


FRESENIUS MEDICAL CARE AG & CO KGAA

MEETING DATE	Thu, 20 May 2021 10:00 am	TYPE	AGM	ISSUE DATE	Fri, 07 May 2021
MEETING LOCATION	Virtual				
CURRENT INDICES	FTSE EuroFirst				
SECTOR	Health Care Providers				
FYE	31 Dec 2020				

PROPOSALS		ADVICE
1	<p>Accept Financial Statements and Statutory Reports for Fiscal Year 2020</p> <p>The financial statements were made available sufficiently before the meeting and have been audited and certified. Triodos supports this resolution.</p>	For
2	<p>Approve Allocation of Income and Dividends of EUR 1.34 per Share</p> <p>The Board proposes a dividend of EUR 1.34 per share. The dividend is covered by earnings. Acceptable proposal. Triodos supports this resolution.</p>	For
3	<p>Approve Discharge of Personally Liable Partner for Fiscal Year 2020</p> <p>Standard proposal. No serious governance concerns have been identified. Triodos supports this resolution.</p>	For
4	<p>Approve Discharge of Supervisory Board for Fiscal Year 2020</p> <p>Standard proposal. No serious governance concerns have been identified. Triodos supports this resolution.</p>	For
5	<p>Appoint the Auditors</p> <p>PwC proposed. Non-audit fees represented 65.92% of audit fees during the year under review and 28.77% on a three-year aggregate basis. This level of non-audit fees raises major concerns about the independence of the statutory auditor. Triodos opposes this resolution.</p>	Oppose
6.1	<p>Elect Dieter Schenk - Chair (Non Executive)</p> <p>Non-Executive Director. Not considered to be independent as he is connected to the company's general partner Fresenius Management SE and he has been on the board for more than nine years. There is sufficient independent representation on the Board. Triodos supports this resolution.</p>	For
6.2	<p>Elect Rolf A. Classon - Vice Chair (Non Executive)</p> <p>Non-Executive Director. Not considered to be independent as he is connected to the company's general partner Fresenius Medical Care Management AG. Additionally, not considered independent owing to a tenure of over nine years. There is sufficient independent representation on the Board. Triodos supports this resolution.</p>	For
6.3	<p>Elect Gregory Sorensen - Non-Executive Director</p> <p>Independent Non-Executive Director.</p>	For
6.4	<p>Elect Dorothea Wenzel - Senior Independent Director</p> <p>Independent Non-Executive Director.</p>	For
6.5	<p>Elect Pascale Witz - Non-Executive Director</p> <p>Independent Non-Executive Director. Although there are concerns over potential aggregate time commitments, this director has attended all Board and committee meetings during the year under review. Triodos supports this resolution.</p>	For

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| 6.6 | Elect Gregor Zund - Non-Executive Director
Independent Non-Executive Director. | For |
| 7 | Authorize Share Repurchase Program and Reissuance or Cancellation of Repurchased Shares
It is proposed to authorise the Board to purchase Company's shares for 10% and more than 18 months. | For |
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