

#FutureFresenius

QUARTERLY FINANCIAL REPORT

Q1 | 2024

TABLE OF CONTENTS

3 Fresenius Group figures at a glance

4 Shareholder information

5 Interim Group Management Report

5 Strategy and goals

9 Healthcare industry

9 External factors

10 Results of operations, financial position, assets and liabilities

10 Revenue

11 Earnings

13 Reconciliation

14 Reconciliation tables

16 Investments

17 Cash flow

18 Asset and liability structure

19 Business segments

19 Fresenius Kabi

21 Fresenius Helios

23 Fresenius Vamed

25 Employees

25 Changes to the Management Board

25 Research and development

25 Rating

26 Opportunities and risk report

27 Outlook 2024

30 Consolidated financial statements

30 Consolidated statement of income

31 Consolidated statement of comprehensive income

32 Consolidated statement of financial position

33 Consolidated statement of cash flows

35 Consolidated statement of changes in equity

37 Consolidated segment reporting first quarter of 2024

38 Notes

60 Financial Calendar

FRESENIUS GROUP FIGURES AT A GLANCE

Fresenius is a global healthcare company. Fresenius offers solutions to the social challenges posed by a growing and aging population and the resulting need for affordable, high-quality healthcare. Fresenius comprises the Operating Companies Fresenius Kabi and Fresenius Helios as well as the Investment Companies Fresenius Vamed and Fresenius Medical Care.

REVENUE AND EARNINGS

€ in millions	Q1/2024	Growth ²	Growth in constant currency ²
Revenue	5,704	4%	6%
Organic growth ¹		6%	
EBITDA ³	924	13%	13%
EBIT ³	633	15%	15%
EBIT margin ³	11.1%		
Net income ^{3,4}	429	10%	11%

BALANCE SHEET

€ in millions	March 31, 2024	Dec. 31, 2023	Change
Total assets	44,283	45,284	-2%
Equity ⁵	20,116	19,651	2%
Equity ratio ⁵	45.4%	43.4%	
Net debt/EBITDA ^{3,6}	3.75	3.76	

RETURNS

	Q1/2024	Q1/2023
Cash Conversion Rate (CCR); LTM	1.0	0.9
Return on equity after tax (ROE) ^{3,4,7}	7.9%	7.9%
Return on invested capital (ROIC) ^{3,7}	5.5%	5.2%

¹ Organic growth rate adjusted for the divestment of the fertility services group Eugin, the hospital stake in Peru, and hyperinflation in Argentina

² Growth rate adjusted for the divestment of the fertility services group Eugin, the hospital stake in Peru, and for hyperinflation in Argentina

³ Before special items

⁴ Net income attributable to shareholders of Fresenius SE & Co. KGaA

⁵ Including noncontrolling interests

⁶ At LTM average exchange rates for both net debt and EBITDA; pro forma acquisitions/divestitures; including lease liabilities, including Fresenius Medical Care dividend

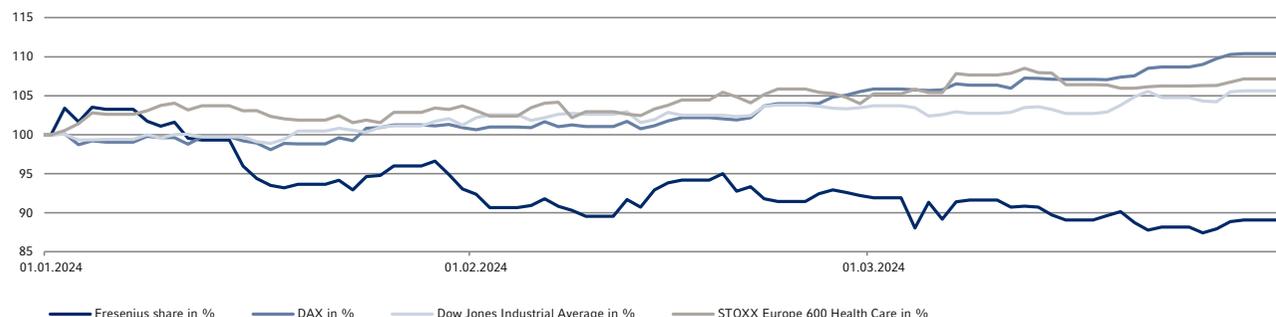
⁷ 2023: annual return FY/23

SHAREHOLDER INFORMATION

Hopes of interest rate cuts in the near future helped the stock markets in Europe and the U.S. to perform strongly in the first quarter of 2024. The DAX reached a new all-time high and gained around 10% during the first three months.

RELATIVE SHARE PRICE PERFORMANCE VS. INDICES

31.12.2023 = 100%



KEY DATA OF THE FRESENIUS SHARE

	Q1/2024	2023	Growth
Number of shares (March 31/Dec. 31)	563,237,277	563,237,277	0%
Stock exchange quotation ¹ in €			
High	29.06	31.11	-7%
Low	24.54	23.46	5%
Period-end quotation closing price	25.00	28.07	-11%
Ø Trading volume (number of shares per trading day)	1,115,486	1,286,530	-13%
Market capitalization ² in million € (Mar. 31/Dec. 31)	14,081	15,810	-11%

¹ Xetra closing price on the Frankfurt Stock Exchange

² Total number of ordinary shares multiplied by the respective Xetra period-end quotation on the Frankfurt Stock Exchange

DEVELOPMENT IN THE FIRST QUARTER 2024

Latest projections by the European Central Bank (ECB) suggest a slower recovery in the short term than predicted at the end of 2023. In its March 2024 forecast, the ECB now assumes average annual real GDP growth of 0.6% in the euro area in 2024. Nevertheless, economic growth is projected to gradually pick up during 2024, driven by an increase in real disposable income, declining inflation, robust wage growth, and improving terms of trade. Annual average headline HICP (Harmonized Index of Consumer Prices) inflation is currently expected to decrease to 2.3% in 2024. The central bank decided to keep the key interest rate for the euro area at an all-time high for the time being, but indicated that it would consider a rate cut at its next meeting in June.

In its March 2024 forecast update, the Federal Reserve raised its 2024 growth projection for the U.S. economy to 2.1%. The key interest rate range of 5.25 to 5.5% remained unchanged, as did the inflation forecast of 2.4% for 2024.

In this environment, the DAX rose by around 10% during the first quarter of 2024, reaching a new all-time high and at the same time significantly outperforming the Dow Jones Industrial Average which gained around 6%. The Fresenius share closed at €25.00 on 28 March 2024 (last trading day of the first quarter), which corresponds to a decline of around 11% since the end of 2023.

INTERIM GROUP MANAGEMENT REPORT

Fresenius raises outlook for fiscal 2024 due to excellent first quarter

- ▶ **Excellent start to 2024: Group outlook raised for FY/24 due to the excellent first quarter and a better than originally expected operating performance for the remainder of the financial year 2024: Group organic revenue growth 4 to 7%, EBIT growth in constant currency 6 to 10%.**
- ▶ **Strategic portfolio measures concluded: Structured exit from Investment Company Vamed initiated.**
- ▶ **Strong organic growth in Group revenue of 6%¹ to €5.7 billion in Q1/24; Group EBIT increase in constant currency by 15% to €633 million reflects the excellent performance of Operating Companies and the group-wide cost savings progressing ahead of plan.**
- ▶ **EPS increases: 11% in constant currency.**
- ▶ **Strong operating cash flow development at Fresenius Kabi driven by working capital efficiencies; Fresenius Helios expects catch-up of outstanding receivables in Germany in the course of the year.**
- ▶ **Fresenius Kabi shows excellent organic revenue growth of 9%² and an improved EBIT margin at 15.1% in particular driven by the positive development of the Biopharma business.**
- ▶ **Biopharma business picking up: EBIT break-even in Q1/24 driven by licensing business at mAbxience; Tyenne with good progress.**
- ▶ **Fresenius Helios with solid organic revenue growth of 5%³ and EBIT margin of 11.1%; supported by phasing of energy related government relief funding in Germany and strong operating performance.**

STRATEGY AND GOALS

AT THE HEART OF HEALTHCARE

At Fresenius, we are at the heart of healthcare. We offer healthcare products and services for critically and chronically ill individuals, in line with the megatrends of health and demographics. We improve people's lives by providing high-quality and affordable healthcare. In doing so, we consider significant paradigm shifts in the healthcare environment with regards to biologic products and therapies,

technological change, and new forms of data generation, processing, and usage.

Patients are always the focus of our activities. Our goal is to expand Fresenius' position as a leading global provider of products, services, and therapies for critically and chronically ill people. At the same time, we want to grow profitably and use our capital efficiently, in order to create value for our stakeholders and enable us to continue investing in better medicine.

For more efficient and focused management, since the beginning of 2023 we have differentiated between our Operating Companies, Fresenius Kabi and Fresenius Helios, which we own 100%, and our Investment Companies, Fresenius Medical Care and Fresenius Vamed, in which we hold 32% and 77% of the shares, respectively.

In the fiscal year 2023, we deconsolidated the Fresenius Medical Care business segment. Further information can be found in the "Deconsolidation of Fresenius Medical Care" section.

¹ Organic growth rate adjusted for the divestment of the fertility services group Eugin, the hospital stake in Peru, and accounting effects related to Argentina hyperinflation.

² Organic growth rate adjusted for the accounting effects related to Argentina hyperinflation.

³ Organic growth rate adjusted for the divestment of the fertility services group Eugin and the hospital stake in Peru.

Fresenius operates in key healthcare areas indispensable for critically and chronically ill patients. We continuously develop our business segments and strive to assume leading positions in system-critical healthcare markets and segments. We orient our portfolio towards healthy, profitable growth, a strong focus on margins and capital returns, and the highest ambitions for operational excellence and competitiveness.

At Fresenius, we hold ourselves accountable to the highest standards of quality and integrity. All of our business segments make an overall contribution to increasing the quality, affordability, and efficiency of healthcare as well as patient satisfaction. At the same time, we care for our environment by protecting nature and using its resources carefully.

Fresenius Kabi's commitment is to improving the quality of life of its patients. The quality and safety of its products and services is thus of paramount importance to Fresenius Kabi.

Fresenius Helios hospitals are characterized by high standards of treatment quality, hygiene, patient safety, and quality of care.

Fresenius Vamed bases its quality processes on clearly defined and generally established standards.

At Fresenius, we combine our medical expertise with extensive production capacities, and clinical practice with technology know-how to continuously improve therapies for our patients. We will continue building on our strength in technology, our competence and quality in patient care, and our ability to manufacture cost-effectively. Developing products and systems that provide a high level of safety

and user-friendliness and enable tailoring to individual patient needs is an inherent part of our strategy of sustainable and profitable growth.

We plan to develop more effective products and treatment methods for critically and chronically ill patients in order to offer best-in-class medical standards. Digitalization is playing an increasingly important role – whether it is in healthcare facilities or in production. It drives innovative technologies and treatment concepts and can contribute to solving numerous challenges in the healthcare system (see Annual Report 2023 p. 137 ff.).

The commitment of our more than 190,000 employees worldwide is key for the success and sustained growth of Fresenius. We firmly believe in a culture of diversity, as we are convinced that different perspectives, opinions, experiences, and values enable Fresenius to continue successfully growing as a global healthcare company.

#FUTUREFRESENIUS

In the 2024 fiscal year, we continue to advance our #FutureFresenius program in order to transform our Group and position it for the coming decades. We already made great progress, particularly in the structural progression of the Group.

The healthcare industry has a long runway for growth, which will be accelerated by quickly evolving technologies, new therapies such as biopharmaceuticals, more and more professional steering of patient journeys, and a true digital revolution. We want Fresenius to be at the forefront of these trends and have thus charted our course to continued system relevance in our businesses.

The first step of this journey was a Reset: strengthening our return focus, driving structural productivity, and creating change momentum across the organization. We are now in the Revitalize phase, driving our continuous portfolio optimization and gearing Fresenius towards the pursuit of growth verticals.

In the 2023 fiscal year, the deconsolidation of Fresenius Medical Care and targeted divestments sharpened the focus of the portfolio and achieved structural simplification. Clear structures and responsibilities were also defined with the initiation of a new operating model. This framework will enable us to steer and improve performance in a more targeted manner in future based on the Fresenius Financial Framework.

PORTFOLIO FOCUS

Going forward, we want to increasingly orient our portfolio to **three platforms: (Bio)Pharma – including clinical nutrition, MedTech, and Care Provision**. With these platforms, we cater to major trends in healthcare and become a more therapy-focused company. The health and quality of life of our patients who we serve with high-quality, affordable products and services is at the core. At the same time, our platforms address attractive value pools in healthcare, which will provide opportunities for future profitable growth.

We will make growth investments for the healthcare products and services of tomorrow in our Operating Companies Fresenius Kabi and Fresenius Helios.

Across all segments, we are seeking opportunities to strengthen the focus on core business cells, in order to safeguard a sound capital structure and availability of capital for future growth prospects.

As part of our ongoing portfolio optimization, we completed, among others, the sale of the Eugin Group on January 31, 2024. The disposal of the majority interest in a co-holding entity of the Clínica Ricardo Palma hospital in Lima, Peru, and the resulting exit from the Peruvian hospital business were completed on April 23, 2024. On March 1, 2024, Fresenius Kabi closed the transfer of its plant in Halden, Norway, to HP Halden Pharma AS, a company of the Prange Group.

Within the Fresenius Group, we will – under our operating model – provide strategic direction, effective governance and risk management and provide targeted services to the benefit of our segments and the overall capital efficiency of the Group.

The exit from the Investment Company Vamed in May 2024 completes the strategic portfolio restructuring as part of #FutureFresenius. The exit is carried out in three parts:

- 1) The sale of 67% of Vamed's rehabilitation business to the private equity company PAI, announced in May 2024. Closing of this transaction is expected in the second half of 2024

- 2) Vamed's operations in Austria to be sold to an Austrian consortium of the construction companies Porr and Strabag for a total purchase price of €90 million.

- 3) The Health Tech Engineering (HTE) segment, which is responsible for the international project business and accounts for around 15% of Vamed's revenue, will gradually be scaled back in an orderly manner. The process should largely be completed by 2026. Until then, the business will be reported as a special item outside Fresenius' core business. Current project contracts will be fulfilled.

Vamed's High-End-Services (HES) which offers services for Fresenius Helios and other hospitals, will be transferred to Fresenius. HES is a stable business with good growth prospects and accounts for around 30% of Vamed's revenues. The profitability of HES is in the mid-single-digit percentage range.

The divestments of the rehabilitation business and the operations in Austria lead to non-cash special items of around €0.6 billion.

Due to the exit from the project business, a high triple-digit-million euro amount of special items are expected, which are spread over the next few years and mostly cash-effective.

As of Q2 2024, Vamed will no longer be a reporting segment of Fresenius. In addition to reducing complexity, this step is expected to improve the Group's profitability by more than 50 basis points. It will also reduce net debt and increase the Group's return on invested capital (ROIC). Last but not least, the transparency and quality of earnings will be significantly enhanced.

After exiting from Vamed, Fresenius will consist of the two Operating Companies Fresenius Kabi and Fresenius Helios (each with 100% ownership share) and the Investment Company Fresenius Medical Care (32% ownership share).

DECONSOLIDATION OF FRESENIUS MEDICAL CARE

With the deconsolidation of the Fresenius Medical Care business segment through a change of the legal form of Fresenius Medical Care AG & Co. KGaA into a stock corporation ("Aktiengesellschaft"), we reached a milestone in the implementation of our #FutureFresenius strategy in the 2023 fiscal year. The resulting significant reduction in the complexity of the corporate structure creates the

conditions for greater flexibility and more efficient, faster decision-making.

Since the entry of Fresenius Medical Care's change of legal form in the commercial register on November 30, 2023, the investment in Fresenius Medical Care is accounted for using the equity method in accordance with IAS 28.

STRUCTURAL PRODUCTIVITY

Structural productivity improvements are expected to offset macro headwinds and to create financial flexibility for future growth investments in the coming years.

The groupwide cost savings program progressed and is fully on track. Under the program, Fresenius realized ~€25 million incremental structural cost savings at EBIT level in Q1/24. In the same period, one-time costs of ~€15 million incurred to achieve these savings.

Fresenius expects to achieve annual sustainable cost savings of ~€400 million at EBIT level by 2025. So far, Fresenius reached ~€305 million of cumulative structural cost savings. To reach this target, one-time costs between ~€80 and €100 million are anticipated between 2024 and 2025. These costs will continue to be classified as special items in line with previous practice.

For 2024, total cost savings of ~€330 to €350 million are expected. This corresponds to incremental cost savings of ~€50 to €70 million in 2024 compared to 2023.

The programs continue to target all business segments and the Corporate Center. Key elements include measures to optimize sales and administrative costs, fostering digitalization as well as improve procurement processes.

SUSTAINABILITY PROGRAM

For Fresenius, sustainability is an integral part of its business model. The company is working to establish global sustainability standards and continuously improve its own sustainability performance. To this end, Fresenius continued to drive forward its ESG (Environment, Social, Governance) initiatives. Fresenius has set a climate target for the Group complementing its existing sustainability targets and programs. The company aims to be climate-neutral by 2040 and to reduce 50% of absolute Scope 1 and Scope 2 emissions by 2030 compared to 2020 levels. Fresenius will continuously assess Scope 3 emission impacts for inclusion in our targets.

Further information on our sustainability organization and measures can be found in the Non-financial Group Report starting on page 107 of the Annual Report 2023.

HEALTHCARE INDUSTRY

The healthcare sector is one of the world's largest industries and we are convinced that it shows excellent growth opportunities.

The main **growth factors** are:

- ▶ rising medical needs deriving from aging populations,
- ▶ the growing number of chronically ill and multimorbid patients,
- ▶ stronger demand for innovative products and therapies,
- ▶ advances in medical technology,
- ▶ the growing health consciousness, which increases the demand for healthcare services and facilities, and
- ▶ the increasing demand for digital health services for patients.

In the **emerging countries, additional drivers** are:

- ▶ expanding availability and correspondingly greater demand for basic healthcare, and
- ▶ increasing national incomes and hence higher spending on healthcare.

Healthcare structures are being reviewed and cost-cutting potential identified in order to contain the steadily rising **healthcare expenditures**. However, such measures cannot compensate for the cost pressure. Market-based elements are increasingly being introduced into the healthcare system to create incentives for cost- and quality-conscious behavior. Overall treatment costs will be reduced through improved quality standards.

In addition, ever-greater importance is being placed on disease prevention and innovative reimbursement models linked to treatment quality standards.

In addition, increasing digitization in healthcare can contribute to improved cost efficiency and patient care.

The industry-specific framework for the operating business of the Fresenius Group remained essentially unchanged in the reporting period.

EXTERNAL FACTORS

In the period under review, the overall challenging macro-economic environment continued to be characterized by geopolitical tensions, elevated cost levels due to inflation as well as persistently high interest rates.

Despite the challenging market environment, the structural growth drivers in the non-cyclical healthcare markets are in place.

The legal framework for the operating business of the Fresenius Group remained essentially unchanged in the period under review.

Details of the fluctuating exchange rates can be found in the statement of comprehensive income on page 31. The extraordinarily high inflation in Argentina and the associated devaluation of the Argentinian peso had a negative impact on the consolidated income statement.

In the period under review, the Fresenius Group was involved in various legal disputes resulting from business operations. Although it is not possible to predict the outcome of these disputes, none is expected to have a significant adverse impact on the assets and liabilities, financial position, and results of operations of the Group.

We carefully monitor and evaluate country-specific, political, legal, and financial conditions regarding their impact on our business activities. This also applies to the potential impact of inflation and currency risks.

RESULTS OF OPERATIONS, FINANCIAL POSITION, ASSETS AND LIABILITIES

REVENUE

Group revenue increased by 4% (6% in constant currency) to €5,704 million (Q1/2023: €5,546 million). Organic growth was 6%¹ driven by an ongoing strong performance of our Operating Companies. Acquisitions/divestitures contributed net 0% to growth. In total, currency translation had a negative effect of -2% on revenue growth. The Operating Companies increased revenue by 5 % (7% in constant currency).

REVENUE BY REGION

€ in millions	Q1/2024	Q1/2023	Growth	Currency translation effects	Growth at constant rates ¹	Organic growth ¹	Acquisitions	Divestitures/Others	% of total revenue
North America	674	664	7%	-1%	8%	8%	0%	0%	12%
Europe	4,241	4,047	5%	0%	5%	6%	0%	-1%	74%
Asia-Pacific	391	440	-11%	-4%	-7%	-7%	0%	0%	7%
Latin America	354	329	11%	-27%	38%	30%	0%	8%	6%
Africa	44	66	-33%	-3%	-30%	-30%	0%	0%	1%
Total	5,704	5,546	4%	-2%	6%	6%	0%	0%	100%

¹ Organic growth rate adjusted for the divestment of the fertility services group Eugin, the hospital stake in Peru, and for accounting effects related to Argentina hyperinflation

REVENUE BY BUSINESS SEGMENT

€ in millions	Q1/2024	Q1/2023	Growth	Currency translation effects	Growth at constant rates ¹	Organic growth ¹	Acquisitions	Divestitures/Others	% of total revenue ²
Fresenius Kabi	2,051	1,991	3%	-6%	9%	9%	0%	0%	36%
Fresenius Helios	3,184	3,066	6%	1%	5%	5%	0%	0%	56%
Fresenius Vamed	561	583	-4%	0%	-4%	1%	0%	-5%	8%
Total	5,704	5,546	4%	-2%	6%	6%	0%	0%	100%

¹ Organic growth rate adjusted for the divestment of the fertility services group Eugin, the hospital stake in Peru, and for accounting effects related to Argentina hyperinflation

² The following description of revenue relates to the respective external revenue of the business segments. Consolidation effects and corporate entities are not taken into account. Therefore, aggregation to total Group revenue is not possible.

¹ Organic growth rate adjusted for the divestment of the fertility services group Eugin, the hospital stake in Peru, and for accounting effects related to Argentina hyperinflation

EARNINGS

Growth rates within the following presentation of the earnings development are adjusted for the divestment of the fertility services group Eugin, the hospital stake in Peru, and hyperinflation in Argentina.

Group **EBITDA** before special items increased by 13% (13% in constant currency) to €924 million (Q1/2023¹: €828 million). Reported Group EBITDA was €850 million (Q1/2023: €799 million).

Group **EBIT** before special items increased by 15% (15% in constant currency) to €633 million (Q1/2023¹: €554 million) mainly driven by the good earnings development at the Operating Companies and the continued progress of the groupwide cost savings program. The EBIT margin before special items was 11.1% (Q1/2023¹: 10.0%). Reported Group EBIT was €559 million (Q1/2023: €526 million). The **Operating Companies** showed an EBIT increase of 9% (9% in constant currency) and an EBIT margin of 12.1%.

Group **net interest** before special items increased to -€115 million (Q1/2023¹: -€87 million) mainly due to financing activities in a higher interest rate environment. Reported Group net interest was -€115 million (Q1/2023: -€87 million).

Group **tax rate** before special items was 24.5% (Q1/2023¹: 24.4%). Reported Group tax rate was 30.2% (Q1/2023: 24.8%).

EARNINGS

€ in millions	Q1/2024	Q1/2023 restated	Q1/2023 previous	Growth ²
Revenue	5,704	5,546	10,225	4%
Costs of revenue	-4,298	-4,188	-7,714	-3%
Gross profit	1,406	1,358	2,511	4%
Selling, general and administrative expenses	-708	-689	-1,526	-3%
Research and development expenses	-139	-143	-198	3%
Operating income (EBIT)	559	526	787	7%
Income from the Fresenius Medical Care investment accounted for using the equity method	-30	n.a.	n.a.	
Interest result	-115	-87	-170	-32%
Income before income taxes	414	439	617	-6%
Income taxes	-125	-109	-154	-15%
Net income from continuing operations	289	330	463	-12%
Noncontrolling interests in continuing operations	-11	-11	-117	0%
Net income from continuing operations¹	278	319	346	-13%
Net income from deconsolidated Fresenius Medical Care operations under IFRS 5 ¹	-	27	n.a.	-
Net income¹	278	346	346	-20%
Earnings per ordinary share (€)	0.49	0.61	-	-20%

¹ Net income attributable to shareholders of Fresenius SE & Co. KGaA

² Growth rates adjusted for the divestment of the fertility services group Eugin, the hospital stake in Peru, and hyperinflation in Argentina

¹ Before special items

For a detailed overview of special items please see the reconciliation tables on page 13.

Noncontrolling interests from continuing operations

before special items were -€22 million (Q1/2023¹: -€12 million). Reported noncontrolling interests were -€11 million (Q1/2023: -€11 million).

Net income^{1,2} from deconsolidated Fresenius Medical Care operations under IFRS5 increased by 25% (33% in constant currency) to €60 million (Q1/2023²: €48 million).

Group **net income¹** before special items increased by 10% (11% in constant currency) to €429 million (Q1/2023²: €389 million). The increase was driven by the operating strength which outpaces higher interest.

Group net income¹ before special items excluding Medical Care increased by 8% (8% in constant currency) to €369 million (Q1/232: €341 million).

Reported Group net income¹ decreased to €278 million (Q1/2023: €346 million). Negative effects from the Purchase Price Allocation (PPA) and other negative special items at Fresenius Medical Care as well as the Vamed transformation had a negative impact on the Group net income¹.

Earnings per share¹ before special items increased by 10% (11% in constant currency) to €0.76 (Q1/2023²: €0.69). Reported earnings per share¹ were €0.49 (Q1/2023: €0.61).

KEY FINANCIAL FIGURES (BEFORE SPECIAL ITEMS)

€ in millions	Q1/2024	Q1/2023	Growth ⁴	Growth cc ⁵
Revenue	5,704	5,546	4%	6%
Fresenius Kabi	2,051	1,991	3%	9%
Fresenius Helios	3,184	3,066	6%	5%
Fresenius Vamed	561	583	-4%	-4%
Corporate	-92	-94	2%	3%
Operating income (EBIT)	633	554	15%	15%
Fresenius Kabi	310	289	7%	8%
Fresenius Helios	353	311	14%	14%
Fresenius Vamed	2	-27	107%	107%
Corporate	-32	-19	-68%	-68%
Financial result	-115	-87	-32%	-30%
Income before income taxes	518	467	11%	17%
Income taxes	-127	-114	-11%	-35%
Net income	391	353	11%	11%
less noncontrolling interests	-22	-12	-83%	-58%
Net income from deconsolidated Fresenius Medical Care operations ¹	60	48	25%	33%
Net income¹	429	389	10%	11%
EBITDA	924	828	13%	13%
EBITDA margin	16.2%	14.9%		
Depreciation and amortization	291	274	8%	9%
EBIT margin	11.1%	10.0%		
Operating cash flow	2	32	-94%	
as % of revenue	0.0%	0.6%		
Cash flow before acquisitions and dividends	-194	-180	-8%	
as % of revenue	-3.4%	-3.2%		
ROIC ²	5.5%	5.2%		
Net debt/EBITDA ³	3.75	3.76		

¹ Net income attributable to shareholders of Fresenius SE & Co. KGaA

² The underlying pro forma EBIT does not include special items

³ At LTM average exchange rates for both net debt and EBITDA; pro forma acquisitions/divestitures; including lease liabilities, including FME dividend; 2023: December 31

⁴ Growth rates adjusted for the divestment of the fertility services group Eugin, the hospital stake in Peru

⁵ Growth rates adjusted for the divestment of the fertility services group Eugin, the hospital stake in Peru, and hyperinflation in Argentina

¹ Net income attributable to shareholders of Fresenius SE & Co. KGaA

² Before special items

RECONCILIATION

To present the underlying operational business performance and in order to compare the results with the scope of the guidance provided for fiscal year 2024, key figures are presented before special items.

Consolidated results for Q1/2024 and Q1/2023 include special items.

These concern:

- ▶ Revaluations of biosimilars contingent purchase price liabilities
- ▶ Expenses associated with the Fresenius cost and efficiency program
- ▶ Transaction costs mAbxience, Ivenix (2023)
- ▶ Legal form conversion costs Fresenius Medical Care (2023)
- ▶ Legacy portfolio adjustments
- ▶ VAMED transformation
- ▶ Special items at Fresenius Medical Care
- ▶ Impact of PPA equity method Fresenius Medical Care

The special items shown within the reconciliation tables are reported in the "Corporate / Other" segment.

RECONCILIATION TABLES

RECONCILIATION FRESENIUS GROUP

€ in millions	Q1/2024	Q1/2023	Growth rate	Growth rate in constant currency
Revenue reported	5,704	5,546	4%	6%
EBIT reported (after special items)	559	526	7%	7%
Revaluations of biosimilars contingent purchase price liabilities	-	0		
Expenses associated with the Fresenius cost and efficiency program	15	23		
Transaction costs mAbxience, Ivenix	-	4		
Legal form conversion costs Fresenius Medical Care	-	1		
Legacy portfolio adjustments	12	-		
Vamed transformation	47	-		
EBIT (before special items)	633	554	15%	15%
Net income reported (after special items)¹	278	346	-20%	-19%
Revaluations of biosimilars contingent purchase price liabilities	-	0		
Expenses associated with the Fresenius cost and efficiency program	12	19		
Transaction costs mAbxience, Ivenix	-	2		
Legal form conversion costs Fresenius Medical Care	-	1		
Legacy portfolio adjustments	13	-		
Vamed transformation	36	-		
Special Items Fresenius Medical Care	38	21		
Impact of PPA equity method Fresenius Medical Care	52	-		
Net income (before special items)¹	429	389	10%	11%

¹ Net income attributable to shareholders of Fresenius SE & Co. KGaA

Growth rates adjusted for the divestment of the fertility services group Eugin and the hospital stake in Peru
Growth rates adjusted for Argentina hyperinflation

RECONCILIATION FRESENIUS KABI

€ in millions	Q1/2024	Q1/2023	Growth rate	Growth rate in constant currency
Revenue reported	2,051	1,991	3%	9%
Revaluations of biosimilars contingent purchase price liabilities	-	0		
Expenses associated with the Fresenius cost and efficiency program	11	8		
Transaction costs mAbxience, Ivenix	-	4		
EBIT (before special items)	310	289	7%	8%

RECONCILIATION FRESENIUS HELIOS

€ in millions	Q1/2024	Q1/2023	Growth rate	Growth rate in constant currency
Revenue reported	3,184	3,066	6%	5%
Expenses associated with the Fresenius cost and efficiency program	1	-		
Legacy portfolio adjustments	0	-		
EBIT (before special items)	353	311	14%	14%

RECONCILIATION FRESENIUS VAMED

€ in millions	Q1/2024	Q1/2023	Growth rate	Growth rate in constant currency
Revenue reported	561	583	-4%	-4%
Expenses associated with the Fresenius cost and efficiency program	-	1		
Vamed transformation	47	-		
EBIT (before special items)	2	-27	107%	107%

RECONCILIATION FRESENIUS CORPORATE

€ in millions	Q1/2024	Q1/2023	Growth rate	Growth rate in constant currency
Expenses associated with the Fresenius cost and efficiency program	3	14		
Legal form conversion costs Fresenius Medical Care	-	1		
Legacy portfolio adjustments	12	-		
EBIT (before special items)	-32	-19	-68%	-68%

INVESTMENTS

Spending on property, plant and equipment was €183 million corresponding to 3.2% of revenue (Q1/2023: €211 million; 3.8 % of revenue). These investments served primarily for the modernization and expansion of production facilities as well as hospitals.

Total acquisition spending was €8 million (Q1/2023: €18 million) mainly for milestone payments in the biosimilars business at Fresenius Kabi.

INVESTMENTS/ACQUISITIONS BY BUSINESS SEGMENT

€ in millions	Q1/2024	Q1/2023	Thereof property, plant and equipment	Thereof acquisitions	Growth	% of total
Fresenius Kabi	60	93	52	8	-35%	31%
Fresenius Helios	122	99	122	0	23%	64%
Fresenius Vamed	7	34	7	0	-79%	4%
Corporate	2	3	2	0	-33%	1%
Total	191	229	183	8	-17%	100%

CASH FLOW

Group **operating cash flow (continuing operations)** decreased to €2 million (Q1/2023: €32 million). The first quarter is usually the softest in the course of the year. In Q1/24 the soft operating cash flow was mainly driven by temporarily higher working capital, in particular due to nursing budget related receivables built ups at Helios Germany. Group operating cash flow margin was 0.0% (Q1/2023: 0.6%).

Free cash flow before acquisitions, dividends and lease liabilities (continuing operations) decreased to -€194 million (Q1/2023: -€180 million).

Free cash flow after acquisitions and dividends (continuing operations) increased to -€46 million (Q1/2023: -€208 million).

Free cash flow after acquisitions, dividends and lease liabilities dividends (continuing operations) increased to -€103 million (Q1/2023: -€258 million).

The **cash conversion rate (CCR)**, which is defined as the ratio of adjusted free cash flow¹ to EBIT before special items, was 1.0 (LTM) in Q1/2024. This positive development is due to the increased cash flow focus across the Group.

CASH FLOW STATEMENT (SUMMARY)

€ in millions	Q1/2024	Q1/2023	Growth
Net income	289	330	-12%
Depreciation and amortization	291	273	7%
Loss from the FMC investment accounted for using the equity method	30	0	--
Change working capital and others	-608	-571	-6%
Operating cash flow - continuing operations	2	32	-94%
Capital expenditure, net	-196	-212	8%
Cash flow before acquisitions and dividends - continuing operations	-194	-180	-8%
Cash used for acquisitions/proceeds from divestitures	148	-28	--
Dividends received from Fresenius Medical Care	0	0	--
Dividends paid	0	0	--
Free Cash Flow after acquisitions and dividends - continuing operations	-46	-208	78%
Payments from lease liabilities	-57	-50	-14%
Free cash flow after acquisitions, dividends and leases - continuing operations	-103	-258	60%
Cash provided by/used for financing activities	-1,424	-29	--
Effect of exchange rates on change in cash and cash equivalents	1	-8	113%
Net change in cash and cash equivalents	-1,526	-295	--

¹ Cash flow before acquisitions and dividends; before interest, tax, and special items

ASSET AND LIABILITY STRUCTURE

Total assets decreased by -2% (-2% in constant currency) to €44,283 million (Dec. 31, 2023: €45,284 million).

Current assets decreased by -9% (-10% in constant currency) to €11,339 million (Dec. 31, 2023: €12,520 million).

Non-current assets increased by 1% (1% in constant currency) to €32,944 million (Dec. 31, 2023: €32,764 million).

Assets directly associated with the assets held for sale were €127 million (Dec. 31, 2023: €555 million).

Liabilities directly associated with the assets held for sale were €53 million (Dec. 31, 2023: €230 million).

Total shareholders' equity increased by 2% (3% in constant currency) to €20,116 million (Dec. 31, 2023: €19,651 million). The equity ratio was 45.4% (Dec. 31, 2023: 43.4%).

Group debt¹ decreased by -8% (-8% in constant currency) to €14,504 million (Dec. 31, 2023: €15,830 million) mainly related to the repayment of debt. **Group net debt**¹ increased by 2% (2% in constant currency) to €13,485 million (Dec. 31, 2023: €13,268 million) which is mainly related to the cash flow development at Fresenius Helios, particularly driven by temporary receivables built ups related to the nursing budget at Helios in Germany.

As of March 31, 2024, the **net debt/EBITDA ratio** was 3.75x^{1,2} (Dec. 31, 2023: 3.76x^{1,2}).

In Q1/2024, **ROIC** was 5.5% (2023: 5.2%) mainly due to the EBIT improvement.

BALANCE SHEET

€ in millions	March 31, 2024	Dec. 31, 2023
Assets		
Current assets	11,339	12,520
Cash and cash equivalents	1,019	2,562
Trade accounts receivables	4,028	3,673
Inventories	2,639	2,517
Other current assets	3,526	3,213
Assets directly associated with the assets held for sale	127	555
Non-current assets	32,944	32,764
Property, plant and equipment	8,982	8,964
Right-of-use-assets	1,815	1,818
Goodwill	15,169	15,089
Other intangible assets	2,474	2,531
Fresenius Medical Care investment accounted for using the equity method	3,532	3,500
Other non-current assets	539	502
Deferred taxes	433	360
Total assets	44,283	45,284
Liabilities and shareholders' equity		
Liabilities	24,167	25,633
thereof trade accounts payable	1,251	1,488
thereof short-term provisions and other short-term liabilities	5,089	4,920
thereof liabilities directly associated with the assets held for sale	53	230
thereof debt	14,504	15,830
<i>thereof lease liabilities</i>	<i>1,996</i>	<i>1,998</i>
thereof deferred taxes	587	531
Noncontrolling interests	673	652
Total Fresenius SE & Co. KGaA shareholders' equity	19,443	18,999
Total shareholders' equity	20,116	19,651
Total liabilities and shareholders' equity	44,283	45,284

¹ At LTM average exchange rates for both net debt and EBITDA; pro forma closed acquisitions/divestitures, including lease liabilities, including Fresenius Medical Care dividend

² Before special items

BUSINESS SEGMENTS

FRESENIUS KABI

Fresenius Kabi specializes in products for the therapy and care of critically and chronically ill patients. The portfolio includes biopharmaceuticals, clinical nutrition, MedTech products, intravenously administered generic drugs (generic IV drugs), and IV fluids.

€ in millions	Q1/2024	Q1/2023	Growth	Growth in constant currency
Revenue	2,051	1,991	3%	9%
Organic revenue growth	9% ³	7%		
EBITDA ¹	440	403	9%	10%
EBITDA margin ¹	21.5%	20.2%		
EBIT ¹	310	289	7%	8%
EBIT margin ¹	15.1%	14.5%		
Net income ^{1,2}	192	191	1%	1%
Employees (March 31/Dec. 31)	42,567	43,269	-2%	

Revenue increased by 3% (9% in constant currency) to €2,051 million (Q1/2023: €1,991 million). The reported revenue growth is mainly driven by negative currency translation effects related to the U.S. dollar and the hyperinflation in Argentina. Organic growth was 9%. This strong performance was driven in particular by the Biopharma business as well as by Nutrition.

Revenue of the **Growth Vectors (MedTech, Nutrition and Biopharma)** increased by 4% (increased 14% in constant currency) to €1,089 million (Q1/2023: €1,051 million). Organic growth was 13%.

Revenue in **MedTech** decreased by -2% (increased 1% in constant currency) to €372 million (Q1/2023:

€378 million). Organic growth was 1% given the high prior-year level.

Revenue in **Nutrition** decreased by -4% (increased 9% in constant currency, organic growth: 8%) to €579 million (Q1/2023: €602 million) and benefited from the good development in the United States and was driven by many other international markets. Whereas China continued to be impacted by indirect effects of the government's countrywide anti-corruption campaign and direct effects of the soft economy.

Revenue in **Biopharma** increased by 97% (121% in constant currency; organic growth: 117%) to €139 million (Q1/2023: €71 million) driven by successful product

launches in Europe and the United States, as well as licensing agreements.

Revenue in the **Pharma (IV Drugs & Fluids)** business increased by 2% (4% in constant currency; organic growth: 5%) and amounted to €962 million (Q1/2023: €940 million). The solid organic growth was mainly driven by the positive development across many regions including the United States.

¹ Before special items

² Net income attributable to shareholders of Fresenius SE & Co. KGaA

³ Organic growth rate adjusted for accounting effects related to Argentina hyperinflation

Growth rates adjusted for Argentina hyperinflation

For a detailed overview of special items please see the reconciliation tables on page 13.

EBIT¹ of Fresenius Kabi increased by 7% (8% in constant currency) to €310 million (Q1/2023: €289 million) mainly due to the good revenue development, the EBIT break-even result of the Biopharma business, and ongoing progress of the cost saving initiatives. EBIT margin¹ was 15.1% (Q1/2023: 14.5%) and thus within the structural EBIT margin band.

EBIT¹ of the **Growth Vectors** increased by 29% (constant currency: 17%) to €124 million (Q1/2023: €96 million) due to the EBIT break-even result of the Biopharma business and the good revenue development. EBIT¹ margin was 11.4% (Q1/2023: 9.2%).

EBIT¹ in the **Pharma** business increased by 4% (constant currency: 6%) to €206 million (Q1/2023: €197 million) due to the very well-progressing cost saving initiatives and the good revenue development. EBIT¹ margin was 21.4% (Q1/2023: 21.0%).

Net income^{1,2} increased by 1% (constant currency: 1%) to €192 million (Q1/2023: €191 million).

Operating cash flow increased to €157 million (Q1/2023: €21 million) with a margin of 7.7% (Q1/2023: 1.1%) mainly driven by an improved working capital management.

Fresenius Kabi now expects organic revenue growth in a mid-to high-single-digit percentage range³ in 2024 (previous: mid-single-digit percentage range). The EBIT margin¹ is now expected to be in a range of 15% to 16%⁴ (previously: around 15%) (structural margin band: 14% to 17%).

¹ Before special items

² Net income attributable to shareholders of Fresenius SE & Co. KGaA.

³ FY/2023 base: €8,009 million

⁴ FY/2023 base: EBIT margin: €1,145 million, before special items; FY/2024 before special items

Growth rates adjusted for Argentina hyperinflation

For a detailed overview of special items please see the reconciliation tables on pages 13.

FRESENIUS HELIOS

Fresenius Helios is Europe's leading private health care provider. The company comprises Helios Germany, Helios Spain and Helios Fertility. Helios Germany operates 85 hospitals, around 240 outpatient centers, 27 occupational health centers and 6 prevention centers. Helios Spain operates 50 hospitals, around 100 outpatient centers and around 300 occupational risk prevention centers. In addition, the company is active in Latin America with 8 hospitals and as a provider of medical diagnostics.

€ in millions	Q1/2024	Q1/2023	Growth	Growth in constant currency
Revenue	3,184	3,066	6%	5%
Organic revenue growth	5%	5%		
EBITDA ¹	479	439	11%	11%
EBITDA margin ¹	15.0%	14.3%		
EBIT ¹	353	311	14%	14%
EBIT margin ¹	11.1%	10.1%		
Net income ^{1,2}	210	190	10%	9%
Employees (March 31,/Dec. 31)	127,164	129,439	-2%	

Revenue increased by 6% (5% in constant currency) to €3,184 million (Q1/2023: €3,066 million). Organic growth was 5%.

Revenue of **Helios Germany** increased by 4% (organic growth: 4%) to €1,903 million (Q1/2023: €1,828 million), mainly driven by solid admissions numbers and favorable price effects.

Revenue of **Helios Spain** increased by 10% (8% in constant currency) to €1,281 million (Q1/2023: €1,170 million) driven by ongoing strong activity levels and positive price effects. Organic growth was 7%. The clinics in Latin America also showed a good performance.

EBIT¹ of Fresenius Helios increased by 14% (14% in constant currency) to €353 million (Q1/2023: €311 million) with an EBIT margin¹ of 11.1% (Q1/2023: 10.1%).

EBIT¹ of **Helios Germany** increased by 32% to €205 million (Q1/2023: €155 million) with an EBIT margin¹ of 10.8% (Q1/2023: 8.5%) in particular driven by the phasing of the Government relief funding for higher energy costs as well as the good revenue development and the progressing cost savings program.

EBIT¹ of **Helios Spain** decreased by -6% (-7% in constant currency) to €149 million (Q1/2023: €157 million). EBIT¹ was impacted by the phasing due to the calendar variation related to the Easter week and related lower activities and mix effects as well as a high prior-year level. Despite the Easter effect, the EBIT margin¹ was 11.6% (Q1/2023: 13.4%).

¹ Before special items

² Net income attributable to shareholders of Fresenius SE & Co. KGaA

Growth rates adjusted for the divestment of the fertility services group Eugin and the hospital stake in Peru

For a detailed overview of special items please see the reconciliation tables on pages 13.

Net income^{1,2} increased by 10% (9% in constant currency) to €210 million (Q1/2023: €190 million).

Operating cash flow decreased to -€117 million (Q1/2023: €108 million) and was impacted by higher working capital in particular driven by temporary nursing budget related receivables built-ups at Helios Germany. The operating cash flow margin was -3.7% (Q1/2023: 3.5%).

For FY/2024, Fresenius Helios expects organic revenue³ growth in a low to mid-single-digit percentage range. The EBIT margin⁴ is expected to be within the structural margin band of 9% to 11%.

As part of the portfolio optimization, the sale of the fertility services group Eugin was completed on January 31, 2024. The divestment of the majority stake in the hospital Clínica Ricardo Palma hospital in Lima, Peru, was completed on April 23, 2024. The sale marks Fresenius' exit from the Peruvian hospital market.

¹ Before special items

² Net income attributable to shareholders of Fresenius SE & Co. KGaA

³ FY/2023 base: €11,952 million

⁴ FY/2023 base: EBIT margin: 10.0%, before special items, FY/2024 before special items

Growth rates adjusted for the divestment of the fertility services group Eugin and the hospital stake in Peru

For a detailed overview of special items please see the reconciliation tables on pages 13.

FRESENIUS VAMED

Fresenius Vamed internationally manages projects and provides services for hospitals and other healthcare facilities and is a leading post-acute care provider in Central Europe. The portfolio ranges along the entire value chain: from project development, design planning, medical and hospital engineering as well as construction, via maintenance and technical management to total operational management and high-end services.

€ in millions	Q1/2024	Q1/2023	Growth	Growth in constant currency
Revenue	561	583	-4%	-4%
Organic revenue growth	1%	13%		
EBITDA ¹	29	-1		
EBITDA margin ¹	5.2%	-0.2%		
EBIT ¹	2	-27	107%	107%
EBIT-Marge ¹	0.4%	-4.6%		
Net income ^{1,2}	-2	-36	94%	94%
Employees (March 31/Dec. 31)	20,002	20,265	-1%	

Revenue decreased by -4% (-4% in constant currency) to €561 million (Q1/2023: €583 million). Organic growth was 1%. Revenue from continued business was €514 million in Q1/24. Organic growth of the continued business increased 1% driven by the positive development of the service business offsetting the negative effects of the project business.

Revenue in the **service business** increased by 3% (3% in constant currency) to €448 million (Q1/2023: €436 million).

Revenue in the **project business** decreased by -23% (-23% in constant currency) to €113 million (Q1/2023: €147 million).

Further progress was made in Q1/24 with the far-reaching restructuring program to increase Fresenius Vamed's profitability which was initiated in 2023.

EBIT¹ increased to €2 million (Q1/2023: -€27 million), thus showing a significant year-over-year improvement and making it the third consecutive quarter of positive EBIT. The EBIT margin¹ was 0.4% (Q1/2023: -4.6%).

The ongoing transformation resulted in negative special items of €47 million in Q1/24 mainly related to cessation of activities, asset re-evaluations and restructuring costs resulting in write-downs and provisions. The negative special items were predominantly booked as non-cash items.

Net income^{1,2} decreased to -€2.0 million (Q1/2023: -€36 million).

Order intake was €331 million (Q1/2023: €43 million). As of March 31, 2024, **order backlog³** was at €2,171 million (December 31, 2023: €1,955 million).

Operating cash flow increased to -€10 million (Q1/2023: -€68 million) with a margin of -1.8% (Q1/2023: -11.7%).

¹ Before special items

² Net income attributable to shareholders of VAMED AG

³ Additionally conditionally agreed order backlog in the amount of €704 million

For a detailed overview of special items please see the reconciliation tables on page 13.

Exit from Investment Company Vamed concludes strategic portfolio measures

The exit from the Investment Company Vamed in May 2024 completes the strategic portfolio restructuring as part of #FutureFresenius. The exit is carried out in three parts:

- 1) The sale of 67% of Vamed's rehabilitation business to the private equity company PAI, announced in May 2024. Closing of this transaction is expected in the second half of 2024.
- 2) Vamed's operations in Austria to be sold to an Austrian consortium of the construction companies Porr and Strabag for a total purchase price of €90 million.
- 3) The Health Tech Engineering (HTE) segment, which is responsible for the international project business and accounts for around 15% of Vamed's revenue, will gradually be scaled back in an orderly manner. The process should largely be completed by 2026. Until then, the business will be reported as a special item outside Fresenius' core business. Current project contracts will be fulfilled.

Vamed's High-End-Services (HES) which offers services for Fresenius Helios and other hospitals, will be transferred to Fresenius. HES is a stable business with good growth prospects and accounts for around 30% of Vamed's revenues. The profitability of HES is in the mid-single-digit percentage range.

The divestments of the rehabilitation business and the operations in Austria lead to non-cash special items of around €0.6 billion.

Due to the exit from the project business, a high triple-digit-million euro amount of special items are expected, which are spread over the next few years and mostly cash-effective.

As of Q2 2024, Vamed will no longer be a reporting segment of Fresenius. In addition to reducing complexity, this step is expected to improve the Group's profitability by more than 50 basis points. It will also reduce net debt and increase the Group's return on invested capital (ROIC). Last but not least, the transparency and quality of earnings will be significantly enhanced.

After exiting from Vamed, Fresenius will consist of the two Operating Companies Fresenius Kabi and Fresenius Helios (each with 100% ownership share) and the Investment Company Fresenius Medical Care (32% ownership share).

EMPLOYEES

As of March 31, 2024, the number of employees was 190,863 (Dec. 31, 2023: 193,865).

NUMBER OF EMPLOYEES

Number of employees	March 31, 2024	Dec. 31, 2023	Growth
Fresenius Kabi	42,567	43,269	-2%
Fresenius Helios	127,164	129,439	-2%
Fresenius Vamed	20,002	20,265	-1%
Corporate	1,130	892	27%
Total	190,863	193,865	-2%

CHANGES TO THE MANAGEMENT BOARD

The Supervisory Board of Fresenius Management SE extended Sara Hennicken's mandate as Chief Financial Officer (CFO) ahead of time until 2027. Originally, it was set to run until 2025. The company thus ensures continuity on the Management Board in order to further advance the #FutureFresenius strategy.

RESEARCH AND DEVELOPMENT

Product and process development as well as the improvement of therapies are at the core of our growth strategy. Fresenius focuses its R & D efforts on its core competencies in the following areas:

- ▶ Generic IV drugs
- ▶ Biosimilars
- ▶ Infusion and nutrition therapies
- ▶ Medical devices

Apart from new products, we are concentrating on developing optimized or completely new therapies and treatment methods.

RESEARCH AND DEVELOPMENT EXPENSES BY BUSINESS SEGMENT

€ in millions	Q1/2024	Q1/2023	Growth
Fresenius Kabi ¹	137	142	-4%
Fresenius Helios	-	1	-100%
Fresenius Vamed	-	-	--
Corporate	1	-	--
Total¹	138	143	-3%

¹ Before special items

RATING

Fresenius is covered by the rating agencies Moody's, Standard & Poor's and Fitch.

The following table shows the company rating of Fresenius SE & Co. KGaA:

	Standard & Poor's	Moody's	Fitch
Company rating	BBB	Baa3	BBB -
Outlook	negative	stable	stable

OPPORTUNITIES AND RISK REPORT

Compared to the presentation in the consolidated financial statements and the management report as of December 31, 2023 applying section 315e HGB in accordance with IFRS, there have been the following important developments in Fresenius Group's overall opportunities and risk situation until March 31, 2024.

In summary, the risks to our net assets, financial position and results of operations remain essentially unchanged compared to the aforementioned presentation - also considering current developments. In general, there are still considerable uncertainties, in particular due to a possible further deterioration in the global macroeconomic outlook. The inflationary environment continues to pose the risk of rising energy, material, and transportation costs.

The direct impact of the Ukraine war on Fresenius' remaining business – after the deconsolidation of Fresenius Medical Care last year - is limited.

Nevertheless, the war in Ukraine continues to be accompanied by a very pronounced general cyber security threat situation, especially to critical infrastructures, such as healthcare facilities, in countries supporting Ukraine. The risk of cyber-attacks against our systems and data remains increased.

Furthermore, risks arising from increasing price pressure (e.g. in tender transactions) and competition as well as changes to reimbursement rates and prices within the healthcare sector represent substantial risks for Fresenius.

Supply chain disruptions - as seen during the ongoing threat to relevant supply routes - as well as qualified labor shortages and related increases in labor costs still constitute risks which can adversely effect our business operations.

This also applies to risks in connection with research and development as well as with the approval or quality of products and services.

Currency and interest rate risks as well as risks resulting from increased indebtedness, a shortage in liquidity and a deterioration of our refinancing ability continue to be relevant for the Group.

In addition, errors in financial or non-financial reporting can have a material impact on Fresenius. In the area of non-financial reporting, for example, the extensive reporting requirements of the EU Sustainability Reporting Directive (CSRD) will become effective for the reporting year 2024.

The deconsolidation of Fresenius Medical Care and the associated investment character of the holding results in a dividend risk for the Fresenius Group. This risk may arise from a deviation from the dividend payment outlined in the financial planning. Therefore, we monitor business developments closely and adjust potential fluctuations in the financial planning accordingly.

In connection with the restructuring and transformation program at Fresenius Vamed, the financial effects of individual reorganization or transformation measures are assessed on an ongoing basis. We cannot exclude the possibility, that more far-reaching financial effects arise from the implementation of individual measures of the restructuring and transformation program, which negatively impact Fresenius Group's net assets, financial position and results of operations.

In the ordinary course of Fresenius Group's operations, the Fresenius Group is subject to litigation, arbitration as well as external and internal investigations relating to various aspects of its business. Affected expert functions analyze current information about such matters for probable losses and provide accruals for such matters, including estimated expenses for legal services, as appropriate. We report on legal proceedings on page 53 in the notes of this report.

Overall, the above mentioned factors can have a negative impact on our net assets, financial position, and results of operations.

OUTLOOK 2024

ASSUMPTIONS FOR GUIDANCE FY/24

Fresenius expects general cost inflation to continue at a slightly lower level in the 2024 fiscal year and the current geopolitical tensions to persist. Fresenius also expects interest rates to remain at a similar level to 2023.

Irrespective of this, the Management Board considers the business outlook for the Group to be positive and expects a successful fiscal year 2024.

Fresenius will continue to closely monitor the potential impact of increased volatility and reduced visibility on its business and balance sheet.

All of these assumptions are subject to considerable uncertainty.

GROUP REVENUE AND EARNINGS

Fresenius raises its outlook for FY/24 based on the excellent first quarter and improved prospects for the remainder of the year.¹

For 2024, **Group organic revenue** growth² is now expected to grow between 4% to 7% (previous: 3% to 6%). Group constant currency EBIT^{3,4} is expected to grow in the range of 6% to 10% (previous: 4% to 8%).

Fresenius Kabi now expects organic revenue growth in a mid-to high-single-digit percentage range in 2024 (previous: mid-single-digit percentage range). The EBIT margin⁴ is now expected to be in a range of 15% to 16% (previously: around 15%) (structural margin band: 14% to 17%).

Fresenius Helios expects organic revenue to grow in a low to mid-single digit percentage range in 2024. The EBIT margin⁴ is expected to be within the structural margin band of 9% to 11%.

The adjustment of the Group outlook also reflects the fact that the forecast is now given without Fresenius Vamed, i.e. exclusively for the Operating Companies Fresenius Kabi and Fresenius Helios. Following the announcement of the planned divestment of Fresenius Vamed's rehabilitation business, Fresenius has initiated its structured exit from its Investment Company Fresenius Vamed.

GROUP FINANCIAL TARGETS 2024

	Targets 2024	Base 2023
Revenue growth (organic)	4 – 7%	€20,307 m
EBIT growth ¹ (in constant currency)	6 – 10%	€2,266 m

¹ Before special items

REVENUE AND EARNINGS BY BUSINESS SEGMENT

In 2024, we expect revenue and earnings development in our business segments as shown in the table below:

FINANCIAL TARGETS BY BUSINESS SEGMENT 2024

Operating Companies	Targets 2024	Base 2023
Fresenius Kabi		
Revenue growth (organic)	Mid-to-high-single-digit percentage growth	€8,009 m
EBIT margin ¹	between 15% – 16% (structural margin band: of 14% – 17%)	€1,145 m
Fresenius Helios		
Revenue growth (organic)	Low-to-mid-single-digit percentage growth	€11,952 m
EBIT margin ¹	Within the structural margin band of 9% – 11%	€1,190 m

¹ Before special items

¹ For the prior-year basis please see table "Base for Guidance 2024"

² 2023 base: €20,307 million

³ 2023 base: €2,266 million

⁴ Before special items

BASE FOR GUIDANCE 2024

Group	Achieved 2023	Portfolio adjustment Fresenius Helios	Fresenius Vamed Exit	Base Guidance 2024
Group				
Revenue	€22,299 million	-€368 million	-€1,624 million	€20,307 million
EBIT ¹	€2,262 million	-€42 million	+€46 million	€2,266 million
Operating Companies				
Fresenius Kabi				
Revenue	€8,009 million			€8,009 million
EBIT ¹	€1,145 million			€1,145 million
Fresenius Helios				
Revenue	€12,320 million	-€368 million		€11,952 million
EBIT ¹	€1,232 million	-€42 million		€1,190 million
Investment Company				
Fresenius Vamed				
Revenue	€2,356 million		-€2,356 million	€0 million
EBIT ¹	-€16 million		+€16 million	€0 million
Corporate				
Revenue	-€386 million		+€732 million	€346 million
EBIT ¹	-€99 million		+€30 million	-€69 million

¹ Before special items

EXPENSES

For fiscal year 2024, we expect selling, general, and administrative expenses (before special items) as a percentage of consolidated net revenue to remain broadly stable compared to 2023 (2023: 11.8%).

TAX RATE

For fiscal year 2024, we expect a tax rate between 25% and 26% (2023: 28.3%).

COST AND EFFICIENCY PROGRAM

While fundamentally healthy and geared toward long-term growth, our market environment is also characterized by strong current macro headwinds that challenge our operations and increase our cost base. With that in mind, we have reinvigorated our focus on structural productivity and are running corresponding programs in all our business segments and at the corporate center.

Structural productivity improvements are expected to offset market headwinds and to create financial flexibility for future growth investments in the coming years.

We plan to save around €400 million in structural costs at EBIT level from 2025. The cost savings program includes programs in all business segments and in the Corporate Center, which are managed and controlled centrally by the Group. The most important elements are process optimization, the reduction of sales, administration and procurement costs as well as digitalization measures.

The Group-wide cost and efficiency program is making excellent progress. In the first quarter of 2024, we increased the annual savings achieved since the start of the program to around €305 million.

For the 2024 fiscal year, Fresenius expects to increase the annual cost savings under the cost and efficiency program to €330 to 350 million.

To achieve the targeted cost savings, additional one-time costs of around €80 to 100 million are expected at EBIT level for the period 2024 to 2025. One-off costs of around €15 million were incurred in the first quarter of 2024. These costs will continue to be classified as special items in line with previous practice.

LIQUIDITY AND CAPITAL MANAGEMENT

For fiscal year 2024, we expect a cash conversion rate of around 1.0.

In addition, undrawn credit lines under syndicated or bilateral credit facilities from banks provide us with sufficient financial headroom.

Financing activities in 2024 are largely geared to refinancing existing financial liabilities maturing in 2024 and 2025.

We expect interest rates in fiscal year 2024 to be on a similar level to 2023, resulting in interest expense of €420 million to €440 million, depending on financing activities.

Without further acquisitions and divestments, Fresenius expects the net debt/EBITDA¹ ratio at the end of 2024 to be within the self-imposed target corridor of 3.0x to 3.5x (December 31, 2023: 3.76x).

There are no significant changes in the financing strategy planned for 2024.

INVESTMENTS

In 2024, we expect to invest about 5% of revenue in property, plant and equipment. About 54% of the capital expenditure planned will be invested at Fresenius Helios and about 39% at Fresenius Kabi.

Fresenius Helios will primarily invest in measures at the individual hospital locations in Germany and in new hospital buildings and expansions in Spain.

Fresenius Kabi will mainly invest in expansion and maintenance in 2024. This includes, in particular, the expansion of production facilities and in-licensing projects for biosimilar molecules.

With a share of around 80%, Europe is the regional focus of investment in the planning period. Around 12% of the investments are planned for North America and around 8% for Asia-Pacific, Latin America, and Africa. About 33% of total funds will be invested in Germany.

For 2024, we expect return on invested capital to improve and to be within a range of 5.4 to 6.0% (2023: 5.2%).

CAPITAL STRUCTURE

For fiscal year 2024, we expect the equity ratio to increase about 5 percentage points compared to fiscal year 2023 (2023: 43%). Furthermore, we expect that financial liabilities in relation to total assets will slightly decrease in fiscal year 2023 (2023: 35%).

DIVIDEND

With the Fresenius Financial Framework, Fresenius aims to generate attractive and predictable dividend yields. In line with its progressive dividend policy, the Company aims to increase the dividend in line with earnings per share growth (before special items, in constant currency), but at least maintain the dividend at the prior-year's level. Due to legal restrictions as a result of the use of government compensation and reimbursement payments for increased energy costs provided for in the Hospital Financing Act, however, Fresenius will not propose to the 2024 Annual General Meeting to distribute a dividend for the 2023 fiscal year. Irrespective of the legally required suspension of dividend payments for the 2023 fiscal year, Fresenius will maintain its dividend policy in the future.

NON-FINANCIAL TARGETS

As of fiscal year 2023, the qualitative measurement of fiscal years 2021 and 2022 will be replaced by quantitative ESG KPIs in the short-term variable Management Board remuneration (Short-term Incentive - STI). The KPIs cover the key sustainability topics of medical quality/patient satisfaction and employees.

The topic of employees is measured with the key figure of the Employee Engagement Index (EEI) for the Fresenius Group. Fresenius is aiming for an EEI of 4.33 (achieved 2023: 4.13 ex FMC; 4.24 incl. FMC) for fiscal year 2024 (corresponds to 100% target achievement).

The Medical Quality/Patient Satisfaction topic is composed of equally weighted key figures that are defined at the business segment level. The indicators are based on the respective relevance for the business model.

Fresenius Kabi aims for an Audit & Inspection Score of at most 2.3 (achieved 2023: 1.9; 100% target achievement).

Helios Germany aims to achieve an Inpatient Quality Indicator (G-IQI) score of at least 88% (achieved 2023: 88.7%; 100% target achievement), and Helios Spain aims to achieve a score of at least 55% (achieved 2023: 76.7%; 100% target achievement).

Fresenius Vamed aims to achieve a patient satisfaction score of at least 1.57 (achieved 2023: 1.56; 100% target achievement) in fiscal year 2024.

¹ Both net debt and EBITDA calculated at LTM average exchange rates; pro forma closed acquisitions/divestitures; before special items; including leasing liabilities; including Fresenius Medical Care dividend

FRESENIUS SE & CO. KGAA

CONSOLIDATED STATEMENT OF INCOME (UNAUDITED)

€ in millions	Q1/2024	Q1/2023 ¹
Revenue	5,704	5,546
Costs of revenue	-4,298	-4,188
Gross profit	1,406	1,358
Selling, general and administrative expenses	-708	-689
Research and development expenses	-139	-143
Operating income (EBIT)	559	526
Income from the Fresenius Medical Care investment accounted for using the equity method	-30	n.a.
Net interest	-115	-87
Income before income taxes	414	439
Income taxes	-125	-109
Net income from continuing operations	289	330
Noncontrolling interests in continuing operations	11	11
Net income from continuing operations attributable to shareholders of Fresenius SE & Co. KGaA	278	319
Net income from deconsolidated Fresenius Medical Care operations under IFRS 5	-	133
Noncontrolling interests in deconsolidated Fresenius Medical Care operations under IFRS 5	-	106
Net income from deconsolidated Fresenius Medical Care operations under IFRS 5 attributable to shareholders of Fresenius SE & Co. KGaA	-	27
Net income	289	463
Noncontrolling interests in net income	11	117
Net income attributable to shareholders of Fresenius SE & Co. KGaA	278	346
Earnings per share in € (basic and diluted)	0.49	0.61

¹ Prior-year figures have been adjusted due to the deconsolidation of Fresenius Medical Care operations.

The following notes are an integral part of the unaudited condensed interim financial statements.

FRESENIUS SE & CO. KGAA

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (UNAUDITED)

€ in millions

	Q1/2024	Q1/2023
Net income	289	463
Other comprehensive income (loss)		
Positions which will be reclassified into net income in subsequent years		
Foreign currency translation	108	-494
Cash flow hedges	2	1
FVOCI debt instruments	-	8
Equity method investees - share of OCI	47	-
Income taxes on positions which will be reclassified	0	-2
Positions which will not be reclassified into net income in subsequent years		
Actuarial gains (losses) on defined benefit pension plans	0	-1
FVOCI equity investments	0	1
Equity method investees - share of OCI	3	0
Income taxes on positions which will not be reclassified	0	0
Other comprehensive income (loss), net	160	-487
Total comprehensive income (loss)	449	-24
Comprehensive income (loss) attributable to noncontrolling interests	21	-109
Comprehensive income attributable to shareholders of Fresenius SE & Co. KGaA	428	85

The following notes are an integral part of the unaudited condensed interim financial statements.

FRESENIUS SE & CO. KGAA

CONSOLIDATED STATEMENT OF FINANCIAL POSITION (UNAUDITED)

ASSETS

€ in millions	March 31, 2024	December 31, 2023
Cash and cash equivalents	1,019	2,562
Trade accounts and other receivables, less allowances for expected credit losses	4,028	3,673
Inventories	2,639	2,517
Other current assets	3,526	3,213
Assets held for sale	127	555
I. Total current assets	11,339	12,520
Property, plant and equipment	8,982	8,964
Right-of-use assets	1,815	1,818
Goodwill	15,169	15,089
Other intangible assets	2,474	2,531
Fresenius Medical Care investment accounted for using the equity method	3,532	3,500
Other non-current assets	539	502
Deferred taxes	433	360
II. Total non-current assets	32,944	32,764
Total assets	44,283	45,284

LIABILITIES

€ in millions	March 31, 2024	December 31, 2023
Trade accounts payable	1,251	1,488
Short-term provisions and other short-term liabilities	5,089	4,920
Short-term debt	741	569
Current portion of long-term debt	248	492
Current portion of lease liabilities	215	206
Current portion of bonds	588	815
Current portion of convertible bonds	–	499
Short-term liabilities for income taxes	191	111
Liabilities directly associated with the assets held for sale	53	230
A. Total short-term liabilities	8,376	9,330
Long-term debt, less current portion	2,201	2,216
Lease liabilities, less current portion	1,781	1,792
Bonds, less current portion	8,730	9,241
Long-term provisions and other long-term liabilities	1,577	1,578
Pension liabilities	621	666
Long-term liabilities for income taxes	294	279
Deferred taxes	587	531
B. Total long-term liabilities	15,791	16,303
I. Total liabilities	24,167	25,633
A. Noncontrolling interests	673	652
Subscribed capital	563	563
Capital reserve	4,328	4,326
Other reserves	14,384	14,092
Accumulated other comprehensive income	168	18
B. Total Fresenius SE & Co. KGaA shareholders' equity	19,443	18,999
II. Total shareholders' equity	20,116	19,651
Total liabilities and shareholders' equity	44,283	45,284

The following notes are an integral part of the unaudited condensed interim financial statements.

FRESENIUS SE & CO. KGAA

CONSOLIDATED STATEMENT OF CASH FLOWS

€ in millions

	Q1/2024	Q1/2023 ¹
Operating activities		
Operating activities – continuing operations		
Net income from continuing operations	289	330
Adjustments to reconcile net income from continuing operations to cash and cash equivalents provided by operating activities		
Depreciation and amortization	291	273
Change in deferred taxes	-22	-6
Loss/gain on sale of fixed assets and of investments and divestitures	0	-7
Loss from the Fresenius Medical Care investment accounted for using the equity method	30	n.a.
Changes in assets and liabilities, net of amounts from businesses acquired or disposed of		
Trade accounts and other receivables	-357	-444
Inventories	-114	-115
Other current and non-current assets	-277	-351
Accounts receivable from/payable to related parties	-30	26
Trade accounts payable, provisions and other short-term and long-term liabilities	96	253
Liabilities for income taxes	96	73
Net cash provided by operating activities – continuing operations	2	32
Net cash provided by operating activities – deconsolidated Fresenius Medical Care operations under IFRS 5	-	143
Net cash provided by operating activities	2	175
Investing activities		
Investing activities – continuing operations		
Purchase of property, plant and equipment and capitalized development costs	-197	-216
Proceeds from sales of property, plant and equipment	1	4
Acquisitions and investments and purchases of intangible assets	-10	-28
Proceeds from sale of investments and divestitures	158	0
Net cash used in investing activities – continuing operations	-48	-240
Net cash used in investing activities – deconsolidated Fresenius Medical Care operations under IFRS 5	-	-163
Net cash used in investing activities	-48	-403

¹ Prior-year figures have been adjusted due to the deconsolidation of Fresenius Medical Care operations.

FRESENIUS SE & CO. KGAA

CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)

€ in millions

	Q1/2024	Q1/2023 ¹
Financing activities		
Financing activities – continuing operations		
Proceeds from short-term debt	260	335
Repayments of short-term debt	-77	-21
Proceeds from long-term debt	2	142
Repayments of long-term debt	-404	-561
Repayments of lease liabilities	-57	-50
Proceeds from the issuance of bonds	-	-
Repayments of liabilities from bonds	-700	-
Repayments of convertible bonds	-500	-
Dividends paid	-	0
Change in noncontrolling interests, net	-5	-3
Net cash used in financing activities – continuing operations	-1,481	-158
Net cash provided by financing activities – deconsolidated Fresenius Medical Care operations under IFRS 5	-	2
Net cash used in financing activities	-1,481	-156
Effect of exchange rate changes on cash and cash equivalents	1	-44
Net decrease in cash and cash equivalents	-1,526	-428
Cash and cash equivalents at the beginning of the reporting period	2,562	2,749
less cash and cash equivalents at the end of the reporting period shown under "assets held for sale"	17	n.a.
Cash and cash equivalents at the end of the reporting period	1,019	2,321
thereof cash and cash equivalents from deconsolidated Fresenius Medical Care operations	n.a.	1,224

¹ Prior-year figures have been adjusted due to the deconsolidation of Fresenius Medical Care operations.

ADDITIONAL INFORMATION ON PAYMENTS THAT ARE INCLUDED IN NET CASH PROVIDED BY OPERATING ACTIVITIES

€ in millions

	Q1/2024	Q1/2023 ¹
Received interest	21	15
Paid interest	-100	-116
Income taxes paid	-31	-22

¹ Prior-year figures have been adjusted due to the deconsolidation of Fresenius Medical Care operations.

The following notes are an integral part of the unaudited condensed interim financial statements.

FRESENIUS SE & CO. KGAA

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)

	Subscribed Capital			Reserves	
	Number of ordinary shares in thousand	Amount € in thousands	Amount € in millions	Capital reserve € in millions	Other reserves € in millions
As of December 31, 2022	563,237	563,237	563	4,323	15,122
Dividends paid					-
Transactions with noncontrolling interests without loss of control				-2	
Noncontrolling interests due to changes in consolidation group				-	
Put option liabilities					34
Comprehensive income (loss)					
Net income					346
Other comprehensive income (loss)					
Cash flow hedges					
Change of FVOCI equity investments					
Foreign currency translation					
Actuarial loss on defined benefit pension plans					
Fair value changes					
Comprehensive income (loss)					346
As of March 31, 2023	563,237	563,237	563	4,321	15,502
As of December 31, 2023	563,237	563,237	563	4,326	14,092
Other changes in equity from the Fresenius Medical Care investment accounted for using the equity method				2	11
Put option liabilities					3
Comprehensive income (loss)					
Net income					278
Other comprehensive income (loss)					
Cash flow hedges					
Change of FVOCI equity investments					
Foreign currency translation					
Actuarial loss on defined benefit pension plans					
Equity method investees - share of OCI					
Comprehensive income (loss)					278
As of March 31, 2024	563,237	563,237	563	4,328	14,384

FRESENIUS SE & CO. KGAA

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)

	Accumulated other comprehensive income (loss)					Total Fresenius SE & Co. KGaA shareholders' equity € in millions	Non-controlling interests € in millions	Total shareholders' equity € in millions
	Foreign currency translation € in millions	Cash flow hedges € in millions	Pensions € in millions	Equity investments € in millions	Fair value changes € in millions			
As of December 31, 2022	613	-56	-109	-58	17	20,415	11,803	32,218
Dividends paid						-	-53	-53
Transactions with noncontrolling interests without loss of control						-2	-23	-25
Noncontrolling interests due to changes in consolidation group						-	-13	-13
Put option liabilities						34	36	70
Comprehensive income (loss)								
Net income						346	117	463
Other comprehensive income (loss)								
Cash flow hedges		0				0	1	1
Change of FVOCI equity investments				1		1	0	1
Foreign currency translation	-264	0	0	-	0	-264	-231	-495
Actuarial loss on defined benefit pension plans			0			0	-1	-1
Fair value changes					2	2	5	7
Comprehensive income (loss)	-264	0	0	1	2	85	-109	-24
As of March 31, 2023	349	-56	-109	-57	19	20,532	11,641	32,173
As of December 31, 2023	313	-65	-156	-54	-20	18,999	652	19,651
Other changes in equity from the Fresenius Medical Care investment accounted for using the equity method						13	-	13
Put option liabilities						3	-	3
Comprehensive income (loss)								
Net income						278	11	289
Other comprehensive income (loss)								
Cash flow hedges		2				2	-	2
Change of FVOCI equity investments				0		0	-	0
Foreign currency translation	98	0	0	-	-	98	10	108
Actuarial loss on defined benefit pension plans			0			0	-	0
Equity method investees - share of OCI					50	50	-	50
Comprehensive income (loss)	98	2	0	0	50	428	21	449
As of March 31, 2024	411	-63	-156	-54	30	19,443	673	20,116

The following notes are an integral part of the unaudited condensed interim financial statements.

FRESENIUS SE & CO. KGAA CONSOLIDATED SEGMENT REPORTING FIRST QUARTER (UNAUDITED)

by business segment, € in millions	Fresenius Kabi			Fresenius Helios			Fresenius Vamed			Corporate/Other			Fresenius Group		
	2024 ²	2023 ²	Growth	2024 ²	2023 ²	Growth ⁵	2024 ²	2023 ²	Growth	2024 ³	2023 ³	Growth	2024	2023	Growth ⁵
Revenue	2,051	1,991	3%	3,184	3,066	6%	561	583	-4%	-92	-94	2%	5,704	5,546	4%
thereof contribution to consolidated revenue	2,038	1,979	3%	3,178	3,060	6%	488	507	-4%	0	0	--	5,704	5,546	4%
thereof intercompany revenue	13	12	8%	6	6	0%	73	76	-4%	-92	-94	2%	-	-	
contribution to consolidated revenue	36%	36%		56%	55%		8%	9%		0%	0%		100%	100%	
EBITDA	440	403	9%	479	439	11%	29	-1	--	-98	-42	-133%	850	799	7%
Depreciation and amortization	130	114	14%	126	128	2%	27	26	4%	8	5	60%	291	273	7%
EBIT	310	289	7%	353	311	14%	2	-27	107%	-106	-47	-126%	559	526	7%
Net interest	-35	-31	-13%	-73	-56	-30%	-5	-8	38%	-2	8	-125%	-115	-87	-32%
Income taxes	-65	-53	-23%	-66	-60	-10%	1	0	--	5	4	25%	-125	-109	-15%
Net income from deconsolidated Fresenius Medical Care operations under IFRS 5 attributable to shareholders of Fresenius SE & Co. KGaA	n.a.	n.a.		n.a.	n.a.		n.a.	n.a.		-	27		-	27	
Income from the Fresenius Medical Care investment accounted for using the equity method	n.a.	n.a.		n.a.	n.a.		n.a.	n.a.		-30	n.a.		-30	n.a.	
Net income attributable to shareholders of Fresenius SE & Co. KGaA	192	191	1%	210	190	11%	-2	-36	94%	-122	1	--	278	346	-20%
Operating cash flow	157	21	--	-117	108	--	-10	-68	85%	-28	-29	3%	2	32	-94%
Cash flow before acquisitions and dividends	92	-62	--	-238	13	--	-17	-100	83%	-31	-31	0%	-194	-180	-8%
Assets ¹	16,378	16,007	2%	22,614	23,068	-2%	2,676	2,751	-3%	-917	-42	--	40,751	41,784	-2%
Fresenius Medical Care investment accounted for using the equity method	n.a.	n.a.		n.a.	n.a.		n.a.	n.a.		3,532	3,500	1%	3,532	3,500	1%
Debt ¹	3,680	3,684	0%	8,066	8,214	-2%	1,391	1,390	0%	1,367	2,542	-46%	14,504	15,830	-8%
Other operating liabilities ¹	3,746	3,711	1%	3,528	4,071	-13%	1,159	1,176	-1%	590	314	88%	9,023	9,272	-3%
Capital expenditure, gross	52	78	-33%	122	99	23%	7	32	-78%	2	2	0%	183	211	-13%
Acquisitions, gross/investments	8	15	-47%	0	0	--	0	2	-100%	0	1	-100%	8	18	-56%
Research and development expenses	137	142	-4%	0	1	-100%	-	-		2	0	--	139	143	-3%
Employees (per capita on balance sheet date) ¹	42,567	43,269	-2%	127,164	129,439	-2%	20,002	20,265	-1%	1,130	892	27%	190,863	193,865	-2%
Key figures															
EBITDA margin	21.5%	20.2%		15.0%	14.3%		5.2%	-0.2%					16.2% ²	14.9% ²	
EBIT margin	15.1%	14.5%		11.1%	10.1%		0.4%	-4.6%					11.1% ²	10.0% ²	
Depreciation and amortization in % of revenue	6.3%	5.7%		4.0%	4.2%		4.8%	4.5%					5.1%	4.9%	
Operating cash flow in % of revenue	7.7%	1.1%		-3.7%	3.5%		-1.8%	-11.7%					0.0%	0.6%	
ROIC ¹	7.2%	7.3%		5.4%	5.4%		0.6%	-1.4%					5.5% ⁴	5.2% ⁴	

¹ 2023: December 31

² Before special items

³ After special items

⁴ The underlying pro forma EBIT does not include special items.

⁵ Revenue, EBITDA, depreciation and amortization, EBIT and net income growth rates were adjusted for the disposals of the Eugin group and the hospital in Peru.

For information regarding special items, please see the reconciliation tables in the interim Group management report. The consolidated segment reporting is an integral part of the notes.

TABLE OF CONTENTS NOTES

39 General Notes

- 39 1. Principles
 - 39 I. Group structure
 - 39 II. Basis of presentation
 - 39 III. Summary of significant accounting policies
 - 40 IV. Recent pronouncements, applied
 - 41 V. Recent pronouncements, not yet applied
- 41 2. Acquisitions, divestitures and investments

43 Notes on the consolidated statement of income

- 43 3. Special items
- 44 4. Revenue
- 45 5. Research and development expenses
- 45 6. Taxes
- 45 7. Earnings per share

46 Notes on the consolidated statement of financial position

- 46 8. Trade accounts and other receivables
- 46 9. Inventories
- 46 10. Other current and non-current assets
- 47 11. Goodwill
- 48 12. Interests in associates
- 49 13. Debt
- 51 14. Bonds
- 52 15. Convertible bonds
- 52 16. Noncontrolling interests
- 52 17. Fresenius SE & Co. KGaA shareholders' equity

53 Other notes

- 53 18. Legal and regulatory matters
- 54 19. Financial instruments
- 57 20. Information on capital management
- 57 21. Notes on the consolidated segment reporting
- 59 22. Share-based compensation plans
- 59 23. Subsequent events
- 59 24. Corporate Governance

GENERAL NOTES

1. PRINCIPLES

I. GROUP STRUCTURE

Fresenius is a global healthcare company and offers solutions to the social challenges posed by a growing and aging population and the resulting need for affordable, high-quality healthcare. Besides the activities of the parent company Fresenius SE & Co. KGaA, Bad Homburg v. d. H., Germany, the activities are organized amongst the following legally independent business segments as of March 31, 2024:

- ▶ Fresenius Kabi
- ▶ Fresenius Helios
- ▶ Fresenius Vamed

Since November 30, 2023, Fresenius Medical Care has been accounted for at equity in accordance with IAS 28. As of January 1, 2023, the business segments are differentiated between operating companies (Fresenius Kabi and Fresenius Helios) and investment companies (Fresenius Medical Care and Fresenius Vamed).

The reporting and functional currency of the Fresenius Group is the euro. In order to improve the clarity of presentation, amounts are generally presented in million euros. Amounts less than €1 million, after rounding, are marked with "0".

Transformation Fresenius Vamed

As a result of the continuing negative earnings development at Fresenius Vamed, Fresenius comprehensively analyzed the business model, governance, and all processes of Fresenius Vamed and initiated a comprehensive transformation of the company's organization. At the same time, a far-reaching restructuring program was initiated with the clear objective of increasing the company's profitability.

As part of the transformation, Fresenius Vamed has realigned its project business, particularly in Germany. Moreover, the company has initiated the withdrawal from non-core activities in main non-European markets in the service business. This will lead to a redimensioning of activities and thus to a significantly lower risk profile.

As a result of this transformation, Fresenius Vamed remeasured the affected business activities and recognized special items of €47 million in the first quarter of 2024 (in fiscal year 2023: €554 million). These are attributable in particular to impairments of contract assets, receivables and inventories as well as of loans and investments and to restructuring expenses as well as the recognition of corresponding provisions. These special items are largely non-cash items.

II. BASIS OF PRESENTATION

Fresenius SE & Co. KGaA, as a stock exchange listed company with a domicile in a member state of the European Union (EU), fulfills its obligation to prepare and publish the consolidated financial statements in accordance with the International Financial Reporting Standards (IFRS) as adopted by the EU and applying Section 315e of the German Commercial Code (HGB).

The consolidated interim financial statements and accompanying condensed notes are prepared in accordance with the International Accounting Standard (IAS) 34. The primary financial statements are presented in the format consistent with the consolidated financial statements as of December 31, 2023. The consolidated interim financial statements have been prepared in accordance with the Standards and interpretations in effect on the reporting date, and endorsed in the EU, as issued by the International Accounting Standards Board (IASB) and the IFRS Interpretations Committee (IFRS IC).

The interim financial statements have been prepared in accordance with the same general accounting policies applied in the preparation of the consolidated financial statements as of December 31, 2023.

III. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Principles of consolidation

The condensed consolidated financial statements and interim management report for the first quarter ended March 31, 2024 have not been audited nor reviewed and should be read in conjunction with the notes included and published in the consolidated financial statements as of December 31, 2023 applying Section 315e HGB in accordance with IFRS as adopted by the EU.

Except for the reported sale of the Eugin group (see note 2, Acquisitions, divestitures and investments), there have been no other material changes in the Fresenius Group's consolidation structure.

The consolidated financial statements for the first quarter ended March 31, 2024 include all adjustments that, in the opinion of the Management Board, are of a normal and recurring nature and are necessary to provide a fair presentation of the assets and liabilities, financial position and results of operations of the Fresenius Group.

The results of operations for the first quarter ended March 31, 2024 are not necessarily indicative of the results of operations for the fiscal year 2024.

Classifications

The prior year figures have been adjusted in the consolidated statement of income, the consolidated statement of cash flows and in the corresponding notes due to the application of IFRS 5 for the deconsolidated Fresenius Medical Care operations.

Government grants

In the first quarter of 2024, the German clinics of the Fresenius Group did not receive government compensation payments and reimbursements to compensate for increased energy prices and costs indirectly caused by the increase in energy prices (Q1/2023: €66 million). In the consolidated statement of income, a pro rata amount in the mid double-digit million euro range was realized in the first quarter of 2024 from the payments already received in 2023.

Hyperinflationary accounting

Fresenius Group's subsidiaries operating in Argentina apply IAS 29, Financial Reporting in Hyperinflationary Economies, due to inflation in those countries. For the first quarter of 2024, the application of IAS 29 resulted in an effect on net income from continuing operations attributable to shareholders of Fresenius SE & Co. KGaA of -€9 million (Q1/2023: -€13 million) included in selling, general and administrative expenses. The ongoing retranslation effects of hyperinflationary accounting and its impact on comparative amounts are recorded in other comprehensive income (loss) within the consolidated financial statements.

Use of estimates

The preparation of consolidated financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of income and expenses during the reporting period. Actual results could differ from those estimates.

IV. RECENT PRONOUNCEMENTS, APPLIED

The Fresenius Group has prepared its consolidated financial statements at and for the first quarter ended March 31, 2024 in conformity with IFRS, as adopted by the EU, that must be applied for the interim periods starting on or after January 1, 2024.

For the first quarter of 2024, the following new standard relevant for Fresenius Group's business was applied for the first time:

In January 2020, the IASB issued **Amendments to IAS 1, Classification of Liabilities as Current and Non-current**. The amendments clarify under which circumstances debt and other liabilities with an uncertain settlement date should be classified as current or non-current. Among others, the amendments state that liabilities shall be classified depending on rights that exist at the end of the reporting period and define under which conditions liabilities might be settled by cash, other economic resources or equity. On July 15, 2020, and October 31, 2022, the IASB deferred the effective date. The amendments to IAS 1 are now effective for fiscal years beginning on or after January 1, 2024.

The adoption of IAS 1 did not have a material impact on the consolidated financial statements of the Fresenius Group.

All other mandatory new IFRS standards and interpretations had no material impact on the consolidated financial statements of the Fresenius Group.

V. RECENT PRONOUNCEMENTS, NOT YET APPLIED

The IASB issued the following new standard relevant for the Fresenius Group's business:

In April 2024, the IASB issued **IFRS 18, Presentation and Disclosure in Financial Statements**. IFRS 18 amends a number of other standards and replaces IAS 1, Presentation of Financial Statements. However, the new standard carries forward most of its requirements while introducing new guidance to increase transparency and comparability of financial statements. IFRS 18 requires structuring the statement of profit or loss in three newly defined categories and enhanced disclosures for company-specific measures, among others.

IFRS 18 is effective for fiscal years beginning on or after January 1, 2027. Earlier adoption is permitted. The Fresenius Group is currently evaluating the impact of IFRS 18 on the consolidated financial statements.

The EU Commission's endorsement of IFRS 18 is still outstanding.

In the Fresenius Group's view, there are no other IFRS standards or interpretations not yet effective that would be expected to have a material impact on the consolidated financial statements.

2. ACQUISITIONS, DIVESTITURES AND INVESTMENTS

The Fresenius Group made acquisitions, investments and purchases of intangible assets of €8 million and €18 million in the first quarter of 2024 and 2023, respectively. Of this amount, €10 million was paid in cash in the first quarter of 2024 including €2 million in subsequent purchase price payments already recognized as liabilities.

FRESENIUS KABI

In the first quarter of 2024, Fresenius Kabi spent €8 million (Q1/2023: €15 million) on acquisitions, mainly for milestone payments relating to the acquisition of Merck KGaA's biosimilars business which were already recognized as liabilities as part of the acquisition.

FRESENIUS HELIOS

In the first quarter of 2024 and 2023, respectively, Fresenius Helios did not incur any acquisition expenses.

FRESENIUS VAMED

In the first quarter of 2024, Fresenius Vamed did not incur any acquisition expenses (Q1/2023: €2 million).

DISPOSAL GROUPS

On November 8, 2023, the Fresenius Group signed an agreement to sell the Eugin group to the global fertility group IVI RMA (a KKR portfolio company) and GED Capital. Following the receipt of the regulatory approvals, the transaction was completed on January 31, 2024. The sale only comprises the Eugin group. Fresenius Helios' well-established legacy business of fertility treatments in selected hospitals and outpatient centers of Quirónsalud and Helios Germany will remain with Fresenius Helios and continue to offer fertility treatments. The sales price is composed of a fixed cash payment and possible further performance-related payments. For the disposal of the Eugin group, an impairment loss of €231 million was recognized in 2023 in connection with the classification as an asset held for sale, which is included in other operating expenses in the consolidated statement of income and classified as a special item. A deconsolidation loss of €6 million was recognized in the first quarter of 2024, which is mainly included in other operating expenses in the consolidated statement of income and classified as a special item.

On November 14, 2023, the Fresenius Group signed an agreement to transfer its plant in Halden, Norway, to HP Halden Pharma AS, a company of the Prange Group. The Prange Group, together with its affiliate Adragos Pharma, will take over the manufacturing facility with equipment as well as employees and will continue to manufacture Fresenius Kabi's products. The transaction was completed on March 1, 2024. For the disposal, an impairment loss of €20 million was recognized in connection with the classification as an asset held for sale in 2023, which is included in costs of revenue in the consolidated statement of income and classified as a special item. In the first quarter of 2024, a loss from the disposal of assets of around €5 million was recognized, which is included in other operating expenses in the consolidated statement of income and classified as a special item.

On October 31, 2023, the Fresenius Group signed an agreement to sell its 70 percent stake in IDCQ CRP, a co-holding entity of the hospital Clínica Ricardo Palma in Lima, Peru. The stake is acquired by entities of the Verme family which already hold a stake in the hospital, together

with other local investors. After regulatory approvals, the transaction was completed on April 23, 2024. The disposal of the hospital in Peru did not result in an impairment loss in the first quarter of 2024 and the assets are recognized at their carrying amount.

The following assets and liabilities were classified as held for sale, which relate to the hospital in Peru as of March 31, 2024 and mainly to the Eugin group as of December 31, 2023:

€ in millions	Mar. 31, 2024	Dec. 31, 2023
Current assets	37	134
Non-current assets	90	421
Assets held for sale	127	555
Short-term liabilities	40	84
Long-term liabilities	13	146
Liabilities held for sale	53	230

As of March 31, 2024, the cumulative currency translation gains and losses recognized in other comprehensive income (loss) in connection with the hospital in Peru amounted to €3 million.

The carrying amounts of the main groups of assets and liabilities of the Eugin group disposed of at the time of disposal on January 31, 2024 were as follows:

€ in millions	Jan. 31, 2024
Cash and cash equivalents	18
Other current assets	52
Non-current assets	317
Assets disposed of	387
Short-term liabilities	53
Long-term liabilities	125
Liabilities disposed of	178

The carrying amounts of the main groups of assets and liabilities of Fresenius Medical Care disposed of at the time of disposal on November 30, 2023 were as follows:

€ in millions	Nov. 30, 2023
Cash and cash equivalents	1,303
Other current assets	7,635
Non-current assets	25,859
Assets disposed of	34,797
Short-term liabilities	6,473
Long-term liabilities	13,170
Liabilities disposed of	19,643

NOTES ON THE CONSOLIDATED STATEMENT OF INCOME

The prior year figures have been adjusted in the notes on the consolidated statement of income due to the deconsolidation of Fresenius Medical Care operations.

3. SPECIAL ITEMS

Net income attributable to shareholders of Fresenius SE & Co. KGaA for the first quarter of 2024 in the amount of €278 million includes special items which had the following impact on the consolidated statement of income:

€ in millions	EBIT	Interest expenses	Net income attributable to shareholders of Fresenius SE & Co. KGaA
Earnings Q1/2024, before special items	633	-	429
Vamed transformation	-47	-	-36
Expenses associated with the Fresenius cost and efficiency program	-15	-	-12
Legacy portfolio adjustments	-12	-	-13
Special items Fresenius excluding Fresenius Medical Care	-74	-	-61
Impact of PPA equity method Fresenius Medical Care	-	-	-52
Special items Fresenius Medical Care (32%)	-	-	-38
Special items Fresenius Medical Care	-	-	-90
Earnings Q1/2024 according to IFRS	559	-	278

Net income attributable to shareholders of Fresenius SE & Co. KGaA for the first quarter of 2023 in the amount of €346 million included special items which had the following impact on the consolidated statement of income:

€ in millions	EBIT	Interest expenses	Net income attributable to shareholders of Fresenius SE & Co. KGaA
Earnings Q1/2023, before special items	554	-87	389
Expenses associated with the Fresenius cost and efficiency program	-23	-	-19
Legacy portfolio adjustments	-	-	-
Transaction costs mAbxience, Ivenix	-4	-	-2
Legal form conversion costs Fresenius Medical Care	-1	-	-1
Revaluations of biosimilars contingent purchase price liabilities	0	-	0
Special items Fresenius excluding Fresenius Medical Care	-28	-	-22
Impact of PPA equity method Fresenius Medical Care	-	-	-
Special items Fresenius Medical Care (32%)	-	-	-21
Special items Fresenius Medical Care	-	-	-21
Earnings Q1/2023 according to IFRS	526	-87	346

4. REVENUE

Revenue by activity was as follows:

	Q1/2024				
€ in millions	Fresenius Kabi	Fresenius Helios	Fresenius Vamed	Corporate	Fresenius Group
Revenue from contracts with customers	2,037	3,165	488	0	5,690
thereof revenue of services	41	3,165	385	–	3,591
thereof revenue of products and related services	1,984	–	–	0	1,984
thereof revenue from long-term production contracts	–	–	103	–	103
thereof further revenue from contracts with customers	12	0	–	–	12
Other revenue	1	13	–	–	14
Revenue	2,038	3,178	488	0	5,704

	Q1/2023				
€ in millions	Fresenius Kabi	Fresenius Helios	Fresenius Vamed	Corporate	Fresenius Group
Revenue from contracts with customers	1,978	3,058	506	0	5,542
thereof revenue of services	20	3,055	365	0	3,440
thereof revenue of products and related services	1,956	–	–	–	1,956
thereof revenue from long-term production contracts	–	–	141	–	141
thereof further revenue from contracts with customers	2	3	–	–	5
Other revenue	1	2	1	–	4
Revenue	1,979	3,060	507	0	5,546

Other revenue includes revenue from insurance and lease contracts.

5. RESEARCH AND DEVELOPMENT EXPENSES

Research and development expenses of €139 million (Q1/2023: €143 million) included expenditures for research and non-capitalizable development costs as well as regular depreciation and amortization expenses relating to capitalized development costs of €10 million (Q1/2023: €8 million). The expenses for the further development of the Biopharma business included in the research and development expenses amounted to €42 million in the first quarter of 2024 (Q1/2023: €42 million).

6. TAXES

During the first quarter of 2024, there were no material changes relating to accruals for income taxes as well as recognized and accrued payments for interest and penalties. Further information can be found in the consolidated financial statements as of December 31, 2023 applying Section 315e HGB in accordance with IFRS.

7. EARNINGS PER SHARE

The following table shows the earnings per share:

	Q1/2024	Q1/2023
Numerators, € in millions		
Net income attributable to shareholders of Fresenius SE & Co. KGaA	278	346
Denominators in number of shares		
Weighted average number of ordinary shares outstanding	563,237,277	563,237,277
Earnings per share in €	0.49	0.61

There were no dilutive effects from stock options issued on earnings per share in the first quarter of 2024 and 2023.

NOTES ON THE CONSOLIDATED STATEMENT OF FINANCIAL POSITION

8. TRADE ACCOUNTS AND OTHER RECEIVABLES

As of March 31, 2024 and December 31, 2023, trade accounts and other receivables were as follows:

€ in millions	March 31, 2024		December 31, 2023	
		thereof credit impaired		thereof credit impaired
Trade accounts and other receivables	4,382	381	4,021	411
less allowances for expected credit losses	354	280	348	286
Trade accounts and other receivables, net	4,028	101	3,673	125

Within trade accounts and other receivables (before allowances) as of March 31, 2024, €4,382 million (December 31, 2023: €4,019 million) relate to revenue from contracts with customers as defined by IFRS 15. This amount includes €354 million (December 31, 2023: €347 million) of allowances for expected credit losses. Trade accounts and other receivables from other revenue were recorded in an immaterial amount.

9. INVENTORIES

As of March 31, 2024 and December 31, 2023, inventories consisted of the following:

€ in millions	Mar. 31, 2024	Dec. 31, 2023
Raw materials and purchased components	892	898
Work in process	316	279
Finished goods	1,562	1,472
less reserves	131	132
Inventories, net	2,639	2,517

10. OTHER CURRENT AND NON-CURRENT ASSETS

Other assets include a compensation receivable resulting from German hospital law of €1,479 million (December 31, 2023: €1,360 million) which mainly relates to income equalization claims for hospital services. The increase in compensation receivable in the first quarter of 2024 is mainly due to delayed budget negotiations with providers.

11. GOODWILL

The carrying amount of goodwill has developed as follows:

€ in millions	Fresenius Kabi	Fresenius Helios	Fresenius Medical Care	Fresenius Vamed	Corporate	Fresenius Group
Carrying amount as of January 1, 2023	6,307	9,073	15,791	313	6	31,490
Additions	-	2	3	1	0	6
Disposals	-	-6	-48	-	-	-54
Impairment loss	-	-22	-2	-	-	-24
Reclassifications	-	-	-	-1	-	-1
Foreign currency translation	-158	1	-321	1	0	-477
Reclassifications to "Assets related to Fresenius Medical Care to be deconsolidated under IFRS 5"	n.a.	n.a.	-15,423	n.a.	-6	-15,429
Reclassifications to "Assets held for sale"	n.a.	-422	n.a.	n.a.	n.a.	-422
Carrying amount as of December 31, 2023	6,149	8,626	-	314	0	15,089
Disposals	-10	-	-	-1	-	-11
Reclassifications	-	6	-	-	-	6
Foreign currency translation	85	-	-	0	0	85
Carrying amount as of March 31, 2024	6,224	8,632	-	313	0	15,169

12. INTERESTS IN ASSOCIATES

Fresenius SE & Co. KGaA owned 32% of the subscribed capital of Fresenius Medical Care AG at the end of the first quarter of 2024 and accounts for this investment according to the equity method.

The carrying amount of the investment was €3,532 million at March 31, 2024 (December 31, 2023: 3,500), while the fair value based on the quoted market price of €35.65 per share on March 28, 2024 was €3,365 million.

The following table contains summarized financial information of Fresenius Medical Care AG. The statement of financial position values include fair value adjustments, the amortization of which is shown in the reconciliation table.

€ in millions	Mar. 31, 2024	Dec. 31, 2023
Current assets	9,405	9,063
Non-current assets	23,506	23,725
Short-term liabilities	6,201	6,099
Long-term liabilities	14,048	14,110
Net assets	12,662	12,579
Net assets of shareholders of Fresenius Medical Care AG	10,981	10,879
Net assets of noncontrolling interests	1,681	1,700

€ in millions	Mar. 31, 2024
Revenue	4,725
Net income	118
Other comprehensive income (loss), net	202
Total comprehensive income (loss)	320

€ in millions	2024
Carrying amount of investment under the equity method at January 1	3,500
Proportionate net income attributable to the shareholders of Fresenius Medical Care AG	22
Proportionate other comprehensive income attributable to the shareholders of Fresenius Medical Care AG	53
Proportionate other changes in equity	9
Amortization of the effects of the purchase price allocation through profit or loss	-52
Carrying amount of investment under the equity method at March 31	3,532

Further investments in equity method investees are not material to the Fresenius Group.

13. DEBT

SHORT-TERM DEBT

As of March 31, 2024 and December 31, 2023, short-term debt consisted of the following:

€ in millions	Book value	
	March 31, 2024	December 31, 2023
Fresenius SE & Co. KGaA Commercial Paper	661	470
Other short-term debt	80	99
Short-term debt	741	569

LONG-TERM DEBT

As of March 31, 2024 and December 31, 2023, long-term debt net of debt issuance costs consisted of the following:

€ in millions	Book value	
	March 31, 2024	December 31, 2023
Schuldschein Loans	1,377	1,622
Loan from the European Investment Bank	400	400
Other	644	666
Interest liabilities	28	20
Subtotal	2,449	2,708
less current portion	248	492
Long-term debt, less current portion	2,201	2,216

Schuldschein Loans

As of March 31, 2024 and December 31, 2023, Schuldschein Loans of the Fresenius Group net of debt issuance costs consisted of the following:

	Notional amount	Maturity	Interest rate fixed/variable	Book value € in millions	
				March 31, 2024	Dec. 31, 2023
Fresenius SE & Co. KGaA 2017/2024	€246 million	Jan. 31, 2024	1.40%	–	246
Fresenius SE & Co. KGaA 2023/2026	€309 million	May 29, 2026	4.40% / variable	309	309
Fresenius SE & Co. KGaA 2019/2026	€238 million	Sept. 23, 2026	0.85% / variable	238	238
Fresenius SE & Co. KGaA 2017/2027	€207 million	Jan. 29, 2027	1.96% / variable	206	206
Fresenius SE & Co. KGaA 2023/2028	€405 million	May 30, 2028	4.62% / variable	404	404
Fresenius SE & Co. KGaA 2019/2029	€84 million	Sept. 24, 2029	1.10%	84	84
Fresenius SE & Co. KGaA 2023/2030	€136 million	May 31, 2030	4.77% / variable	136	135
Schuldschein Loans				1,377	1,622
Interest liabilities				24	20

Loan from the European Investment Bank

On January 31, 2022, Fresenius SE & Co. KGaA drew a loan from the European Investment Bank in the amount of €400 million with variable interest rates which is due on December 15, 2025.

CREDIT LINES AND OTHER SOURCES OF LIQUIDITY

The syndicated credit facility of Fresenius SE & Co. KGaA in the amount of €2.0 billion which was entered into in July 2021 serves as backup line. In June 2023, the syndicated credit facility was extended by a further year until July 1, 2028. It was undrawn as of March 31, 2024. In addition, further bilateral facilities are available to the Fresenius

Group which have not been utilized, or have only been utilized in part, as of the reporting date.

At March 31, 2024, the available borrowing capacity resulting from unutilized credit facilities was approximately €3.1 billion. Thereof, €2.0 billion related to the syndicated credit facility and approximately €1.1 billion to bilateral facilities with commercial banks.

14. BONDS

As of March 31, 2024 and December 31, 2023, bonds of the Fresenius Group net of debt issuance costs consisted of the following:

	Notional amount	Maturity	Interest rate	Book value € in millions	
				March 31, 2024	December 31, 2023
Fresenius Finance Ireland PLC 2017/2024	€700 million	Jan. 30, 2024	1.50%	–	700
Fresenius Finance Ireland PLC 2021/2025	€500 million	Oct. 1, 2025	0.00%	499	498
Fresenius Finance Ireland PLC 2017/2027	€700 million	Feb. 1, 2027	2.125%	697	697
Fresenius Finance Ireland PLC 2021/2028	€500 million	Oct. 1, 2028	0.50%	498	498
Fresenius Finance Ireland PLC 2021/2031	€500 million	Oct. 1, 2031	0.875%	496	496
Fresenius Finance Ireland PLC 2017/2032	€500 million	Jan. 30, 2032	3.00%	496	496
Fresenius SE & Co. KGaA 2019/2025	€500 million	Feb. 15, 2025	1.875%	500	499
Fresenius SE & Co. KGaA 2022/2025	€750 million	May 24, 2025	1.875%	749	749
Fresenius SE & Co. KGaA 2022/2026	€500 million	May 28, 2026	4.25%	498	498
Fresenius SE & Co. KGaA 2020/2026	€500 million	Sep. 28, 2026	0.375%	498	497
Fresenius SE & Co. KGaA 2020/2027	€750 million	Oct. 8, 2027	1.625%	745	745
Fresenius SE & Co. KGaA 2020/2028	€750 million	Jan. 15, 2028	0.75%	747	746
Fresenius SE & Co. KGaA 2023/2028	CHF275 million	Oct. 18, 2028	2.96%	280	295
Fresenius SE & Co. KGaA 2019/2029	€500 million	Feb. 15, 2029	2.875%	497	497
Fresenius SE & Co. KGaA 2022/2029	€500 million	Nov. 28, 2029	5.00%	496	496
Fresenius SE & Co. KGaA 2022/2030	€550 million	May 24, 2030	2.875%	543	543
Fresenius SE & Co. KGaA 2023/2030	€500 million	Oct. 5, 2030	5.125%	494	494
Fresenius SE & Co. KGaA 2020/2033	€500 million	Jan. 28, 2033	1.125%	497	497
Bonds				9,230	9,941
Interest liabilities				88	115

As of March 31, 2024, the bond issued by Fresenius SE & Co. KGaA in the amount of €500 million, which is due on February 15, 2025, is shown as current portion of bonds in the consolidated statement of financial position.

15. CONVERTIBLE BONDS

As of March 31, 2024 and December 31, 2023, the convertible bonds of the Fresenius Group net of debt issuance costs consisted of the following:

	Notional amount	Maturity	Coupon	Current conversion price	Book value € in millions	
					March 31, 2024	December 31, 2023
Fresenius SE & Co. KGaA 2017/2024	€500 million	Jan. 31, 2024	0.000%	€103.0631	-	499
Convertible bonds					-	499

The convertible bonds were repaid at par on January 31, 2024. In November 2023, the conversion rights of the convertible bonds expired. The stock options on treasury shares which Fresenius SE & Co. KGaA purchased in 2017 to protect against risks from conversion rights also expired in November 2023.

16. NONCONTROLLING INTERESTS

As of March 31, 2024 and December 31, 2023, noncontrolling interests in the Fresenius Group were as follows:

€ in millions	Mar. 31, 2024	Dec. 31, 2023
Noncontrolling interests in VAMED Aktiengesellschaft	-88	-76
Noncontrolling interests in the business segments		
Fresenius Kabi	615	588
Fresenius Helios	127	120
Fresenius Vamed	19	20
Total noncontrolling interests	673	652

Accumulated other comprehensive income (loss) allocated to noncontrolling interests mainly relates to currency effects from the translation of financial statements denominated in foreign currencies. For changes in noncontrolling interests, please see the consolidated statement of changes in equity.

17. FRESENIUS SE & CO. KGAA SHAREHOLDERS' EQUITY

SUBSCRIBED CAPITAL

As of January 1, 2024, the subscribed capital of Fresenius SE & Co. KGaA consisted of 563,237,277 bearer ordinary shares.

During the first quarter of 2024, no stock options were exercised. Consequently, as of March 31, 2024, the subscribed capital of Fresenius SE & Co. KGaA consisted of 563,237,277 bearer ordinary shares. The shares are issued as non-par value shares. The proportionate amount of the subscribed capital is €1.00 per share.

CONDITIONAL CAPITAL

In order to fulfill the subscription rights under the current stock option plan 2013 of Fresenius SE & Co. KGaA, Conditional Capital IV exists (see note 22, Share-based compensation plans). Another Conditional Capital III exists for the authorization to issue option bearer bonds and/or convertible bonds.

The Conditional Capital did not change in the first quarter of 2024. It was composed as follows as of March 31, 2024:

in €	Ordinary shares
Conditional Capital I Fresenius AG Stock Option Plan 2003 (expired)	4,735,083
Conditional Capital II Fresenius SE Stock Option Plan 2008 (expired)	3,452,937
Conditional Capital III option bearer bonds and/or convertible bonds	48,971,202
Conditional Capital IV Fresenius SE & Co. KGaA Stock Option Plan 2013	22,824,857
Total Conditional Capital as of March 31, 2024	79,984,079

DIVIDENDS

Under the German Stock Corporation Act (AktG), the amount of dividends available for distribution to shareholders is based upon the unconsolidated retained earnings of Fresenius SE & Co. KGaA as reported in its statement of financial position determined in accordance with the German Commercial Code (HGB).

As the Fresenius Group makes use of the governmental compensation and reimbursement payments provided for in the relief package to compensate for additional costs caused by the increase in energy prices, the general partner and the Supervisory Board will not propose a dividend distribution for fiscal year 2023 to the Annual General Meeting of Fresenius SE & Co. KGaA on May 17, 2024.

OTHER NOTES

18. LEGAL AND REGULATORY MATTERS

The Fresenius Group is routinely involved in claims, lawsuits, regulatory and tax audits, investigations and other legal matters arising, for the most part, in the ordinary course of its business of providing healthcare services and products. The Fresenius Group records its litigation reserves for certain legal proceedings and regulatory

matters to the extent that the Fresenius Group determines an unfavorable outcome is probable and the amount of loss can be reasonably estimated. The outcome of litigation and other legal matters is often difficult to predict accurately and outcomes that are not consistent with Fresenius Group's view of the merits can occur. The Fresenius Group believes that it has valid defenses to the legal matters pending against it and is defending itself vigorously. Nevertheless, it is possible that the resolution of one or more of the legal matters

currently pending or threatened could have a material adverse effect on its business, results of operations and financial condition.

Further information regarding legal disputes, court proceedings and investigations can be found in detail in the consolidated financial statements as of December 31, 2023 applying Section 315e HGB in accordance with IFRS. There have been no significant changes in the first quarter of 2024.

19. FINANCIAL INSTRUMENTS

VALUATION OF FINANCIAL INSTRUMENTS

Carrying amounts of financial instruments

As of March 31, 2024 and December 31, 2023, the carrying amounts of financial instruments by item of the statement of financial position and structured according to categories were as follows:

€ in millions	March 31, 2024							
	Carrying amount	Amortized cost	Fair value through profit and loss ¹	Fair value through other comprehensive income ²	Relating to no category			
					Derivatives designated as cash flow hedging instruments at fair value	Put option liabilities measured at fair value	Valuation according to IFRS 16 for leasing receivables and liabilities	Valuation of continuing involvement
Financial assets								
Cash and cash equivalents	1,019	956	63					
Trade accounts and other receivables, less allowances for expected credit losses	4,028	3,762	242	1			1	22
Other financial assets ³	2,050	1,929	98	14	9		0	
Financial assets	7,097	6,647	403	15	9	–	1	22
Financial liabilities								
Trade accounts payable	1,251	1,251						
Short-term debt	741	741						
Long-term debt	2,449	2,449						
Lease liabilities	1,996						1,996	
Bonds	9,318	9,318						
Other financial liabilities ⁴	2,530	1,543	413		13	525		36
Financial liabilities	18,285	15,302	413	–	13	525	1,996	36

¹ All included financial assets and liabilities are mandatorily measured at fair value through profit and loss according to IFRS 9.

² The option to measure equity instruments at fair value through other comprehensive income has been exercised. The option has been used for €14 million other investments (included in other financial assets).

³ Other financial assets are included in the item other current and non-current assets in the consolidated statement of financial position.

⁴ Other financial liabilities are included in the items short-term provisions and other short-term liabilities and long-term provisions and other long-term liabilities in the consolidated statement of financial position.

December 31, 2023

€ in millions	Relating to no category							
	Carrying amount	Amortized cost	Fair value through profit and loss ¹	Fair value through other comprehensive income ²	Derivatives designated as cash flow hedging instruments at fair value	Put option liabilities measured at fair value	Valuation according to IFRS 16 for leasing receivables and liabilities	Valuation of continuing involvement
Financial assets								
Cash and cash equivalents	2,562	2,512	50					
Trade accounts and other receivables, less allowances for expected credit losses	3,673	3,471	173	1			1	27
Other financial assets ³	1,864	1,763	71	16	14		0	
Financial assets	8,099	7,746	294	17	14	-	1	27
Financial liabilities								
Trade accounts payable	1,488	1,488						
Short-term debt	569	569						
Long-term debt	2,708	2,708						
Lease liabilities	1,998						1,998	
Bonds	10,056	10,056						
Convertible bonds	499	499						
Other financial liabilities ⁴	2,470	1,491	406		6	522		45
Financial liabilities	19,788	16,811	406	-	6	522	1,998	45

¹ All included financial assets and liabilities are mandatorily measured at fair value through profit and loss according to IFRS 9.

² The option to measure equity instruments at fair value through other comprehensive income has been exercised. The option has been used for €16 million other investments (included in other financial assets).

³ Other financial assets are included in the item other current and non-current assets in the consolidated statement of financial position.

⁴ Other financial liabilities are included in the items short-term provisions and other short-term liabilities and long-term provisions and other long-term liabilities in the consolidated statement of financial position.

Fair value of financial instruments

The following table shows the carrying amounts and the fair value hierarchy levels as of March 31, 2024 and December 31, 2023:

€ in millions	March 31, 2024				December 31, 2023			
	Carrying amount	Fair value			Carrying amount	Fair value		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
Financial assets								
Cash and cash equivalents ¹	63	63			50	50		
Trade accounts and other receivables, less allowances for expected credit losses ¹	243		243		175		175	
Other financial assets ¹								
Equity investments	33		25	8	35		27	8
Derivatives designated as cash flow hedging instruments	9		9		14		14	
Derivatives not designated as hedging instruments	28		28		28		28	
Other financial assets	51			51	24			24
Financial liabilities								
Long-term debt	2,449		2,411		2,708		2,683	
Bonds	9,318	8,837			10,056	9,591		
Convertible bonds	-	-			499	498		
Other financial liabilities ¹								
Put option liabilities	525			525	522			522
Accrued contingent payments outstanding for acquisitions	403			403	397			397
Derivatives designated as cash flow hedging instruments	13		13		6		6	
Derivatives not designated as hedging instruments	10		10		9		9	

¹ Fair value information is not provided for financial instruments, if the carrying amount is a reasonable estimate of the fair value due to the relatively short period of maturity of these instruments.

Explanations regarding the significant methods and assumptions used to estimate the fair values of financial instruments and classification of fair value measurements

according to the three-tier fair value hierarchy as well as explanations with regard to existing and expected risks from financial instruments and hedging can be found in the

consolidated financial statements as of December 31, 2023 applying Section 315e HGB in accordance with IFRS.

The following table shows the changes of the fair values of financial instruments classified as level 3 in the first quarter of 2024:

€ in millions	Equity investments and other financial assets	Accrued contingent payments outstanding for acquisitions	Put option liabilities
As of January 1, 2024	32	397	522
Additions	26	–	–
Gain/loss recognized in profit or loss	1	4	0
Gain/loss recognized in equity	–	–	3
Currency effects and other changes	0	2	–
As of March 31, 2024	59	403	525

20. INFORMATION ON CAPITAL MANAGEMENT

The Fresenius Group has a solid financial profile. As of March 31, 2024, the equity ratio was 45.4% and the debt ratio (debt/total assets) was 32.8%. As of March 31, 2024, the leverage ratio (before special items) on the basis of net debt/EBITDA, calculated on the basis of closing rates, was 3.75 (December 31, 2023: 3.76).

The aims of the capital management and further information can be found in the consolidated financial statements as of December 31, 2023 applying Section 315e HGB in accordance with IFRS.

The Fresenius Group is covered by the rating agencies Moody’s, Standard & Poor’s and Fitch.

The following table shows the company rating of Fresenius SE & Co. KGaA:

	Mar. 31, 2024	Dec. 31, 2023
Standard & Poor’s		
Corporate Credit Rating	BBB	BBB
Outlook	negative	negative
Moody’s		
Corporate Credit Rating	Baa3	Baa3
Outlook	stable	stable
Fitch		
Corporate Credit Rating	BBB-	BBB-
Outlook	stable	stable

21. NOTES ON THE CONSOLIDATED SEGMENT REPORTING

GENERAL

The consolidated segment reporting table shown on page 37 of this interim report is an integral part of the notes.

The Fresenius Group has identified the business segments Fresenius Kabi, Fresenius Helios and Fresenius Vamed, which corresponds to the internal organizational and reporting structures (Management Approach) at March 31, 2024.

The business segment Fresenius Medical Care is accounted for using the equity method. Accordingly, the prior year figures in the consolidated statement of income and the consolidated statement of cash flows have been restated and key figures adjusted.

The column Corporate/Other is comprised of the holding functions of Fresenius SE & Co. KGaA as well as Fresenius Digital Technology GmbH, which provides services in the field of information technology. Furthermore, Corporate/Other includes intersegment consolidation adjustments, all special items (see note 3, Special items) as well as in net income the at equity result of Fresenius Medical Care.

The business segments were identified in accordance with IFRS 8, Operating Segments, which defines the segment reporting requirements in the annual financial statements and interim reports with regard to the operating business, product and service businesses and regions. Further explanations with regard to the business segments can be found in the consolidated financial statements as of December 31, 2023 applying Section 315e HGB in accordance with IFRS.

NOTES ON THE BUSINESS SEGMENTS

Explanations regarding the notes on the business segments can be found in the consolidated financial statements as of December 31, 2023 applying Section 315e HGB in accordance with IFRS.

RECONCILIATION OF KEY FIGURES TO CONSOLIDATED EARNINGS FROM CONTINUING OPERATIONS

€ in millions	Q1/2024	Q1/2023
Total EBIT of reporting segments	665	573
Special items	-74	-28
General corporate expenses Corporate (EBIT)	-32	-19
Group EBIT	559	526
Income from the Fresenius Medical Care investment accounted for using the equity method	-30	n.a.
Net interest	-115	-87
Income before income taxes	414	439

RECONCILIATION OF NET DEBT WITH THE CONSOLIDATED STATEMENT OF FINANCIAL POSITION

€ in millions	Mar. 31, 2024	Dec. 31, 2023
Short-term debt	741	569
Current portion of long-term debt	248	492
Current portion of lease liabilities	215	206
Current portion of bonds	588	815
Current portion of convertible bonds	-	499
Long-term debt, less current portion	2,201	2,216
Lease liabilities, less current portion	1,781	1,792
Bonds, less current portion	8,730	9,241
Debt	14,504	15,830
less cash and cash equivalents	1,019	2,562
Net debt	13,485	13,268

22. SHARE-BASED COMPENSATION PLANS

As of March 31, 2024, Fresenius SE & Co. KGaA had three share-based compensation plans in place: the Fresenius SE & Co. KGaA Long Term Incentive Program 2013 (2013 LTIP) which is based on stock options and phantom stocks, the Fresenius Long Term Incentive Plan 2018 (LTIP 2018) which is based on performance shares, and the Fresenius Performance Plan 2023 – 2026 (LTIP 2023), under which cash-settled virtual Fresenius SE & Co. KGaA shares (stock awards) can be granted.

TRANSACTIONS DURING THE FIRST QUARTER OF 2024

During the first quarter of 2024, no stock options were exercised.

On March 15, 2024, retroactive to January 1, 2024, Fresenius SE & Co. KGaA granted 257,773 stock awards with a total fair value of €7 million to the Management Board of Fresenius Management SE under the LTIP 2023. The fair value per stock award on the grant date of January 1, 2024 was €28.25.

At March 31, 2024, 1,840,573 stock options issued under the 2013 LTIP were outstanding and exercisable. The members of the Fresenius Management SE Management Board did not hold any stock options. At March 31, 2024, 2,016,467 performance shares issued under the LTIP 2018 were outstanding, the Management Board members of Fresenius Management SE held 93,165 performance shares. 1,696,365 stock awards issued under the LTIP 2023 were outstanding

on March 31, 2024, of which 474,919 were held by the members of the Fresenius Management SE Management Board.

23. SUBSEQUENT EVENTS

The exit from the Investment Company Vamed in May 2024 completes the strategic portfolio restructuring as part of #FutureFresenius. The exit is carried out in three parts: 1) the sale of 67% of Vamed's rehabilitation business to the private equity company PAI announced in May 2024, closing of this transaction is expected in the second half of 2024, 2) Vamed's operations in Austria to be sold to an Austrian consortium of the construction companies Porr and Strabag for a total purchase price of €90 million, 3) The Health Tech Engineering (HTE) segment, which is responsible for the international project business and accounts for around 15% of Vamed's revenue, will gradually be scaled back in an orderly manner. The process should largely be completed by 2026. Until then, the business will be reported as a special item outside Fresenius' core business. Current project contracts will be fulfilled.

Vamed's High-End-Services (HES) which offers services for Fresenius Helios and other hospitals, will be transferred to Fresenius. HES is a stable business with good growth prospects and accounts for around 30% of Vamed's revenues. The profitability of HES is in the mid-single-digit percentage range.

The divestments of the rehabilitation business and the operations in Austria lead to non-cash special items of around €0.6 billion.

Due to the exit from the project business, a high triple-digit-million euro amount of special items are expected, which are spread over the next few years and mostly cash-effective.

As of the second quarter of 2024, Vamed will no longer be a reporting segment of Fresenius. In addition to reducing complexity, this step is expected to improve the Group's profitability by more than 50 basis points. It will also reduce net debt and increase the Group's return on invested capital (ROIC). Last but not least, the transparency and quality of earnings will be significantly enhanced.

After exiting from Vamed, Fresenius will consist of the two Operating Companies Fresenius Kabi and Fresenius Helios (each with 100% ownership share) and the Investment Company Fresenius Medical Care (32% ownership share).

No other events of material importance on the assets and liabilities, financial position, and results of operations of the Group have occurred following the end of the first quarter of 2024. There have been no significant changes in the Fresenius Group's operating environment following the end of the first quarter of 2024.

24. CORPORATE GOVERNANCE

For each consolidated stock exchange listed entity, the declaration pursuant to Section 161 of the German Stock Corporation Act (Aktiengesetz) has been issued and made available to shareholders on the website of Fresenius SE & Co. KGaA (www.fresenius.com/corporate-governance), and of Fresenius Medical Care AG & Co. KGaA (www.freseniusmedicalcare.com).

FINANCIAL CALENDAR

Annual General Meeting	May 17, 2024
Capital Markets Day Fresenius Helios	June 5, 2024
Report on 1st half 2024 Conference call, Live webcast	July 31, 2024
Report on 1st – 3rd quarter 2024 Conference call, Live webcast	November 6, 2024

Subject to change

FRESENIUS SHARE/ADR

	Ordinary share		ADR
Securities identification no.	578 560	CUSIP	35804M105
Ticker symbol	FRE	Ticker symbol	FSNUY
ISIN	DE0005785604	ISIN	US35804M1053
Bloomberg symbol	FRE GR	Structure	Sponsored Level 1 ADR
Reuters symbol	FREG.de	Ratio	4 ADR = 1 share
Main trading location	Frankfurt / Xetra	Trading platform	OTC

CONTACT

Corporate Headquarters

Else-Kröner-Straße 1
Bad Homburg v. d. H.
Germany

Postal address

Fresenius SE & Co. KGaA
61346 Bad Homburg v. d. H.
Germany

Contact for shareholders

Investor Relations
Telephone: ++ 49 61 72 6 08-24 87
Telefax: ++ 49 61 72 6 08-24 88
E-Mail: ir-fre@fresenius.com

Contact for journalists

Corporate Communications
Telephone: ++ 49 61 72 6 08-23 02
Telefax: ++ 49 61 72 6 08-22 94
E-mail: pr-fre@fresenius.com

Commercial Register: Bad Homburg v. d. H.; HRB 11852
Chairman of the Supervisory Board: Wolfgang Kirsch

General Partner: Fresenius Management SE
Registered Office and Commercial Register: Bad Homburg v. d. H.; HRB 11673
Management Board: Michael Sen (Chairman), Pierluigi Antonelli, Sara Hennicken, Robert Möller, Dr. Michael Moser
Chairman of the Supervisory Board: Wolfgang Kirsch

For additional information on the performance indicators used please refer to our website <https://www.fresenius.com/alternative-performance-measures>.

Forward-looking statements:

This Quarterly Financial Report contains forward-looking statements. These statements represent assessments which we have made on the basis of the information available to us at the time. Should the assumptions on which the statements are based on not occur, or if risks should arise – as mentioned in the consolidated financial statements and the management report as of December 31, 2023 applying Section 315e HBG in accordance with IFRS and the SEC filings of Fresenius Medical Care AG & Co. KGaA – the actual results could differ materially from the results currently expected.

