



# Staying on Track. Analysts' Conference 2009

Leading.



THE LINDE GROUP

Munich, 16 March 2009

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## Part 1

Prof. Dr Wolfgang Reitzle

1. 2008 Highlights and Divisional Performance
2. Strategic focus:
  - Defensive set-up and HPO
  - Long-term industry growth drivers intact
3. 2009 Outlook

## Part 2

Georg Denoke

1. Operational Performance
2. Financial KPIs
3. Financial position and Financing

## Appendix



## **Gases & Engineering model delivers a strong operational performance**

Group sales increased by 8.4% excluding currency effects to €12.663 bn

10.3% currency-adjusted growth in group operating profit to €2.555 bn

Group margin up by 50 bps to 20.2%, driven by synergies and cost efficiencies in all divisions

Further increase in adjusted EPS, ROCE and cash flow

## **Stable business model is particularly valuable in the current market environment**

Visibility into 2009 remains low: manage businesses in scenario-based approach

Strategic transformation accomplished: defensive growth set-up with a strong financial backbone

## **Accelerate evolution towards a leading High Performance Organisation**

Balance of short-term mitigation and long-term sustainable productivity enhancements

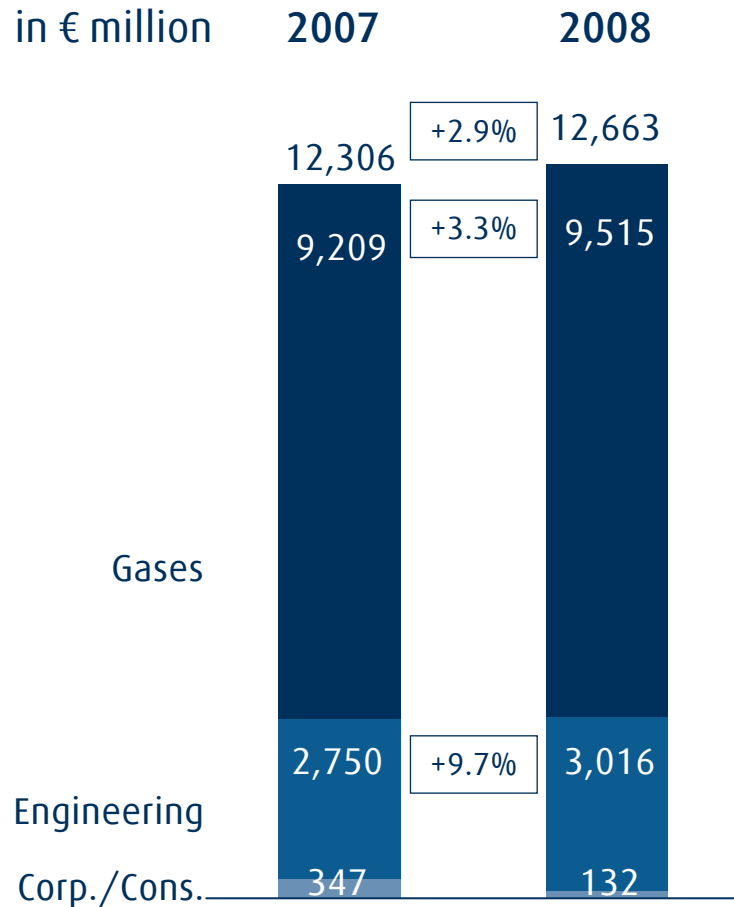
Continuous management focus: synergies in place, follow-up programme HPO launched

# Group: Sales by Divisions

8.4% increase in sales excl. currency effects



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## Gases Division

- 9.3% growth excluding currency effects
- Comparable\* growth of 6.8%, increase of 9.5% incl. bolt-on acquisitions
- Positive price and volume trends
- Despite volume slowdown in Nov/Dec

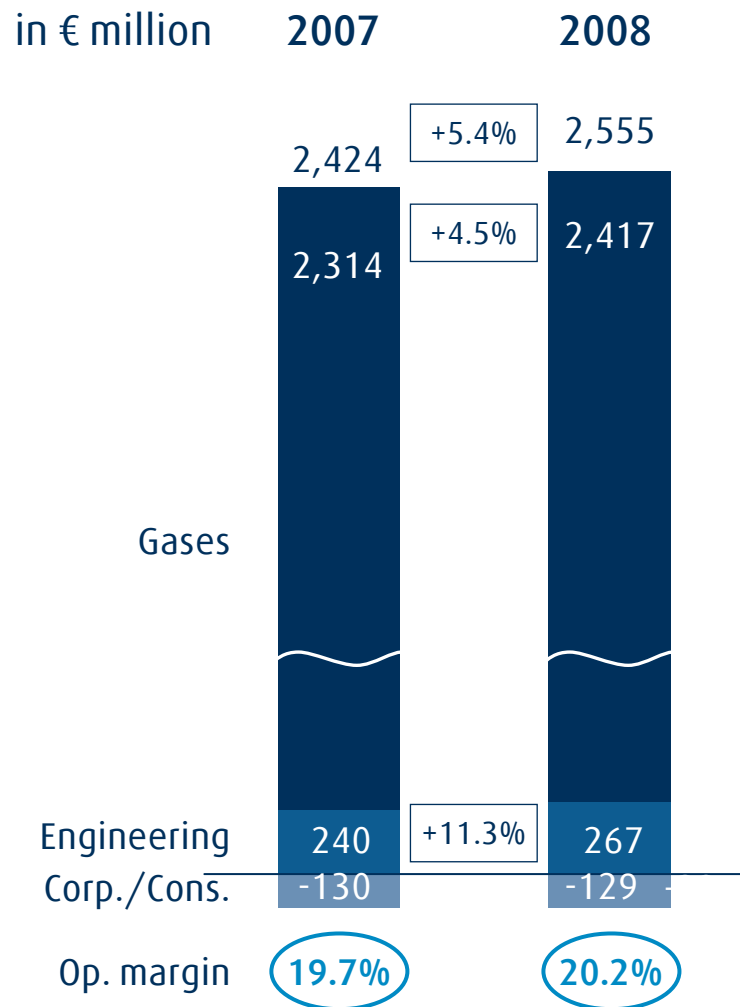
## Engineering Division

- Successful project execution drive sales over €3 bn
- Strong order intake also in Q4

\*excluding currency, natural gas price and consolidation effect

# Group: Operating profit by Divisions

10.3% increase in operating profit excl. currency effects



## Gases Division

- 9.6% growth excluding currency effects
- Full year margin up by 30 bps to 25.4% despite gas price dilution

## Engineering Division

- Operating profit up double-digit at 11.3%
- Margin stays above 8% target at 8.9%

# Engineering Division

## Strong order backlog allows for 2-year visibility

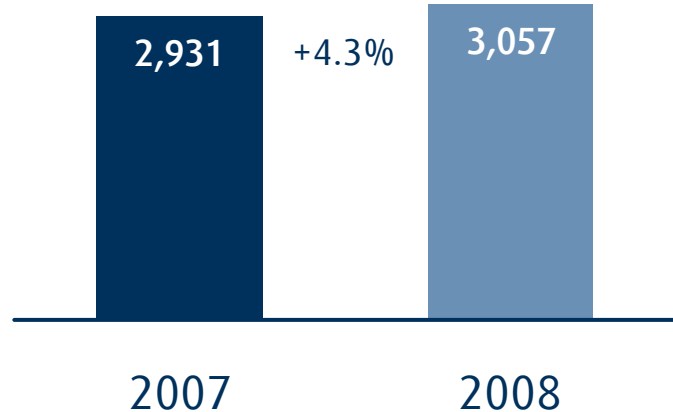


Strong order intake of €762 m in Q4 drives full-year order intake again above €3 bn

Order backlog of €4.4 bn gives visibility for relatively stable development over the next two years

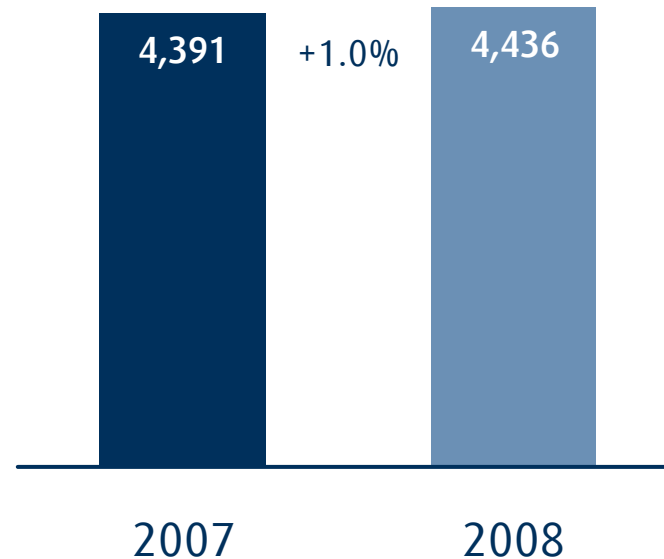
### Order intake

€ 3,057 million



### Order backlog

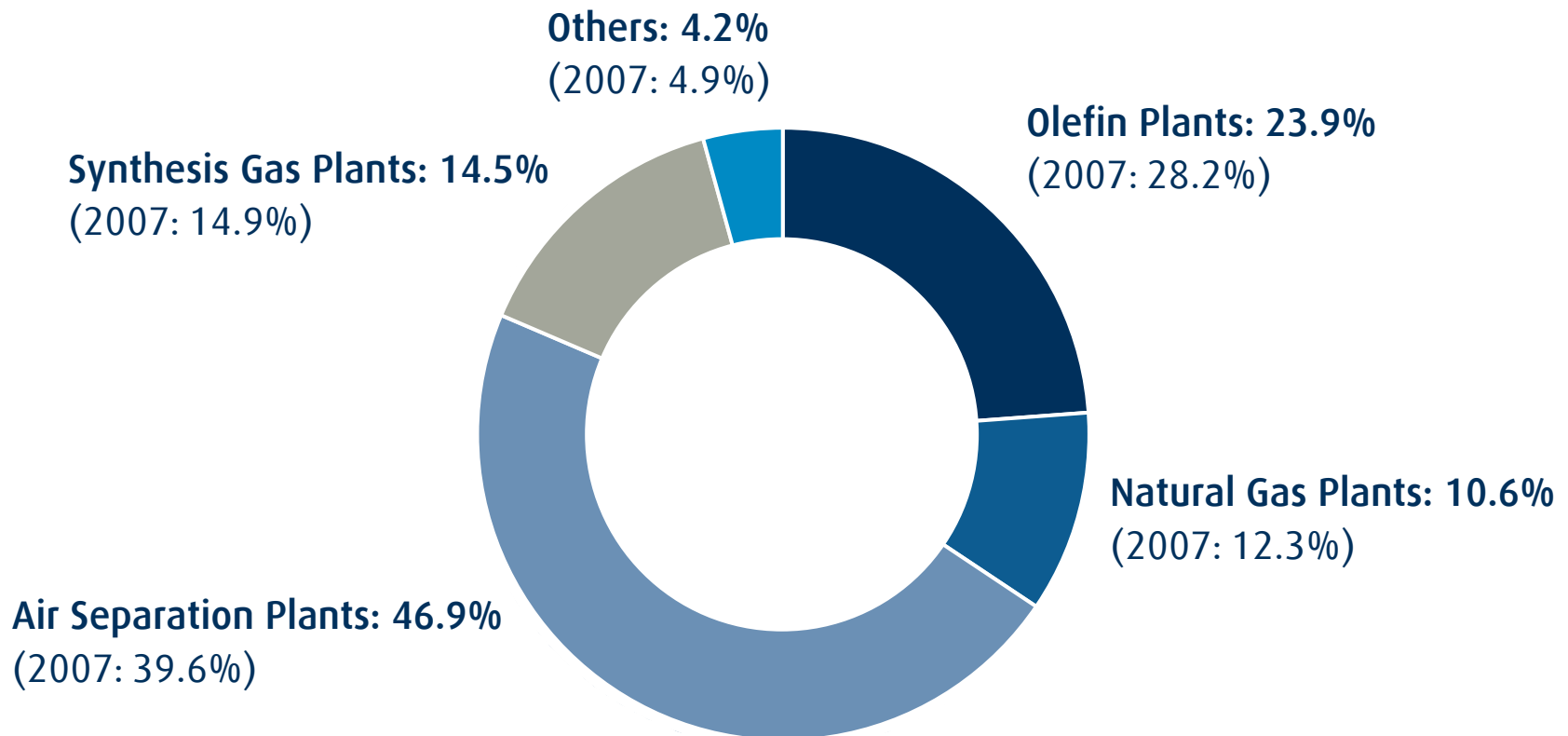
€ 4,436 million



# Engineering Division

## Order backlog diversified and of high quality

### Order backlog by plant type, 31/12/2008

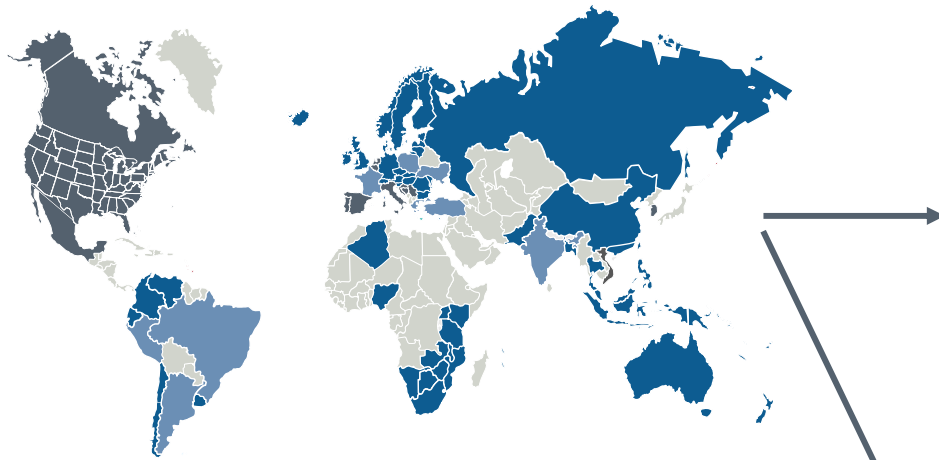




# Business Synergies of Gases & Engineering Divisions

## Leveraging a global set-up and common customer focus

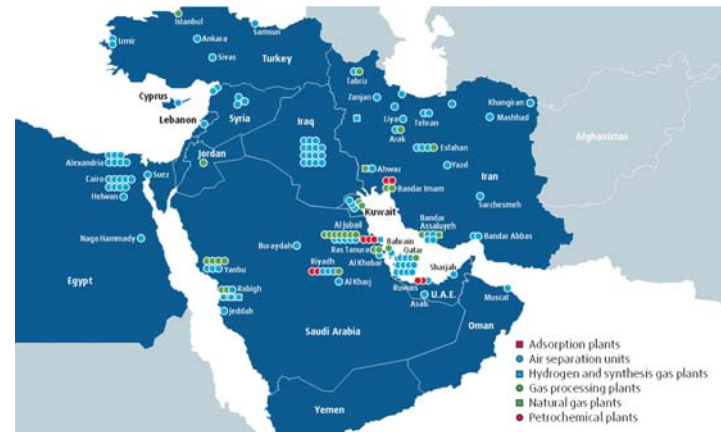
### Global set-up of Gases Division



### Plant Sales of Engineering Division



Greater China



Middle East

Recent tonnage contracts with long-term Engineering customers:

**ADNOC**

2 tonnage contracts signed in 2007/2008

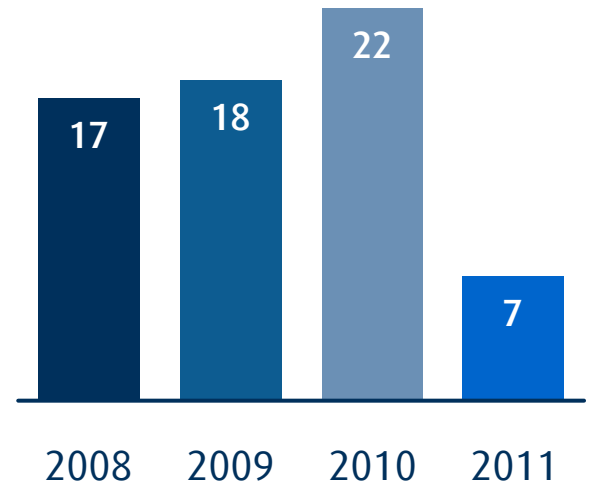
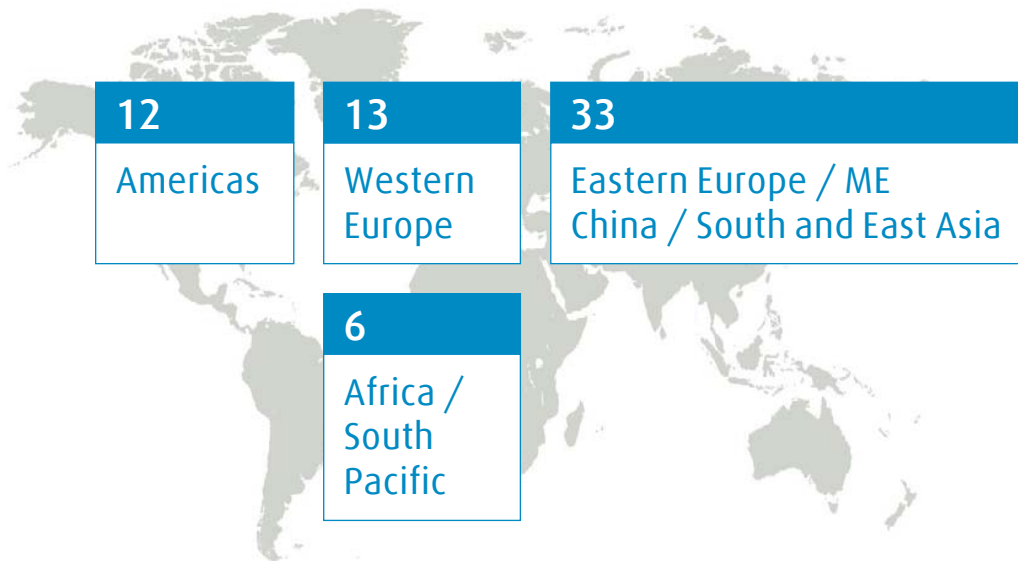
**SAIL (Steel Authority of India)**

1st tonnage contract signed in December 2008

# Gases Division

## Project pipeline remains strong, despite some delays

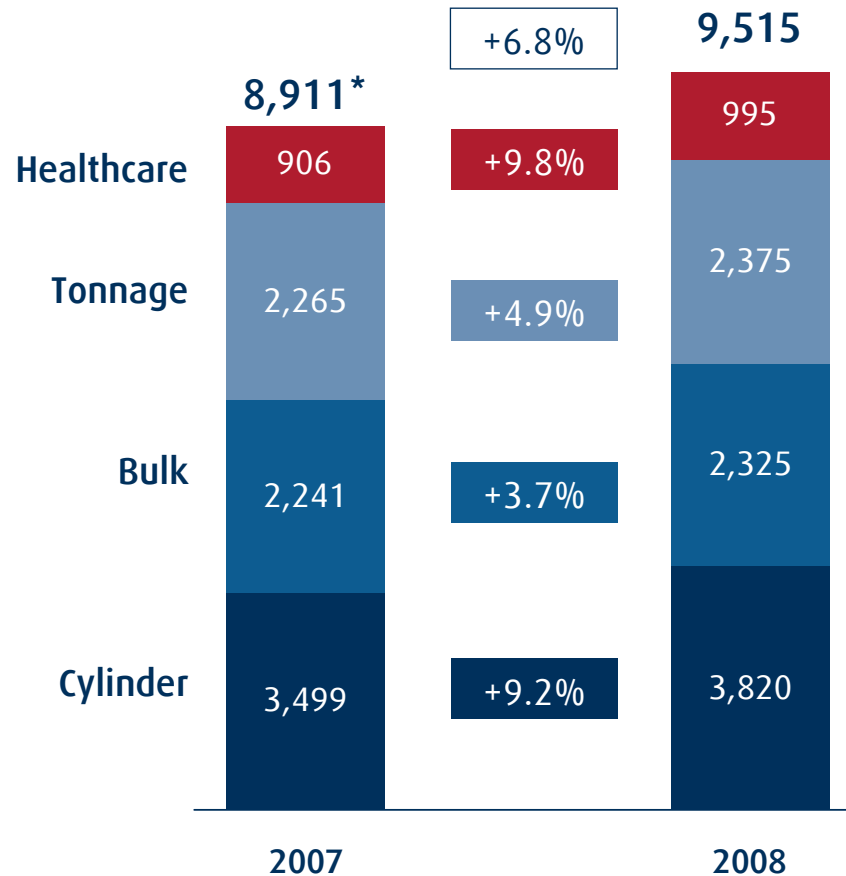
- 64 start-ups will deliver new revenue streams by 2011 (incl. JVs)
- Project list remains strong, supported by Emerging Markets and energy applications



# Gases Division: Sales by products areas

## Stable growth across all four segments

in € million, comparable\*,  
consolidated

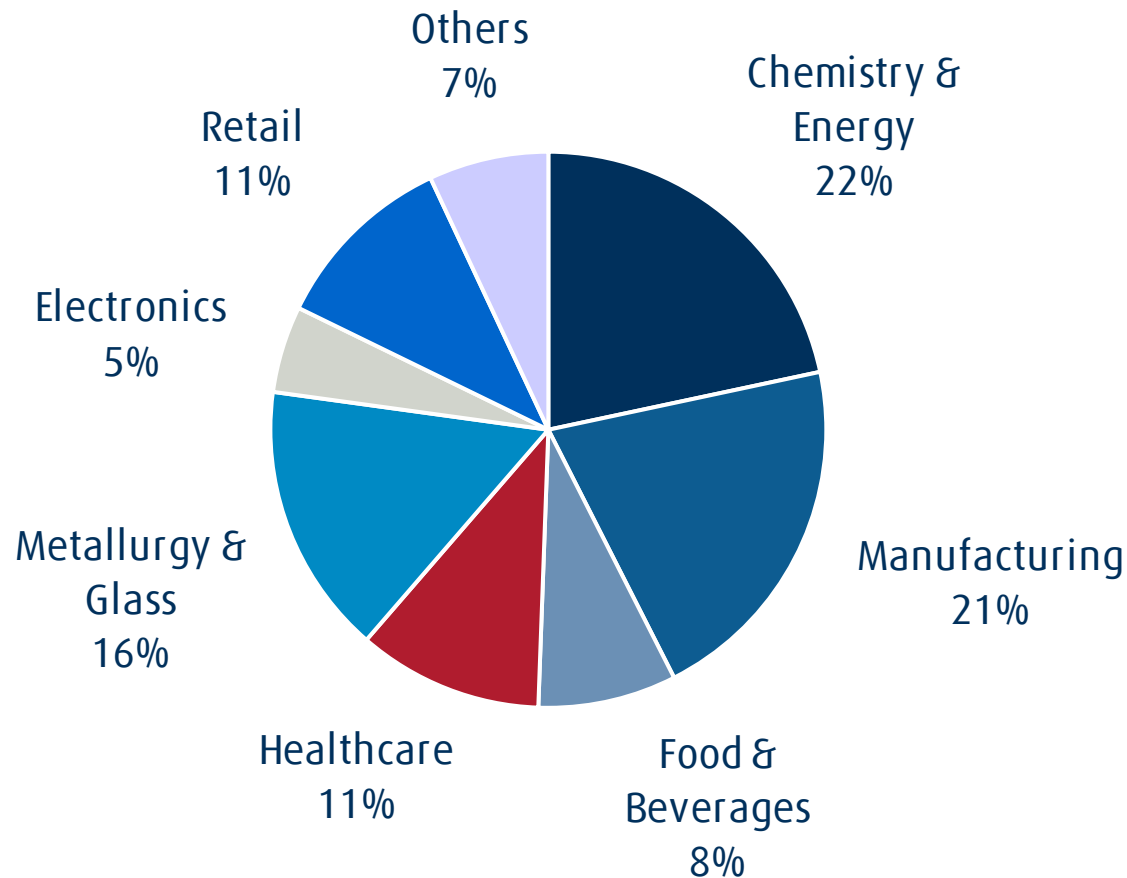


\*excluding currency, natural gas price and consolidation effect

# Gases Division

Stability driven by a broad customer base

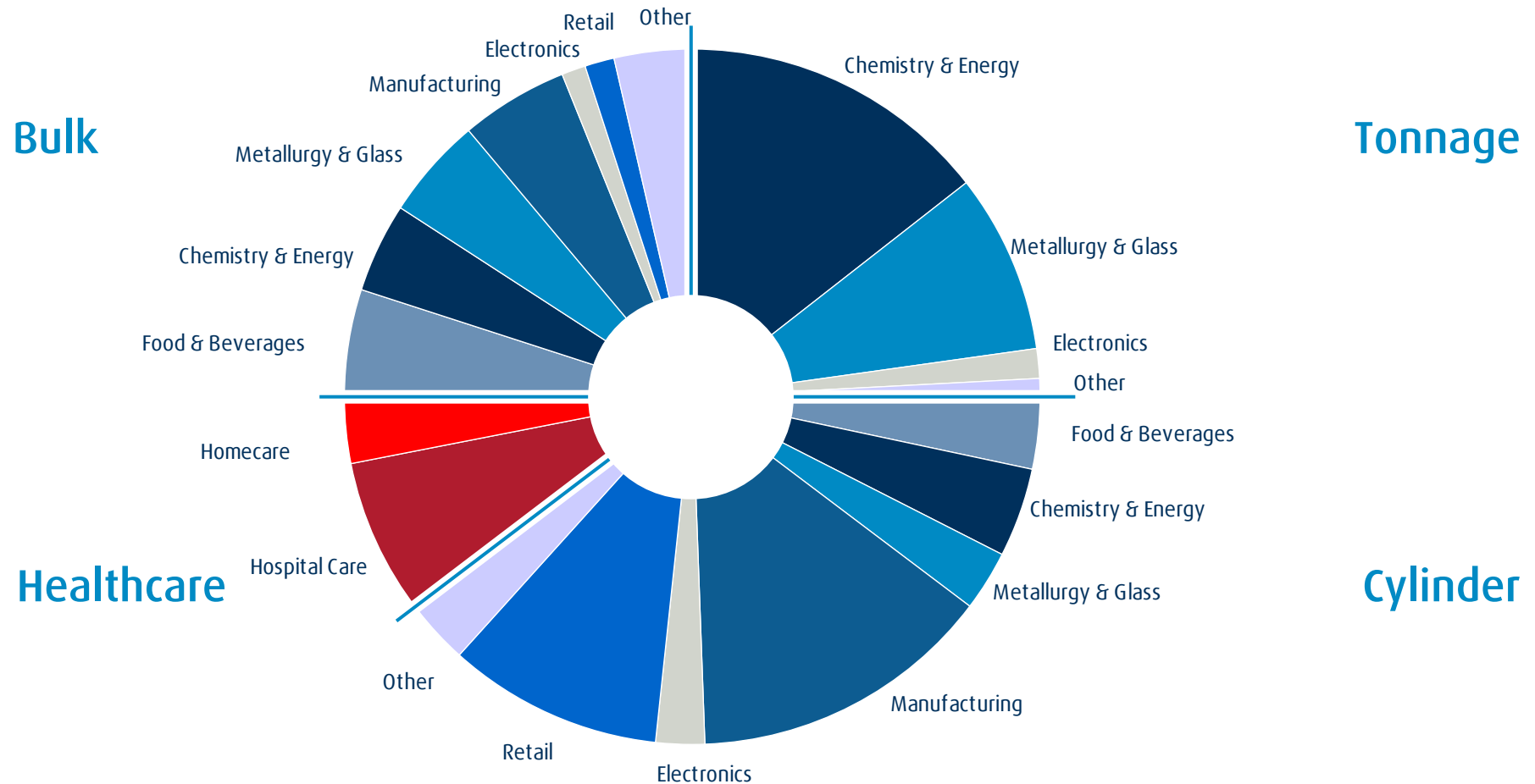
## 2008: Split by end-customer groups



# Gases Division

Stability driven by a broad customer base

## 2008: Split of product areas by major end-customer groups



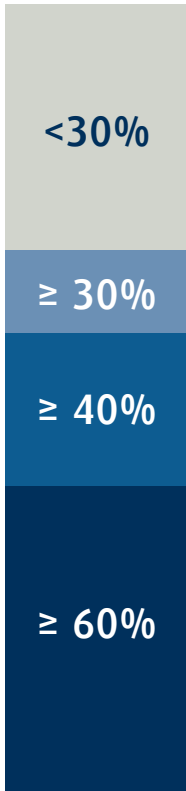
# Gases Division

70% of revenues come from a leading market position

## Sales split by market shares

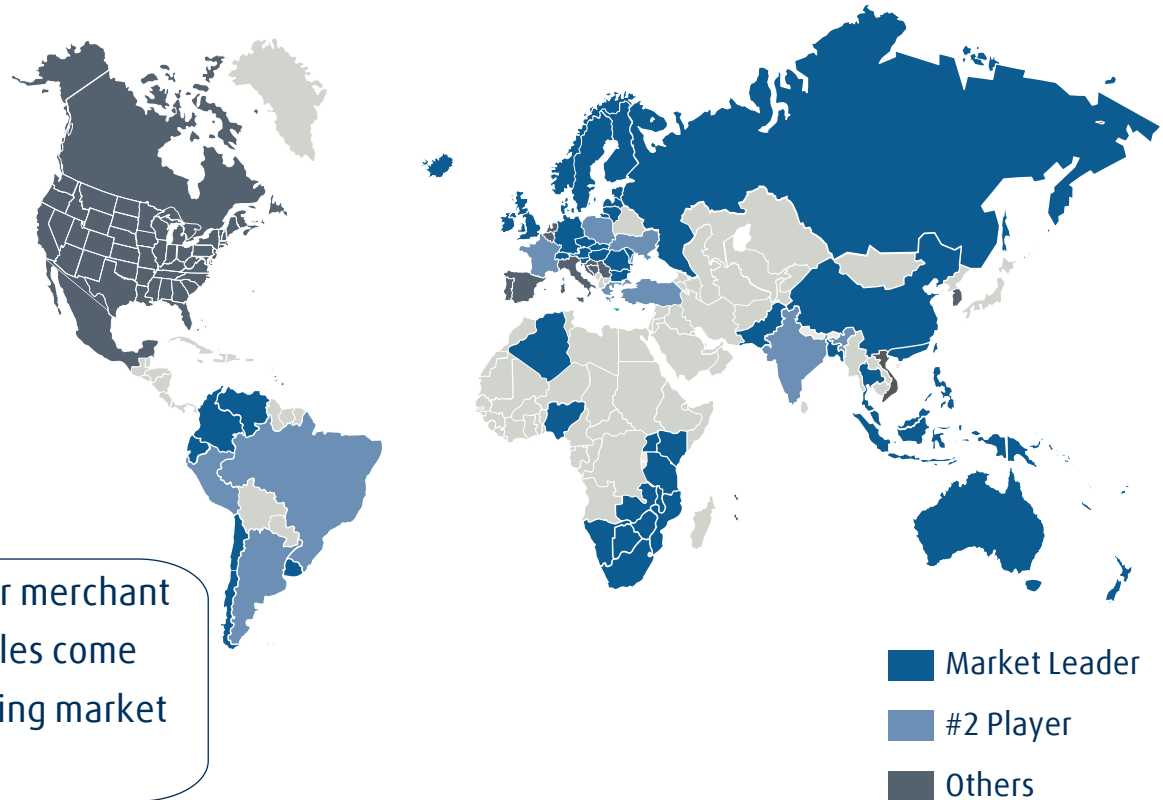
Market leader in 46 of the 70 major countries,  
#2 Player in another 10

€9.5 bn



70%

>70% of our merchant business sales come from a leading market position





# High Performance Organisation (HPO)

Implementing the next step of our continuous optimisation



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## Continuous transformation towards our vision to be the leading global gases and engineering group

BOC Acquisition

Integration

Synergies

HPO

### Transformation

- Pure play
- Portfolio optimisation
- Track record in efficiency improvement

### The Linde Group

- New operating model
- One culture
- One vision



### Synergies on track

- G&A
- Procurement / R&D
- Supply management / production

€250 million net cost savings  
First full-year contribution in FY 2009

### Continuous improvement

- Process excellence
- Productivity improvement
- People excellence

€650-800 million gross cost reduction  
4-year period: 2009-2012

# Gases Division

## Our global expansion ...



## Gases Division

... offers large scope for global process standardisation



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### Industrial gases solutions address structural challenges:

Limited resources / environmental protection

Higher returns on existing fields	➔	Enhanced Oil & Gas recovery	Nitrogen/CO <sub>2</sub>
Sourer crude / lower emissions	➔	Refinery fuel upgrades	Hydrogen
Diversification of energy sources			
— Natural gas	➔	LNG/GTL	Oxygen
— Cleaner coal	➔	Coal gasification/CCS	Oxygen/CO <sub>2</sub>
— Renewables	➔	Photovoltaics/Biofuels	Electronic Gases/ Specialty Gases/ Nitrogen
Lower energy consumption of industrial processes	➔	Oxy-combustion	Oxygen
Cleaner waters	➔	Waste-water treatment	Oxygen

➔ Long-term potential for our Gases & Engineering portfolio

### Global healthcare systems face structural trends:

- |  |   |  |                               |
|--|---|--|-------------------------------|
| — <b>MORE patients</b><br>(ageing population)                  | ➔ | Increasing consumption of traditional healthcare gases | Hospital Care                 |
| — <b>HIGHER expectations</b><br>(quality of life)              | ➔ | New diagnostics & therapies                            | f.ex. COPD*,<br>Sleep therapy |
|  | ➔ | Improved patient mobility                              | Homecare                      |
| — <b>LESS financial resources</b><br>(health budget pressures) | ➔ | Reduce Hospital time                                   | Homecare/<br>Middle Care      |

➔ Long-term potential for healthcare gases and related services

\*Chronic Obstructive Pulmonary Disease

## Current situation

The most uncertain demand environment in decades



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**Q4 performance of Gases Division impacted by a significant demand slowdown in Nov/Dec**

### **Visibility on customer behaviour still low**

Customers still running at depressed capacity levels in January and February

Slowdown in new project signings in tonnage

Market expectations are for a 1.4% decline in global GDP over 2009

Stabilisation from contract structures (rentals, take-or-pay), defensive end markets and pricing from strong market position

**Strong order intake of Engineering Division in Q4**



# Outlook

## Market environment requires a scenario-based approach



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**In an environment of severe industrial slowdown and still limited visibility, we are incorporating a number of scenarios into our business planning for 2009:**

### Group

Forecasts for sales and earnings range from slightly above or the same as the prior year figures to a reduction versus 2008. The positive scenario requires an improvement in business trends at least in H2 2009.

### Gases

Sales and earnings will range between a slight increase and a year-on-year decline.

### Engineering

Strong order backlog is a good basis for a relatively stable business performance in the next 2 years. However in a weaker scenario we assume that new orders will not be sufficient to achieve the same level of sales in 2009 versus 2008. Our target for the operating margin remains at 8%.

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

**€3 billion operating profit and 13% ROCE target to be reached later than expected**

## **Strong operational performance in 2008**

Sales growth despite currency effects and year-end slowdown

Improved profitability and capital returns

Ongoing strong cash flow generation

## **Stable set-up in an uncertain market environment in 2009**

Defensive strategic positioning: relative stability of Gases & Engineering business model

Management focus on cash flows and return: from synergies into continuous improvement

## **Acceleration into HPO**

Performance culture is more important than ever

Quickly adapt cost structure to market environment, intensify durable productivity measures

Long term-commitment to profitable growth: manage cost and returns to stay ready for growth

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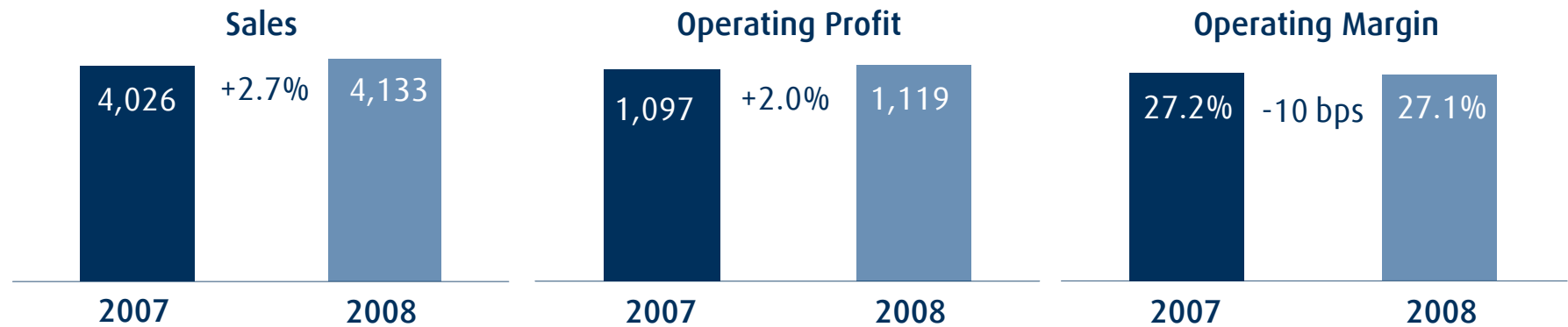
## Appendix

# Gases Division

## Operating Segment Western Europe



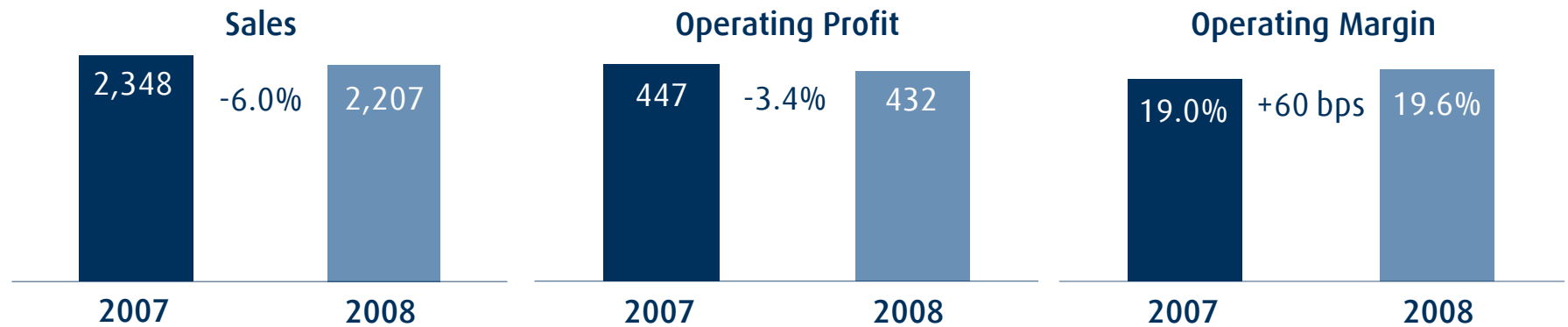
in € million, as reported



### Highlights

- Comparable sales growth of 4.9%
- Underlying sales momentum in cylinder gases driven by specialty gases, cylinder rentals and hardware
- Solid growth in our healthcare business
- Negative GBP translation effect

in € million, as reported



### Highlights

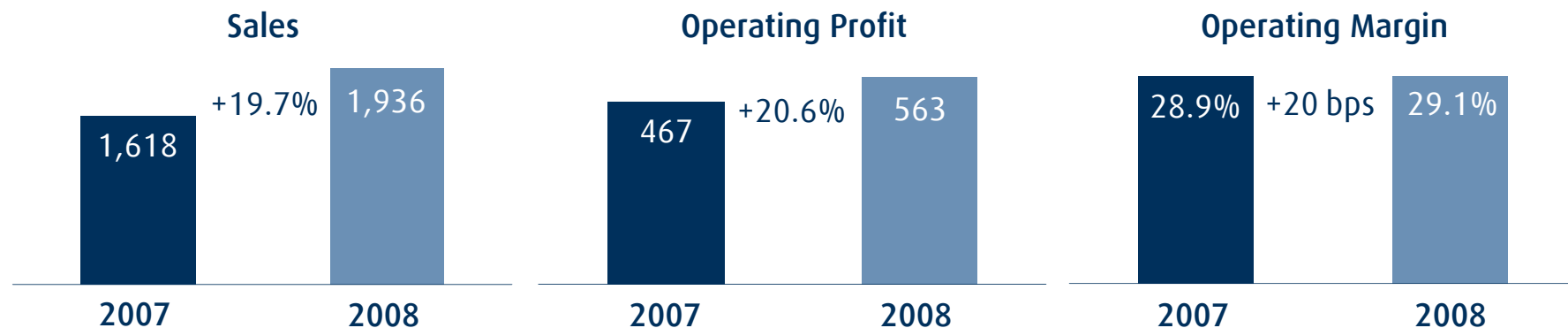
- Comparable sales growth of 6.4%
- Reported figures reflect H1 2007 disposals and USD translation effect
- Main drivers of underlying growth are our hydrogen ramp-ups and good pricing in our bulk and cylinder business
- Margin increase despite negative impacts in Q4 reflecting the improved structure

# Gases Division

## Operating Segment Asia & Eastern Europe



in € million, as reported

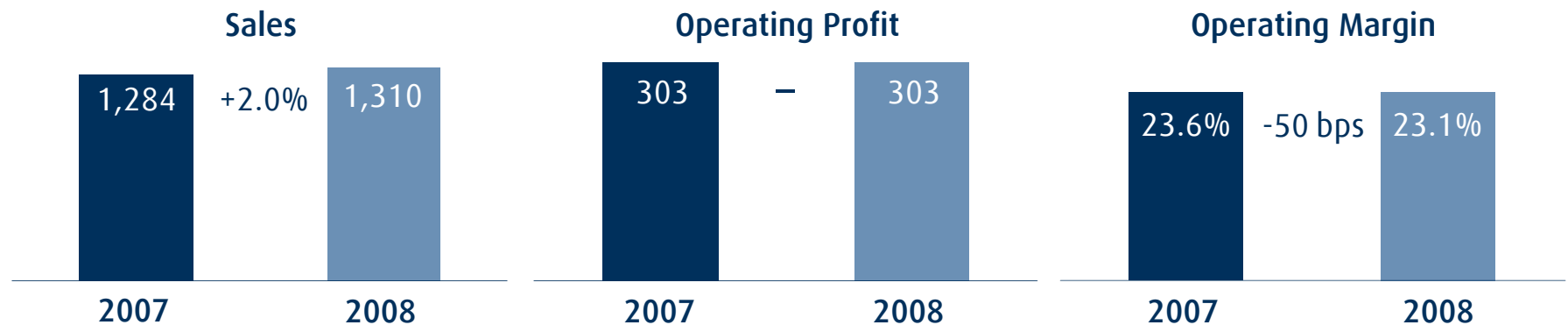


### Highlights

- Comparable sales growth of 9.5%
- Overall strong development in Greater China, South & East Asia, Eastern Europe & Middle East
- Strong footprint in industrial clusters, but notable slowdown towards year-end



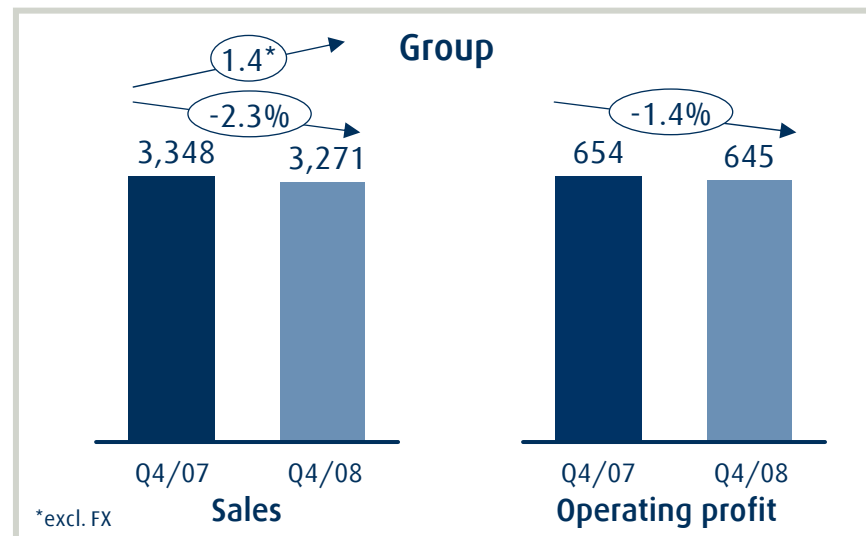
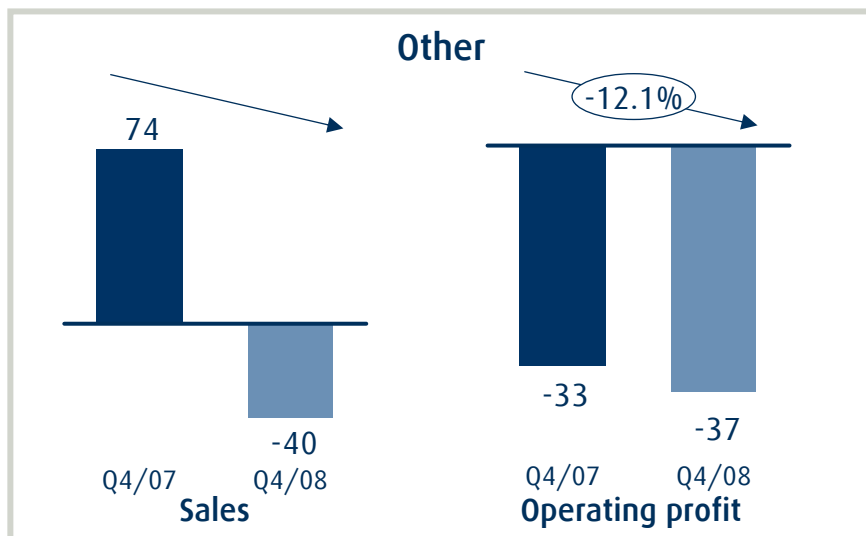
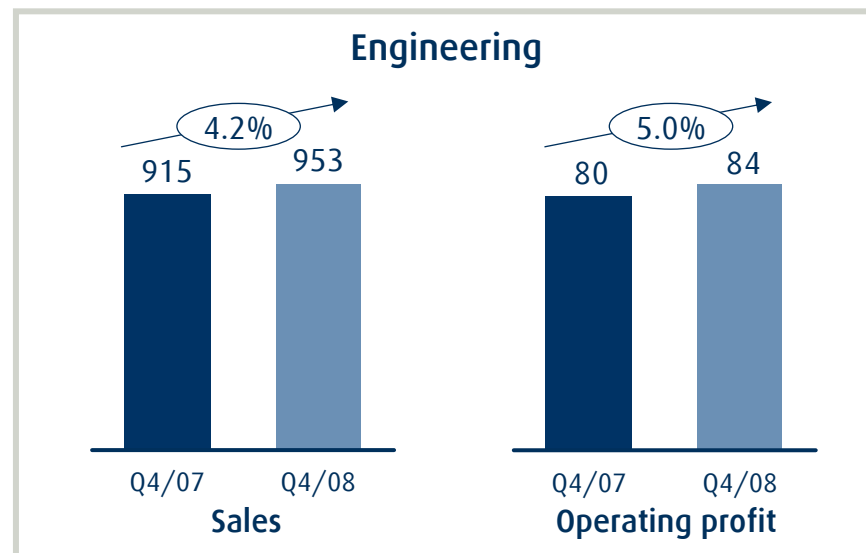
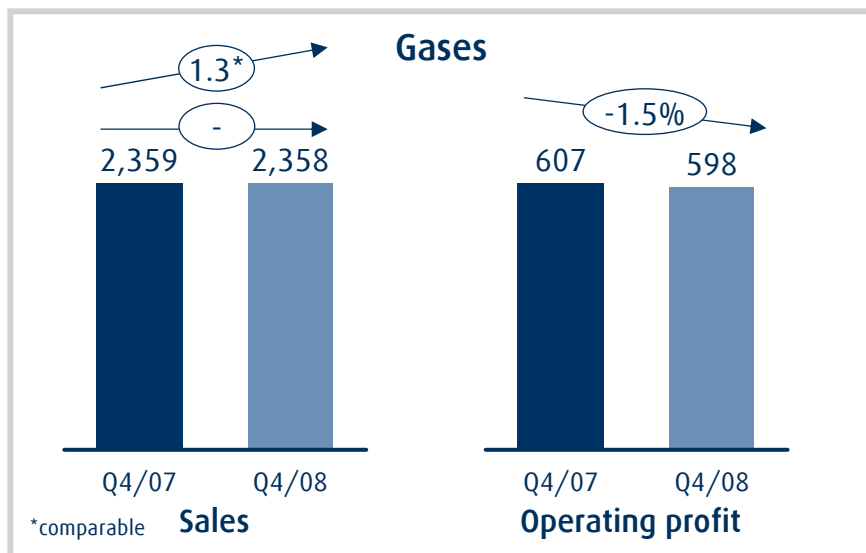
in € million, as reported



### Highlights

- Comparable sales growth of 9.4%
- Reported growth impacted by weakness of the South African Rand and Australian Dollar
- Cylinder product area and LPG business are the main growth drivers in the region
- Bolt-on acquisition of Elgas completed in Q4
- Strong underlying business in South Pacific for the full year and Q4

# Performance Q4 2007 vs. Q4 2008 (in € million)



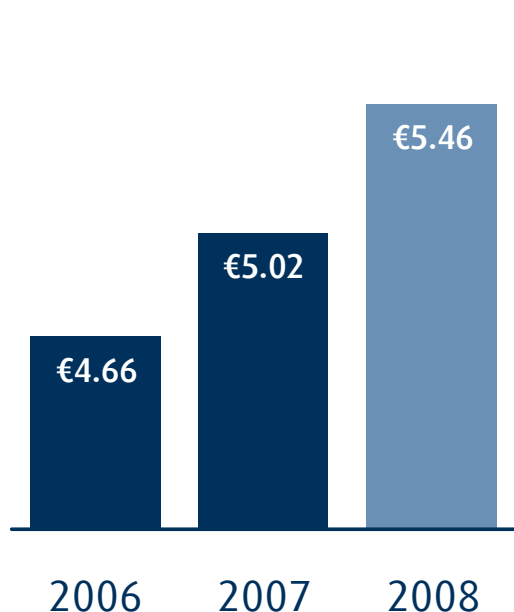
### Further improvement in all our three key financial indicators

Profitable growth for our shareholders: adjusted EPS increase of 8.8%

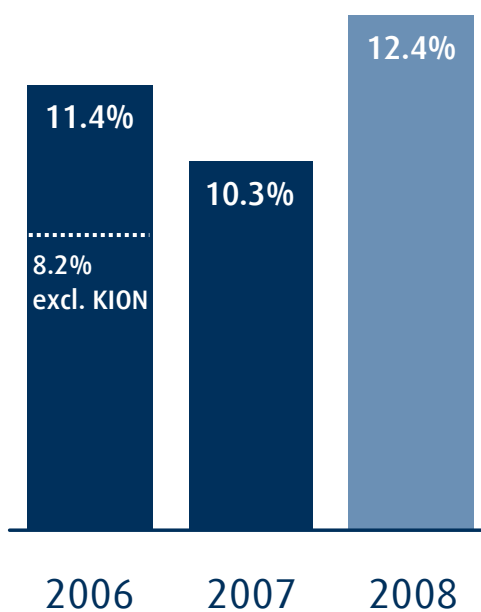
Further improvement in capital returns: ROCE improvement of 210 bps

Strong cash flow generation maintained in weakening environment: OCF up by 7.7%

#### Adjusted EPS

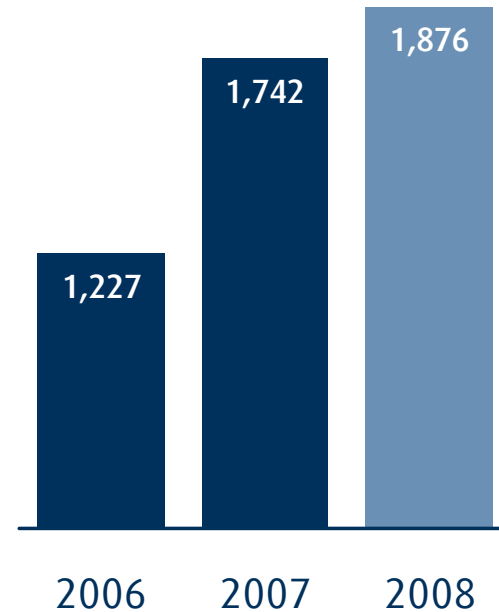


#### Adjusted ROCE



#### Operating Cash Flow

€ m, as reported

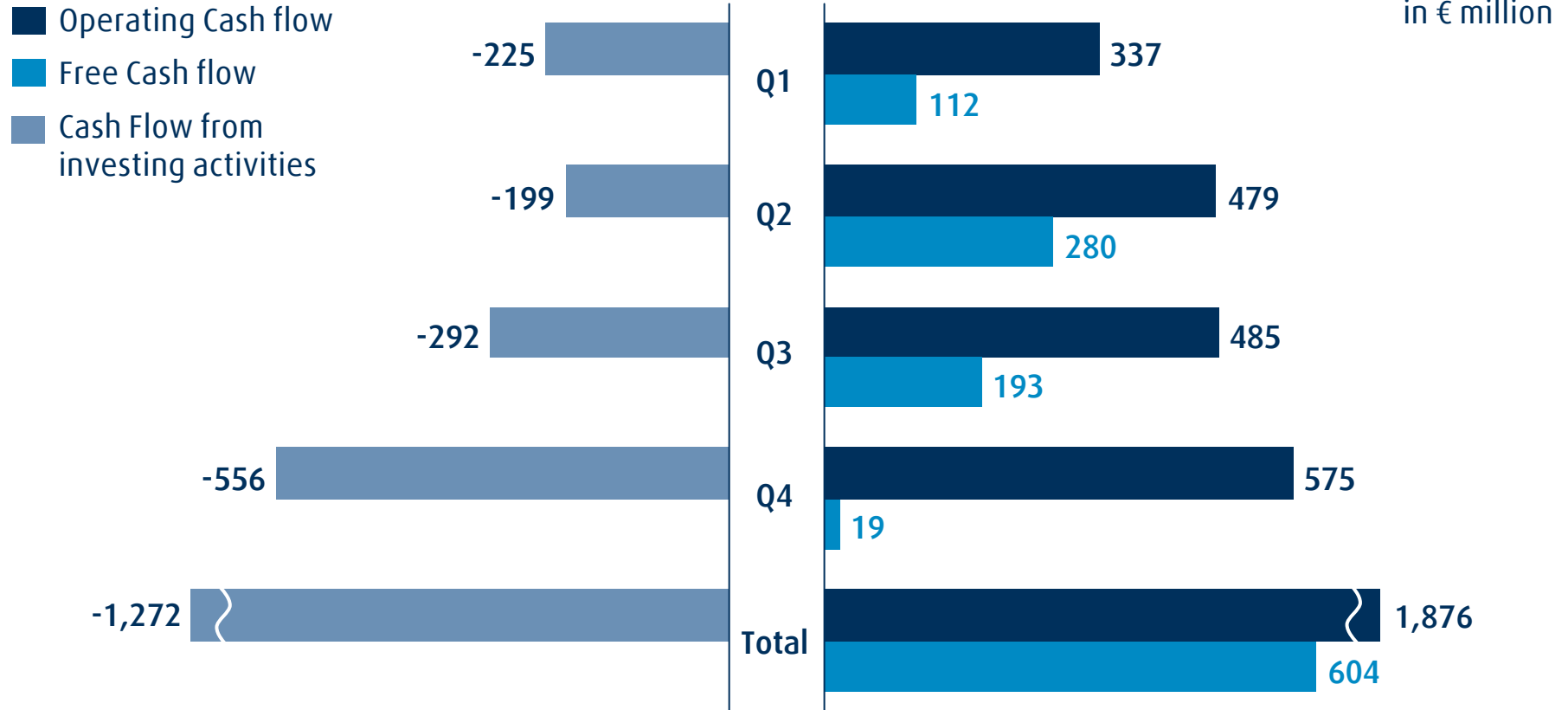


# Group Cash Flow

## Strong cash flow finances long-term investments



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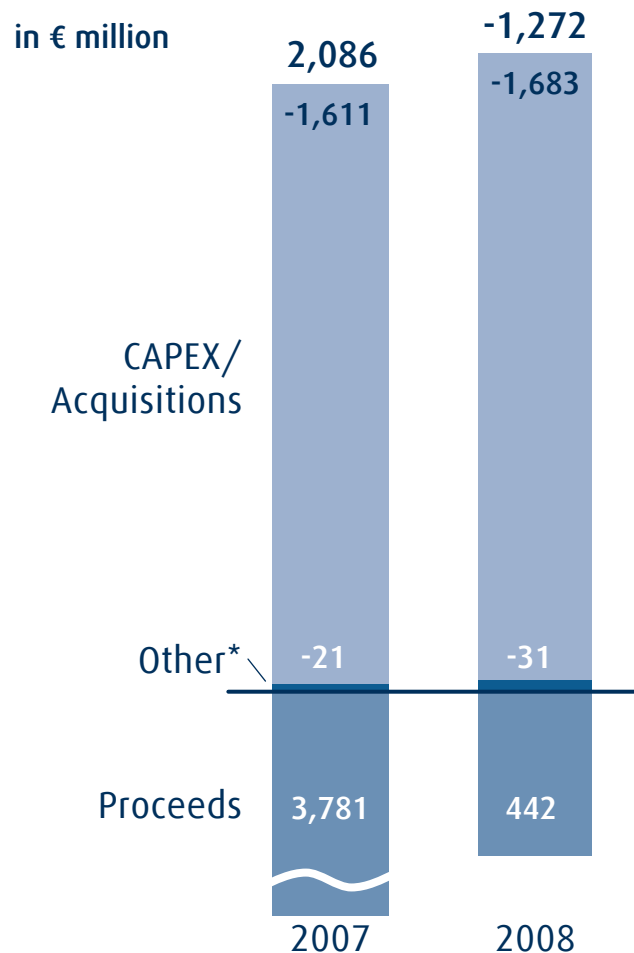


- Strong development of operating CF in Q4
- High investment activities in Q4 for bolt-on acquisition and on-site projects

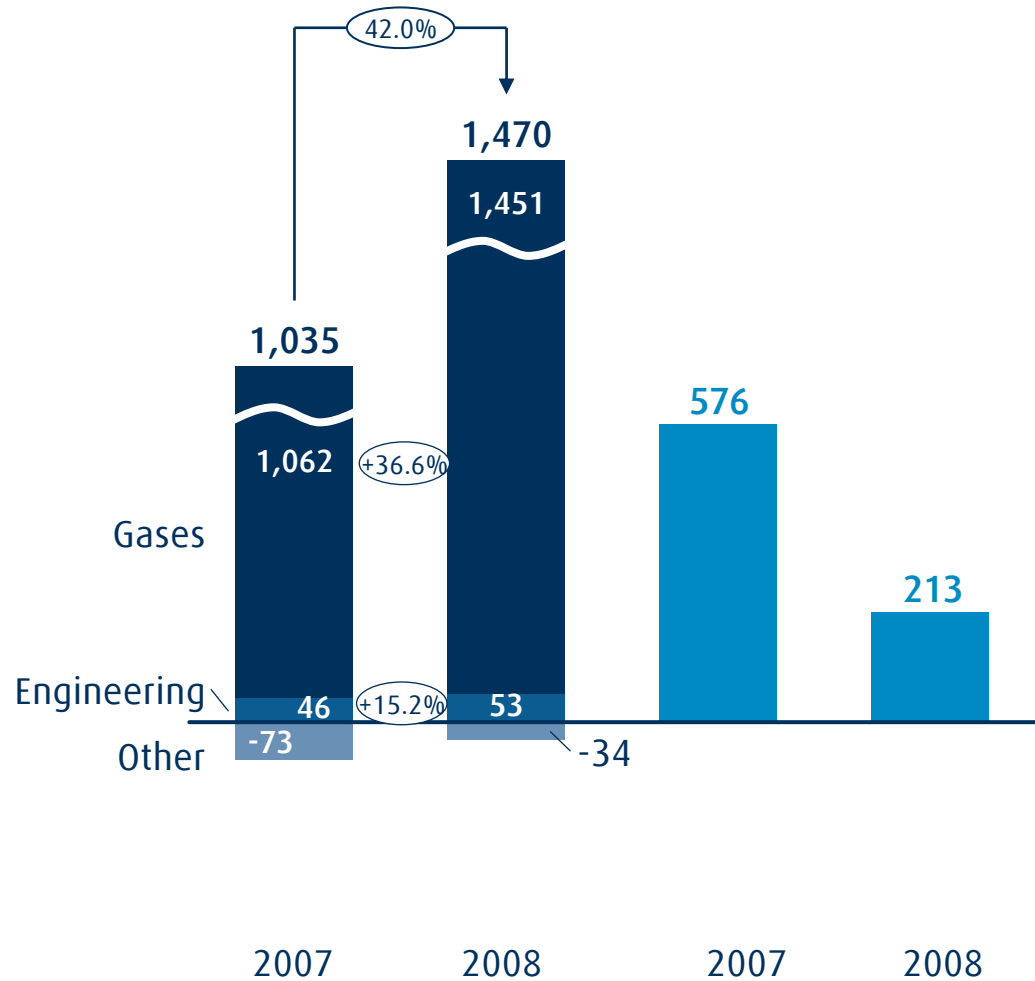
# Cash Flow from investing activities

## Capital expenditure and Acquisitions

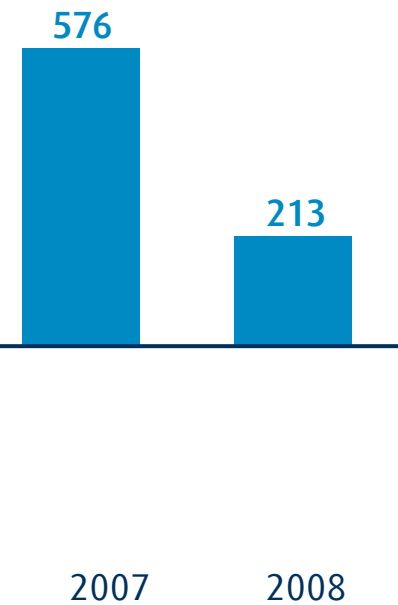
### Cash Flow from investing activities



### CAPEX



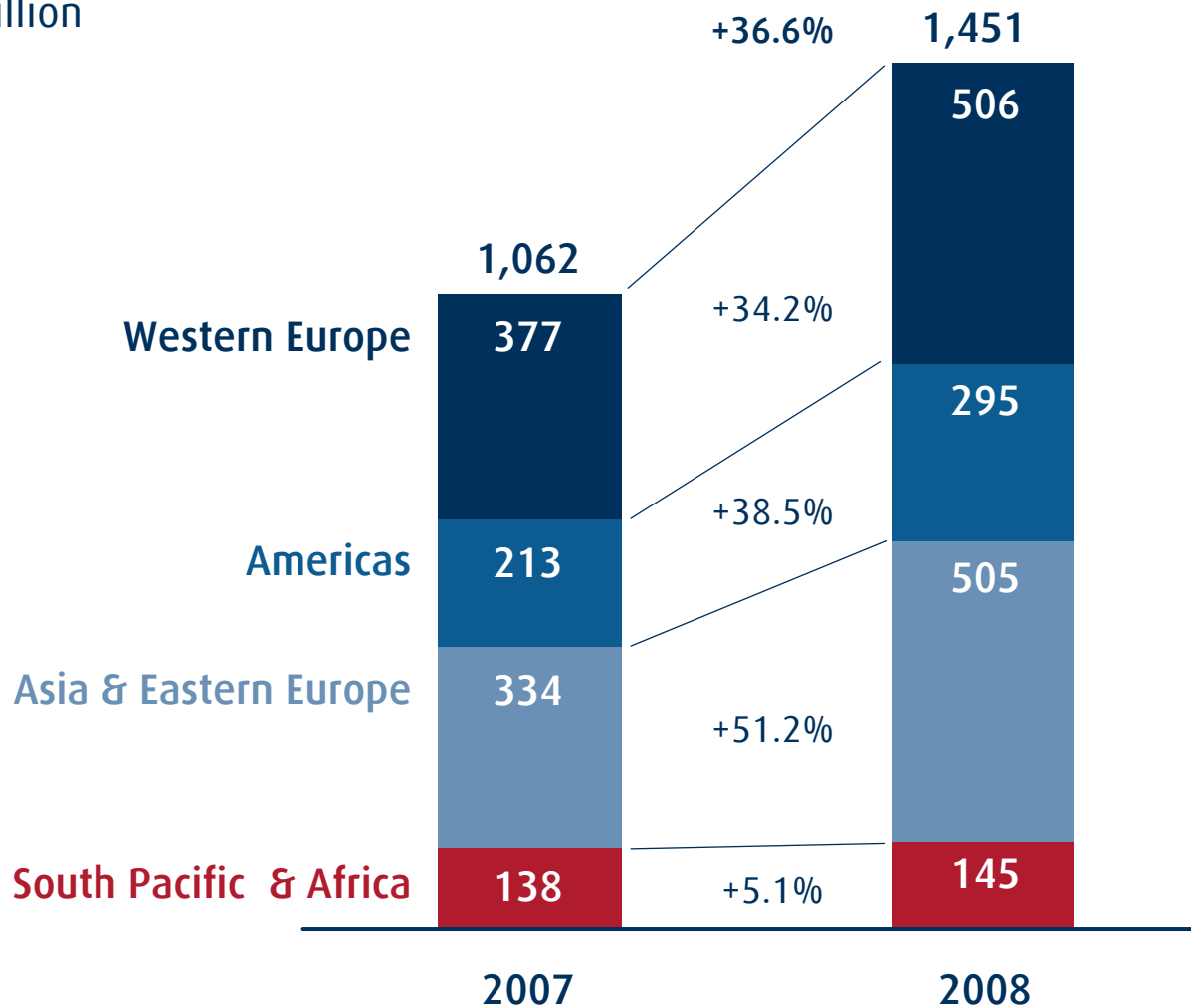
### Acquisitions



\* Includes payments for investments in current financial assets; and reconciliation of posted capex and the cash out for capex

# Capital expenditure Gases Division

in € million



# Adjusted ROCE

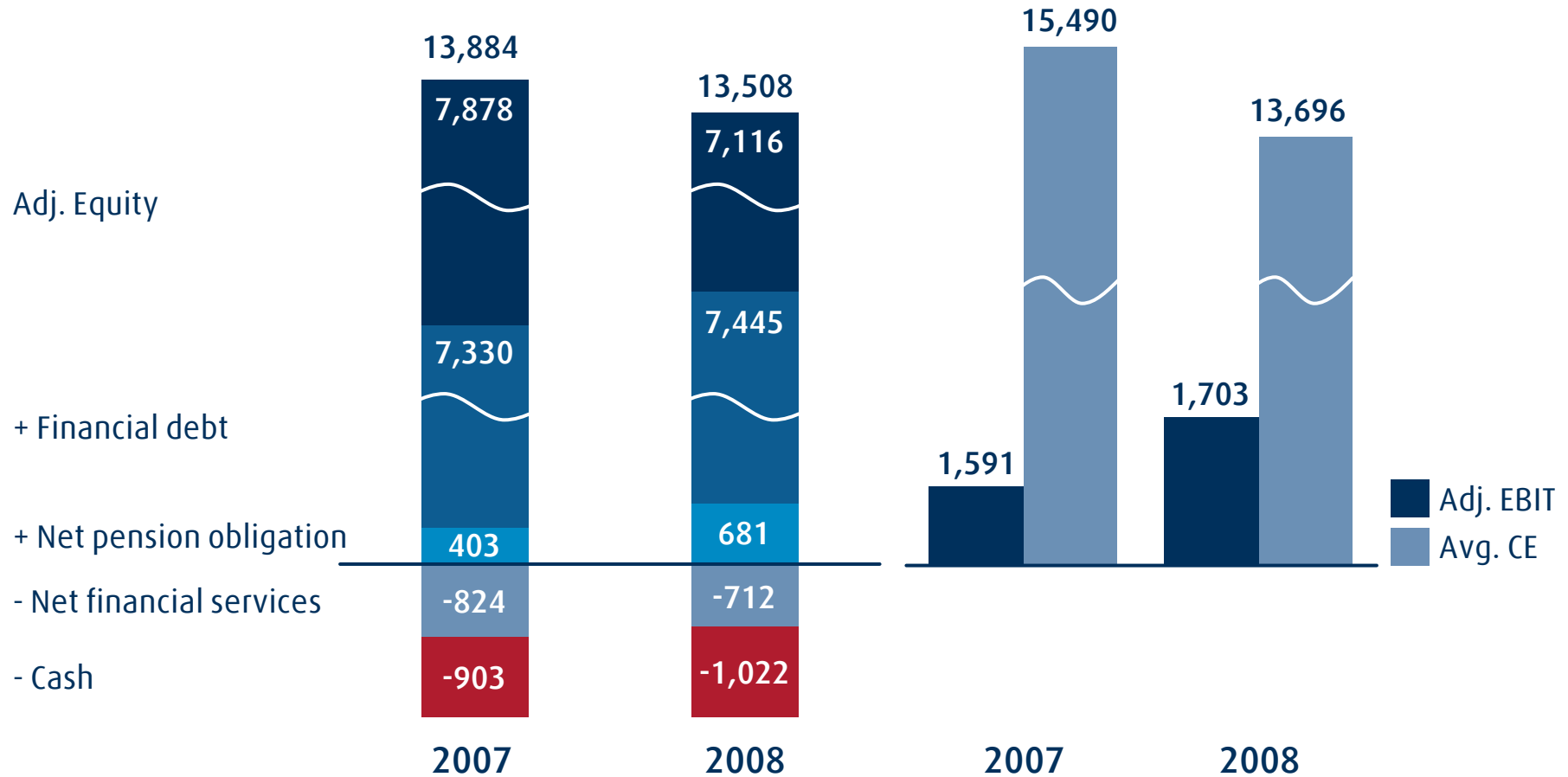
Further improved to 12.4%

in € million

## Capital Employed (B/S date)

Adj. ROCE  
10.3%

Adj. ROCE  
12.4%



# Solid financial position

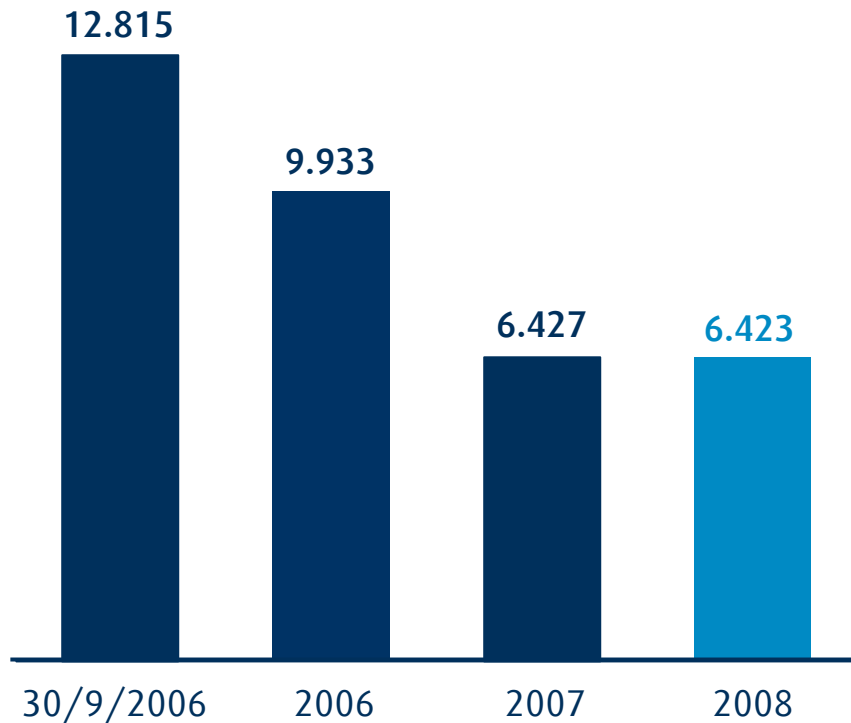
Successful & quick execution of our deleveraging schedule



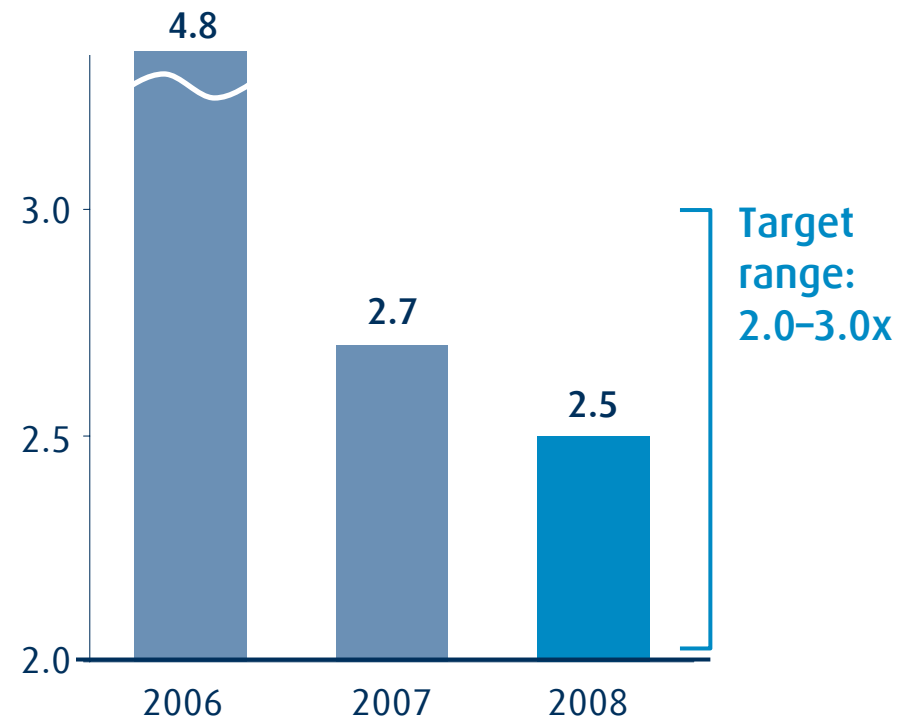
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Net debt/EBITDA ratio of 2.5x well within our target range of 2-3x

Net debt in € bn



Net debt/EBITDA ratio further improved to 2.5x





# Financial debt structure

## Stable long-term financing

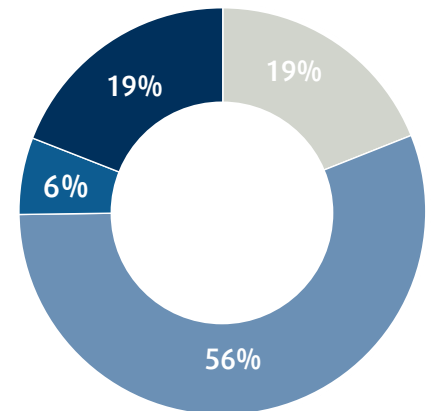
### Well-spread maturity profile

Recent issues have lengthened our refinancing schedule further  
Appx. 80% of total financial debt is due beyond 2010

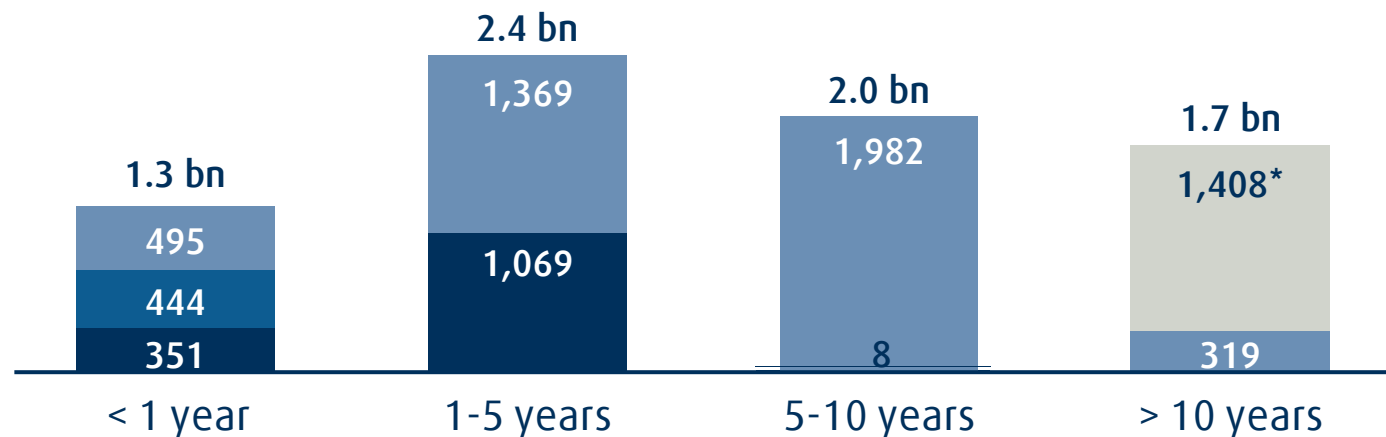
### Balanced mix of various financing instruments

Long-term capital market financing: bonds cover 75% of financial debt  
Ongoing access to Commercial Paper market

### Financial debt, by instrument



### Financial debt, by maturity (in € m, Σ bn)



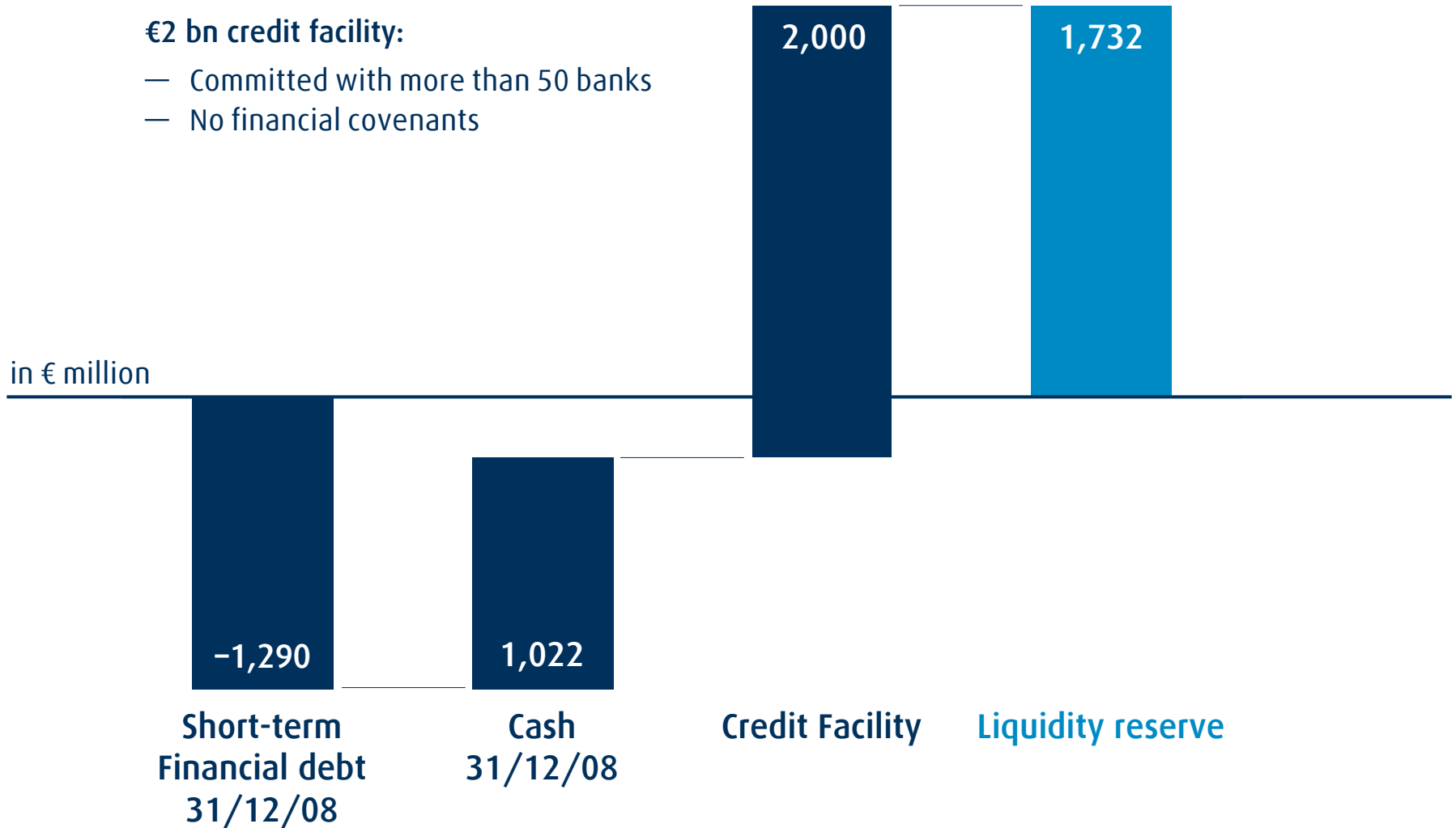
- Senior Bonds
- Subordinated Bonds (\*callable in 2013/2016)
- Commercial Paper
- Bank Loans

# Financial debt structure

Cash position & credit facility cover all financial maturities until end of 2010

€2 bn credit facility:

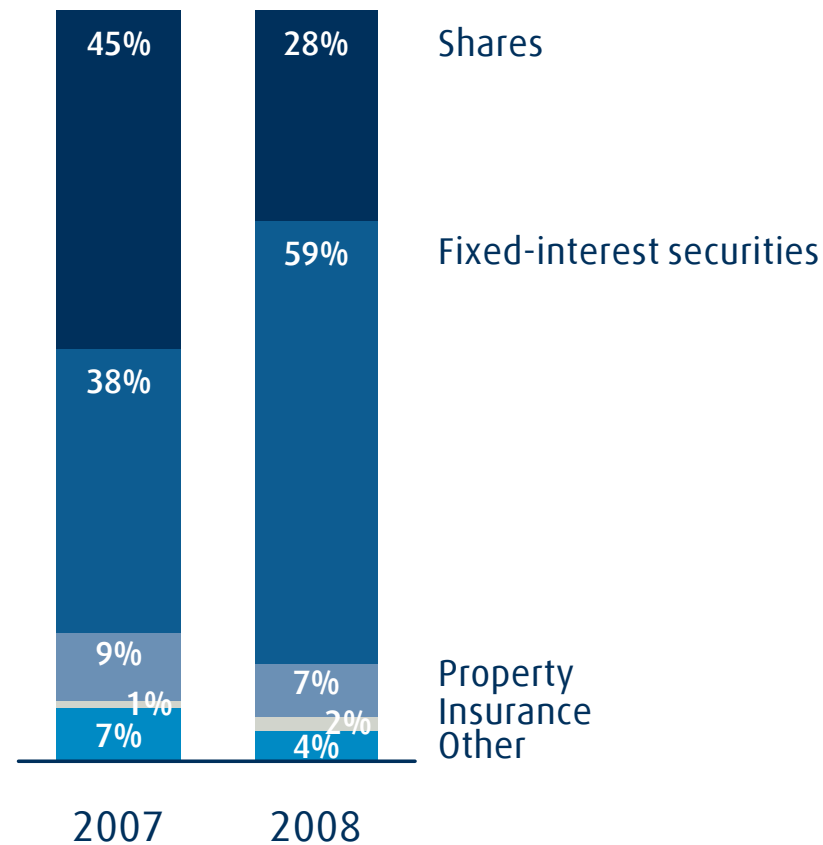
- Committed with more than 50 banks
- No financial covenants



### Net obligation increases due to actuarial gains/losses

in € million	DBO	Plan asset	Net obligation
01.01.2008	5,152	4,813	339
Service costs	106		106
Net financing	272	296	-24
Actuarial gains/losses	-500	-947	447
Contributions/payments	-242	-25	-217
FX	-714	-701	-13
Other	23	17	6
31.12.2008	4,097	3,453	644

### Further actuarial losses of approx. € 400 m avoided due to early optimization of the plan assets portfolio structure

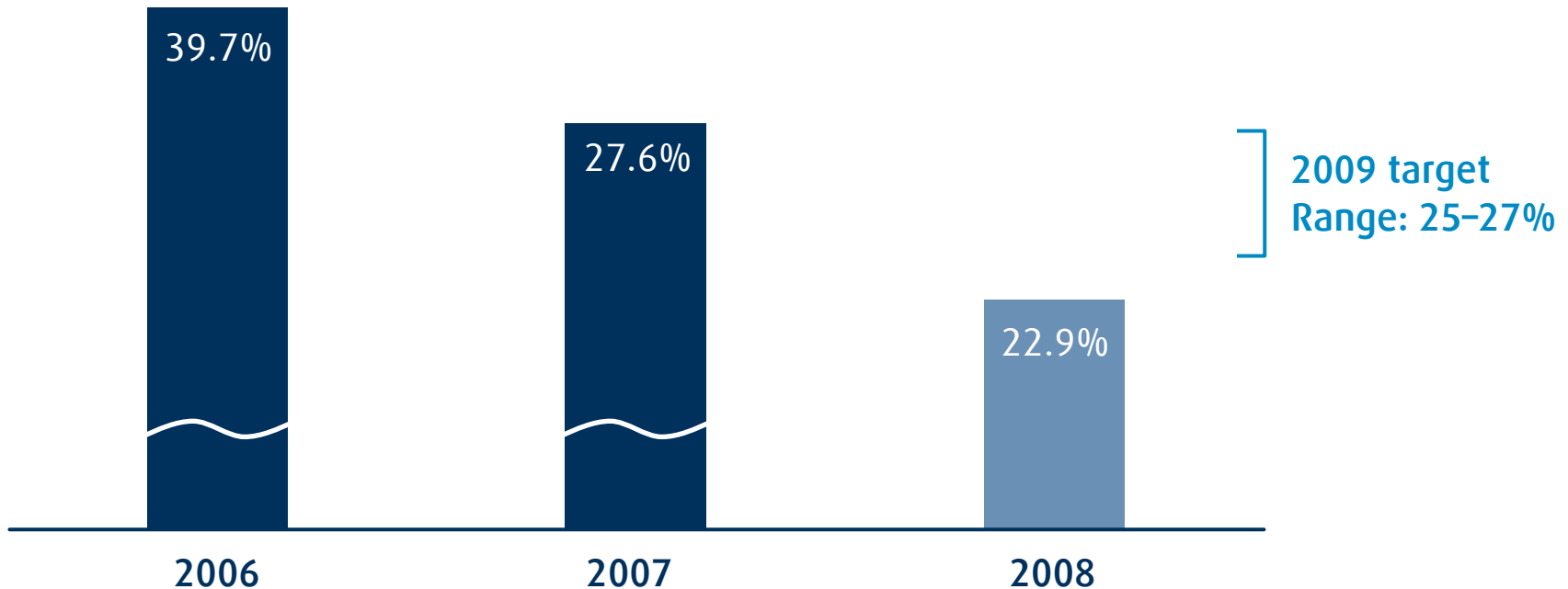


# Tax

## Successful development of the Group tax rate



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- Post-acquisition restructuring fully effective in 2008
- Positive impact of tax rate changes
- Strong performance of the Group in countries with lower tax rates

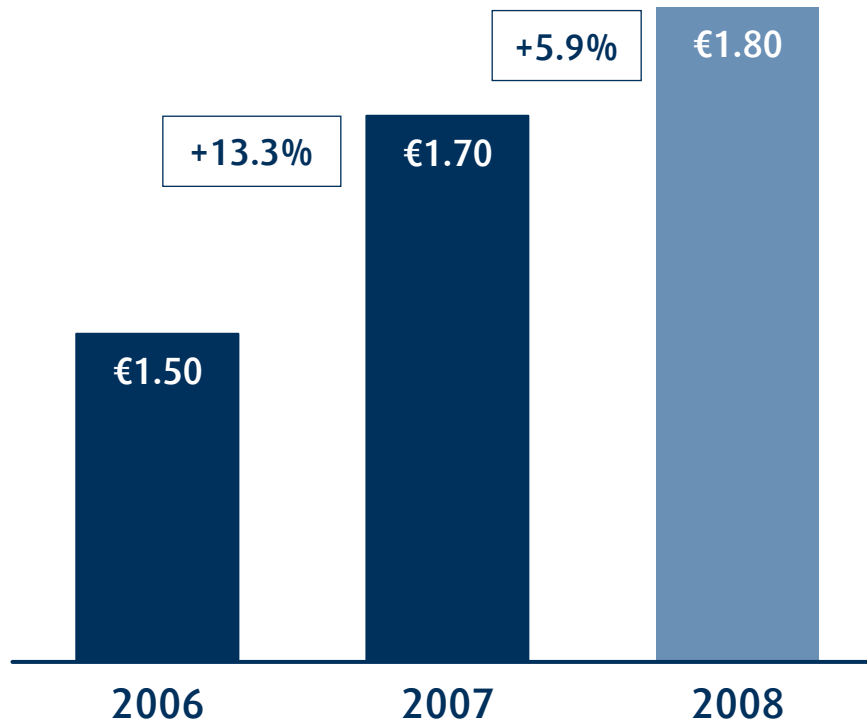
# Dividends

Proposed Dividend in line with growth of operating profit



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## Consistent dividend policy



# Management focus on cash flow and returns

## Long-term oriented financial set-up in place

### **Solid operating performance in 2008**

- Underlying growth in all operating segments
- Relative stability in the fourth quarter

### **Strong focus on cash flow generation**

- Operating cash flow finances long-term investments
- Tight control of costs and CAPEX in current conditions

### **Long-term oriented financing in place**

- Very well spread maturity profile
- Strong liquidity reserve

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# Group

## Key P&L items, 2008



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in € million	2007	2008	Δ in %
Sales	12,306	12,663	+2.9
Operating profit	2,424	2,555	+5.4
Margin	19.7%	20.2%	+50bps
EBIT before special items and PPA depreciation	1,591	1,703	+7.0
Special items	607	59	-
PPA depreciation	-446	-371	-
EBIT	1,752	1,391	-
Financial Result	-377	-385	-
Taxes	-379	-230	-
Net income – Part of shareholders Linde AG	952	717	-
Net income adjusted	814	917	+12.7
EPS in €	5.87	4.27	-
EPS in € adjusted	5.02	5.46	+8.8



# Group

## Key P&L items, Q4 2008

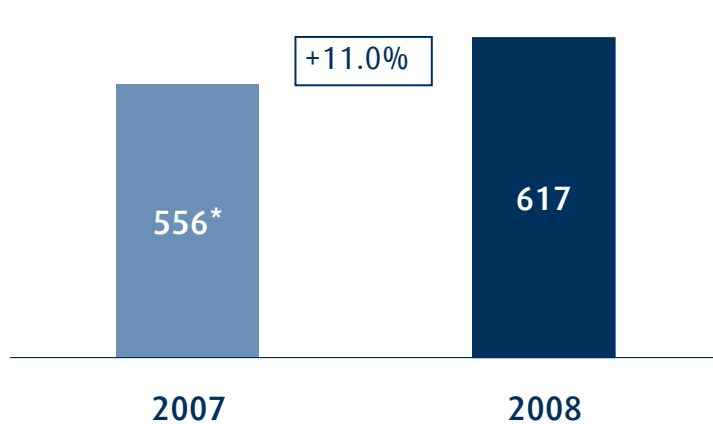


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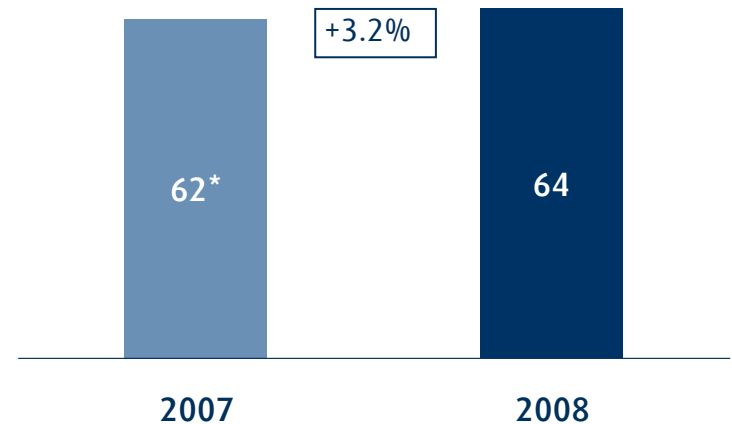
in € million	Q4/2007	Q4/2008	Δ in %
Sales	3,348	3,271	-2.3
Operating profit	654	645	-1.4
Margin	19.5%	19.7%	+20bps
EBIT before special items and PPA depreciation	444	415	-6.5
Special items	33	-	-
PPA depreciation	-111	-94	-
EBIT	366	321	-
Financial Result	-100	-111	-
Taxes	-20	-27	-
Net income – Part of shareholders Linde AG	229	165	-
Net income adjusted	241	224	-7.1
EPS in €	1.39	0.98	-
EPS in € adjusted	1.47	1.32	-10.2

in € million

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



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

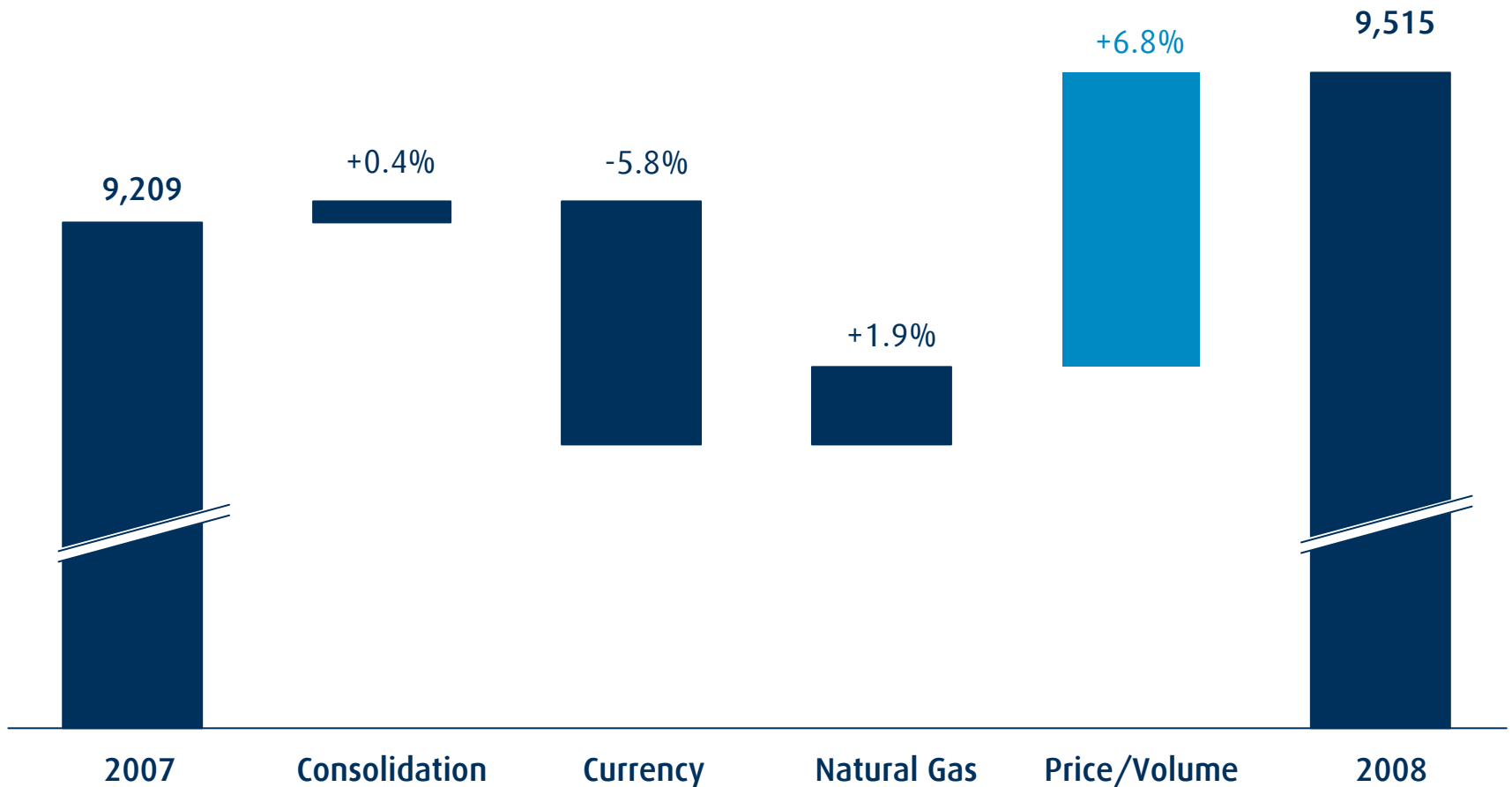


\* comparable (excluding currency, natural gas price and consolidation effect), consolidated

# Gases Division: Sales bridge

6.8% comparable growth in 2008

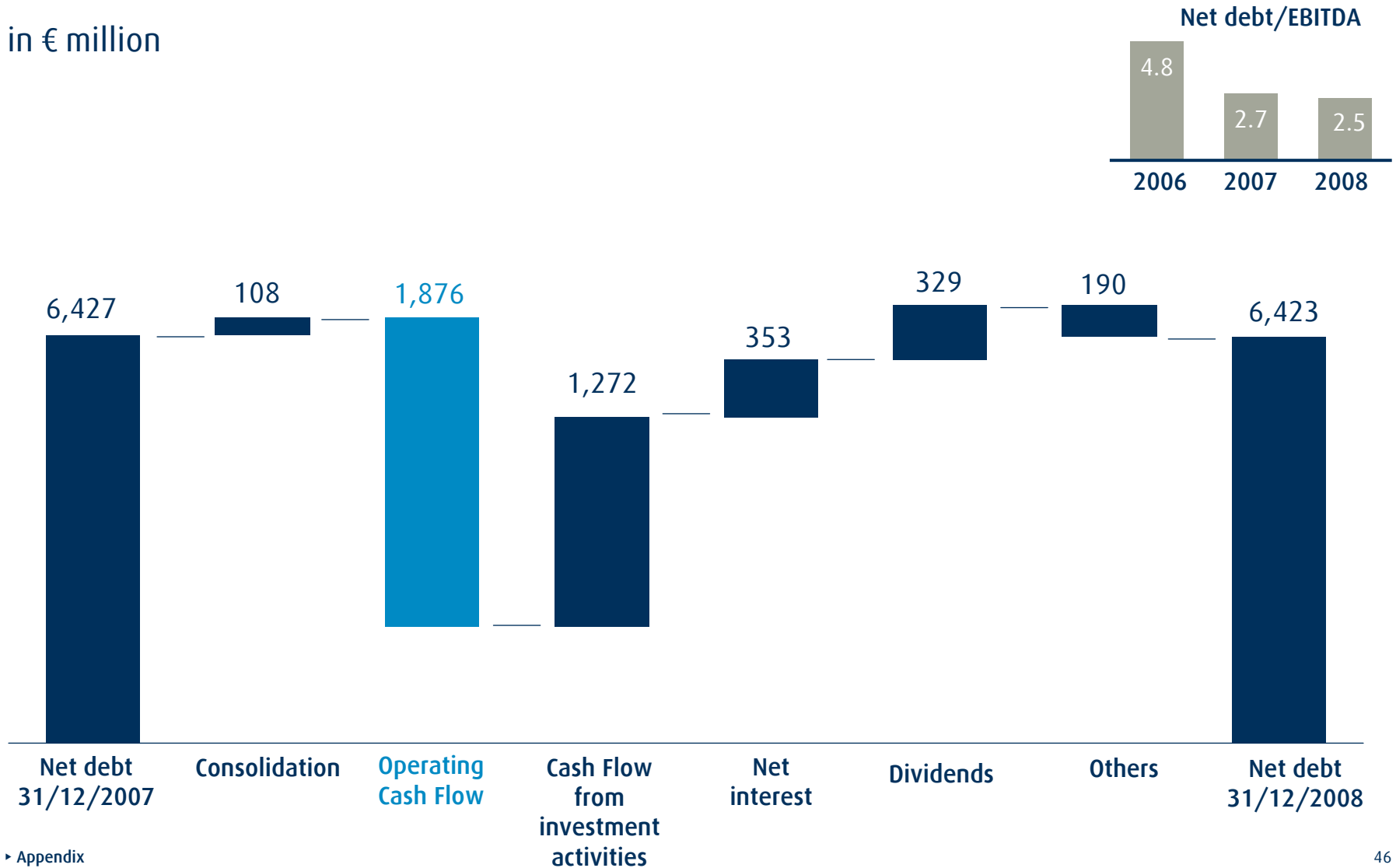
in € million



# Net debt

## Change from year-end 2007

in € million



# Linde Group

## Reconciliation of Capital Employed

in € million	31.12.2007	31.12.2008			
	Key Financial Figures	As reported	Non-GAAP adjustment	Key Financial Figures	Effects
<b>Equity incl. minority interest</b>	<b>7,878</b>	<b>8,249</b>	<b>-1,133</b>	<b>7,116</b>	PPA and disposal effects
Plus: net debt	6,427	6,423		6,423	
Plus: liabilities from financial services	36	34		34	
Less: receivables from financial services	860	746		746	
<b>Balance of financial debt</b>	<b>5,603</b>	<b>5,711</b>		<b>5,711</b>	
Net pension obligations	403	681		681	
<b>Capital employed</b>	<b>13,884</b>	<b>14,641</b>	<b>-1,133</b>	<b>13,508</b>	
<b>Average Capital employed</b>	<b>15,491</b>	<b>14,929</b>		<b>13,696</b>	
<b>Return on Capital Employed (ROCE)</b>	<b>10.3 %</b>	<b>9.3 %</b>		<b>12.4 %</b>	

# Linde Group

## Reconciliation of EPS

in € million	31.12.2007	31.12.2008			
	Key Financial Figures	As reported	Non-GAAP adjustment	Key Financial Figures	Effects
<b>EBIT before special items</b>	<b>1,591</b>	<b>1,391</b>	<b>312</b>	<b>1,703</b>	<b>PPA</b>
Special items	-	59	-59	-	Disposal of businesses
Taxes on income	-356	-230	-112	-342	deferred taxes on PPA, disposals
<b>Earnings after taxes and minority interest</b>	<b>814</b>	<b>717</b>	<b>200</b>	<b>917</b>	
<b>EPS (in €)</b>	<b>5.02</b>	<b>4.27</b>		<b>5.46</b>	
Weighted average no. of shares (in million)	162,3	167,8		167,8	

# Purchase Price Allocation

## Confirmation of expected Depreciation & Amortisation

### Development of depreciation and amortisation (in € million)

Impact in 2008: € 371 million

#### Expected range

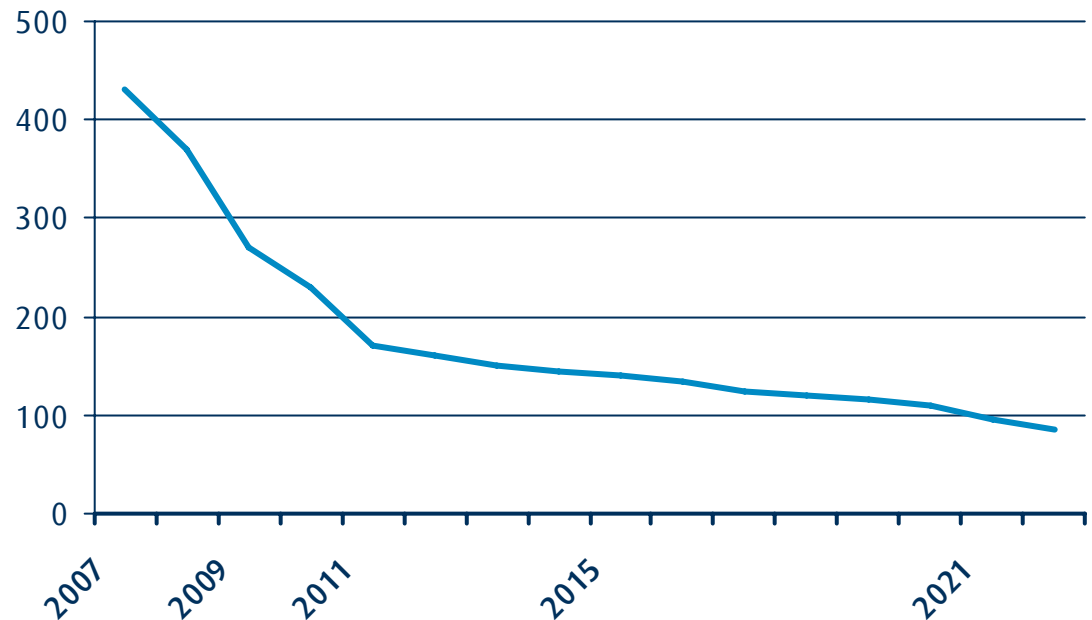
2009	> 275 – 325
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2010	> 200 – 250
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2011	> 175 – 225
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...

2022	< 100
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# Mandatory adoption of IFRIC 4

## Expected impact on sales and EBITDA

The Linde Group shows a significant amount of plants as embedded finance leases due to the adoption of IFRIC 4

Sales and EBITDA from IFRIC 4 plants not recognized through reported sales and EBITDA in 2008: **€ 127 million**

Receivables from Financial Services (= PV of minimum lease payments):

31/12/2008	<b>€ 746 million</b>
31/12/2007	€ 860 million

### Important considerations:

- EBITDA multiple comparison with peers needs to be adjusted for IFRIC 4
- Reported operating profit margin for Gases Division in 2008 is 100 bps lower due to EFL
- Reported tonnage sales do not include sales from plants treated under IFRIC4

### Very minor impact on EPS, no impact on Free Cash Flow

in € million	Gross investment	PV of minimum lease payments
Due within 2008	118	75
Due within one to five years	421	290
Due in more than five years	469	381
<b>Total</b>	<b>1,008</b>	<b>746</b>

↑

Future reduction  
in Sales and EBITDA

↑

Amortization of  
lease receivable



# Definition of financial key figures



THE LINDE GROUP

<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 financial services + net pension obligations - cash and cash equivalents - receivables from financial services
<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

# Investor Relations Contacts



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