

Health Care Worldwide

Deutsche Bank – Leveraged Finance Conference
September 25, 2008 – Phoenix



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

Agenda

- Fresenius Group Overview
- Business Segments
 - Fresenius Medical Care
 - Fresenius Kabi
 - Fresenius Helios
 - Fresenius Vamed
- Financial Overview
- Financing Structure
- Summary and Outlook

Fresenius Group Overview



Business overview of the Fresenius Group

Fresenius Biotech
Oncology and Immunology Therapy

**Fresenius
Medical Care**



- Dialysis Products
- Dialysis Care

**Fresenius
Kabi**



- Clinical Nutrition
- Infusion Therapy
- Transfusion Technology

**Fresenius
Helios**



- Operation and management of acute clinics and rehabilitation centers

**Fresenius
Vamed**







- Technical service for health care facilities

Financial overview of the Fresenius Group

Group Enterprise Value¹ \$32.0 bn



Sales LTM² Jun-08 €11,476 m
 EBITDA LTM €2,051 m
 EBIT LTM €1,610 m
 Market Cap.³ \$13.3 bn

	35.9% economic interest	100%	99% ⁴	77% ⁴
				
Sales LTM Jun-08	\$10,172 m	€2,165 m	€1,991 m	€425 m
% of Group Sales	60 %	19 %	17 %	4 %
EBITDA LTM	\$2,034 m	€434 m	€249 m	€31 m
EBIT LTM	\$1,642 m	€354 m	€170 m	€26 m

Market Cap.³ \$16.0 bn

1 – based on market capitalisation of FSE and FMC as of September 1, 2008 and consolidated net debt as of June 30, 2008 2 – last twelve months ('LTM')

3 - as of September 1, 2008 4 – as held by Fresenius ProServe GmbH, a wholly owned subsidiary of Fresenius SE

Leading Market Positions in Established and Emerging Markets

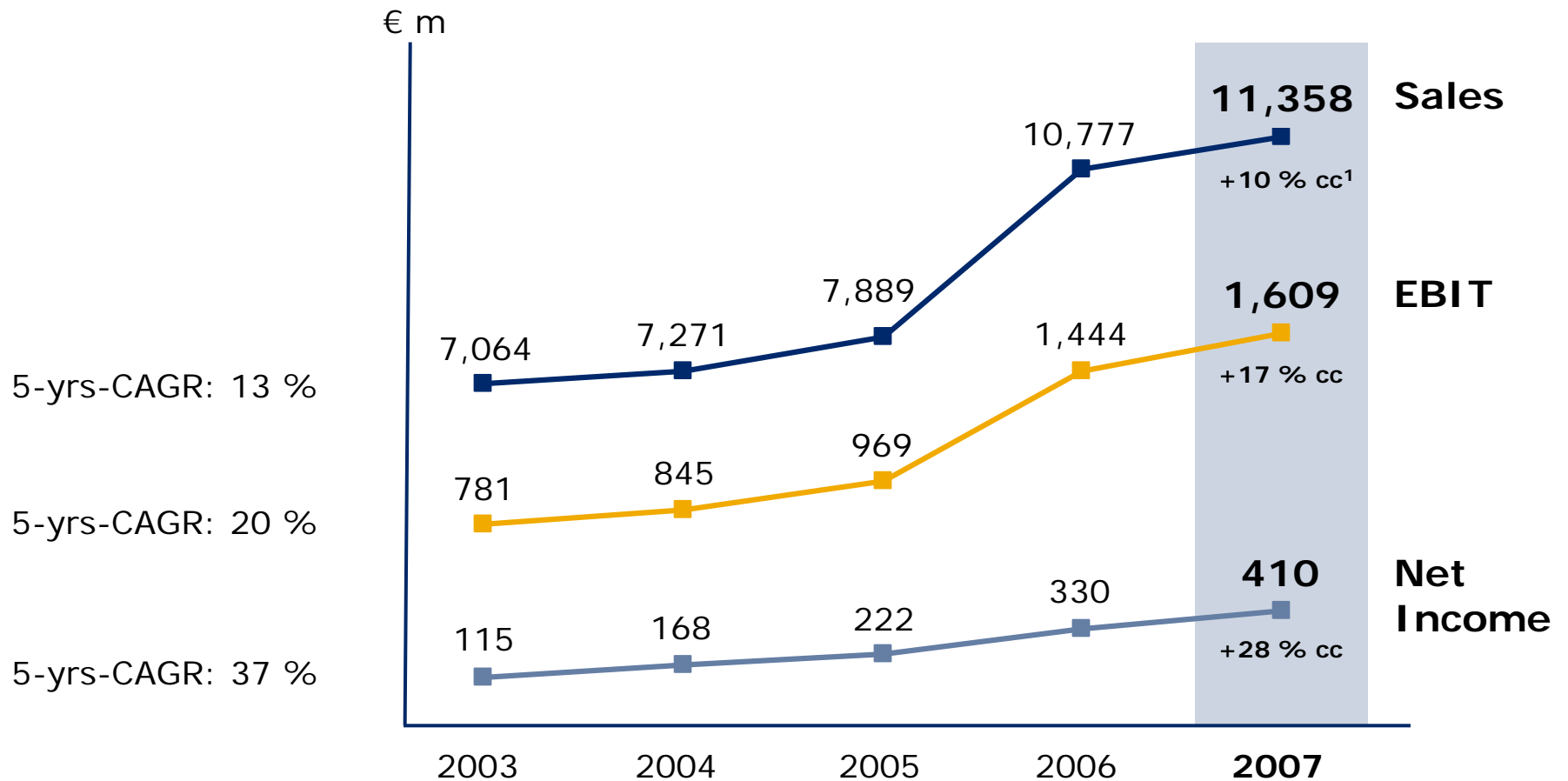
No. 1 in dialysis services worldwide

No. 1 in dialysis products worldwide

No. 1 in infusion and clinical nutrition therapy in Europe

**Strong market positions in infusion and clinical nutrition therapy
in Asia-Pacific and Latin America**

Fresenius Group: Strong Financial Results



1 – constant currency

FMC: Global leader in Dialysis Care and Dialysis Products

~ 181,100 Patients as of June 30, 2008

North America incl. Mexico & Managed Clinics

- ~ 34% market share (USA only)
- ~ 4-5% patient growth
- ~ 125,600 patients in 1,680 clinics

~ 435,000 patients

Europe/Africa/Middle East

- ~ 7% market share (Europe only)
- ~ 5-6% patient growth
- 28,800 patients in 382 clinics

~ 510,000 patients

Worldwide patient growth

~ 6%

~ 180,000 patients

~ 580,000 patients

Latin America

- ~ 10% market share
- ~ 8-9% patient growth
- ~ 18,400 patients in 174 clinics

Asia

- ~ 1% market share
- ~ 7-8% patient growth
- ~ 8,400 patients in 114 clinics

Fresenius Kabi: Leader in infusion therapy and clinical nutrition in Europe with significant positions in Emerging Markets



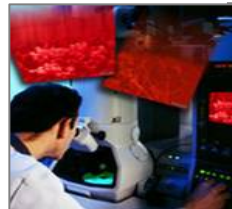
Infusion Therapy

- Infusion Solutions
- Intravenously Administered Drugs
- Medical Devices / Disposables



Clinical Nutrition

- Parenteral Nutrition
- Enteral Nutrition
- Medical Devices / Disposables



Transfusion Technology

- Blood Processing Systems
- Blood Bags and Filters

Fresenius Helios: Significant German hospital privatisation opportunity

- Fresenius Helios is one of the three largest operators of private hospitals in Germany
 - 61 hospitals including 5 maximum care clinics
 - Acquired 5 hospitals in 2007 and 1 hospital chain in 2006
- Germany is Europe's largest hospital market (~€65 billion market size)
 - Only ~14 %¹ of German acute hospital beds managed by private operators; privatisation trend expected to gain pace
 - Market provides value-creation opportunity for efficient players with superior medical quality
 - Superior growth and margin profile of Fresenius Helios



1 - German Federal Statistics Office, as of 2006

Fresenius Vamed: Technical services for health care facilities

- Project and management business in health care facilities worldwide
- Realisation of approximately 450 health care projects in 47 countries since its foundation in 1982



- Project development
- Planning
- Project management



- Turnkey hospital projects
- Complete medical equipment
- Service and maintenance of medical-technical installations



- Facility management
- Technical management
- General management



Fresenius Kabi - APP Pharmaceuticals



Fresenius Kabi overview

Pharmaceuticals and Medical Devices

**Infusion Therapy
Infusion Solutions/
Intravenously Administered Drugs**

**Clinical Nutrition
Parenteral/Enteral Nutrition**

**Patients in Hospitals
- Inpatients -**

Outpatients



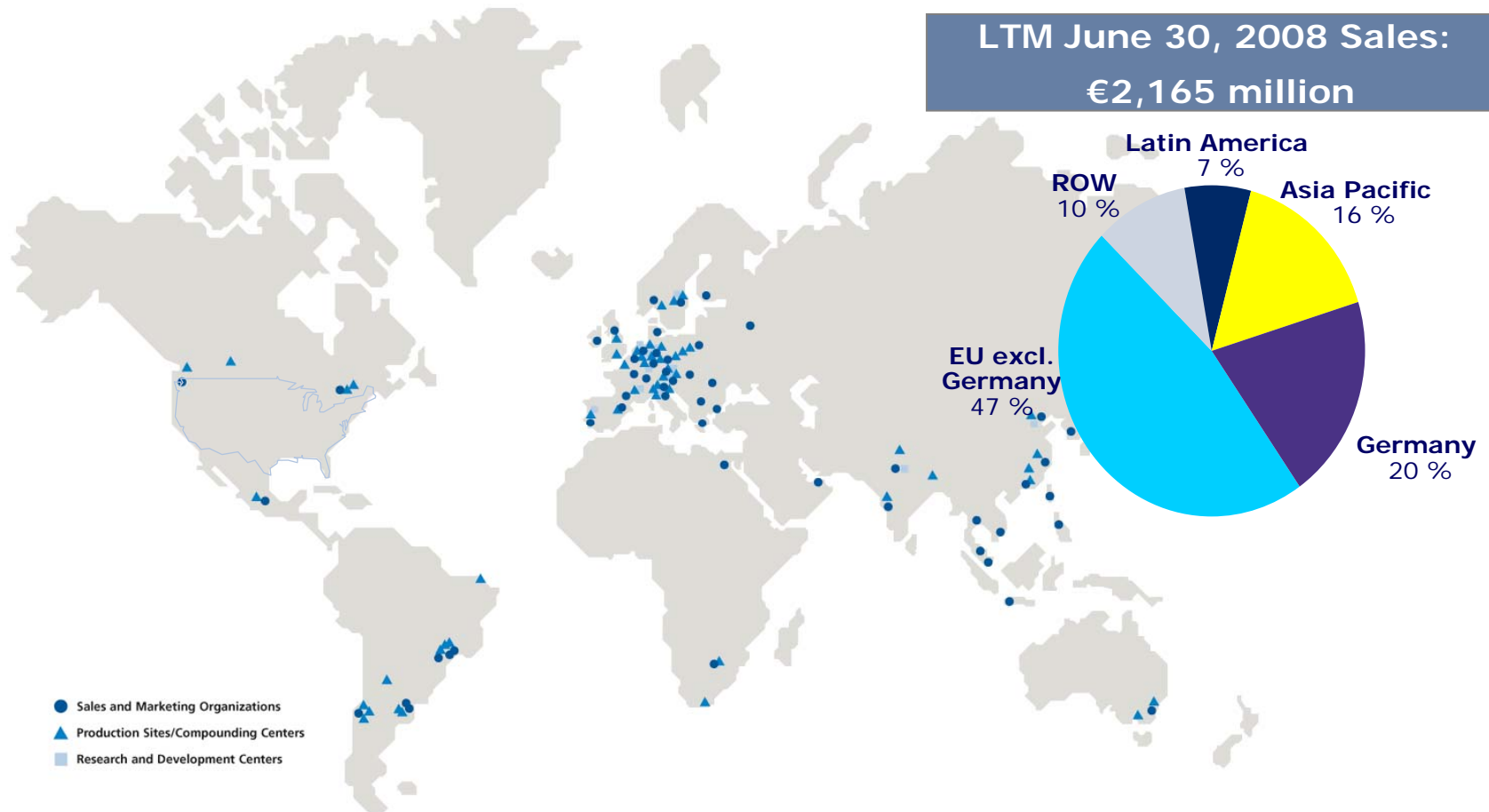
**Innovative Therapeutic
Concepts**

Quality Leadership

Technology Leadership

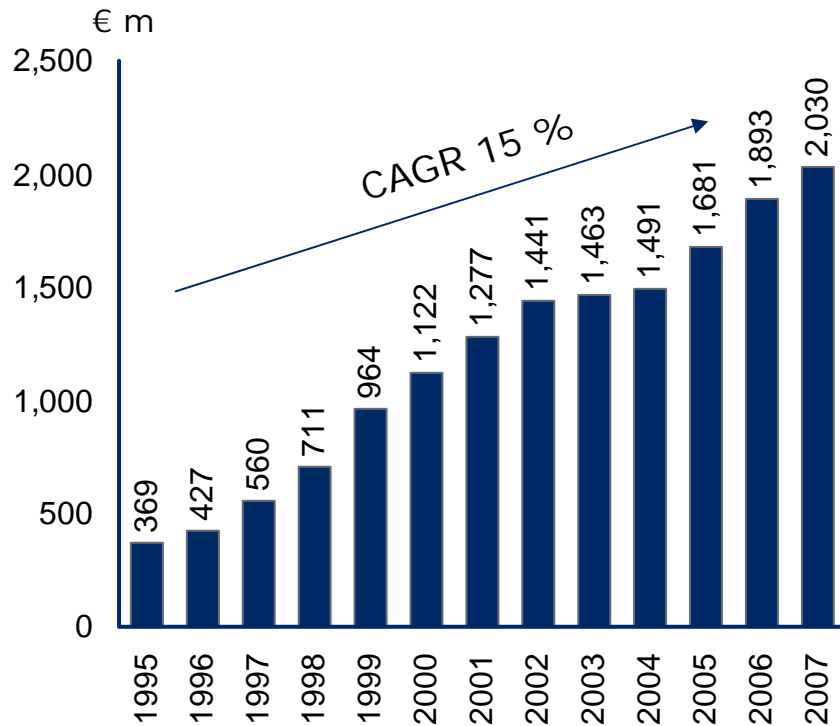
Cost Leadership

International presence

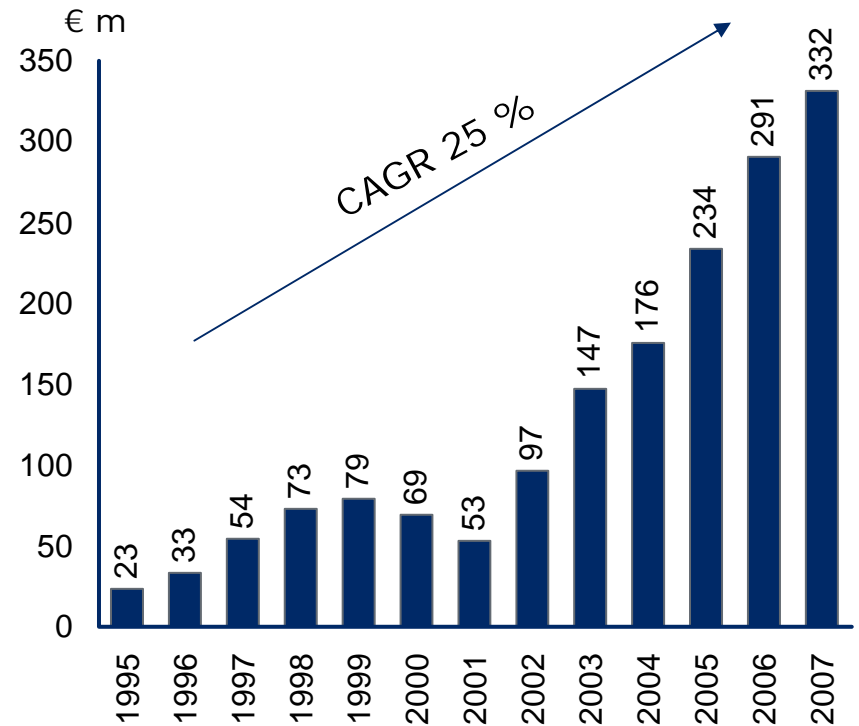


Track record of strong growth and profitability

Sales



EBIT

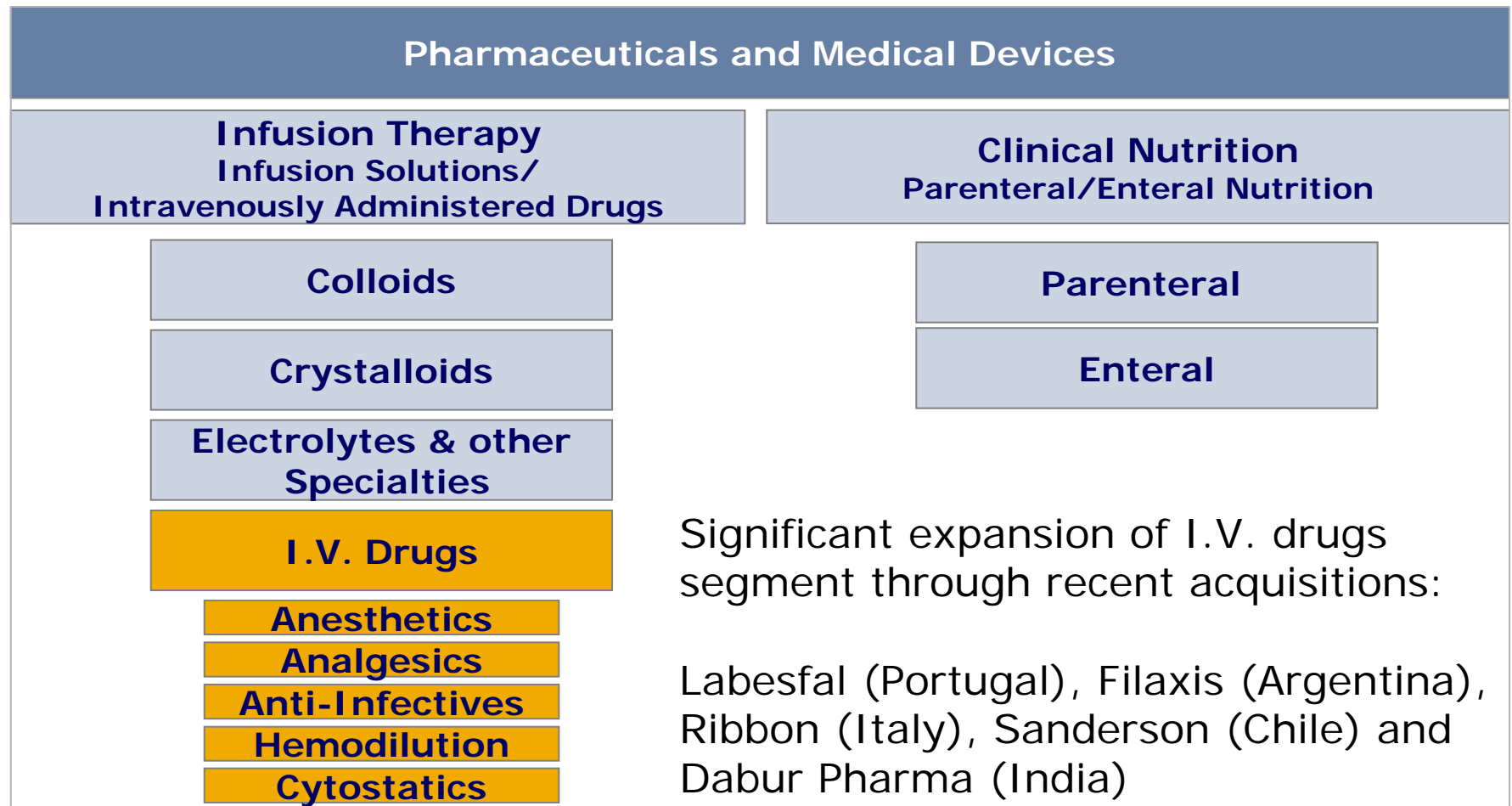


1 - 1995-2001 without HemoCare

First half 2008 - organic sales growth of 10 %

<i>€ million</i>	H1/08	H1/07	Change	Organic Growth
Germany	213	213	0 %	2 %
Europe (ex Germany)	536	461	16 %	7 %
Asia-Pacific	180	145	24 %	27 %
Latin America	84	66	27 %	9 %
RoW	108	101	7 %	11 %
Total sales	1,121	986	14 %	10 %

I.V. Drugs – a key growth area for Fresenius Kabi

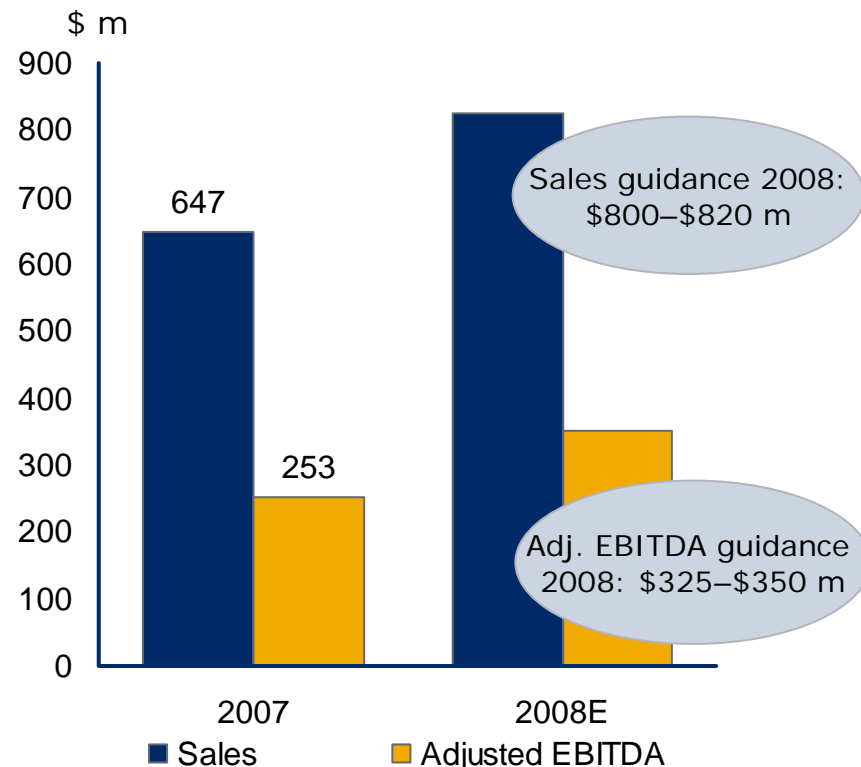


APP at a glance

Business overview

- Excellent market reputation with well-recognised I.V. generic drugs
- Production plants in the U.S. and Puerto Rico
- Headquartered in Schaumburg/ Illinois
 - Key financials 2007:
 - Sales: \$647 million
 - Adjusted EBITDA¹ \$253 million
 - ~1,400 employees

Strong Growth Potential



¹ - adjusted EBITDA: EBITDA before one-time charges and stock option expenses, as published by APP in Form 10-K for FY2007 (March 17, 2008)

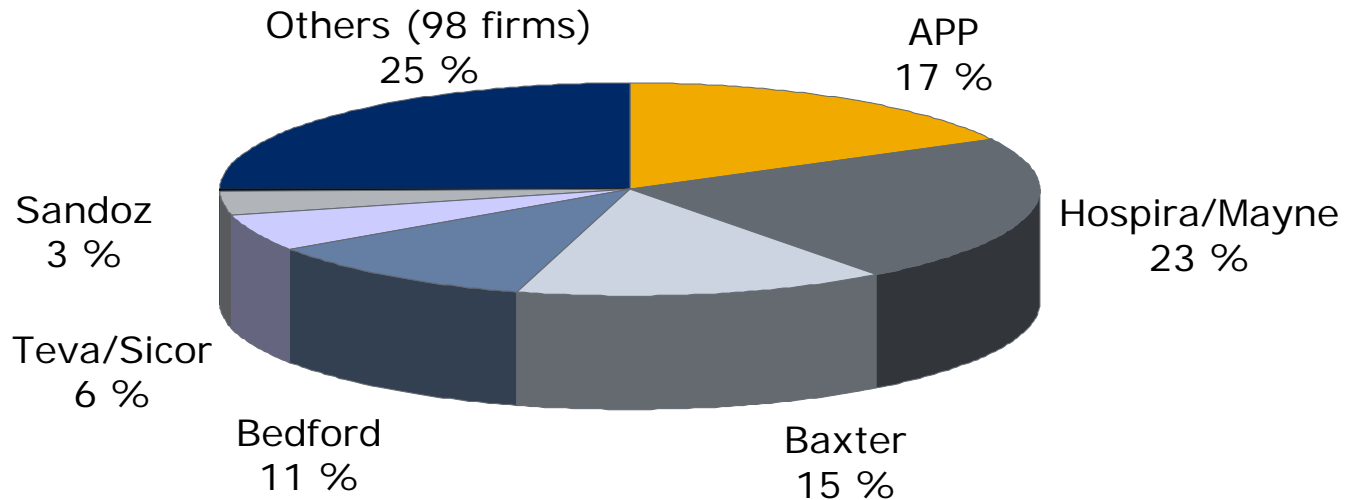
APP – Comprehensive product portfolio with leading positions



1 - IMS Data

I.V. generics market in the U.S.: Competitive structure¹

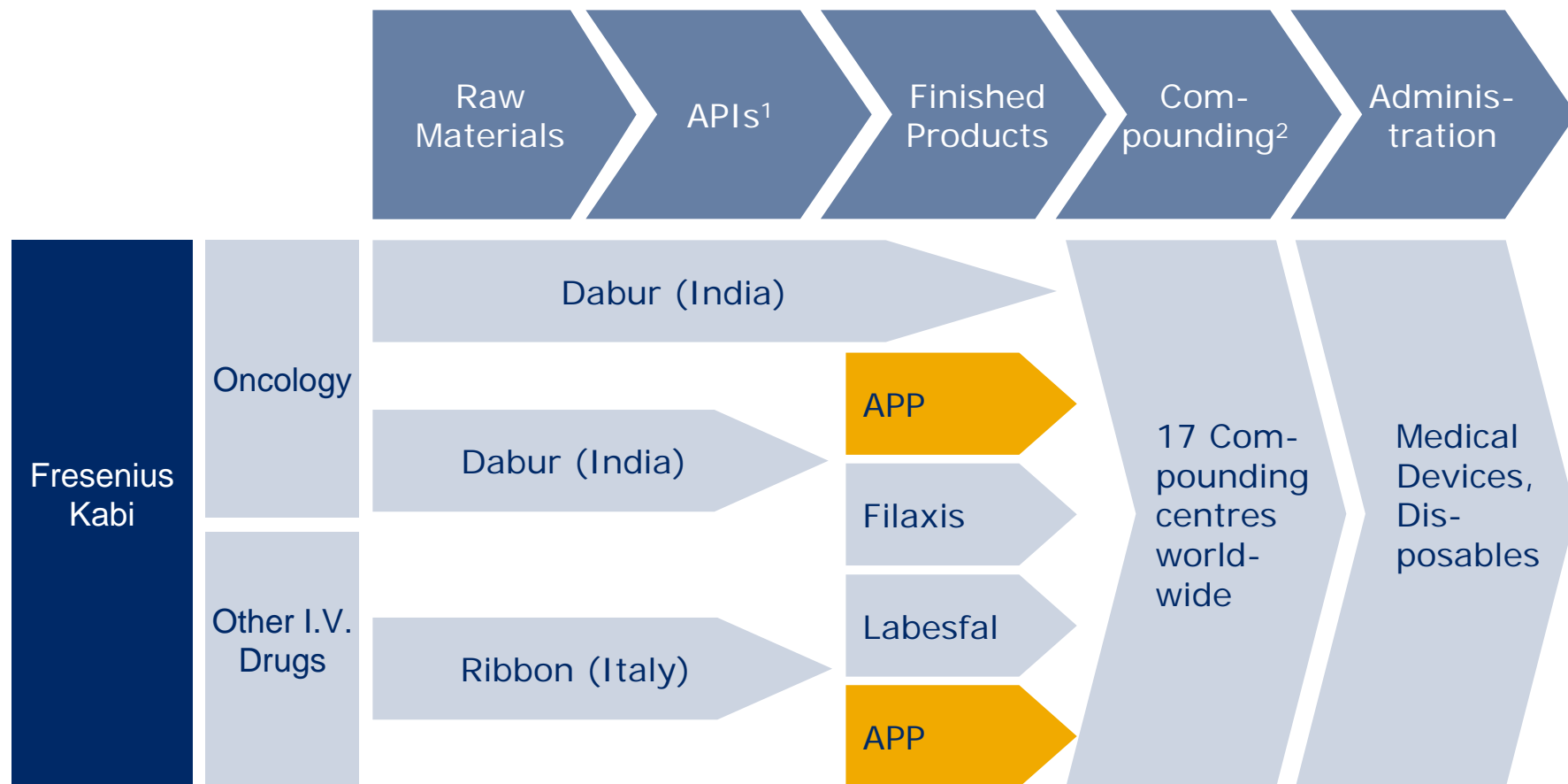
Market Volume: \$3.6 billion



APP No. 2 manufacturer in the U.S. I.V. generics market

1 - IMS, internal research

APP provides an excellent strategic fit to Fresenius Kabi's I.V. drugs business



1 - active pharmaceutical ingredients

2 - primarily for oncological products

Compelling strategic rationale

Leading market position

- APP no. 2 in the U.S.¹
- Superior sales and margin profile

Perfect strategic fit

- Fresenius Kabi market entry into the U.S. with critical scale and strong management team
- Combination of Fresenius Kabi and APP creates a global leader in I.V. generic drugs
- Building global presence in all relevant markets
- Future growth opportunities through introduction of Fresenius Kabi's products in the U.S.

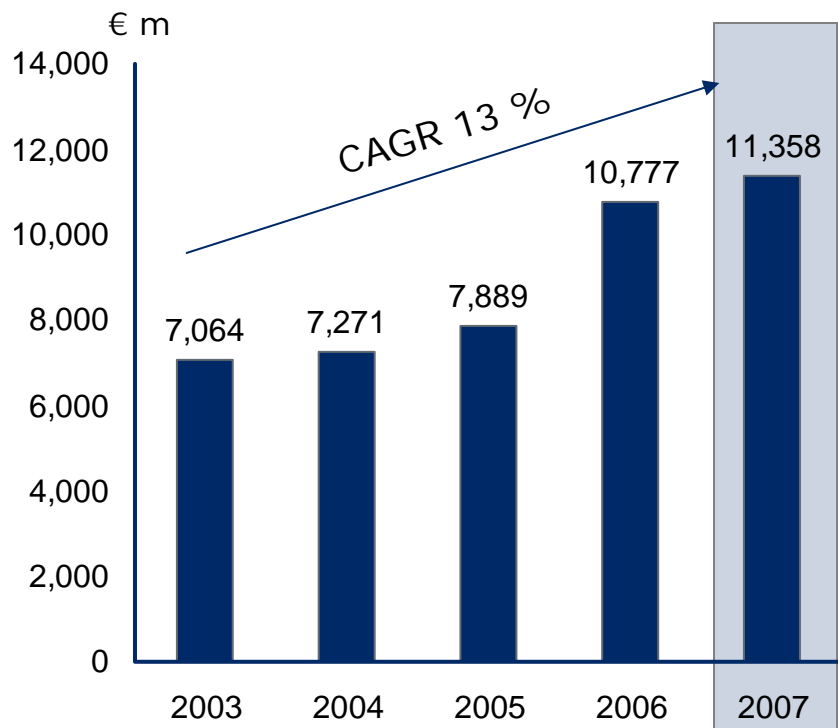
1 - IMS Data

Financial Overview

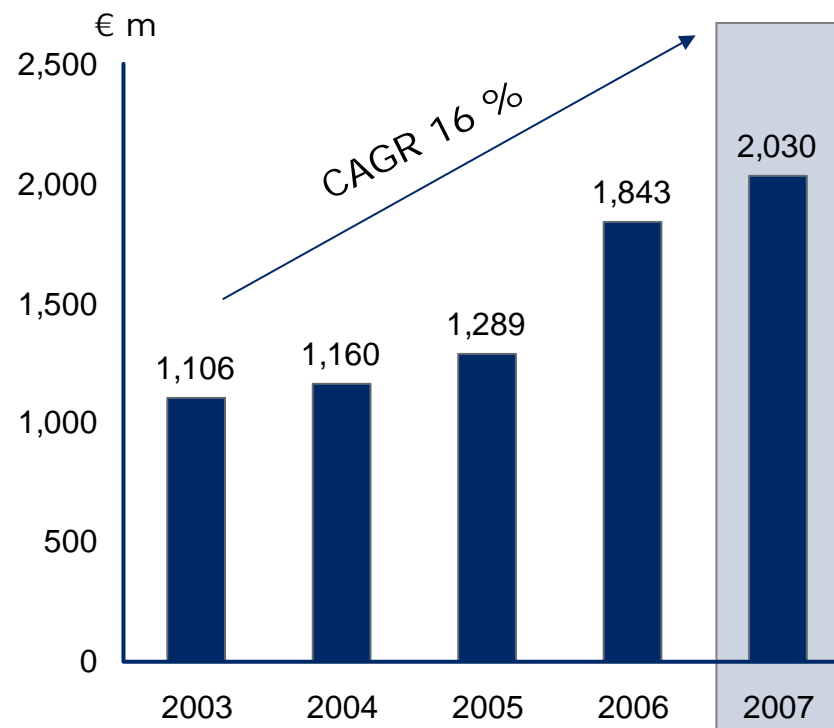


Fresenius Group : Strong sales and EBITDA growth

Sales



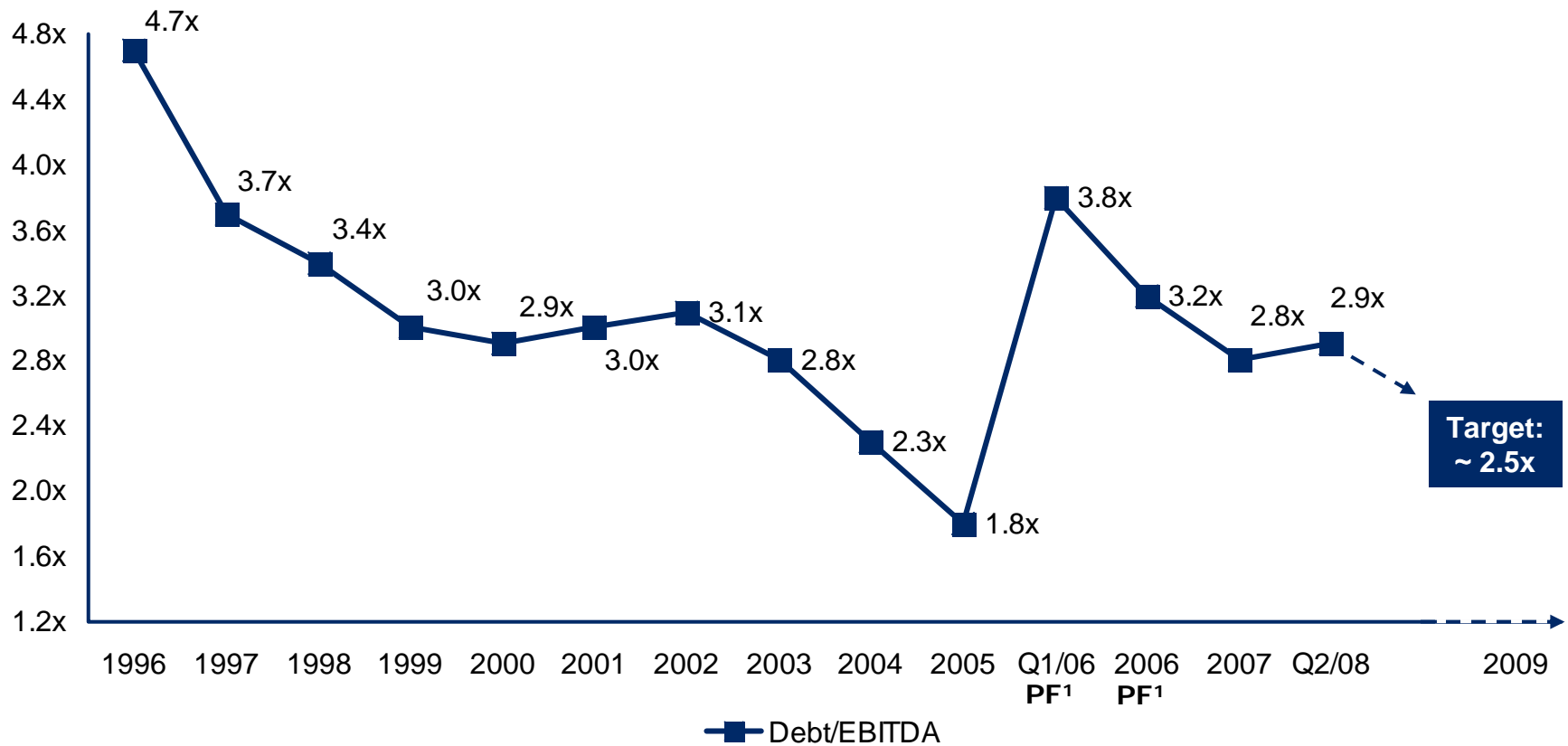
EBITDA



Fresenius Group: Double digit sales growth in all business segments

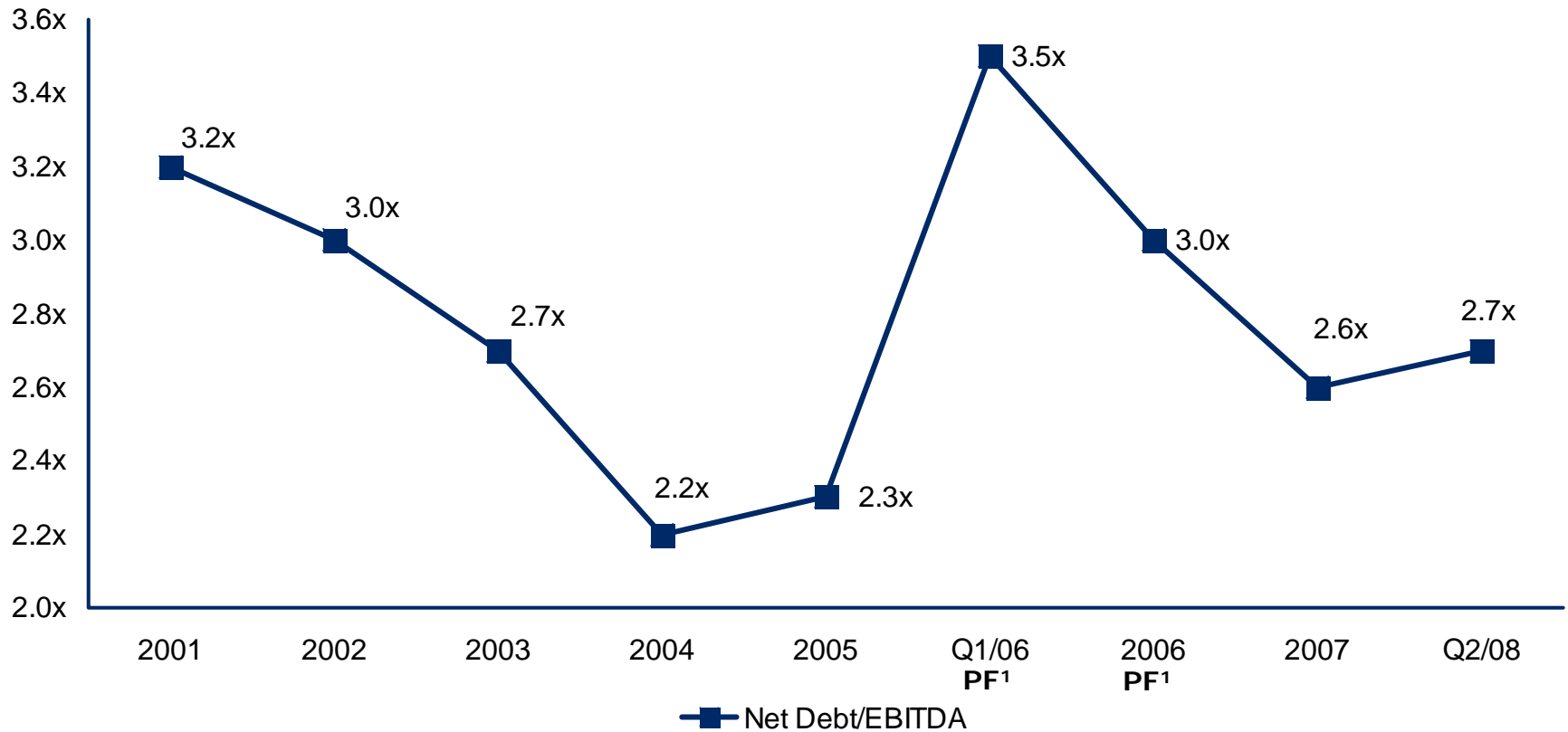
H1/08	Fresenius Medical Care	Fresenius Kabi	Fresenius Helios	Fresenius Vamed
Sales Growth	\$5,177 m 10 %	€1,121 m 14 %	€1,040 m 17 %	€177 m 11 %
EBIT Growth	\$818 m 8 %	€181 m 14 %	€83 m 22 %	€9 m 0 %

Fresenius Medical Care: Proven track record of deleveraging



1 - pro forma incl. Renal Care Group

Fresenius Group: Proven track record of deleveraging

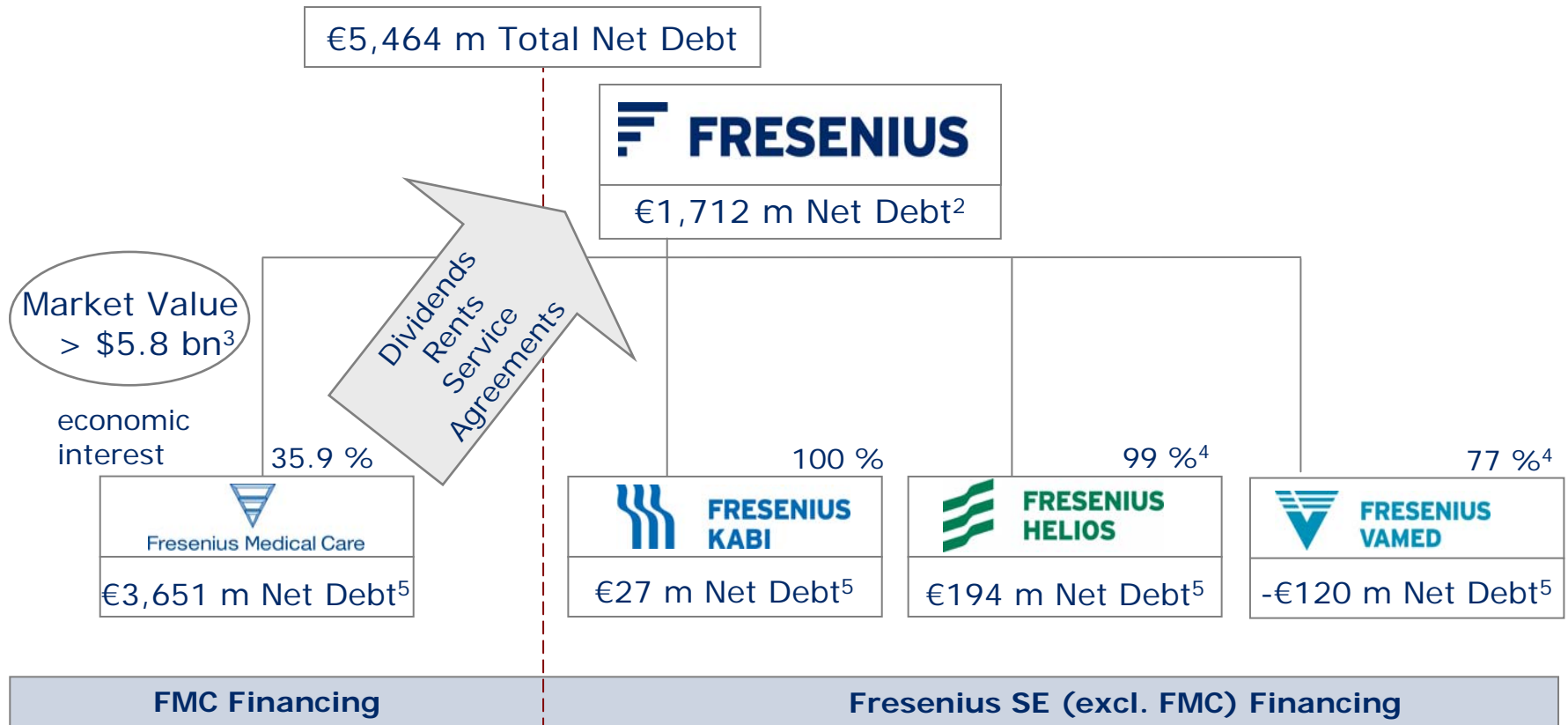


1 - pro forma incl. Renal Care Group

Financing Structure



Fresenius Group: Debt and cash flow structure¹



1 - external debt as of June 30, 2008

2 - incl. Fresenius Finance B.V.

3 - market value of the stake as of September 1, 2008

4 - as held by Fresenius ProServe GmbH, a wholly owned subsidiary of Fresenius SE, which provides the guarantees

5 - incl. subsidiaries

Sources and Uses

Sources	\$ million	Uses	\$ million
Revolving Credit Facility ¹	250	Cash	74
Term Loan A	1,000	APP Share Capital Consideration	3,730
Term Loan B	1,000	APP Net Debt ²	923
High Yield Bridge Facility	1,300	Transaction Fees and Expenses	147
Total Debt	3,550		
New Equity³	1,324		
Total Sources	4,874	Total Uses	4,874

The transaction has been prudently financed with approximately 27% equity

1 - \$250 million was utilised under the \$450 million Committed Revolving Credit Facility at Closing

2 - as of June 30, 2008

3 - including €289 million of share capital increase and €554 million of Mandatory Exchangeable (into FMC shares) Bonds

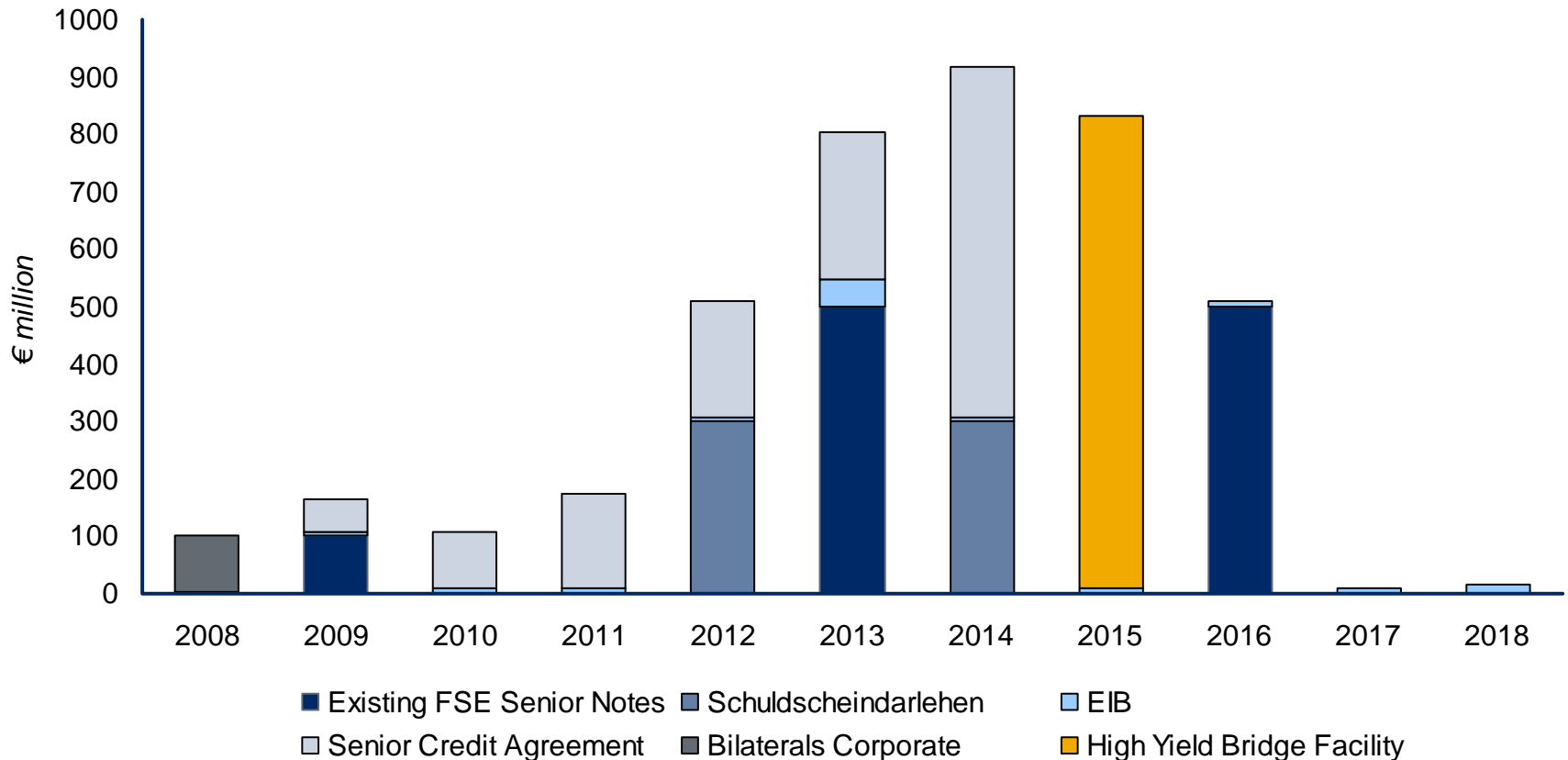
Pro forma capitalisation – Fresenius Group

	\$ million	€ million	% of Total Cap	EBITDAx LTM Jun-08PF
Revolving Credit Facility	250	159	1%	
Term Loan A	1,000	634	3%	
Term Loan B	1,000	634	3%	
High Yield Bridge Facility	1,300	824	3%	
Existing Bank Debt, Net	105	67	0%	
Existing Senior Unsecured Notes	2,681	1,700	7%	
Total FSE (excl. FMC) Debt, Net	6,336	4,018	17%	1.8x
Total FMC debt, net	5,758	3,651	15%	
Total Consolidated Debt, Net	12,094	7,669	32%	3.5x
New Equity	1,324	843	3%	
Existing Equity ¹	24,913	15,798	65%	
Total Equity	26,237	16,641	68%	
Total Capitalisation	38,331	24,310	100%	

Note: pro forma capitalisation as of June 30, 2008.

1 - based on market capitalisation for FSE and FMC as of September 1, 2008 adjusted for the share capital increase

Fresenius SE (excl. FMC) debt maturity profile







Note: as of June 30, 2008 pro forma including Credit Agreement and Bridge Credit Agreement. Assuming amortising Term Loan A and bullet Term Loan B

Summary and Outlook



Fresenius business segments: Financial outlook 2008 fully confirmed

Fresenius Medical Care	Sales	> \$10,400 m	
	Net income	\$805 – 825 m	
Fresenius Kabi	Sales growth (cc ¹)	12 – 15 %	
	EBIT margin	~16.5 %	
Fresenius Helios	Sales	> €2,050 m	
	EBIT	€160 – 170 m	
Fresenius Vamed	Sales growth	5 – 10 %	
	EBIT growth	5 – 10 %	

¹ – constant currency

APP acquisition financing: Execution fully on track

Equity

- Mandatory Exchangeable Bonds

€554 million



- Share capital increase

€289 million



Debt

- First phase of loan syndication

20 banks committed



- General syndication

in progress

- Bridge refinancing

subject to market conditions

Fresenius Group: Strengths for Long-Term Sustainable Growth

Key driving forces
of the health care market...

Aging Population



**Strong position
in mature markets**

**Patient demand for
constant improvement of
treatment quality**



**Innovative medical products,
therapies and technologies**

**Strong demand for medical
products in growth markets
driven by GNP**



**Strong presence
in Emerging Markets**

...are met by our strengths

Fresenius Group: Long-term Growth Strategy

- Focus on sustainable organic sales growth supported by demographics and strong demand for life-saving / life-sustaining products and services
- Target additional growth through selective acquisitions to strengthen regional presence and product portfolio
- Benefit from privatizing healthcare markets
- Utilize strong innovation and technology capabilities
- Benefit from decentralized management structures and entrepreneurship
- Focus on proper integration of acquisitions, solid operations management, financial prudence and continued profitability improvements

Investment Highlights

Leading market positions

Diversified revenue base with four strong business segments

Global presence in growing, non-cyclical markets

Proven ability to integrate acquisitions

Clear track record of and commitment to de-leveraging

Strong financial performance and cash flow generation

Health Care Worldwide

