



January – June 2012

Conference Call

LeadIng.



THE LINDE GROUP

**Georg Denoke**

CFO and Member of the Executive Board

27 July 2012

On 11th July 2012, Linde AG and Linde US Inc. filed with the United States Securities and Exchange Commission (the "SEC") a tender offer statement on Schedule TO regarding the tender offer described herein. Lincare Holdings Inc. shareholders are strongly advised to read the tender offer statement (as updated and amended) filed by Linde AG with the SEC, because it contains important information that Lincare Holdings Inc. shareholders should consider before tendering their shares. The tender offer statement and other documents filed by Linde AG and Linde US Inc. with the SEC are available for free at the SEC's website (<http://www.sec.gov>) or by directing a request to Linde AG, Klosterhofstraße 1, 80331 Munich, Germany.

This presentation contains forward-looking statements about Linde AG ("Linde") and their respective subsidiaries and businesses. These include, without limitation, those concerning the strategy of an integrated group, future growth potential of markets and products, profitability in specific areas, the future product portfolio, development of and competition in economies and markets of the group.

These forward looking statements involve known and unknown risks, uncertainties and other factors, many of which are outside of Linde's control, are difficult to predict and may cause actual results to differ significantly from any future results expressed or implied in the forward-looking statements on this presentation.

While Linde believes that the assumptions made and the expectations reflected on this presentation are reasonable, no assurance can be given that such assumptions or expectations will prove to have been correct and no guarantee of whatsoever nature is assumed in this respect. The uncertainties include, inter alia, the risk of a change in general economic conditions and government and regulatory actions. These known, unknown and uncertain factors are not exhaustive, and other factors, whether known, unknown or unpredictable, could cause the group's actual results or ratings to differ materially from those assumed hereinafter. Linde undertakes no obligation to update or revise the forward-looking statements on this presentation whether as a result of new information, future events or otherwise.

# Performance – 6M 2012

## Profitable Growth.



### Highlights

Group sales increased by 5.9% to € 7,174 m

Group operating profit\* grew by 6.2% to € 1,655 m

Group margin increased by 10 bp to 23.1%

EPS increased by 3.9% to € 3.45 and adjusted EPS by 3.2% to € 3.91

### Operations

Gases project pipeline for 2012 to 2015 increased by € 650 m to € 2.6 bn

Operating margin of the Gases Division at 27.4% (+10 bp)

### 2012 Outlook reinforced

Growth in sales and operating profit vs. record year 2011

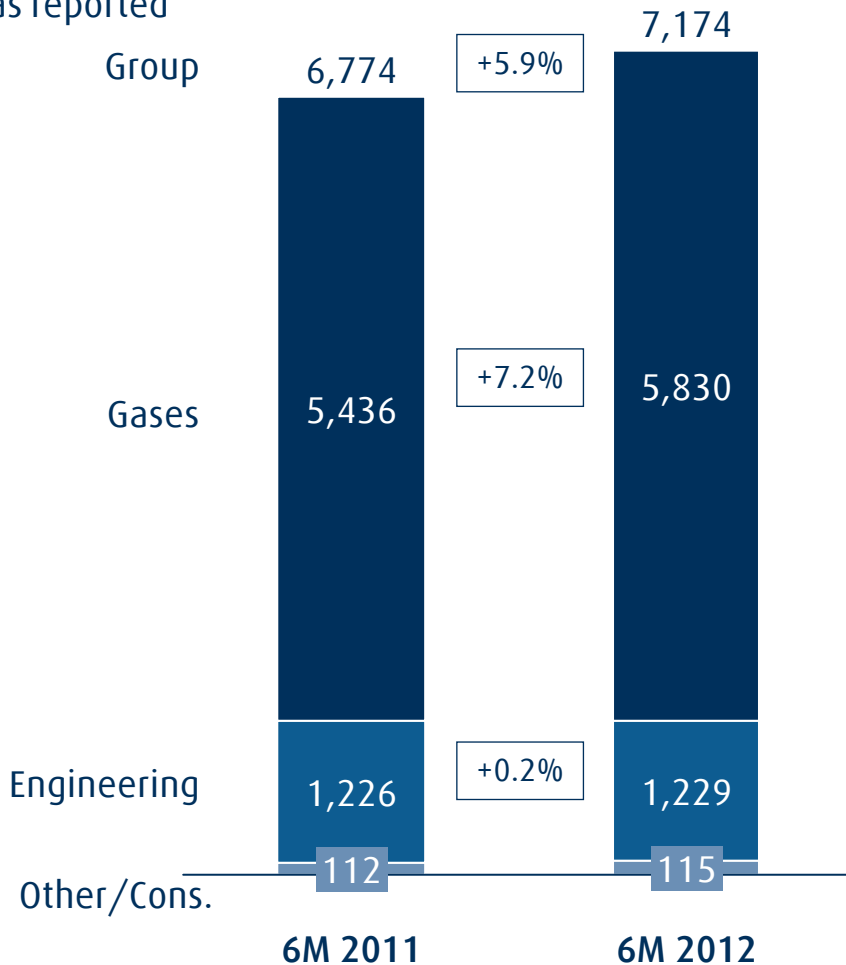
HPO: € 650-800 m of gross cost savings in 2009-2012

\*Operating profit defined as EBITDA incl. share of net income from associates and joint ventures

# Group, sales by Divisions

## Continued growth in all areas

in € million,  
as reported



### Gases Division

- Solid growth through Growth Markets
- Comparable growth\* of 3.4% negatively impacted by plant shut downs in Tonnage
- Growth supported by Healthcare with the newly acquired Homecare business from Air Products

### Engineering Division

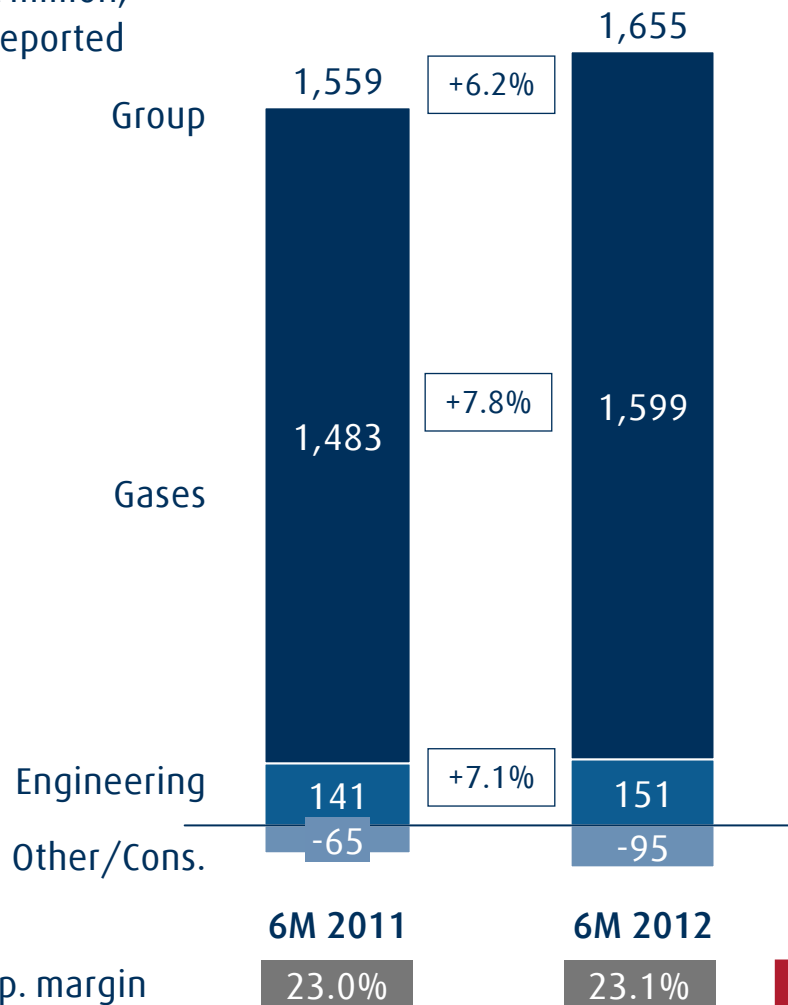
- Strong order intake with more than half of the orders from Asia and Middle East
- Order backlog further increased to € 3.8 bn

\*excluding currency and natural gas price effect

# Group, operating profit by Divisions

## Group margin further improved

in € million,  
as reported



### Gases Division

- Operating profit\* further increased
- Operating margin up by 10 bp to 27.4%

### Engineering Division

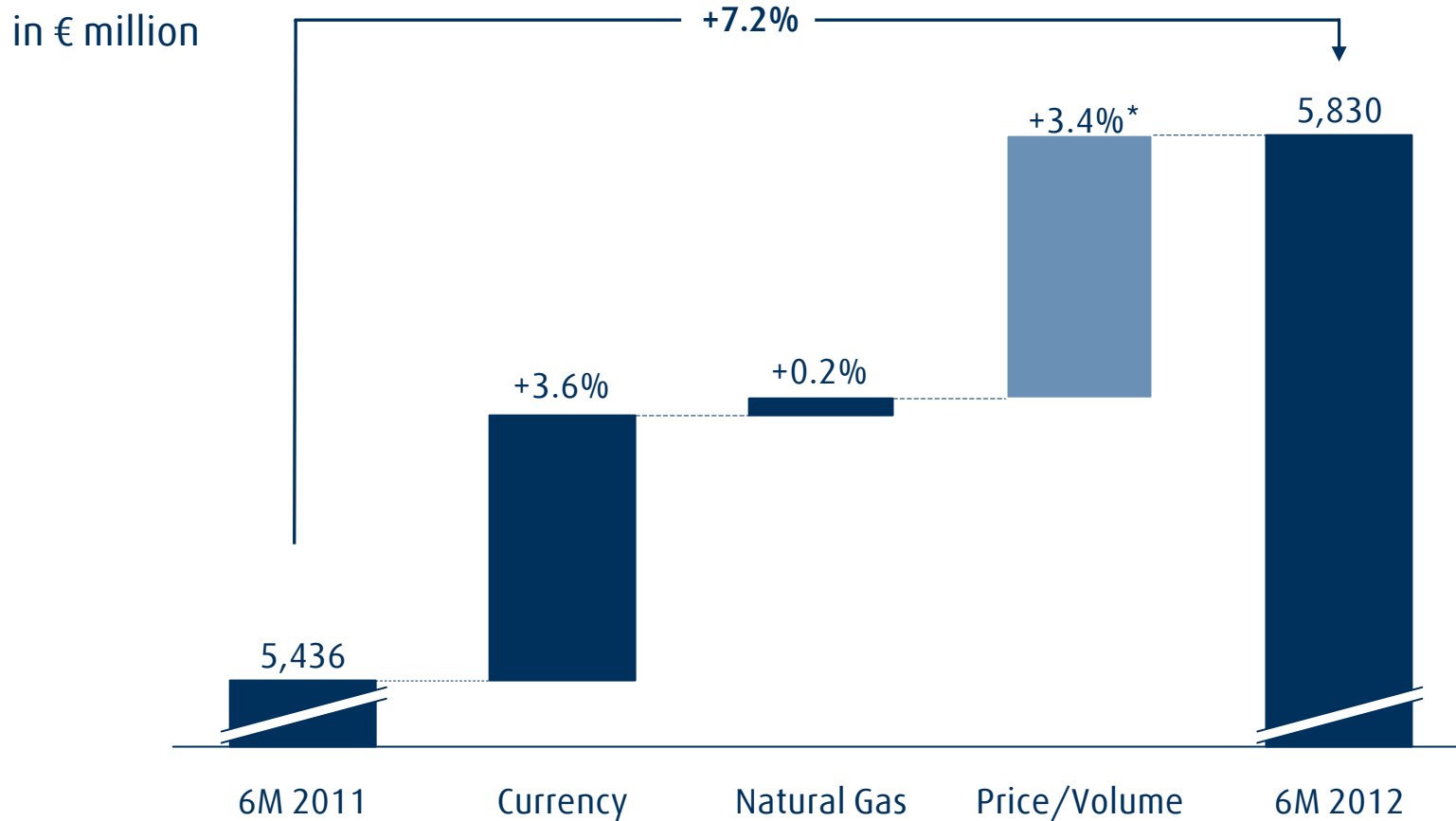
- Operating margin of 12.3% on high level
- Margin development driven by successful execution of individual projects

### Other/Cons

- 2011 was influenced by a positive one-time effect due to changes made to the UK pension plan (€ 16 m)

# Gases Division, sales bridge

6M 2012 sales increased by 3.4% on comparable basis

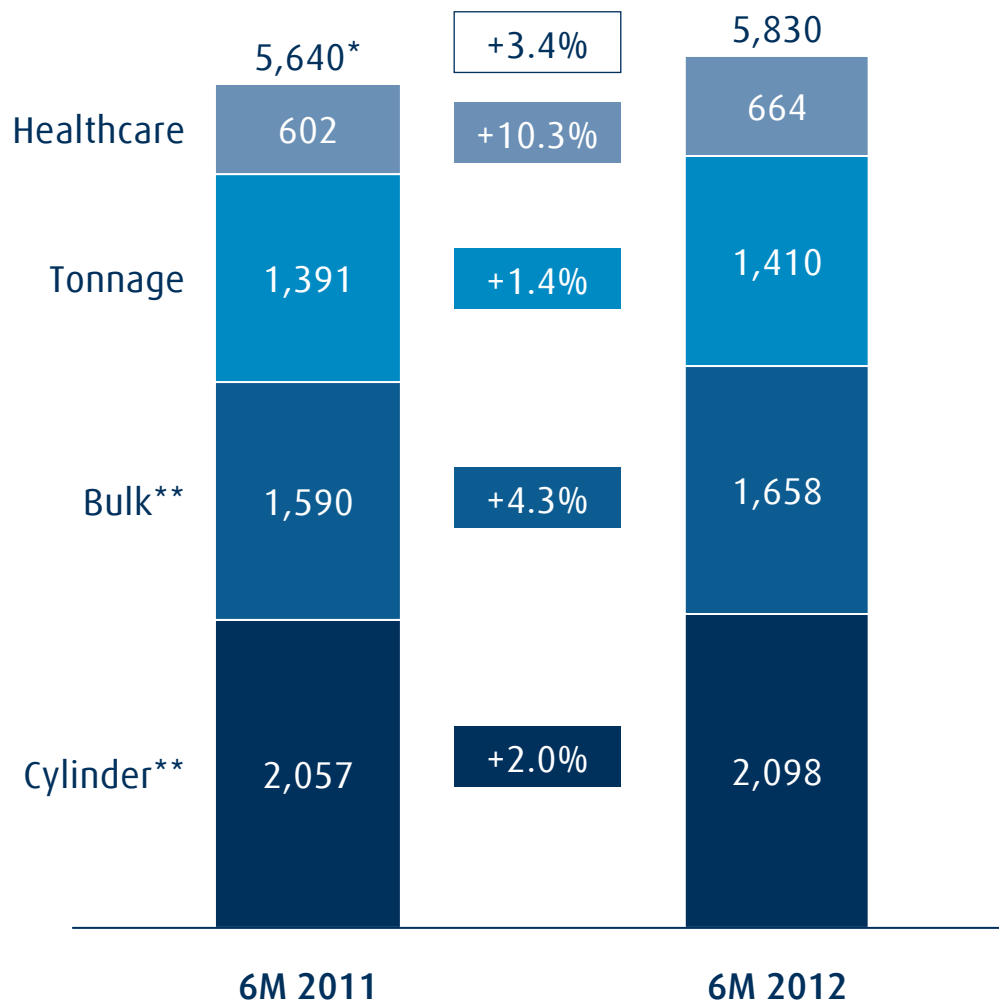


\*including € 40 m changes in consolidation

# Gases Division, sales by product areas

## Growth impacted by plant shut downs

in € million, comparable\* (consolidated)



### Healthcare

- Acquisition of Continental European Homecare business of Air Products closed on 30 April
- Two months of consolidated sales for the acquisition included

### Tonnage

- Adjusted for negative impacts from plant shut downs/ maintenance comparable growth of 4.8%, including joint ventures 6.4%
- Plant start ups mainly in the second half of 2012

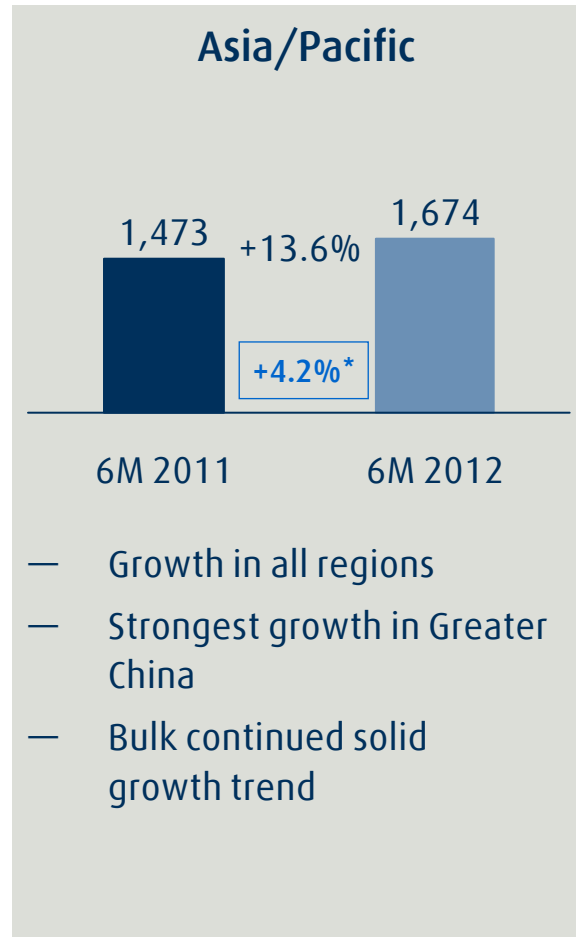
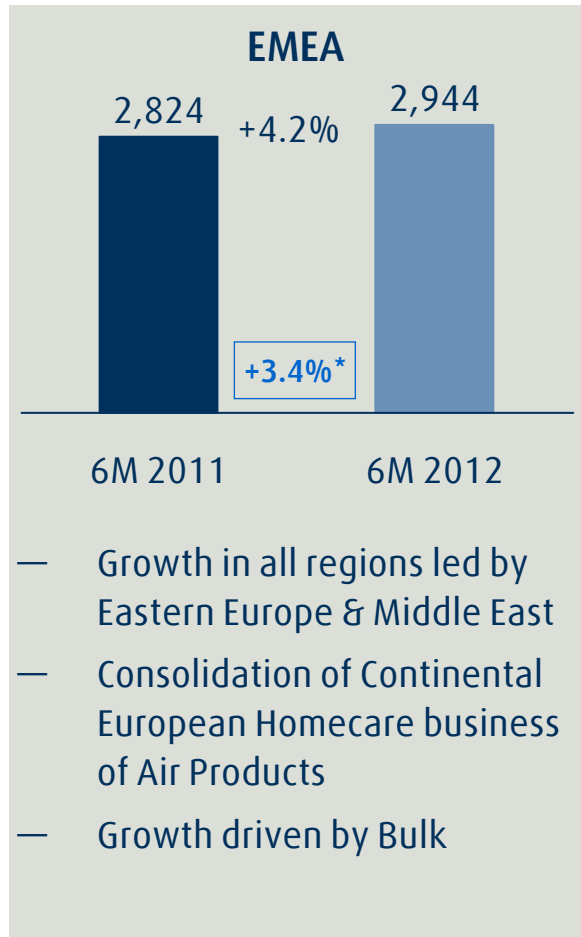
\*excluding currency and natural gas price effect

\*\* due to changed reporting structure € 240 m are shifted from Cylinder to Bulk

# Gases Division, sales by operating segment

## Growth in all regions led by Asia/Pacific

in € million



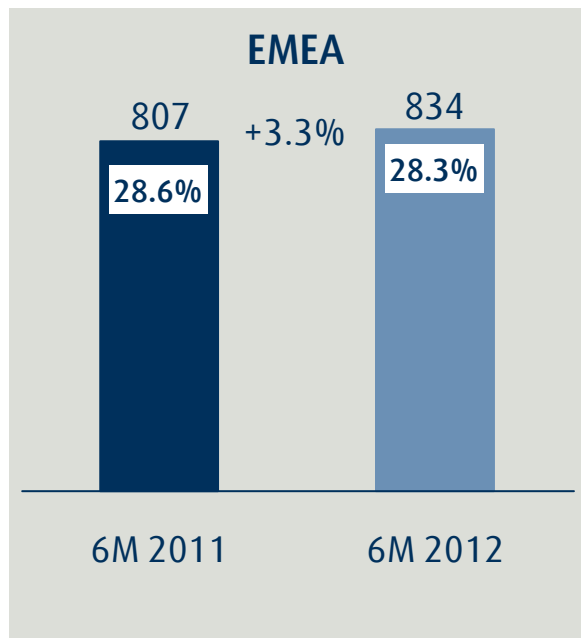
\*excluding currency and natural gas price effect



# Gases Division, operating profit by operating segment

## Growth continued

in € million



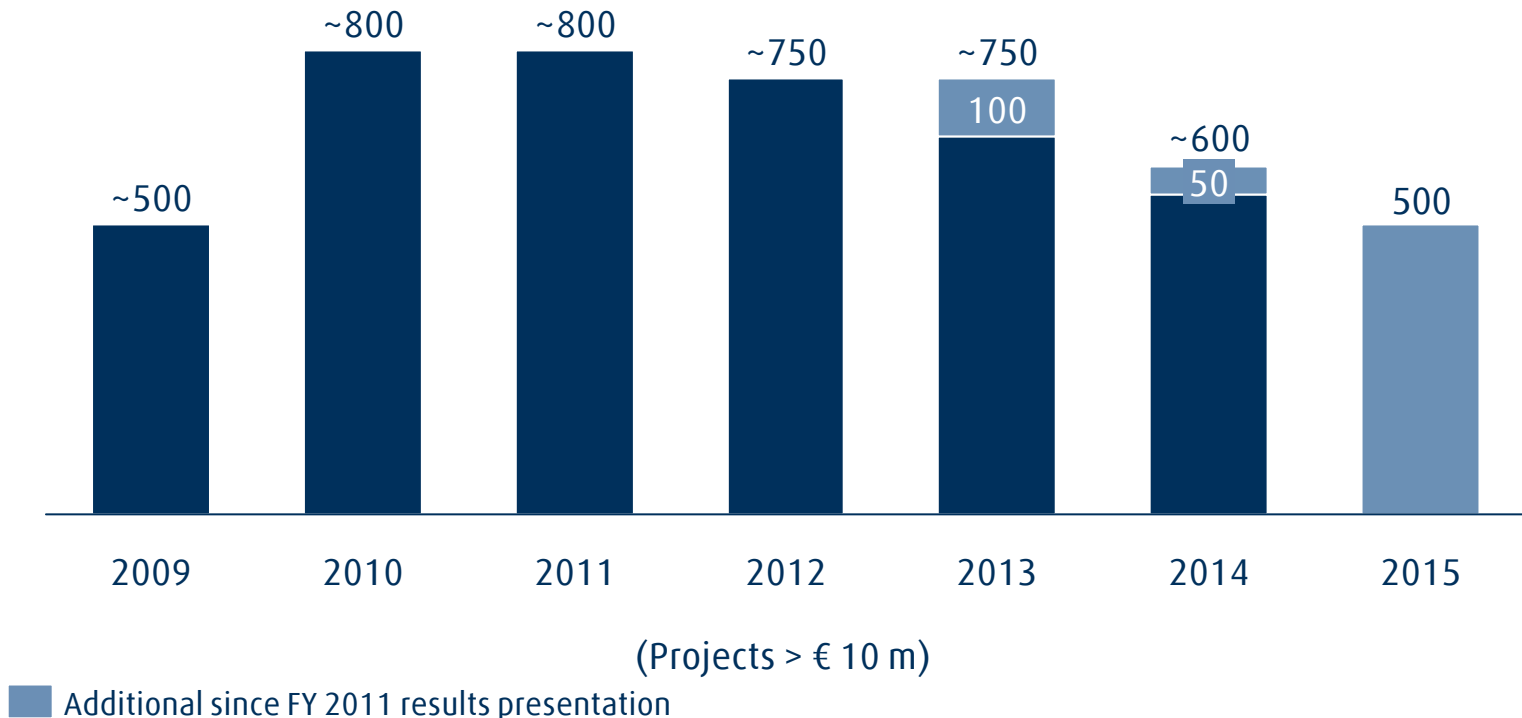
- Continued positive margin development and double digit growth in Americas
- Margin development in Asia/Pacific impacted by higher natural gas prices and up-front investments in future growth
- Continuous implementation of HPO supports margin in all regions

# Gases Division, project pipeline

Currently € 2.6 billion under execution

- € 4.7 bn investments between 2009-2015 (thereof € 0.6 bn in JVs @ share)
- Project amount for 2013 to 2015 increased by around € 650 m
- Around 70% of total project-capex allocated to Growth Markets
- Amount of project opportunities remains at € 4.3 bn on a high level

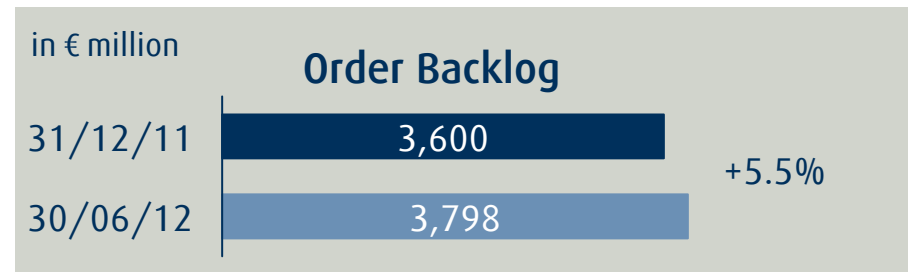
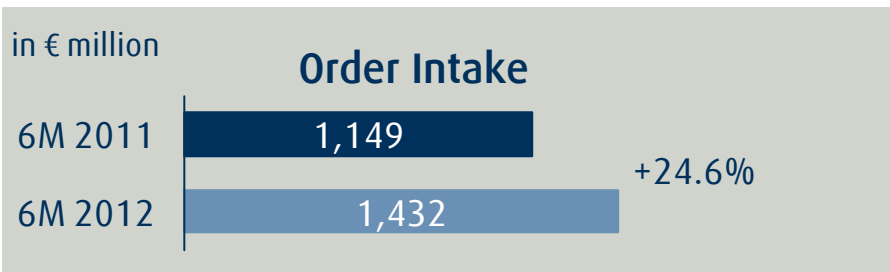
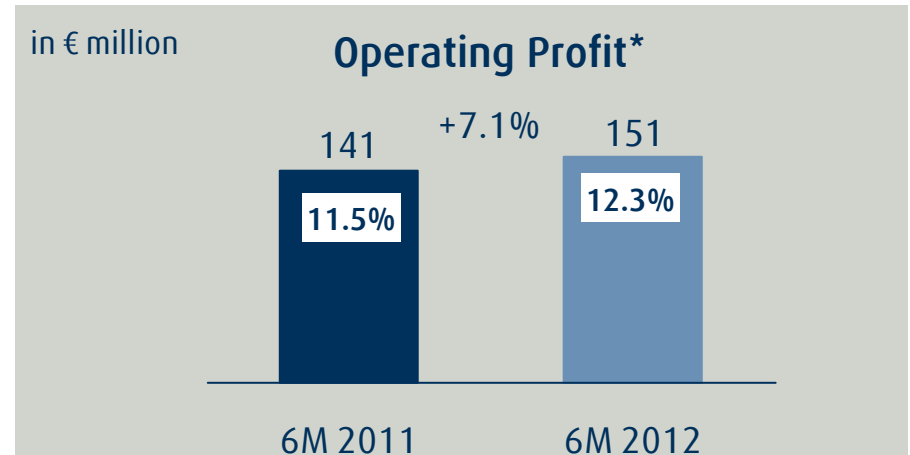
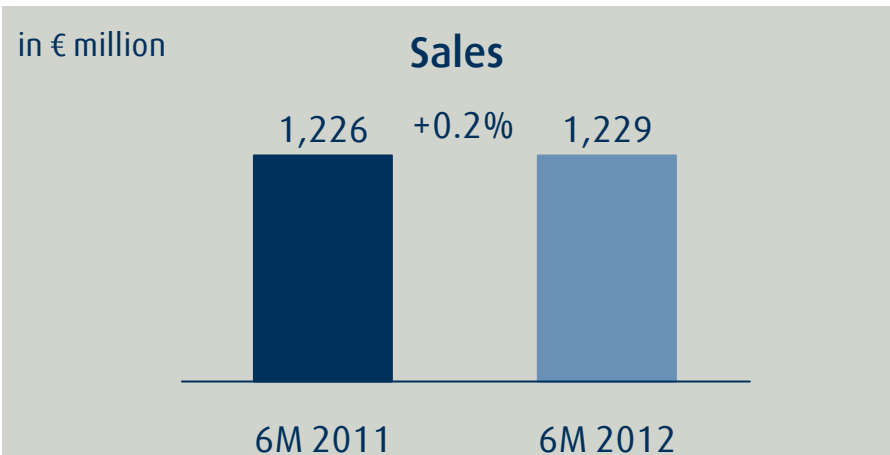
Project amount by on-stream date (incl. JVs) in € m



# Engineering Division, key figures

## Outstanding operating profit margin of 12.3%

- New project wins in Tonnage support high order intake and increasing order backlog
- New order intake of around USD 250 m for equipment/gas processing plants for shale gas
- Strong operating profit\* margin



\*EBITDA incl. share of net income from associates and joint ventures

# Outlook\*

## Profitable Growth.

2012	Group	<ul style="list-style-type: none"> <li>— Growth in sales and operating profit vs. 2011</li> <li>— Confirmation of HPO-programme: € 650-800 m of gross cost savings in 2009-2012</li> </ul>
	Gases	<ul style="list-style-type: none"> <li>— Sales increase vs. 2011</li> <li>— Continuous improvement of productivity</li> </ul>
	Engineering	<ul style="list-style-type: none"> <li>— Sales at the same level as in 2011</li> <li>— Operating margin of at least 10%</li> </ul>
Mid-term	Group	<ul style="list-style-type: none"> <li>— 2013<sup>**</sup>: Operating profit of at least € 4 bn</li> <li>— 2015<sup>**</sup>: Adjusted<sup>***</sup> ROCE of 14% or above</li> </ul>
	Gases	<ul style="list-style-type: none"> <li>— Average capex/sales ratio 13% plus</li> <li>— Revenue increase above market growth</li> <li>— Further increase in productivity</li> </ul>



# Appendix

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#### Proposed acquisition of Lincare Holdings Inc.

- On 1 July 2012 Lincare Holdings Inc. and Linde signed the merger agreement
- Linde offers USD 41.50 per share in cash

#### Tender process for Lincare shares started

- SEC documents filed on 11 July 2012
- HSR waiting period was already terminated on 20 July 2012
- Tender offer expires at the end of the day (midnight New York time) on 07 August 2012

#### Equity raise successfully concluded

- Equity raise of € 1.4 bn
- Number of total shares increased to 185 m
- One element of the funding of the Lincare acquisition
- A and A3 rating confirmed by rating agencies

# Group, Q2 2012

## Key P&L items

in € million	Q2 2011	Q2 2012	Δ in %
Revenue	3,449	3,669	6.4
Operating profit	798	847	6.1
Operating margin	23.1%	23.1%	+0 bp
EBIT	472	497	5.3
PPA depreciation	-60	-61	-1.7
EBIT before PPA depreciation	532	558	4.9
Financial result	-77	-71	7.8
Taxes	-100	-103	-3.0
Net income	295	323	9.5
Net income – attributable to Linde AG shareholders	282	304	7.8
EPS in €	1.65	1.77	7.3
Adjusted EPS in €	1.91	2.02	5.8

# Group, H1 2012

## Key P&L items

in € million	H1 2011	H1 2012	Δ in %
Revenue	6,774	7,174	5.9
Operating profit	1,559*	1,655	6.2
Operating margin	23.0%	23.1%	+10 bp
EBIT	918	973	6.0
PPA depreciation	-121	-122	-0.8
EBIT before PPA depreciation	1,039	1,095	5.4
Financial result	-126**	-163	-2.9
Taxes	-194	-179	7.7
Net income	598	631	5.5
Net income – attributable to Linde AG shareholders	566	591	4.4
EPS in €	3.32	3.45	3.9
Adjusted EPS in €	3.79	3.91	3.2

\*including € 16 m one-time effect from changes to the UK pension plan

\*\*including positive one-time effect of € 30 m (repayment of BOC Edwards vendor loan)



# Gases Division, operating segments

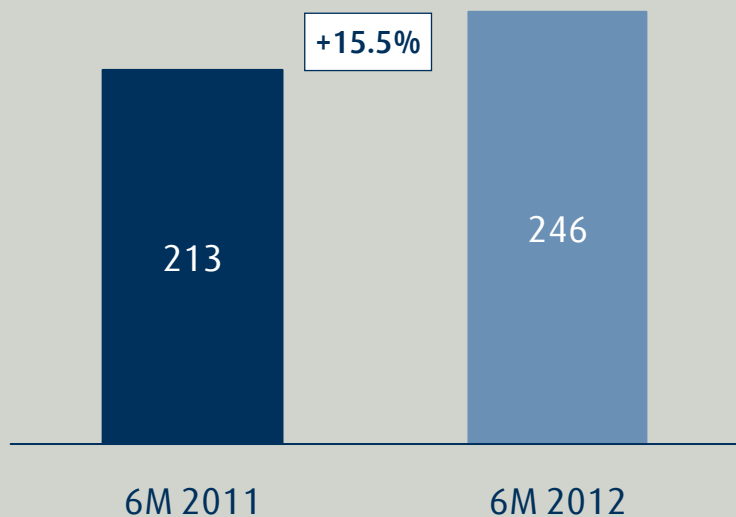
## Quarterly data

EMEA (€ m)	Q1 2011	Q1 2012	Q2 2011	Q2 2012
Sales	1,393	1,445	1,431	1,499
Operating profit*	395	414	412	420
Operating margin	28.4%	28.7%	28.8%	28.0%
Asia/Pacific (€ m)	Q1 2011	Q1 2012	Q2 2011	Q2 2012
Sales	707	808	766	866
Operating profit*	196	218	210	235
Operating margin	27.7%	27.0%	27.4%	27.1%
Americas (€ m)	Q1 2011	Q1 2012	Q2 2011	Q2 2012
Sales	580	625	593	636
Operating profit*	136	152	134	160
Operating margin	23.4%	24.3%	22.6%	25.2%

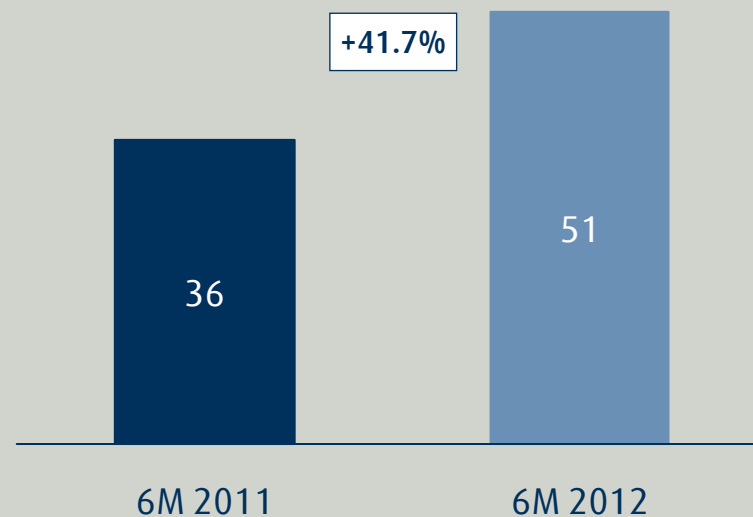
\*EBITDA incl. share of net income from associates and joint ventures

in € million

## Proportionate Sales (not incl. in the Group top-line)



## Share of Net Income (contribution to operating profit)



# Group, H1 2012

## Cash Flow Statement

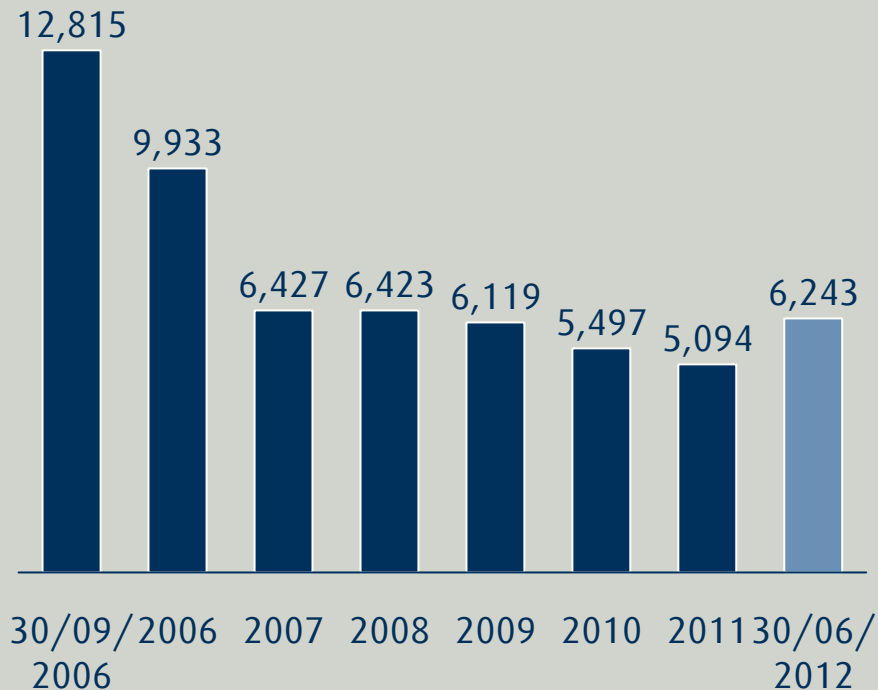
in € million	Q1 2012	Q2 2012	H1 2012	H1 2011
Operating profit	808	847	1,655	1,559
Change in Working Capital	-318	-101	-419	-174
Other changes	-105	-262	-367	-408
<b>Operating Cash Flow</b>	<b>385</b>	<b>484</b>	<b>869</b>	<b>977</b>
Investments in tangibles/intangibles	-321	-384	-705	-547
Acquisitions/Financial investments	-3	-655	-658	-14
Other	43	24	67	76
<b>Investment Cash Flow</b>	<b>-281</b>	<b>-1,015*</b>	<b>-1,296*</b>	<b>-485</b>
<b>Free Cash Flow before Financing</b>	<b>104</b>	<b>-531</b>	<b>-427</b>	<b>492</b>
Interests and swaps	-68	-146	-214	-159
Dividends and other changes	-33	-402	-435	-387
<b>Net debt increase (+)/decrease (-)</b>	<b>-3</b>	<b>1,079</b>	<b>1,076</b>	<b>54</b>

\*excluding proceeds on disposal of securities € 555 m

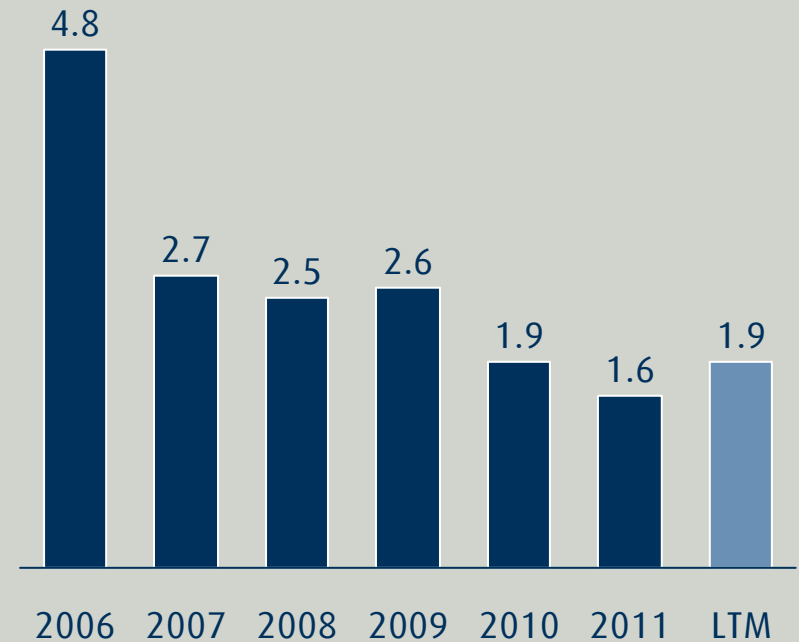
# Group, solid financial position

## Sound financial strategy

### Net debt (€ m)



### Net debt/EBITDA



### Credit Ratings

- Standard&Poor's: A/A-1 with stable outlook (04 July 2012\*)
- Moody's: A3/P-2 with stable outlook (02 July 2012\*)

\* date of latest rating agency publication

- Development of depreciation and amortisation
- Impact in H1 2012: € 122 million
- Expected range adjusted due to exchange rate effects

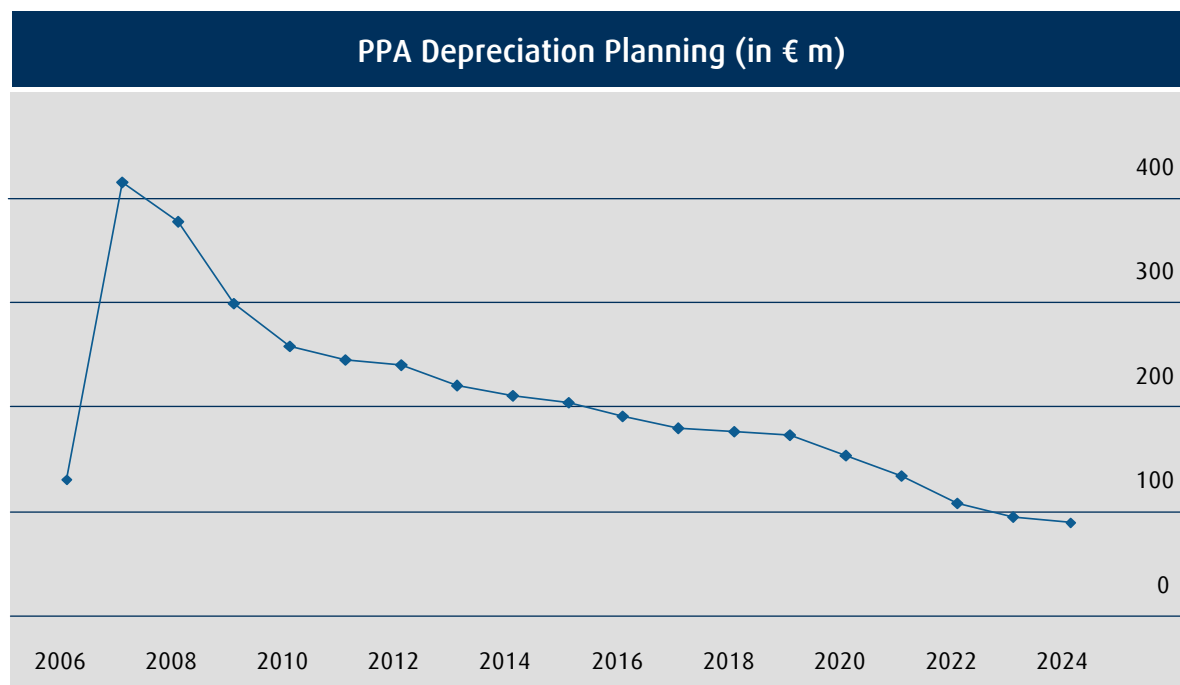
### Expected range in € m

2012	230 – 255
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2013	200 – 225
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2022	< 125
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# Group, definition of financial key figures

<b>Operating Profit</b>	<b>Return</b>	EBITDA (incl. IFRIC 4 adjustment) excl. finance costs for pensions excl. special items incl. share of net income from associates and joint ventures
	<b>adjusted ROCE</b>	Operating profit - depreciation / amortisation excl. depreciation/amortization from purchase price allocation
	<b>Average Capital Employed</b>	equity (incl. minorities) + financial debt + liabilities from finance leases + net pension obligations - cash, cash equivalents and securities - receivables from finance leases
<b>adjusted EPS</b>	<b>Return</b>	earnings after tax and minority interests + depreciation/amortization from purchase price allocation +/- special items
	<b>Shares</b>	average outstanding shares

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## Financial Calendar

- Interim Report January to September: 29 October 2012
- Annual General Meeting: 29 May 2013