conditional Capital to provide for the Stock Option Program 2013 as well as on a corresponding amendment to the Articles of Association in the version adopted by the Annual General Meeting
- ▶ Convocation of the Annual General Meeting of May 16, 2014 including item 7 lit. f) of the agenda concerning the adjustment of the authorization to grant subscription rights to managerial staff members and members of the management of Fresenius SE & Co. KGaA or an affiliated company (Stock Option Program 2013) and corresponding adjustment of the Conditional Capital IV in Article 4 para. 8 sentence of the Articles of Association in the version adopted by the Annual General Meeting
- ▶ A marked comparison version that highlights the amendments proposed under item 6 of the agenda

The above documents will also be made available at the Annual General Meeting of the Company. In addition, the explanatory report of the General Partner on the disclosures pursuant to sec.s 289 para. 4, 315 para. 4 HGB shall be made accessible to the Annual General Meeting of the Company.

Publications on the Website

The information pursuant to sec. 124a in conjunction with sec. 278 para. 3 of the German Stock Corporation Act regarding the Annual General Meeting (among other things, the invitation, documents to be made available, forms of proxy and for issuing instructions, applications by shareholders, if applicable) as well as further explanations concerning the rights of shareholders pursuant to sec. 122 para. 2 in conjunction with sec. 278 para. 3 of the German Stock Corporation Act, and pursuant to secs. 126 para. 1, 127 and 131 para. 1 of the German Stock Corporation Act in conjunction with sec. 278 para. 3 of the German Stock Corporation Act, are made available to shareholders on the Company's website at www.fresenius.com under Investors/Annual General Meeting. It is intended to broadcast the speech of the Chairman of the Management Board in audio and video form on the Internet.

Bad Homburg v. d. H., March 2017

Fresenius SE & Co. KGaA

The General Partner

Fresenius Management SE

The Management Board