

Notice of adjustment of conversion price of the € 500,000,000 convertible bonds due 2019 (the *Bonds*) (ISIN: DE000A1YC3T6, WKN A1YC3T)

Fresenius SE & Co. KGaA hereby gives notice to the holders of an adjustment to the conversion price pursuant to the terms and conditions (the *Terms and Conditions*) of the Bonds, as calculated by Credit Suisse International in its capacity as Calculation Agent under the Bonds.

On 17 May 2019, the Fresenius shareholders' meeting resolved on the payment of a dividend of € 0.80 per share.

As a result of this, the Conversion Price and the Conversion Ratio (as defined in the Terms and Conditions) has been adjusted as follows pursuant to § 9(a)(ii) of the Terms and Conditions: The Conversion Price from €49.0848 to € 48.6457. The Conversion Ratio from 2,037.29057 to 2,055.68015.

The adjusted Conversion Price and Conversion Ratio is effective on 20 May 2019.

Fresenius SE & Co. KGaA

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This release 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 in this release.

Fresenius SE & Co. KGaA
Registered Office: Bad Homburg, Germany
Commercial Register: Amtsgericht Bad Homburg, HRB 11852
Chairman of the Supervisory Board: Dr. Gerd Krick

General Partner: Fresenius Management SE
Registered Office: Bad Homburg, Germany
Commercial Register: Amtsgericht Bad Homburg, HRB 11673
Management Board: Stephan Sturm (Chairman), Dr. Francesco De Meo, Rachel Empey, Dr. Jürgen Götz, Mats Henriksson, Rice Powell, Dr. Ernst Wastler
Chairman of the Supervisory Board: Dr. Gerd Krick