

The Multi Service Group: Dedicated to creating value

Credit Suisse European Mid Cap Conference, London, June 10, 2009

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Agenda

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1. Bilfinger Berger – The Multi Service Group: Dedicated to creating value

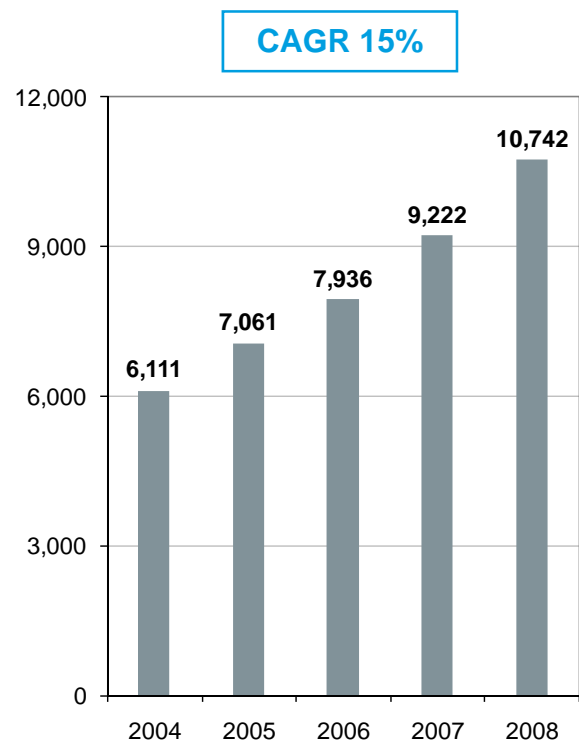
 2. Segment highlights Q1 2009
 3. Outlook 2009 and beyond
 4. Financials
 5. Appendix

The Multi Service Group – Highlights

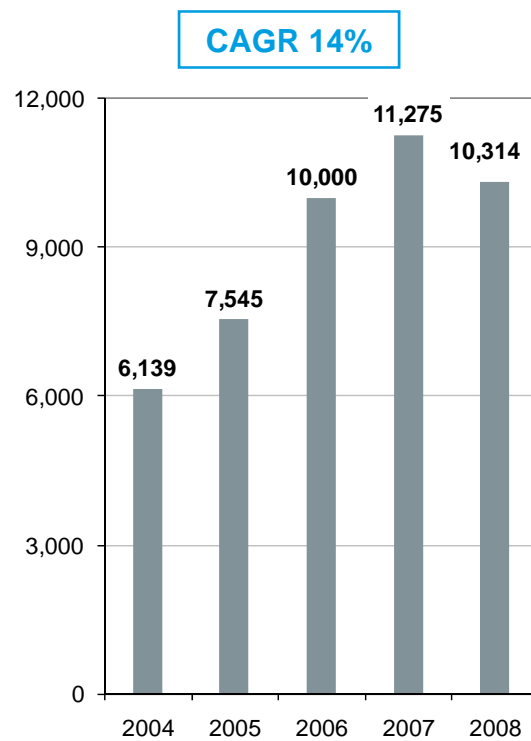
- A leading player on the international transport infrastructure market
- A leading player for building and industrial construction in Germany and Australia
- European market leader in Industrial Services for the process industry
- Strong player in Power Services, European market leader for high-pressure piping
- German market leader for integrated facility management
- A major player in concessions
- Double-digit annual growth rates in output volume to € 10.7 billion in 2008
- Well-regarded track record in acquisitions and integration
- Strong improvement in operating margin

Substantial increase in output volume
 Orders received 2008 down due to strict order selection
 in construction and exchange rate fluctuations

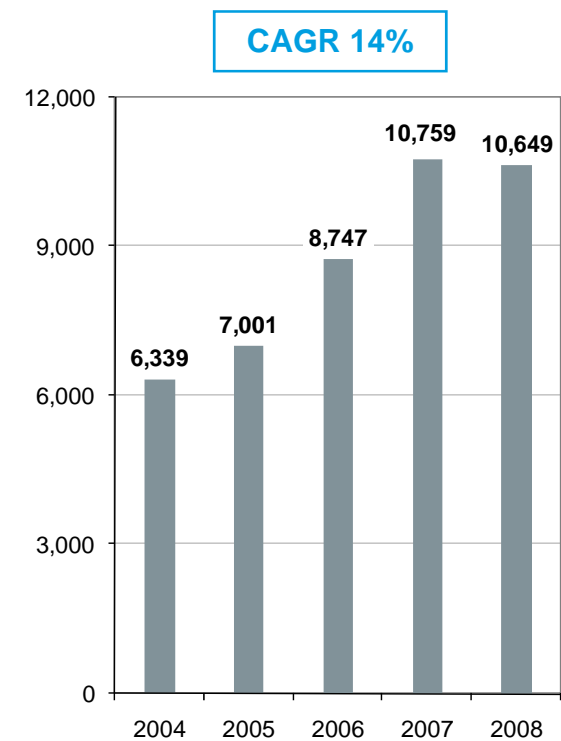
Output volume



Orders received



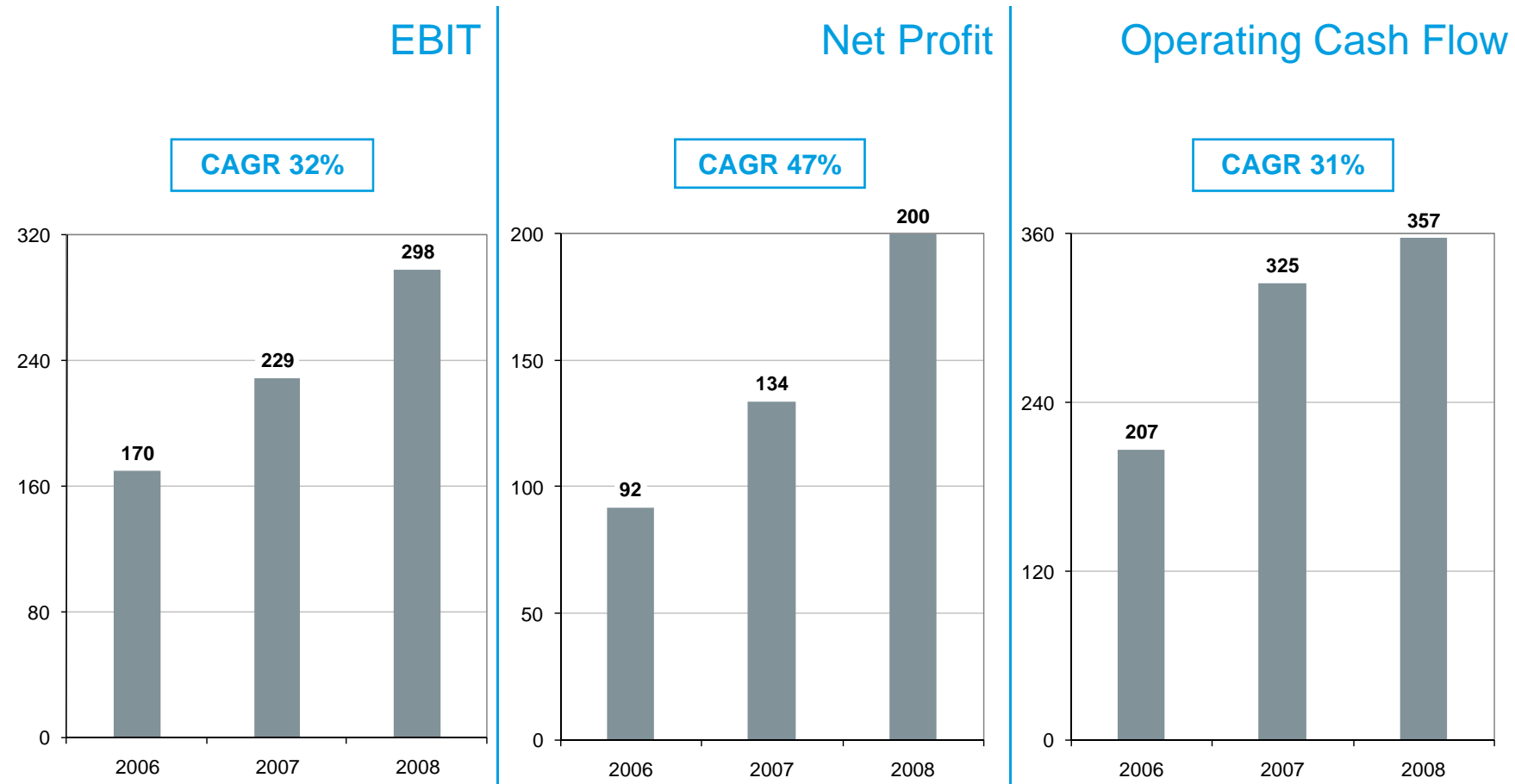
Order backlog



In €million

Strong growth rates in earnings and cash flow

Exceptional item of plus €45m pre-tax and €60m after-tax in 2008



In €million

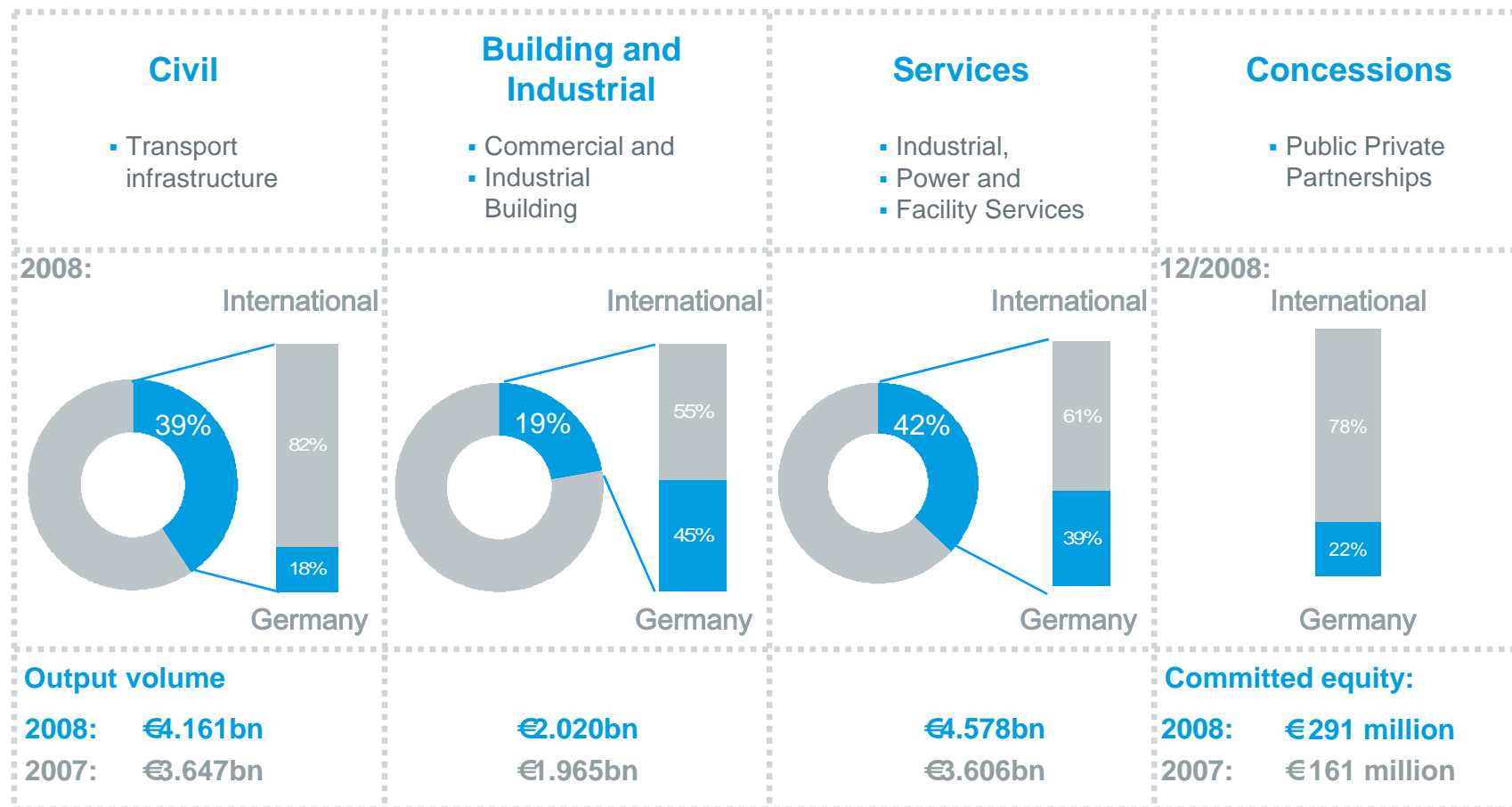
June 10, 2009

Bilfinger Berger AG Company Presentation

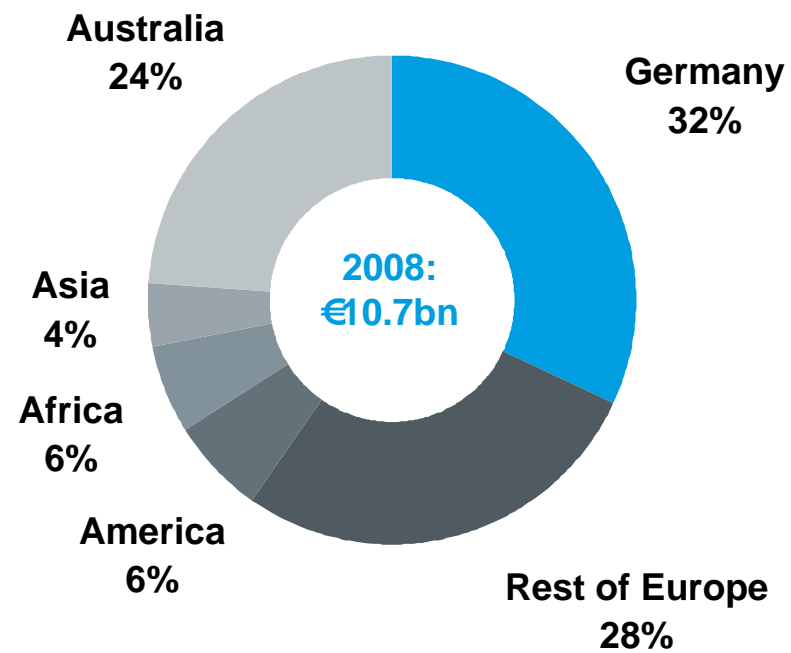
How will we deal with the challenges of a difficult economic and financial environment?

- **Balanced portfolio:**
Our business portfolio is well-balanced segment and region wise
- **Cost flexibility:**
The more cyclical segments also have a more flexible cost structure
- **Visibility:**
Long duration of construction backlog and long-term service contracts provide a good visibility
- **Solidity:**
Low gearing and no short-term refinancing needs result in a sound financial situation







Well balanced business portfolio



Well balanced regional portfolio



A variable cost structure leads to flexibility

	Cyclicality	Cost flexibility	Major cost elements ordered by importance
Building and Industrial	Medium to High 	Medium to High 	Sub-contractors Personnel
Civil	Medium 	Medium 	Personnel Sub-contractors Material Depreciation
Services	Low 	Medium 	Personnel Sub-contractors Material

Good visibility in Services

Activities are focused on maintenance and modernization

	Customer structure	Retention rate	Contract structure
Industrial Services			
	diversified Processing Industry, esp. - Chemical and Pharmaceutical Industry - Petrochemical, Oil and Gas Industry - Energy sector	> 90%	90% Maintenance 10% Service projects
Power Services			
	fairly concentrated - Utilities - Industry	> 90%	50% Maintenance 50% Service projects
Facility Services			
	diversified - Banking and Insurance - Industrials - Health Care - IT	> 90%	90% Maintenance 10% Service projects

Solid financial situation and capital structure

No short-term refinancing needs, sufficient flexibility for further development of business

in € million	Mar 31 2008	Mar 31 2009	Dec 31 2008
Cash & marketable securities	697	383	720
Financial liabilities (excluding non-recourse)	-115	-336	-328
Pension provisions	-136	-222	-219
Net cash (+) / net debt (-) position	446	-175	173
Concessions equity bridge loans	59	164	90
Intra-year working capital need			- 250 to - 300
Valuation net cash (+) / net debt (-)		0 to -50	

Bilfinger Berger – Dedicated to creating value

- **Value driver GROWTH**

Our services business will continue its long-term growth, both organic and through acquisitions.

We will continue our involvement in high-margin concession projects and steadily expand this business.

- **Value driver PROFITABILITY**

In construction, our focus remains on margin improvement.

In Services, longer term, we aim to at least maintain achieved margin levels.

- **Value driver VISIBILITY and FLEXIBILITY**

Bilfinger Berger has greatly reduced its former dependence on economic cycles and fluctuating earnings contributions.

This development will continue.

- **Value driver SOLIDITY**

All our activities are supported by strict risk management.

A sound balance sheet with gearing potential supports further business development.

Agenda

1. Bilfinger Berger – The Multi Service Group: Dedicated to creating value

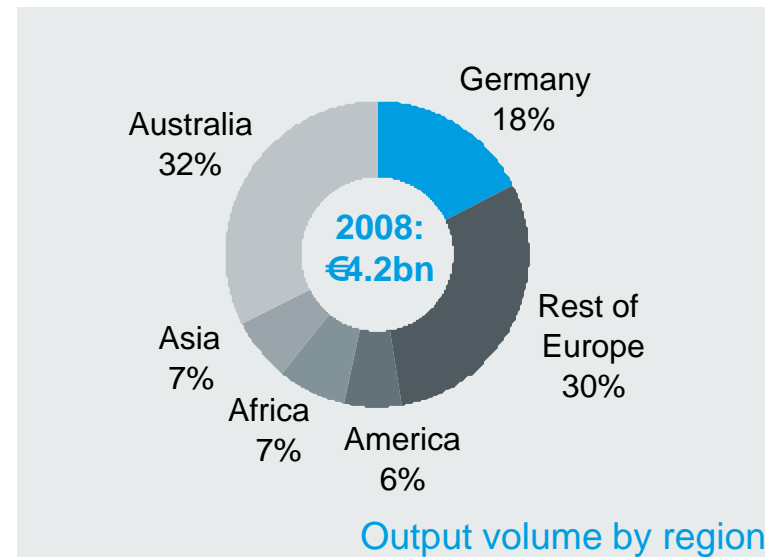
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Civil: New projects in Germany, Australia and Scotland

Markets and highlights

- Decrease in output volume and order backlog as a result of the sale of Razel
- Increase in orders received due to new major projects
- Economic stimulus packages should support market demand



Outlook 2009

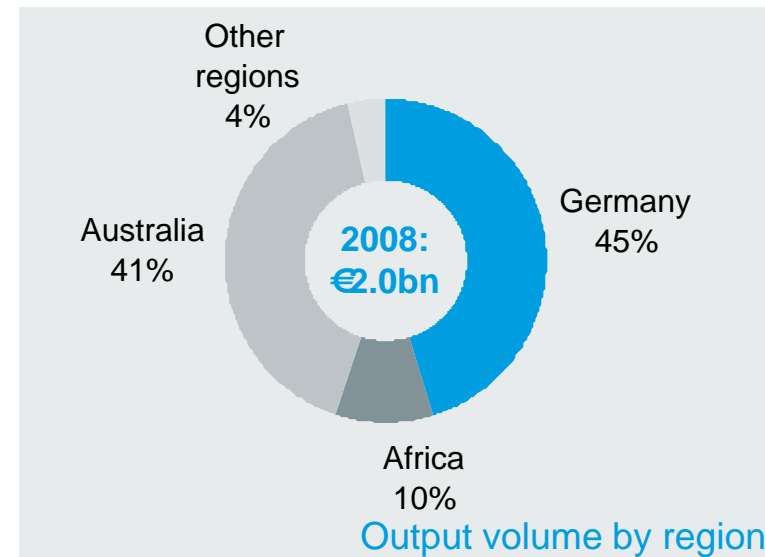
- Lower volume due to sale of Razel, but increase in earnings

in € million	3m 2008	3m 2009	Change	2008
Output volume	850	741	-13%	4,161
Orders received	714	802	12%	3,541
Order backlog	5,193	4,386	-16%	4,482
Capital expenditure	22	9	-59%	120
EBIT	3	3	0%	17

Building and Industrial: Falling demand for commercial construction

Markets and highlights

- Orders received decreased due to weaker demand for commercial construction and our unchanged selectivity
- Partially compensated by public-sector demand



Outlook 2009

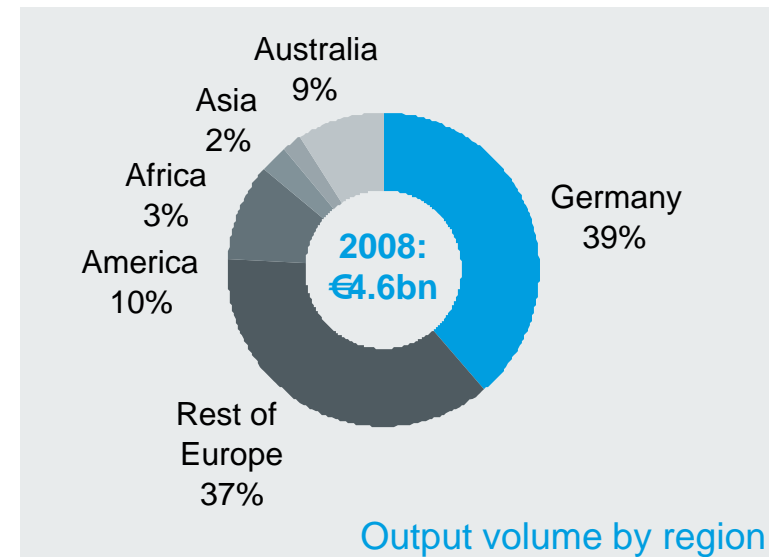
- Volume at previous year's level, increase in earnings

in € million	3m 2008	3m 2009	Change	2008
Output volume	447	490	10%	2,020
Orders received	289	255	-12%	1,915
Order backlog	2,228	2,031	-9%	2,263
Capital expenditure	1	1	0%	13
EBIT	-2	1		14

Services: Key framework agreements renewed

Markets and highlights

- Strong growth in output volume, orders received and EBIT
- Output volume in
Industrial Services: €635 million
Power Services: €227 million
Facility Services: €320 million
- Organic growth rates:
4% in output volume, 6% in EBIT
- Stable EBIT margin of 3.5%



Outlook 2009

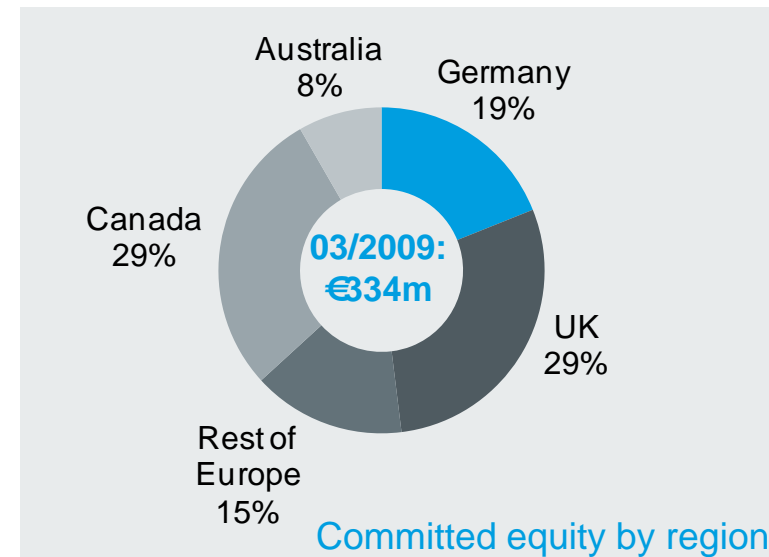
- Output volume at least at prior year's level
Earnings are not expected to reach the very good level of 2008

in € million	3m 2008	3m 2009	Change	2008
Output volume	924	1,182	28%	4,578
Orders received	1,232	1,671	36%	4,875
Order backlog	3,373	4,568	35%	3,919
Capital expenditure	14	17	21%	96
EBIT	32	41	28%	224

Concessions: Financial Close for motorway project

Markets and highlights

- Currently, financing of new projects difficult due to financial market crisis
- Nevertheless financial close for M80 motorway project in Scotland: investment volume € 340 million, committed equity € 44 million
- Medium to long-term, PPP models will benefit from tighter public-sector budgets



Outlook 2009

- Seven projects will be put into operation, significantly increasing the value of our portfolio

number / in € million	3m 2008	3m 2009	Change	2008
Projects in portfolio	19	25	32%	24
<i>thereof under construction</i>	9	14	56%	13
Committed equity	172	334	94%	291
thereof paid-in	71	118	66%	101
thereof equity bridge loans	59	164	178%	90
EBIT	-1	2		9

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Outlook

- Based on current assessments of future economic development we expect for 2009:
 - Output volume in the range of €10 billion
 - EBIT and net profit at least at prior year's level (after adjustment for the exceptional item) of €250 million and €140 million respectively
- The Group maintains EBIT-margin targets:
 - Civil: 2.5 to 3.0%
 - Building and Industrial: 1.5 to 2.0%
 - Services: 4.5% (i.e. 5.0% EBITA)

Bilfinger Berger is confident that these targets will be achieved when the global economy improves.

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Volume and contract overview 2008 by business segment

in € million	Output volume			Orders received			Order backlog		
	2007	2008	Change	2007	2008	Change	2007	2008	Change
Civil	3,647	4,161	14%	4,528	3,541	-22%	5,507	4,482	-19%
Building and Industrial	1,965	2,020	3%	2,596	1,915	-26%	2,385	2,263	-5%
Services	3,606	4,578	27%	4,125	4,875	18%	2,844	3,919	38%
Consolidation / Other	4	-17		26	-17		23	-15	
Group	9,222	10,742	16%	11,275	10,314	-9%	10,759	10,649	-1%

Change from EBITA to EBIT

Amortization of intangible assets from acquisitions relates to Services only

in € million	EBITA 2007		EBIT 2007		EBITA 2008		EBIT 2008	
		<i>Margin</i>		<i>Margin</i>		<i>Margin</i>		<i>Margin</i>
Civil	58	1.6%	58	1.6%	17	0.4%	17	0.4%
Building and Industrial	24	1.2%	24	1.2%	14	0.7%	14	0.7%
Services	180	5.0%	167	4.6%	248	5.4%	224	4.9%
Concessions	-2		-2		9		9	
Consolidation, other	-18		-18		34		34	
	242	2.6%	229	2.5%	322	3.0%	298	2.8%

→ The amortization of intangible assets from acquisitions in the amount of €24 million (2007: €13 million) is now part of costs of sales in the income statement

Underlying tax rate of 34%

Positive effect in 2008 due to sale of office buildings to a REIT

in € million	3m 2008 reported	3m 2008 before one-time effects	3m 2009	FY 2008
EBIT	37	28	43	298
Net interest result	1	1	-6	-15
EBT	38	29	37	283
Income taxes	-7	-11	-14	-79
Minority interest	0	0	0	-4
Net profit	31	18	23	200

Current interest result has decreased as expected

in € million	3m 2008	3m 2009	FY 2008
Interest income	8	6	34
Interest expense	-3	-5	-22
Gain on disposal of securities	0	0	1
Current interest result	5	1	13
Net interest from pensions	-2	-3	-10
Interest expense for minority interest	-2	-4	-18
Net interest result	1	-6	-15

Solid financial situation and capital structure

No short-term refinancing needs, sufficient flexibility for further development of business

in € million	Mar 31 2008	Jun 30 2008	Sept 30 2008	Dec 31 2008	Mar 31 2009
Cash & marketable securities	697	556	607	720	383
Financial liabilities (excluding non-recourse)	-115	-127	-372	-328	-336
Pension provisions	-136	-142	-220	-219	-222
Net cash (+) / net debt (-) position	446	287	15	173	-175
Concessions equity bridge loans	59	54	83	90	164
Intra-year working capital need				- 250 to - 300	
Valuation net cash (+) / net debt (-)					0 to -50

→ Equity-bridge loans for Concessions projects have already been invested, but are not yet reflected in paid-in equity

Balance sheet as of March 31, 2009

Assets	March 31, 2009		March 31, 2009		Equity and liabilities
In € million					In € million
	6,808	+35	+35	6,808	
Cash and marketable securities	383	-337			
Other current assets	1,197	+181	-19	1,388	Other current liabilities ²⁾
Receivables	1,105	+32	-66	489	Liabilities from POC
Other non-current assets	1,064	-23	+27	1,066	Trade payables
Receivables from concession projects	1,820	+178	-29	1,085	Non-current liabilities ³⁾
Intangible assets ¹⁾	1,239	+4	+95	1,612	Non-recourse debt
			+27	1,168	Shareholders' equity

1) Thereof goodwill €1,091 million

2) Thereof financial debt, recourse €10 million

3) Thereof financial debt, recourse €263 million

Strong increase in working capital after very favorable development in 2008

in € million	3m 2008	3m 2009	FY 2008
Cash earnings	54	59	322
Change in working capital	-128	-285	161
Gains on disposals of non-current assets	-11	-2	-126
Cash flow from operating activities	-85	-228	357
Net capital expenditure on property, plant and equipment / Intangibles	69	-27	-108
Proceeds from the disposal of financial assets	0	0	92
Free Cashflow	-16	-255	341
Investments in financial assets	-24	-90	-460
Cash flow from financing activities	-51	5	83
Change in cash and marketable securities	-91	-340	-36
Other adjustments	-8	3	-40
Cash and marketable securities at January 1	796	720	796
Cash and marketable securities at March 31 / December 31	697	383	720

ROCE significantly surpassed WACC High value added in 2008

	Capital employed in € million		Return in € million		ROCE in %		WACC in %		Value added in € million	
	2007	2008	2007	2008	2007	2008	2007	2008	2007	2008
Civil	405	427	75	33	18.6	7.6	13.0	13.0	23	-23
Building and Industrial	146	112	38	29	26.1	25.9	13.0	13.0	19	15
Services	901	1,000	180	248	20.0	24.8	9.0	9.0	99	158
Concessions	105	124	12	21	11.3	17.4	9.8	9.8	2	9
Total segments	1,557	1,663	305	331	19.6	19.9	10.5	10.5	143	159
Consolidation, headquarters, other	-9	-69	-16	38	-	-	-	-	-17	43
Group	1,548	1,594	289	369	18.7	23.2	10.5	10.5	126	202

Five-year overview

in € million	2004	2005	2006	2007	2008
Output volume	6.111	7.061	7.936	9.222	10.742
Orders received	6.139	7.545	10.000	11.275	10.314
Order backlog	6.339	7.001	8.747	10.759	10.649
EBIT	81	110	170	229	298
EBT	91	115	173	228	283
Net profit	51	66	92	134	200
Cash flow from operating activities	198	188	207	325	357
Dividend distribution	37	37	46	64	71
Return on output (EBIT) (%)	1,3%	1,6%	2,1%	2,5%	2,8%
Return on equity (w/o minorities) (%)	4,6%	5,9%	8,1%	10,9%	16,8%
Return on capital employed (%)	8,8%	10,9%	16,3%	18,7%	23,2%
Shareholders' equity	1.130	1.189	1.206	1.332	1.141
Balance-sheet total	3.720	4.357	5.129	6.128	6.773
Equity ratio (%)	30%	27%	24%	22%	17%
Equity ratio (%), adjusted for non-recourse debt	32%	31%	28%	28%	22%
Net working capital	-538	-645	-641	-697	-890
Cash and marketable securities	914	832	783	796	720
Liabilities to banks, recourse	134	128	139	111	328
Liabilities to banks, non-recourse	205	495	827	1.362	1.518

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Concessions portfolio as of 03/31/2009

Transport infrastructure

	Investment volume € million	Percentage held %	Equity committed € million	Method of consolidation ¹⁾	Status	Concession period
Transport Infrastructure						
- Herrentunnel, Lübeck, Germany	176	50	- ²⁾	E	operational	2005 - 2035
- M6, Hungary	482	40	19	E	operational	2006 - 2026
- Kicking Horse Pass, Canada	100	100	8	F	operational	2007 - 2030
- Westlink, Northern Ireland	230	75	11	F	under construction	2009 - 2036
- Golden Ears Bridge, Canada	800	100	34	F	under construction	2009 - 2041
- E18, Norway	453	50	9	E	under construction	2009 - 2034
- Northeast Stoney Trail, Canada	293	100	9	F	under construction	2009 - 2039
- A1 Motorway "Hamburg-Bremen", Germany	650	43	43	E	under construction	2008 - 2038
- M6 Tolna Motorway (middle section), Hungary	520	45	23	E	under construction	2010 - 2038
- Northwest Anthony Henday Highway, Canada	750	100	36	F	under construction	2011 - 2041
- M80 Motorway, UK	352	83	44	F	under construction	2011 - 2041
Sub-total transport infrastructure			236			

1) F = full consolidation, E = at equity consolidation

2) Written-off and not included in any figures related to the Concessions segment.

Concessions portfolio as of 03/31/2009

Social infrastructure

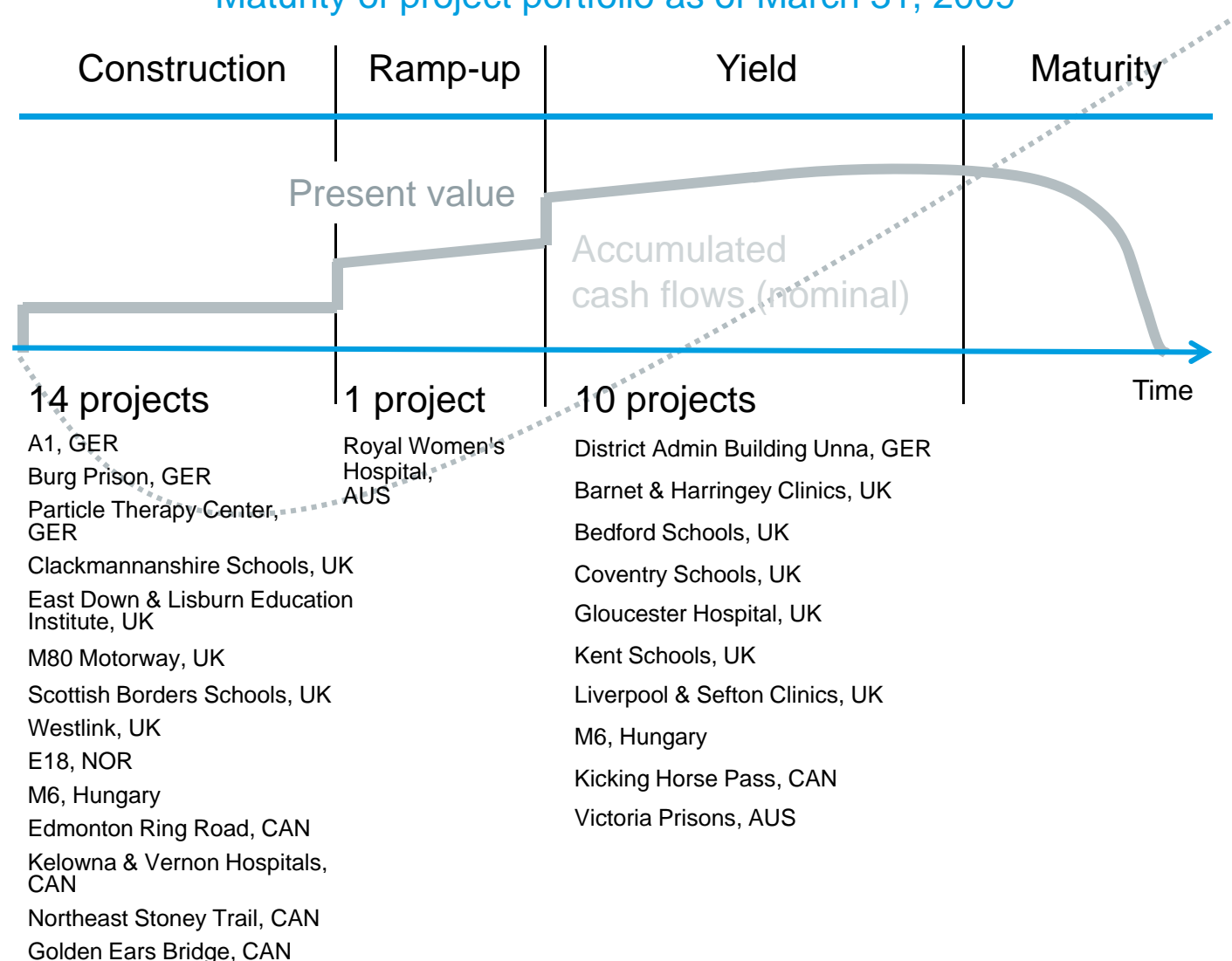
Social Infrastructure

- Liverpool & Sefton Clinics, Great Britain	20	24	1	E	operational	2004 - 2030
- Barnet & Haringey Clinics, Great Britain	24	24	1	E	operational	2005 - 2031
- Hospital, Gloucester, Great Britain	60	50	3	E	operational	2005 - 2034
- Bedford Schools, Great Britain	41	100	4	F	operational	2006 - 2035
- Victoria Prisons, Melbourne, Australia	150	100	17	F	operational	2006 - 2031
- Administrative Center, Unna, Germany	24	90	2	F	operational	2006 - 2031
- Coventry Schools, Great Britain	36	100	4	F	operational	2007 - 2035
- Kent Schools, Great Britain	155	100	13	F	operational	2007 - 2035
- Royal Women's Hospital, Australia	198	100	11	F	operational	2008 - 2033
- Burg Prison, Sachsen-Anhalt, Germany	100	90	8	F	under construction	2009 - 2034
- Scottish Borders Schools, Great Britain	137	75	8	F	under construction	2009 - 2038
- Clackmannanshire Schools, Great Britain	136	85	6	F	under construction	2009 - 2039
- Particle Therapy Center Kiel, Germany	258	50	10	E	under construction	2012 - 2037
- East Down & Lisburn, Great Britain	91	50	3	E	under construction	2011 - 2039
- Kelowna & Vernon, Canada	260	50	8	E	under construction	2009 - 2042
Sub-total social infrastructure			98			
Total as of March 31, 2009			334			

1) F = full consolidation, E = at equity consolidation

Majority of projects is still under construction or in ramp-up

Maturity of project portfolio as of March 31, 2009



Directors' valuation of Concessions portfolio

General

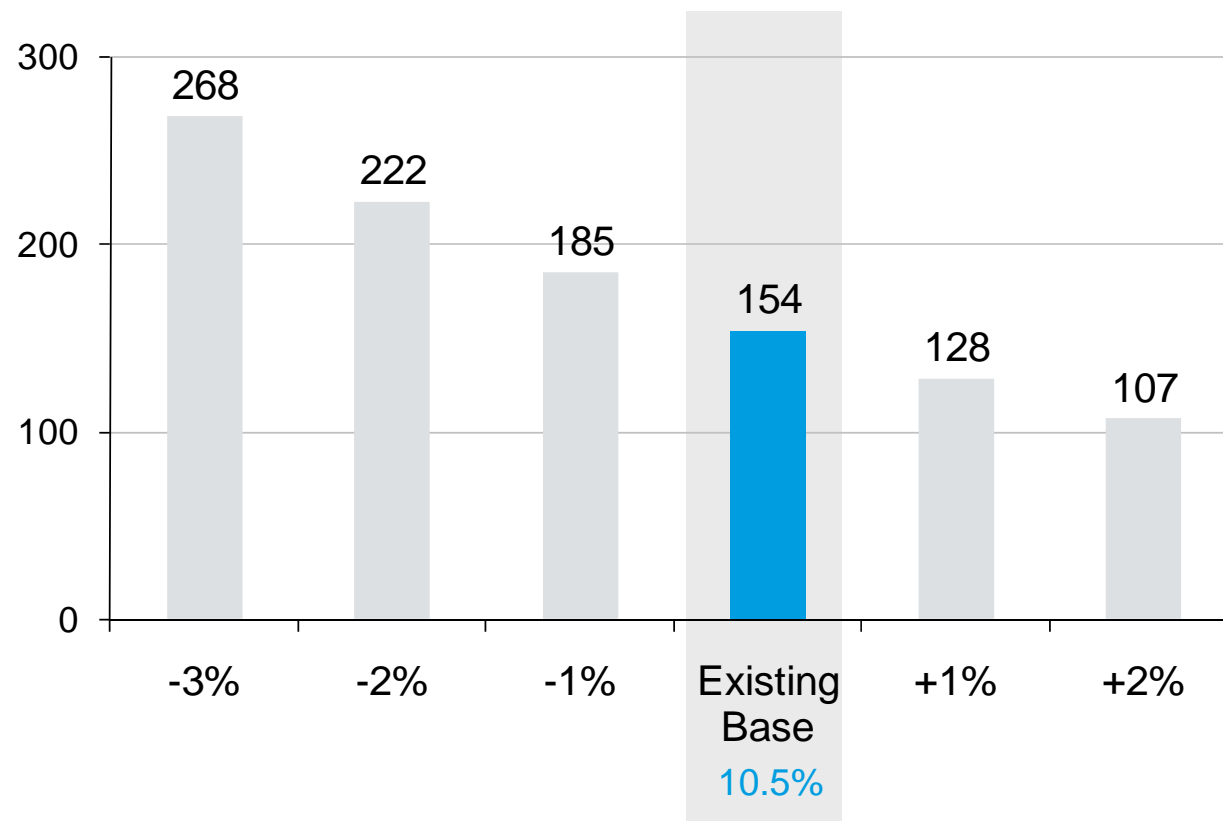
- The DCF method of valuation is generally used
- Only projects where “financial close” has taken effect are included
- Cash flows serving as the basis are derived from financial models approved by external lenders
- Future potential refinancing gains are not taken into account in the valuation
- Valuation is based on specific discount rates between 8% and 12% considering different risk profiles. Weighted average discount rate as at December 31, 2008 was 10.5%. (December 31, 2007: 10.1%)

Specific discount rates

- Weighted risk-free basic interest rate is derived from country specific long-term treasury bonds (currently 6 %)
- Premium on basic interest rate for project type adjustments
 - 2% for projects where revenues depend exclusively on the degree of availability (e.g. schools)
 - 3% for projects, that entail limited volume risks
- Further premium on basic interest rate for project phase adjustments
 - 3% in the construction phase
 - 2% in the ramp-up phase
 - 0% in the operation phase, when revenues and costs are certain

Portfolio value further increased Additional upside potential if lower discount rate is applied

→ End of December 2008: Increase of NPV to € 154 million at a discount rate of 10.5% which compares to a book value of € 101 million



Sensitivity of Net Present Value to different base rates as of December 31, 2008

In €million

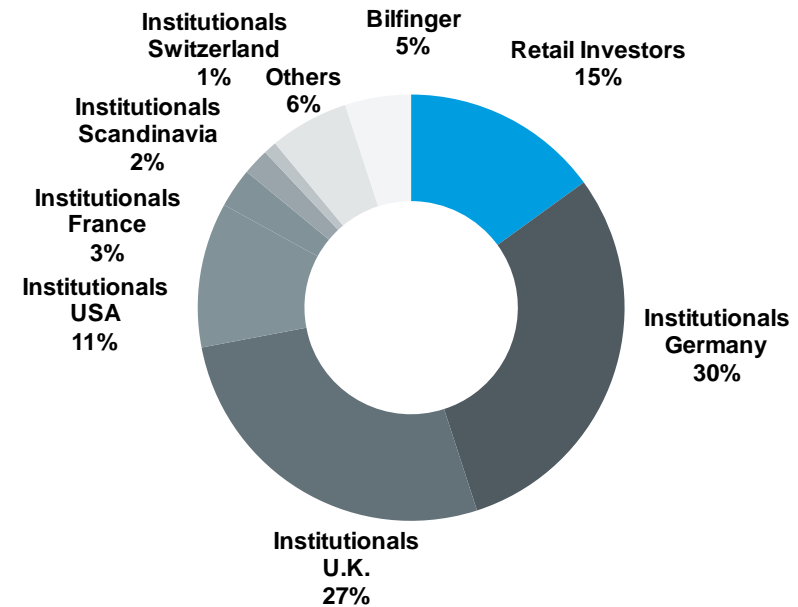
Share buyback program completed end of April 2008

Share buyback

- Duration of program:
February 19 to April 29, 2008
- Volume: €100 million
1,884,000 shares
5.065% of capital stock
Average price: € 53.07
- No cancellation planned
Maintaining the financial resources to
secure growth strategy

Shareholder structure as of 12/31/2008

- 100% free float
- High proportion of institutional investors
- Very international shareholder base



Financial calendar and share facts

- Aug. 13, 2009 Interim Report Q2 2009
- Nov. 10, 2009 Interim Report Q3 2009

52 week high / low:	€ 65.65 / € 23.39 (as at June 01, 2009)
Closing price June 01, 2009	€ 37.52
Market cap: ¹⁾	€ 1.4 bn (as at June 01, 2009)
Shares outstanding in '000: ¹⁾	37,196
ISIN / Ticker abbreviation:	DE0005909006 / GBF
Main stock markets:	XETRA / Frankfurt
Segments Deutsche Boerse	Prime Standard
/ Indices:	MDAX, Prime Construction Perf. Idx., DJ STOXX 600, DJ EURO STOXX, DJ EURO STOXX Select Dividend 30, MSCI Europe

1) Including 1,884,000 shares held as treasury stock

Other investor information

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in € per share	2004	2005	2006	2007	2008
Earnings per share	1.39	1.80	2.48	3.60	5.61
Dividend	1.00	1.00	1.25	1.80	2.00
Dividend yield 1)	3.3%	2.5%	2.3%	3.4%	5.4%
Payout ratio 2)	72%	56%	50%	50%	36%
Share price highest	32.41	46.44	55.75	74.73	64.65
Share price lowest	25.50	30.18	37.71	47.35	23.90
Share price year end	30.25	40.30	55.52	52.78	37.32
Book value per share 3)	30.20	31.20	32.00	35.20	31.70
Market-to-book value 3)	1.0	1.3	1.7	1.5	1.2
Market capitalization in million €5)	1,112	1,499	2,065	1,963	1,388
MDAX weighting 1)	1.5%	2.0%	2.2%	2.1%	3.1%
Price-earnings ratio 1)	21.76	22.39	22.39	14.66	6.65
Number of shares in '000 4) 5)	36,745	37,196	37,196	37,196	37,196
Average daily turnover in number of shares	83,414	165,946	286,756	377,923	485,628

1) relating to year-end share price

2) relating to EPS

3) Shareholders' equity w/o minorities

4) relating to year-end

5) 2008: Including 1,884,000 shares held as treasury stock

Disclaimer

This presentation has been produced for support of oral information purposes only and contains forward-looking statements which involve risks and uncertainties. Forward-looking statements are statements that are not historical facts, including statements about our beliefs and expectations. Such statements made within this document are based on plans, estimates and projections as they are currently available to Bilfinger Berger AG. Forward-looking statements are therefore valid only as of the date they are made, and we undertake no obligation to update publicly any of them in light of new information or future events. Apart from this, a number of important factors could therefore cause actual results to differ materially from those contained in any forward-looking statement. Such factors include the conditions in worldwide financial markets as well as the factors that derive from any change in worldwide economic development.

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