


FRESENIUS MEDICAL CARE AG CO KGAA

Meeting Date:	Thu, 15 May 2014 10:00am	Type:	AGM	Issue date:	Fri, 02 May 2014
Meeting Location:	Congress Center Messe Frankfurt, Ludwig-Erhard-Anlage 1, 60327 Frankfurt am Main, Germany				
Current Indices:	FTSE EuroFirst				
Sector:	Health Care Services				

PROPOSALS	ADVICE
<p>1 Accept Financial Statements and Statutory Reports Disclosure is acceptable and the report was made available sufficiently before the meeting. No serious governance concerns have been identified. Acceptable proposal.</p>	For
<p>2 Approve Allocation of Income and Dividends The Board proposes a dividend of EUR 0.77 per share. The dividend is covered by earnings. Acceptable proposal.</p>	For
<p>3 Discharge the Management Board Standard proposal. No concerns have been identified that would lead to a recommendation to oppose the proposal to discharge the Management Board. Acceptable proposal.</p>	For
<p>4 Discharge the Supervisory Board Standard proposal. No concerns have been identified that would lead to a recommendation to oppose the proposal to discharge the Supervisory Board. Acceptable proposal.</p>	For
<p>5 Appoint the auditors KPMG AG proposed. Non-audit fees were approximately 33.33% of audit and audit related fees during the year under review. Non-audit fees over a three year basis were approximately 20.5% of audit and audit related fees. There are concerns that the level of non-audit fees for the year under review creates a potential for conflict of interest on the part of the independent auditor. Triodos abstains on this resolution.</p>	Abstain
<p>6 Amend Affiliation Agreements with Subsidiary Fresenius Medical Care Beteiligungsgesellschaft mbH The Company seeks approval for harmonizing the existing control and profit transfer agreements between the Company and its wholly-owned subsidiaries. This is in compliance with the German Act on the amendment and simplification of corporate taxation and of tax on travel expenses of 26 February 2013, tax recognition of profit and loss transfer agreements concluded with a limited liability company as controlled entity will require a stipulation that the parties integrate by reference into the agreement the respective version of Section 302 AktG in effect of the time application. The resolution concerns affiliation agreements Subsidiary Fresenius Medical Care Beteiligungsgesellschaft mbH. No concerns have been identified. Triodos supports this resolution. <i>* = Special resolution</i></p>	For

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Researcher: Francesco Navarrini
Email: pircresearch@pirc.co.uk

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Pensions & Investment Research Consultants Limited
6th Floor
9 Prescott Street
London E1 8AZ

Tel: 020 7247 2323
Fax: 020 7247 2457
<http://www.pirc.co.uk>

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