

Notification published in accordance  
with § 15 German Securities Trading Act (WpHG)

### **Fresenius resolves on capital increase**

The Management Board of Fresenius SE resolved today, with the consent of the Supervisory Board, to issue up to 2,748,057 new ordinary shares and up to 2,748,057 new preference shares from authorized capital without subscription rights.

The new shares will be placed with institutional investors by way of an accelerated bookbuilt offering. There will be no public offering.

The capital increase is the second component of the long-term financing of the acquisition of APP Pharmaceuticals, Inc. The residual financing requirement will consist of debt instruments.

The acquisition of APP Pharmaceuticals is an important step in the growth strategy of Fresenius Kabi, a business segment of Fresenius SE. With this acquisition, Fresenius Kabi enters the U.S. pharmaceuticals market and achieves a leading position in the global I.V. generics market. This North American platform provides further attractive growth opportunities for Fresenius Kabi's existing product portfolio.

The Else Kröner-Fresenius-Foundation has informed us that, as part of the capital increase, it will purchase approximately 10 % of the new ordinary shares.

After issuance of the new shares, the total number of outstanding ordinary shares and preference shares of Fresenius SE will each increase from currently 77,678,718 to up to 80,426,775.

The new shares are expected to be included in the quotation of the shares of Fresenius SE in the regulated market at the Frankfurt, Munich and Düsseldorf stock exchanges. They will have full dividend entitlement for the fiscal year 2008.

Deutsche Bank and Commerzbank are acting as Joint Lead Managers and Joint Bookrunners and WestLB as Joint Lead Manager for the offering.

<b>Capital Increase Data</b>		
Issuer	Fresenius SE	
Transaction Structure	Capital increase without subscription rights	
Offering	Up to 2,748,057 new ordinary shares Up to 2,748,057 new preference shares	
Placement of Shares	Private placement to German and international institutional investors	
Stock Exchanges	Regulated Market Frankfurt (Prime Standard), Munich, Düsseldorf	
Bank Consortium	Joint Bookrunner	Deutsche Bank AG, Commerzbank AG
	Joint Lead Manager	Deutsche Bank AG, Commerzbank AG, WestLB AG

The Management Board  
Bad Homburg v.d.H., August, 11 2008

End of note