



# Berenberg Bank & Goldman Sachs – 2<sup>nd</sup> German Corporate Conference

September 25, 2013





#### Safe Harbor Statement

This presentation contains forward-looking statements that are subject to various risks and uncertainties. Future results could differ materially from those described in these forward-looking statements due to certain factors, e.g. changes in business, economic and competitive conditions, regulatory reforms, results of clinical trials, foreign exchange rate fluctuations, uncertainties in litigation or investigative proceedings, and the availability of financing. Fresenius does not undertake any responsibility to update the forward-looking statements contained in this presentation.



# Fresenius Group: Financial Results

|                                   | Sales    | EBIT <sup>1</sup> | Net income <sup>1</sup> |
|-----------------------------------|----------|-------------------|-------------------------|
| H1/13                             | €9,987 m | €1,448 m          | €482 m                  |
| Growth at constant currency rates | 9%       | 2%                | 12%                     |
| Growth at actual currency rates   | 8%       | 1%                | 11%                     |

<sup>&</sup>lt;sup>1</sup> Before one-time items



# Fresenius Group: Financial Results by Business Segment

| H1/13  | Fresenius Fresenius Medical Care Kabi |          | Fresenius<br>Helios | Fresenius<br>Vamed |
|--------|---------------------------------------|----------|---------------------|--------------------|
| Sales  | US\$7,076 m                           | €2,519 m | €1,695 m            | €421 m             |
| Growth | 6%                                    | 13%      | 11%                 | 21%                |
| EBIT   | US\$1,038 m                           | €469 m   | €179 m              | €15 m              |
| Growth | -5%                                   | 4%       | 19%                 | 7%                 |



# Q2 Business Update

#### **Operations & Markets**



#### FDA inspections

- Significant remediation efforts ongoing; Kalyani plant start-up underway
- Confirm previous estimate of up to €50 million net one-time charges¹ to remediate manufacturing issues

#### U.S. drug shortages / Propofol

- Shortage list mid-July: 101 I.V. drugs; 31 marketed by Kabi (end of April: 98 I.V. drugs; 28 marketed by Kabi)
- Propofol: June shipments 20% above May volumes; expect July shipments similar to June

#### Fenwal integration on track

- European operations fully integrated into Kabi organization
- APP und Fenwal U.S. headquarters combined

TOTAL TOTAL



<sup>&</sup>lt;sup>1</sup> After Calea investment gain



## Q2 Business Update

#### **Operations & Markets**



#### Additional funding for German hospitals

Expect ~€10 – 15 million earnings upside for 2013 and
 ~€20 million upside for 2014

#### Clinic development plan – new, ambitious target

- 12 15% EBIT margin vs. 15% EBITDA previously;
   FY 2012 D&A was 3.4%
- Acute care and post-acute care clinics included
- Implementation period: 6 yrs vs. 5 yrs





#### €173 million turnkey hospital project in Austria

Largest single order in VAMED history





# Q2 Business Update

#### **Strategic Initiatives**



#### Emerging markets expansion

- Acquisition of JYM infusion and nutrition pump business
   in China platform for future medical device growth in Asia
- Acquisition of two compounding centers in Colombia grow clinical nutrition business in Latin America
- Promising acquisition pipeline to expand presence in fastgrowing markets

#### U.S. product approvals/launches

- 510(k) clearance for AGILIA infusion system
- Regulatory discretion to import injectable nutrition products
- 2 I.V. drugs



#### Sale of Fresenius Biotech

Positive effect on 2013 Group earnings, forecast H2/13
 EBIT loss of ~€10 million will not materialize







# Fresenius Group: Financial Outlook by Business Segment Raised or Fully Confirmed

|                     |   | Previous                                       | New                    |
|---------------------|---|--|------------------------|
| Fresenius<br>Kabi   | Sales growth cc<br>Sales growth organic<br>EBIT margin excl. Fenwal<br>EBIT margin incl. Fenwal | 12% - 14%<br>3% - 5%<br>19% - 20%<br>18% - 19% |                        |
| Fresenius<br>Helios | Sales growth organic<br>EBIT  | 3% – 5%<br>€360 – €380 m                       | €370 - €395 m <b>1</b> |
| Fresenius<br>Vamed  | Sales growth EBIT growth  | 8% - 12%<br>5% - 10%                           |                        |



# Fresenius Group: Earnings Outlook Raised

|   | Previous | New         |
|---|----------|-------------|
| Revenue growth at constant currency                 | 7% - 10% | <b>✓</b>    |
| Net income growth <sup>1</sup> at constant currency | 7% - 12% | 11% - 14% 🕇 |

¹ Net income attributable to shareholders of Fresenius SE&Co.KGaA; 2013 adjusted for Fenwal integration costs (~€50 million pre-tax); 2012 adjusted for a non-taxable investment gain of €34 million and other one-time costs of €17 million at Fresenius Medical Care and for one-time costs of €29 million related to the offer to RHÖN-KLINIKUM AG shareholders.



# Fresenius Group: Profit and Loss Statement

| €m                      | Q2/13 | H1/13 | Growth Q        | 2/13 YoY          |
|-------------------------|-------|-------|-----------------|-------------------|
|                         |       |       | actual<br>rates | constant<br>rates |
| Sales                   | 5,097 | 9,987 | 6%              | 7%                |
| EBIT <sup>1</sup>       | 752   | 1,448 | -3%             | -2%               |
| Net interest            | -150  | -313  | 10%             | 8%                |
| Income taxes            | -168  | -323  | 12%             | 10%               |
| Net income <sup>2</sup> | 258   | 482   | 10%             | 11%               |

<sup>&</sup>lt;sup>1</sup> 2013 adjusted for Fenwal integration costs (Q2: €20 million; H1: €27 million)

<sup>&</sup>lt;sup>2</sup> Net income attributable to shareholders of Fresenius SE & Co. KGaA, 2013 adjusted for Fenwal integration costs (Q2: €15 million; H1: €20 million)
2012 adjusted for investment gain of €34 million at Fresenius Medical Care (Q2: €4 million; H1: €34 million) and for one-time costs related to the offer to RHÖN-KLINIKUM AG shareholders (Q2: €26 million).



# Fresenius Kabi: Organic Sales Growth Fully in Line with Guidance

| €m                   | H1/13 | H1/12 | Organic<br>Growth |
|----------------------|-------|-------|-------------------|
| Europe               | 1,030 | 974   | 2%                |
| North America        | 784   | 609   | 6%                |
| Asia-Pacific         | 456   | 415   | 6%                |
| Latin America/Africa | 249   | 236   | 9%                |
| Total sales          | 2,519 | 2,234 | 4%                |



# Fresenius Kabi: Organic Sales Growth Fully in Line with Guidance

| €m   | H1/13 | H1/12 | Organic<br>Growth |
|--|-------|-------|-------------------|
| Infusion Therapy                           | 500   | 500   | 4%                |
| I.V. Drugs                                 | 893   | 847   | 7%                |
| Clinical Nutrition                         | 663   | 648   | 4%                |
| Medical Devices/<br>Transfusion Technology | 463   | 239   | 0%                |
| Total sales                                | 2,519 | 2,234 | 4%                |



# Fresenius Kabi: EBIT Margin Fully in Line with Guidance

| €m                                | H1/13               | H1/12               | Growth |
|-----------------------------------|---------------------|---------------------|--------|
| Europe<br>Margin                  | 178<br>17.3%        | 192<br>19.7%        | -7%    |
| North America<br>Margin           | <b>291</b><br>37.1% | 250<br>41.1%        | 16%    |
| Asia-Pacific/Latin America/Africa | 120<br>17.0%        | 131<br>20.1%        | -8%    |
| Corporate and Corporate R&D       | -120                | -121                | 1%     |
| Total EBIT (incl. Fenwal)  Margin | 469<br>18.6%        | 452<br>20.2%        | 4%     |
| Total EBIT (excl. Fenwal)  Margin | <b>451</b><br>19.8% | <b>452</b><br>20.2% | 0%     |

H1/13 EBIT excluding Fenwal integration costs of €27 million.



## Fresenius Helios: Excellent Sales and EBIT Growth

| €m  | H1/13        | H1/12        | Growth |
|---|--------------|--------------|--------|
| Total sales   | 1,695        | 1,525        | 11%    |
| EBIT  |              |              |        |
| Established clinic portfolio Margin                                 | 175<br>11.0% | 152<br>10.0% | 15%    |
| Acquisitions / Divestitures (consolidation / deconsolidation <1 yr) | 4            | -2           |        |
| Total EBIT  | 179          | 150          | 19%    |
| Margin  | 10.6%        | 9.8%         |        |

2012 adjusted for post-acute care clinic Zihlschlacht – transferred to Fresenius Vamed as per January 1, 2013.



## Fresenius Vamed: Excellent Sales and EBIT Growth

| €m   | H1/13             | H1/12             | Growth     |
|--|-------------------|-------------------|------------|
| Project business Service business                    | 208<br>213        | 184<br>164        | 13%<br>30% |
| Total sales  | 421               | 348               | 21%        |
| Total EBIT  Margin                                   | <b>15</b><br>3.6% | <b>14</b><br>4.0% | 7%         |
| Order intake <sup>1</sup> Order backlog <sup>1</sup> | 311<br>1,089      | 156<br>987²       | 99%<br>10% |

<sup>&</sup>lt;sup>1</sup> Project business only

2012 adjusted for post-acute care clinic Zihlschlacht

<sup>&</sup>lt;sup>2</sup> December 31, 2012



# Fresenius Group: Cash Flow

| €m   | Q2/13 | LTM<br>Margin | Q2/12 | LTM<br>Margin | Growth<br>YoY |
|--|-------|---------------|-------|---------------|---------------|
| Operating Cash Flow                                | 503   | 11.2%         | 598   | 12.3%         | -16%          |
| Capex (net)  | -228  | -5.0%         | -206  | -4.7%         | -11%          |
| Free Cash Flow (before acquisitions and dividends) | 275   | 6.2%          | 392   | 7.6%          | -30%          |
| Acquisitions (net)                                 | -16   |               | -100  |               | 84%           |
| Dividends  | -396  |               | -350  |               | -13%          |
| Free Cash Flow (after acquisitions and dividends)  | -137  | -0,1%         | -58   | -6.3%         | -136%         |



# Cash Flow Development

| €m                    | Opera | ting CF    | Capex | (net)      | Free Cash Flow <sup>1</sup> |                   |
|-----------------------|-------|------------|-------|------------|-----------------------------|-------------------|
|                       | Q2/13 | LTM Margin | Q2/13 | LTM Margin | Q2/13                       | LTM Margin        |
| FRESENIUS KABI        | 106   | 11.3%      | -62   | -5.5%      | 44                          | 5.8%              |
| FRESENIUS<br>HELIOS   | 47    | 7.2%       | -27   | -5.1%      | 20                          | 2.1% <sup>3</sup> |
| FRESENIUS VAMED       | -42   | -2.2%      | -4    | -1.3%      | -46                         | -3.5%             |
| Corporate/<br>Other   | -9    | n/a        | -3    | n/a        | -12                         | n/a               |
| F FRESENIUS excl. FMC | 102   | 8.9%²      | -96   | -5.0%      | 6                           | 3.9% <sup>2</sup> |
| F FRESENIUS<br>Group  | 503   | 11.2%      | -228  | -5.0%      | 275                         | 6.2%              |

<sup>&</sup>lt;sup>1</sup> Before Acquisitions and Dividends

<sup>&</sup>lt;sup>2</sup> Incl. FMC dividend

<sup>&</sup>lt;sup>3</sup> Understated: 3.0% excluding €28 million of capex commitments from acquisitions



# Cash Flow Development LTM

| €m                       | Operating CF |            | Capex (net) |            | Free Cash Flow <sup>1</sup> |            |
|--------------------------|--------------|------------|-------------|------------|-----------------------------|------------|
|                          | LTM H1/13    | LTM Margin | LTM H1/13   | LTM Margin | LTM H1/13                   | LTM Margin |
| FRESENIUS KABI           | 546          | 11.3%      | -268        | -5.5%      | 278                         | 5.8%       |
| FRESENIUS<br>HELIOS      | 241          | 7.2%       | -169        | -5.1%      | 72                          | 2.1% 3     |
| FRESENIUS VAMED          | -20          | -2.2%      | -12         | -1.3%      | -32                         | -3.5%      |
| Corporate/<br>Other      | -26          | n/a        | -11         | n/a        | -37                         | n/a        |
| F FRESENIUS<br>excl. FMC | 741          | 8.9%2      | -460        | -5.0%      | 281                         | 3.9%²      |
| F FRESENIUS<br>Group     | 2,249        | 11.2%      | -1,010      | -5.0%      | 1,239                       | 6.2%       |

<sup>&</sup>lt;sup>1</sup> Before Acquisitions and Dividends

Margin = in % of sales

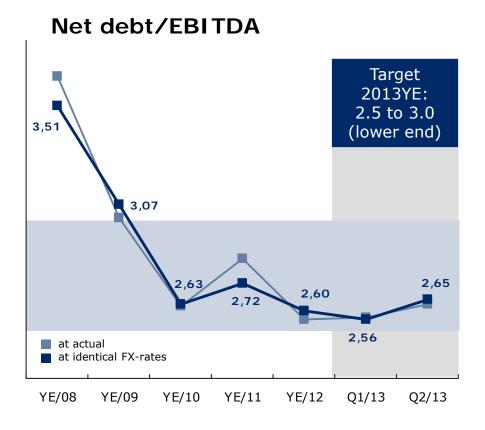
<sup>&</sup>lt;sup>2</sup> Incl. FMC dividend

<sup>&</sup>lt;sup>3</sup> Understated: 3.0% excluding €28 million of capex commitments from acquisitions



## Fresenius Group: Debt and Interest Ratios

|  | Jun 30,<br>2013     | Dec 31,<br>2012     |
|--|---------------------|---------------------|
| Debt (€m) thereof 52% US\$ denominated | 11,204              | 11,028              |
| Net debt (€m)                          | 10,362              | 10,143              |
| Net debt/EBITDA                        | 2.63 <sup>1,2</sup> | 2.56 <sup>3,4</sup> |
| EBITDA/Interest                        | 5.9                 | 5.8                 |
|  |                     |                     |



<sup>&</sup>lt;sup>1</sup> Pro forma Fenwal

<sup>&</sup>lt;sup>2</sup> Adjusted for one-time costs (-€1 million) related to the offer to the shareholders of RHÖN-KLINIKUM AG, for other one-time costs (€86 million) at Fresenius Medical Care as well as one-time integration costs (€27 million) at Fenwal

<sup>&</sup>lt;sup>3</sup> Pro forma including Liberty Dialysis Holdings, Inc., Damp Group, and Fenwal

<sup>&</sup>lt;sup>4</sup> Adjusted for one-time costs (€6 million) related to the offer to the shareholders of RHÖN-KLINIKUM AG and for other one-time costs (€86 million) at Fresenius Medical Care.





# Acquiring 43 Hospitals from Rhön-Klinikum AG





#### Compelling Strategic Rationale

Unique opportunity to acquire highly attractive clinic portfolio

- 43 hospitals, approx. 11,800 beds, 15 outpatient facilities
- €2 bn sales and ~€250 m EBITDA in 2013 expected

Perfect strategic and geographic fit

- Establish largest countrywide network with 117 hospitals and ~€5.5 bn sales (2013e pro forma)
- Majority of the German population will have access to a HELIOS hospital within one hour's drive

Significant value creation

- Build on HELIOS' successful integration track record
- Enhance operating efficiencies
- Establish integrated care structures

Financially sound acquisition

- Expected to be EPS accretive in the first year (excl. one-time costs)
- Fully debt-financed



# Perfect Geographic Fit – HELIOS Hospital Network Pro Forma

- Creating Europe's largest hospital operator with ~€5.5¹ bn sales and >€750 m¹ EBITDA
- Majority of the German population have access to a HELIOS hospital within one hour's drive
- 7 maximum-care hospitals
- 84 advanced-care / basic-care hospitals
- 26 rehabilitation clinics
- 50 outpatient facilities
- University hospital Giessen/Marburg, and hospitals in Bad Neustadt, Bad Berka, Frankfurt/Oder not part of the acquisition

**HELIOS** hospital

<sup>&</sup>lt;sup>1</sup> Pro forma 2013e



# Substantial Synergies and Operating Efficiencies

| Time       | Effect  |
|------------|---|
| Short-term | Approx. €85 m synergies p.a. before tax by 2015 (e.g. 50% increase in procurement volumes; economies of scale) - frontloads hospital development plan - detailed plan lowers execution risk |
|            | One-time costs of approx. €80 m before tax; P&L effect mostly in 2014   |
| Mid-term   | Newly acquired hospital portfolio is expected to reach upper half of 12–15% EBIT margin target in line with HELIOS' hospital development plan   |



#### Perfect Strategic Fit – Sources for Future Growth

# Time Effect Privatization Opportunities Selective approach due to broad regional presence; revenue target of ~€150 million p.a. (multi-year-average) Yr 2 Increase admissions, e.g. combined acute/post-acute care offering Develop integrated care structures to support organic growth momentum − 1st step: HELIOS CLUB concept launched

Additional growth opportunities - not included in financial model



#### Financially Sound Acquisition

# Total consideration

- €3,070 m (debt-free)
- Approx. 12x EBITDA 2013e

#### Financing

- 100% debt-financing
- No financing through capital increase or FMC shares

# Net debt/EBITDA

- 2013: pro forma: 3.0-3.5x
- 2014: upper end of 2.5-3.0x range

#### Earnings per Share

 Acquisition expected to be EPS accretive in the first year (excl. one-time costs) and clearly accretive from the second year onwards (incl. one-time costs)



#### Share Information

#### **Share key facts**

Number of shares<sup>1</sup> 178,432,957

WKN / ISIN 578560 / DE0005785604

Ticker symbol FRE

Bloomberg symbol FRE GR Reuters symbol FREG.de

#### **ADR** key facts

Ratio 8 ADRs = 1 ordinary share

ADR CUSIP / ISIN 35804M105 / US35804M1053

Ticker symbol FSNUY

Exchange OTC-market

Structure Sponsored Level I ADR

Depositary bank Deutsche Bank

<sup>&</sup>lt;sup>1</sup> As of June 30, 2013



#### Financial Calendar 2013

05.11.2013 Report on  $1^{st} - 3^{rd}$  quarter 2013

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