

**Report of the Joint Committee  
of Fresenius Medical Care AG & Co. KGaA  
pursuant to Article 13e paragraph 2 of the Articles of Association**

Pursuant to Article 13a of the Articles of Association of Fresenius Medical Care AG & Co. KGaA, the Company has a Joint Committee which consists of two members of the Supervisory Board of the Company and two members of the Supervisory Board of the General Partner, Fresenius Medical Care Management AG. The Joint Committee resolves in particular on the approval of certain important transactions between the Company and Fresenius SE & Co. KGaA or any of its affiliates. In the past fiscal year, the Joint Committee convened once and hereinafter reports, pursuant to Article 13e paragraph 2 of the Articles of Association, to the Annual General Meeting on its work:

The subject of the extraordinary meeting of the Joint Committee of November 29, 2016 was the decision on the approval of the renewal of five lease agreements between Fresenius Medical Care AG & Co. KGaA or Fresenius Medical Care Deutschland GmbH, a subsidiary of Fresenius Medical Care AG & Co. KGaA, on the one hand and Fresenius SE & Co. KGaA or its subsidiaries Fresenius Immobilien-Verwaltungs-GmbH & Co. Objekt Schweinfurt KG and Fresenius Immobilien-Verwaltungs-GmbH & Co. Objekt St. Wendel KG, respectively, on the other hand with a total volume of approximately EUR 160 million following the end of term of the existing lease agreements.

In the context of entering into these lease agreements, Fresenius Medical Care AG & Co. KGaA has obtained a comprehensive valuation opinion by Jones Lang LaSalle, a consulting firm specializing in real estate matters; according to this expert opinion, the lease agreed in each of the lease agreements represents open market rents and, therefore, meets the arm's length test. The Joint Committee has validated the plausibility of the assessments made in the expert opinion.

Following a detailed examination and discussion, and based in particular on the results of the existent valuation opinion, the Joint Committee has granted its approval of entering into the aforementioned lease agreements in its extraordinary meeting of November 29, 2016.

For the General Partner, its Supervisory Board members Mr. Stephan Sturm and Dr. Gerd Krick are delegated to the Company's Joint Committee, for Fresenius Medical Care AG & Co. KGaA Mr. Rolf A. Classon and Mr. William P. Johnston are elected to the Joint Committee. All members of the Joint Committee have participated in the deliberations and the resolution adopted in the extraordinary meeting of November 29, 2016.

Bad Homburg v. d. Höhe, March 2017  
The Joint Committee of the Company

Signed Stephan Sturm  
Chairman