Fresenius SE&Co. KGaA, Bad Homburg v.d.H. Annual General Meeting on May 17, 2024 in Bad Homburg v.d.H.



Form for Power of Attorney

This form does not substitute registration for the Annual General Meeting in due form. Please note the information on the following page.

Person granting power of attorney			
Last name/Firm* Number of shares*			
First name* Admission ticket no*			
Postal code/City*			
*Required fields (To find the information, please consult the admission ticket to the shareholder meeting that was sent to you after proper preregistration	n.)		
Power of Attorney to the Company-nominated Proxies			
I/We hereby authorize Dr. Thomas Richter, Bad Homburg v.d.H., and Matthias Brunner, Friedberg (Hessen) (Com them separately and with the right to subdelegate, to represent me/us at the Annual General Meeting of Fresenius and to exercise the voting right on my/our behalf according to my/our instructions set out below. This power of attending the Annual General Meeting in person.	SE&Co	. KGaA or	May 17, 2024,
Proposals published in the Federal Gazette (Bundesanzeiger)	YES	NO	ABSTAIN
Resolution on the Approval of the Annual Financial Statements of Fresenius SE & Co. KGaA for the Fiscal Year 2023			
2. Resolution on the Approval of the Actions of the General Partner for the Fiscal Year 2023			
3. Resolution on the Approval of the Actions of the Supervisory Board for the Fiscal Year 2023			
Election of the Auditor and Group Auditor for the Fiscal Year 2024, of the Auditor of the Sustainability Reporting for the Fiscal Year 2024 and of the Auditor for the potential Review of Financial Information during the Course of the Year			
5. Resolution on the Approval of the Compensation Report for the Fiscal Year 2023			
Date, Signature(s) or other conclusion of declaration	-		
Power of Attorney to a Third Person			
I/We hereby authorize			
Last name/Firm	-		
First name	-		
Domicile	-		
to represent me/us in the shareholder meeting mentioned above. The proxy encompasses exercising of all shareholder meeting related rights, including delegating the proxy authorit	y.		

Date, Signature(s) or other conclusion of declaration

Please expressly draw your proxy's attention to the statement on data protection and disclosure of personal data.

Notes regarding the Participation in the Annual General Meeting and Voting Rights

Notes regarding the Form for Power of Attorney

The form for power of attorney does not substitute registration for the Annual General Meeting in due form. Please fill out the form completely and legibly. Please refer to your admission ticket for the required information on the person granting the power of attorney. You will receive the admission ticket after your registration for the Annual General Meeting in due form. In case an unambiguous attribution of the form to the registration is not possible due to incomplete or illegible information, the voting right cannot be exercised by the proxy in the Annual General Meeting.

Voting by Proxies

The use of this form is not mandatory to authorize a third person. Pursuant to sec. 134 para. 3 sentence 3 in conjunction with sec. 278 para. 3 German Stock Corporation Act (*Aktiengesetz* – AktG), the granting of the power of attorney, its revocation and the evidence of the authorization towards the Company require text form (sec. 126b German Civil Code (*Bürgerliches Gesetzbuch* – BGB)). Pursuant to sec. 134 para. 3 sentence 4 German Stock Corporation Act, the Company offers its shareholders to send the proof of the appointment of a proxy to the Company by e-mail (anmeldestelle@computershare.de). The submission of the proof of the power of attorney is also possible by mail exclusively to the address mentioned below. In this context, the above statements regarding the attribution of the power of attorney to the registration apply. For organizational reasons, when submitting the proof of power of attorney to the Company in advance by post or e-mail, we kindly ask you to submit it by Thursday, May 16, 2024, 6:00 p.m. CEST. You are entitled to attend the Annual General Meeting in person even after granting a power of attorney to a third person. Personal registration at the entrance to the Annual General Meeting is deemed to be a revocation of the power of attorney.

Power of Attorney and Instructions to Company-nominated Proxies

If you wish to authorize a Company-nominated proxy, please chose your preferred option and provide an instruction in respect of each resolution proposal. In case of consent please check the Yes-box and in case of dissent please check the No-box and in case of abstention please check the Abstain-box. If no check mark is made, your instruction will be considered an abstention from voting. Multiple check marks will be considered invalid. It is possible that, under an agenda item, summarized resolution proposals are split into individual resolution proposals; in this event, your voting instruction applies accordingly to the individual resolutions proposals.

Power of attorney for the Company-nominated proxies and the instructions to them by using the overleaf form as well as possible amendments or revocations, shall be received by Thursday, May 16, 2024, 6:00 p.m. CEST by:

Fresenius SE&Co. KGaA, Investor Relations, c/o Computershare Operations Center, 80249 Munich

Email: anmeldestelle@computershare.de

The Company-nominated proxies are to vote in accordance with the instructions issued by the shareholders. Please note that the proxies are unable to accept any other authority or instructions.

Shareholder Portal

The login credentials to the Shareholder Portal on our website https://www.fresenius.com/annual-general-meeting are indicated on the admission ticket you receive after due registration to the Annual General Meeting. You can use the Shareholder Portal to exercise your voting right by electronic postal ballot, authorize third parties or authorize and instruct the proxies nominated by the Company.

For questions regarding the Shareholder Portal, please contact us via email: investorportal@computershare.de or our hotline +49 89 30903-6358.

Please note the information in the invitation on issuing, amending and revoking declarations via the Shareholder Portal and exercising your voting rights on time. The complete invitation to the Annual General Meeting can also be found under the above link.

Data Protection

Details on the handling of personal data and rights under the EU General Data Protection Regulation (GDPR) can be found on the Company's website, see https://www.fresenius.com/annual-general-meeting or in the invitation to the Annual General Meeting published in the Federal Gazette.