



CHEMED

CHEMED CORPORATION

Annual Shareholders' Meeting

May 16, 2016



VITAS[®]
Healthcare



Safe Harbor and Regulation G Statement

This presentation contains information about Chemed's EBITDA, Adjusted EBITDA, EBIT, Adjusted EBIT, Adjusted Net Income and Adjusted Diluted EPS, which are not measures derived in accordance with GAAP and which exclude components that are important to understanding Chemed's financial performance. In reporting its operating results, Chemed provides EBITDA, Adjusted EBITDA, EBIT, Adjusted EBIT, Adjusted Net Income and Adjusted Diluted EPS measures to help investors and others evaluate the Company's operating results, compare its operating performance with that of similar companies that have different capital structures and evaluate its ability to meet its future debt service, capital expenditures and working capital requirements. Chemed's management similarly uses EBITDA, Adjusted EBITDA, EBIT, Adjusted EBIT, Adjusted Net Income and Adjusted Diluted EPS to assist it in evaluating the performance of the Company across fiscal periods and in assessing how its performance compares to its peer companies. These measures also help Chemed's management estimate the resources required to meet Chemed's future financial obligations and expenditures. Chemed's EBITDA, Adjusted EBITDA, EBIT, Adjusted EBIT, Adjusted Net Income and Adjusted Diluted EPS should not be considered in isolation or as a substitute for comparable measures calculated and presented in accordance with GAAP. We calculated Adjusted EBITDA margin by dividing Adjusted EBITDA by service revenues and sales. We calculated Adjusted EBIT margin by dividing Adjusted EBIT by service revenues and sales. Adjusted Diluted EPS is calculated by dividing Adjusted Net Income by the number of diluted average shares outstanding, and Diluted EPS is calculated by dividing Net Income by the number of diluted average shares outstanding. A reconciliation of Chemed's net income to its EBITDA, Adjusted EBITDA, EBIT, Adjusted EBIT and Adjusted Net Income is presented in appendix tables located in the back of this presentation.

Forward-Looking Statements

Certain statements contained in this presentation and the accompanying tables are "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. The words "believe," "expect," "hope," "anticipate," "plan" and similar expressions identify forward-looking statements, which speak only as of the date the statement was made. Chemed does not undertake and specifically disclaims any obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. These statements are based on current expectations and assumptions and involve various risks and uncertainties, which could cause Chemed's actual results to differ from those expressed in such forward-looking statements. These risks and uncertainties arise from, among other things, possible changes in regulations governing the hospice care or plumbing and drain cleaning industries; periodic changes in reimbursement levels and procedures under Medicare and Medicaid programs; difficulties predicting patient length of stay and estimating potential Medicare reimbursement obligations; challenges inherent in Chemed's growth strategy; the current shortage of qualified nurses, other healthcare professionals and licensed plumbing and drain cleaning technicians; Chemed's dependence on patient referral sources; and other factors detailed under the caption "Description of Business by Segment" or "Risk Factors" in Chemed's most recent report on form 10-Q or 10-K and its other filings with the Securities and Exchange Commission. You are cautioned not to place undue reliance on such forward-looking statements and there are no assurances that the matters contained in such statements will be achieved.



Kevin J. McNamara
President & CEO



2015 Year in Review

◆ VITAS

- ▶ **Regulatory environment for Medicare hospice providers continues to become more complex**
- ▶ **Increasing documentation and coding related to patient admissions, certifications, and care quality indicators**
- ▶ **Medicare reimbursement continues to lag inflation**



2015 Year in Review (Continued)

◆ Roto-Rooter

- ▶ **Industry growth for plumbing and drain cleaning services continues to be minimal**
- ▶ **Service line extensions are difficult, but not impossible:**
 - ▶ **Need to fit into our expanding base of core competencies**
- ▶ **Water restoration has significant opportunity**



2015 Year in Review (Continued)

◆ Chemed

- ▶ **Reported revenue of over \$1.5 billion, an increase of 6.0%**
- ▶ **Adjusted Net Income of \$122 million, an increase of 12.9%**
- ▶ **Adjusted EPS of \$6.98, an increase of 15.0%**
- ▶ **Purchased \$59 million in CHE stock during the year**
- ▶ **Paid out \$16 million in dividends**

Chemed – Purchase of Capital Stock

For the Period January 1, 2007, through March 31, 2016

	(1)	(2)	(3)	(4)
	Shares Repurchased	Dividends	Total Returned to Shareholders	Free Cash Flow Generated (1)
(1) Activity in 2007	\$ 127,881,453	\$ 5,888,000	\$ 133,769,453	72,944,000
(2) Activity in 2008	67,125,500	5,543,000	72,668,500	85,989,000
(3) Activity in 2009	741,726	8,157,000	8,898,726	139,336,000
(4) Activity in 2010	104,054,995	11,881,000	115,935,995	60,373,000
(5) Activity in 2011	143,875,353	12,538,000	156,413,353	144,751,000
(6) Activity in 2012	60,529,057	13,026,000	73,555,057	96,516,000
(7) Activity in 2013	92,911,155	14,148,000	107,059,155	121,523,000
(8) Activity in 2014	110,019,257	14,255,000	124,274,257	66,708,000
(9) Activity in 2015	59,323,141	15,605,000	74,928,141	127,365,000
(10) Activity in 2016	52,459,654	4,081,000	56,540,654	(4,250,000)
(11) Cumulative Activity 2007 - 2016 (2)	<u>\$ 818,921,291</u>	<u>\$ 105,122,000</u>	<u>\$ 924,043,291</u>	<u>\$ 911,255,000</u>

(1) Net cash provided by operating activities less capital expenditures.

(2) 12.4 million shares repurchased at an average cost of \$65.89.

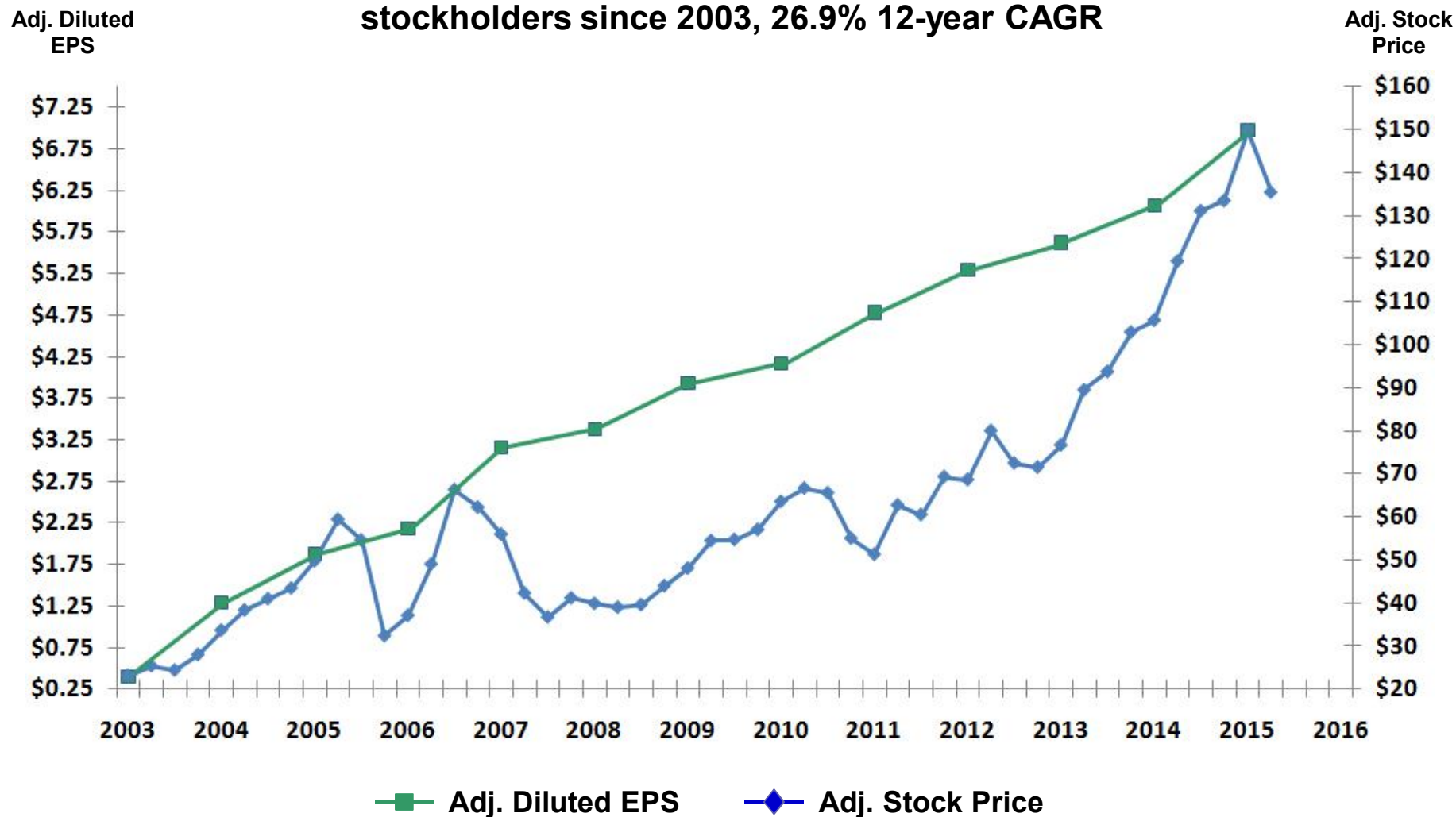
Cumulative Results Since the VITAS Acquisition

For the years ended December 31, 2003 through 2015

	(1)	(2)	(3)	(4)
	CAGR			
	One	Three	Five	Twelve
	Year	Year	Year	Year
Chemed				
(1) Service revenues and sales	6.0%	2.6%	3.8%	16.0%
(2) Adj. net income	12.9%	5.9%	4.9%	25.6%
(3) Diluted EPS from continuing operations (GAAP)	13.6%	11.1%	12.3%	22.4%
(4) Adj. diluted EPS from continuing operations	15.0%	9.7%	10.9%	26.9%
Roto-Rooter				
(5) Service revenues and sales	9.1%	5.6%	3.8%	4.2%
(6) Adj. net income	15.6%	14.7%	8.1%	11.5%
VITAS				
(7) Service revenues and sales	4.8%	1.5%	3.8%	8.0%
(8) Adj. net income	10.1%	3.4%	3.5%	13.9%

EPS⁽¹⁾ and Stock Price⁽²⁾ History

Chemed has delivered strong and consistent EPS to stockholders since 2003, 26.9% 12-year CAGR



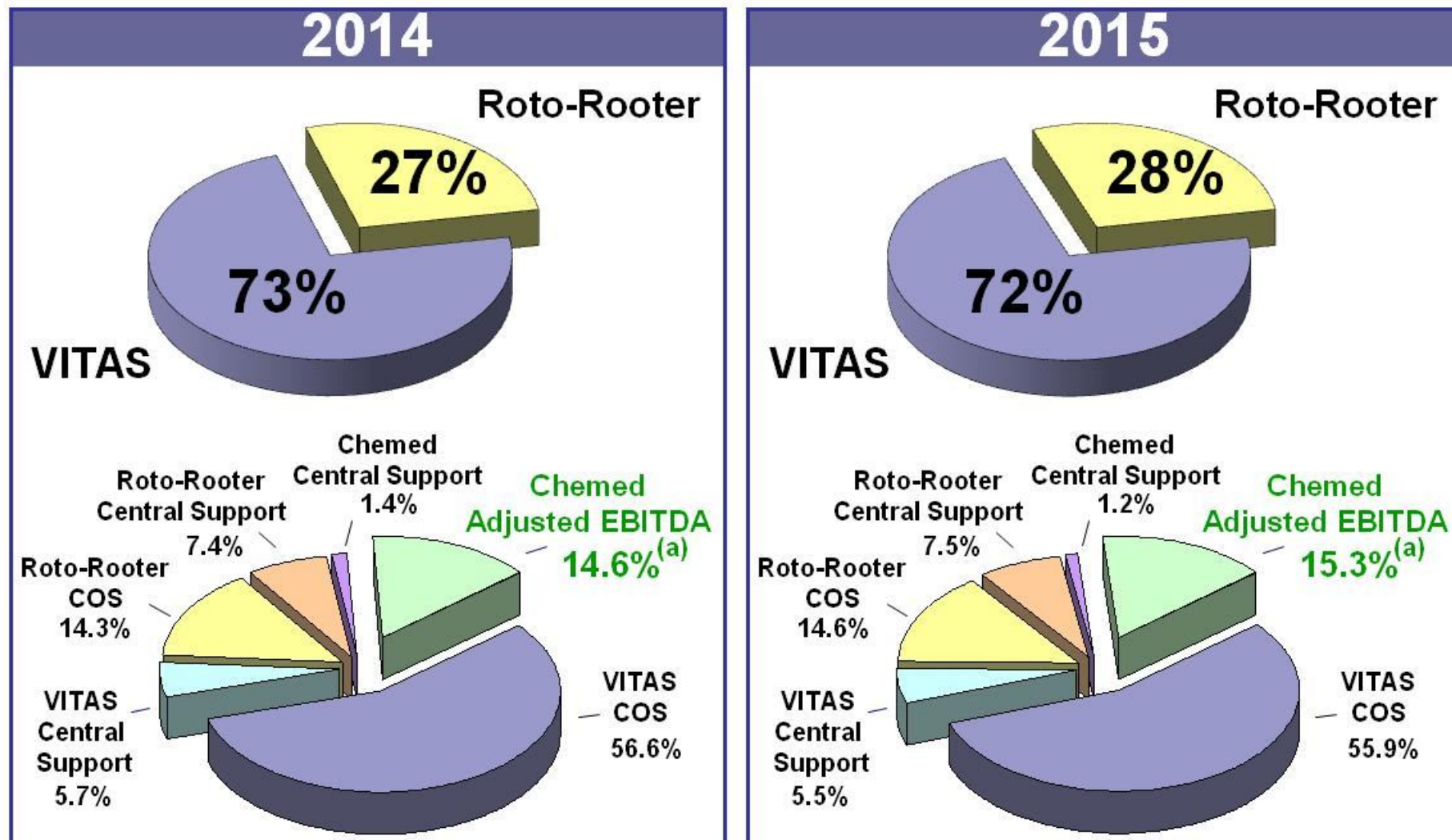
(1) Adjusted Diluted EPS; see Appendix at the back of this presentation for reconciliation from GAAP reported results to adjusted (non-GAAP) results

(2) Adjusted for stock splits



David P. Williams
Executive VP and CFO

Chemed Corporation Revenue



(a) See Appendix at the back of this presentation for reconciliation of EBITDA and Adjusted EBITDA to Net Income

Chemed - Results from Continuing Operations

(in thousands, except per share data)

	(1)	(2)	(3)	(4)	(5)	(6)
	Full Year Results			Three Months Ended March 31,		
	2014	2015	Fav/(Unfav) % Growth	2015	2016	Fav/(Unfav) % Growth
(1) Service Revenues and Sales	\$1,456,282	\$1,543,388	6.0%	\$ 376,652	\$ 390,389	3.6%
(2) Net Income	99,317	110,274	11.0%	24,537	24,840	1.2%
(3) Diluted EPS (b)	5.57	6.33	13.6%	1.40	1.45	3.6%
(4) Adj. EBITDA (a)	212,562	235,931	11.0%	52,849	54,480	3.1%
(5) Adj. EBITDA Margin (a)	14.6%	15.3%	0.7 pts.	14.0%	14.0%	0.0 pts.
(6) Adj. Net Income (a)	107,731	121,667	12.9%	26,831	27,754	3.4%
(7) Adj. Diluted EPS (a) (b)	6.07	6.98	15.0%	1.54	1.62	5.2%
(8) Capital Expenditures	43,571	44,135	(1.3%)	8,553	11,473	(34.1%)

(a) See footnote (b) below and the Appendix at the back of this presentation for reconciliation from GAAP reported results to adjusted (non-GAAP) results

(b) Adj. Diluted EPS is calculated by dividing Adj. Net Income by Diluted Average Shares Outstanding, and Diluted EPS is calculated by dividing Net Income by Diluted Average Shares Outstanding

Chemed – Consolidated Balance Sheets

(\$000)

Assets	March 31, 2016	Dec. 31, 2015	Liabilities & Stockholder Equity	March 31, 2016	Dec. 31, 2015
Cash and cash equivalents	\$15,235	\$14,727	Long-term debt	\$144,875	\$83,750
Accounts receivable, net	143,040	106,262	Other current liabilities	173,557	171,336
Other current assets	21,666	29,819	Other liabilities	<u>79,666</u>	<u>83,986</u>
Fixed assets, net	119,331	117,370	Total Liabilities	\$398,098	\$339,072
Non current assets	<u>583,647</u>	<u>584,147</u>	Total Stockholders' Equity	<u>\$484,821</u>	<u>\$513,253</u>
Total Assets	<u>\$882,919</u>	<u>\$852,325</u>	Total Liabilities & Stockholders' Equity	<u>\$882,919</u>	<u>\$852,325</u>

The logo for VITAS Healthcare features the word "VITAS" in a large, bold, white sans-serif font with a registered trademark symbol (®) to its upper right. Below it, the word "Healthcare" is written in a smaller, white sans-serif font. The text is set against a dark blue rectangular background. To the left of this background, there is a decorative graphic consisting of several overlapping squares in various shades of light blue and white, arranged in a stepped, staircase-like pattern.

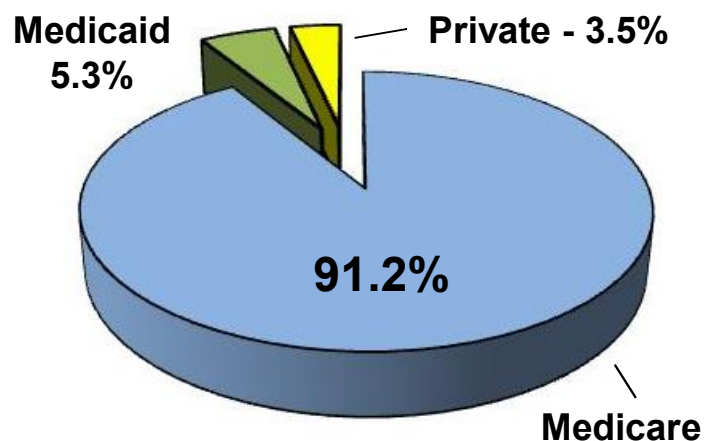
VITAS[®]
Healthcare

Timothy S. O'Toole
CEO

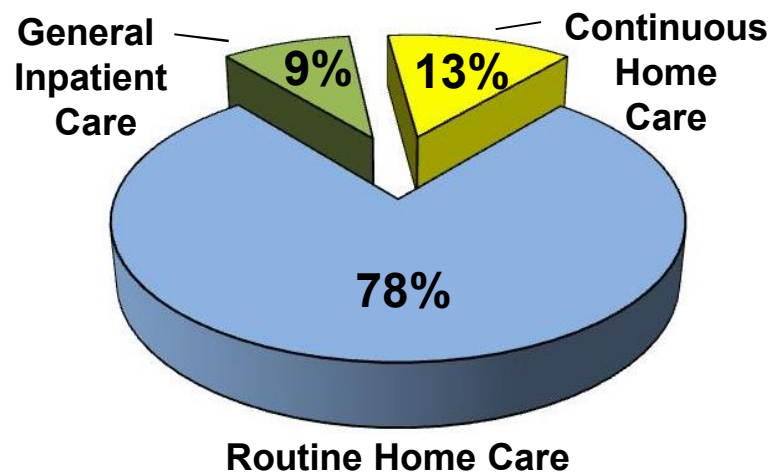
VITAS Healthcare Company Overview

- ◆ Largest provider of hospice services for patients with severe, life-limiting illnesses with approximately 7% of the U.S. market share
- ◆ Operates a comprehensive range of hospice services through 44 operating programs in 15 states and the District of Columbia
- ◆ Utilizes an approach for customized plans of care which is intended to maximize quality and enhance patient satisfaction
- ◆ Operating statistics:
 - ▶ Revenues: \$278 million (Q1 2016)
 - ▶ Average daily census per established program: approximately 300 ADC, largest approximately 1,600 (Q1 2016)
 - ▶ Average length of stay: 83.7 (Q1 2016)
- ◆ Approximately 11,700 employees, including approximately 4,700 nurses (Q1 2016)

Revenue by Payer - 2015

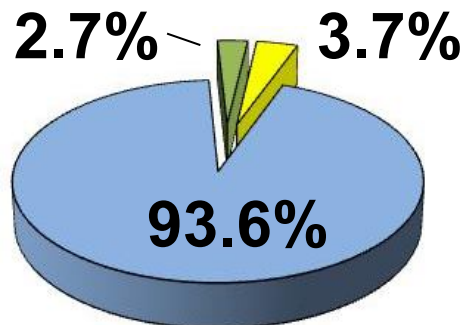


Revenues - 2015



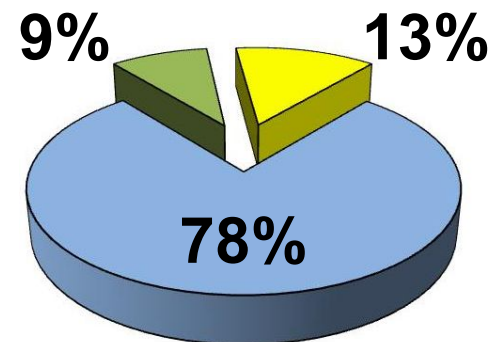
VITAS – Analysis of Revenue

Days of Care - 2015

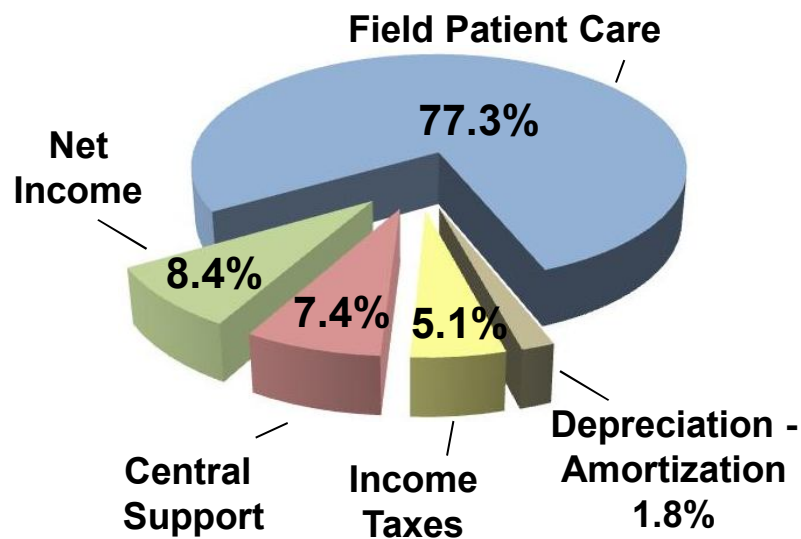


- Routine Home Care
- General Inpatient Care
- Continuous Home Care

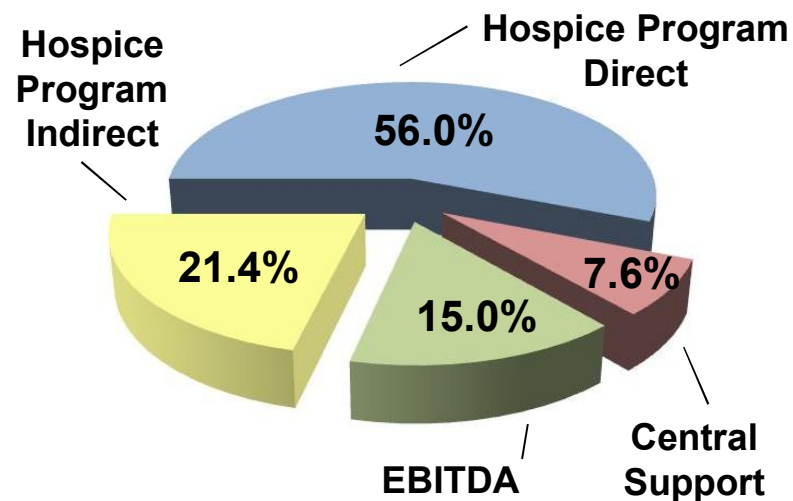
Revenues - 2015



Revenue and Expenses - 2015



Adjusted EBITDA - 2015



VITAS – Summary of Operations ^(a)

For The Years Ended December 31, 2004 through 2015

(in thousands, except percentages)

	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)
	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Average Annual Inc./(Dec.)
(1) Service Revenues and Sales	\$ 531,136	\$ 618,613	\$ 699,092	\$ 755,426	\$ 808,445	\$ 854,343	\$ 925,810	\$ 986,272	\$ 1,067,037	\$ 1,045,113	\$ 1,064,205	\$ 1,115,551	7.0%
(2) EBITDA (b)	65,685	65,259	89,237	110,515	119,901	132,935	146,652	147,243	158,251	142,770	158,719	169,768	9.0%
(3) Adj. EBITDA (b)	64,553	80,455	85,880	103,953	115,278	129,685	143,656	144,944	156,289	151,156	155,449	167,498	9.1%
(4) Adj. EBITDA Margin (b)	12.2%	13.0%	12.3%	13.8%	14.3%	15.2%	15.5%	14.7%	14.6%	14.5%	14.6%	15.0%	n.a.
(5) Net Income (GAAP)	33,052	34,982	43,546	61,034	64,304	71,696	79,796	80,358	86,577	76,144	86,186	93,346	9.9%
(6) Adj. Net Income (b)	32,961	44,659	49,249	59,974	64,010	72,059	80,465	81,186	87,338	84,023	87,585	96,418	10.2%
(7) Adj. Net Income as a percent of Sales	6.2%	7.2%	7.0%	7.9%	7.9%	8.4%	8.7%	8.2%	8.2%	8.0%	8.2%	8.6%	n.a.

(a) Assumes VITAS was purchased on January 1, 2004

(b) See Appendix at the back of this presentation for reconciliation from GAAP reported results to adjusted (non-GAAP) results

VITAS – Results from Continuing Operations

(\$000)

	(1)	(2)	(3)	(4)	(5)	(6)
	Full Year Results			Three Months Ended March 31,		
	2014	2015	Fav/(Unfav) % Growth	2015	2016	Fav/(Unfav) % Growth
(1) Service Revenues Before Medicare Cap	\$ 1,065,495	\$ 1,115,386	4.7%	\$ 269,448	\$ 277,528	3.0%
(2) Medicare Cap	(1,290)	165	112.8%	165	-	(100.0%)
(3) Net Service Revenues and Sales	\$ 1,064,205	\$ 1,115,551	4.8%	\$ 269,613	\$ 277,528	2.9%
(4) Net Income	\$ 86,185	\$ 93,346	8.3%	\$ 19,315	\$ 19,087	(1.2%)
(5) Adj. EBITDA (a)	155,449	167,498	7.8%	35,954	35,908	(0.1%)
(6) Adj. EBITDA Margin (a)	14.6%	15.0%	0.4 pts.	13.3%	12.9%	(0.4) pts.
(7) Capital Expenditures	21,880	23,278	(6.4%)	3,250	6,223	(91.5%)

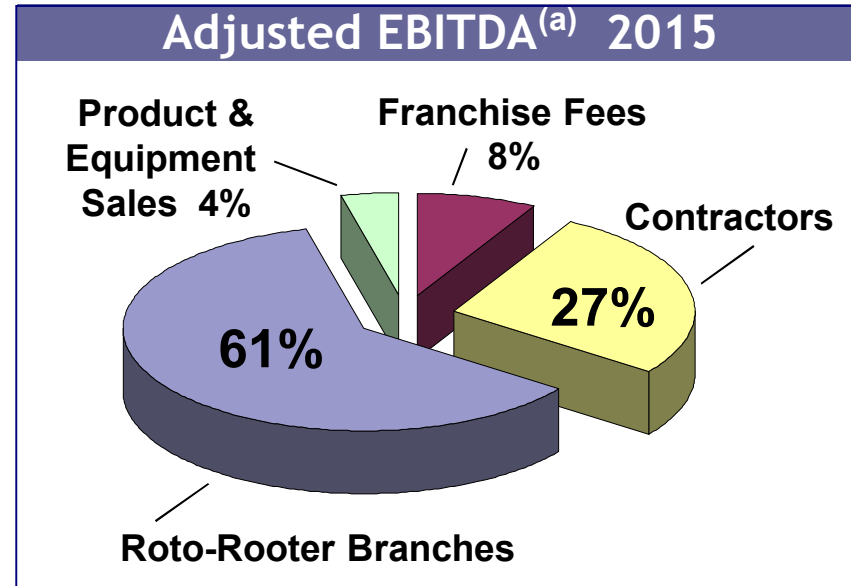
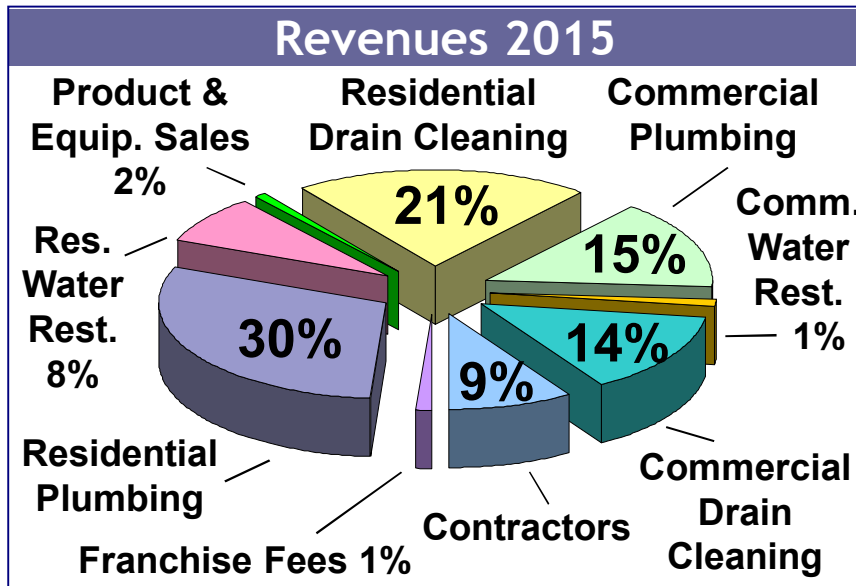
(a) Reconciliation from GAAP reported results to adjusted (Non-GAAP) results is provided in the Appendix at the back of this presentation



Spencer S. Lee
CEO

Roto-Rooter Company Overview

- ◆ Largest provider of plumbing and drain cleaning services in North America
 - ▶ Provides plumbing services to approximately 90% of the United States and 40% of the Canadian population
- ◆ Provides plumbing and drain cleaning services in more than 110 company-owned territories and over 400 franchise territories
- ◆ Maintains an estimated 15% of the drain cleaning market and 2-3% share of the same-day service plumbing market
- ◆ Residential customers represent 58% of revenues, while commercial customers represent 31% of revenues



Roto-Rooter – Summary of Operations

For The Years Ended December 31, 2004 through 2015

(in thousands, except percentages)

	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)
	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Average Annual Inc./(Dec.)
(1) Service Revenues and Sales (a)	\$ 276,611	\$ 297,337	\$ 319,495	\$ 344,632	\$ 340,496	\$ 335,893	\$ 354,735	\$ 369,698	\$ 363,006	\$ 368,216	\$ 392,077	\$ 427,837	4.0%
(2) EBITDA (b)	38,314	52,598	59,248	71,916	62,661	61,780	59,369	64,948	58,751	56,398	79,221	91,911	8.3%
(3) Adj. EBITDA (b)	42,355	49,234	55,548	69,188	59,922	59,862	58,516	64,176	58,232	70,936	75,110	87,614	6.8%
(4) Adj. EBITDA Margin (b)	15.3%	16.6%	17.4%	20.1%	17.6%	17.8%	16.5%	17.4%	16.0%	19.3%	19.2%	20.5%	n.a.
(5) Net Income (GAAP)	18,795	27,626	32,454	38,971	33,427	33,040	31,678	34,879	30,905	29,243	42,075	48,573	9.0%
(6) Adj. Net Income (b)	21,044	25,486	31,203	40,139	33,785	33,574	32,960	36,260	32,276	39,845	42,093	48,680	7.9%

(a) Continuing Operations

(b) See Appendix at the back of this presentation for reconciliation from GAAP reported results to adjusted (non-GAAP) results

Roto-Router – Results from Continuing Operations

(\$000)

	(1)	(2)	(3)	(4)	(5)	(6)
	Full Year Results			Three Months Ended March 31,		
	2014	2015	Fav/(Unfav) % Growth	2015	2016	Fav/(Unfav) % Growth
(1) Service Revenues and Sales	\$ 392,077	\$ 427,837	9.1%	\$ 107,039	\$ 112,861	5.4%
(2) Net Income (GAAP)	42,075	48,573	15.4%	12,008	13,020	8.4%
(3) Adj. EBITDA (a)	75,110	87,614	16.6%	\$ 21,423	\$ 23,364	9.1%
(4) Adj. EBITDA Margin (a)	19.2%	20.5%	1.3 pts.	20.0%	20.7%	0.7 pts.
(5) Adj. EBIT (a)	64,135	74,254	15.8%	18,262	19,785	8.3%
(6) Adj. EBIT Margin (a)	16.4%	17.4%	1.0 pts.	17.1%	17.5%	0.4 pts.
(7) Capital Expenditures	21,345	19,862	6.9%	4,355	5,196	(19.3%)

(a) Reconciliation from GAAP reported results to adjusted (non-GAAP) results is provided in the Appendix at the back of this presentation



CHEMED

CHEMED CORPORATION

Annual Shareholders' Meeting

May 18, 2015



VITAS[®]
Healthcare

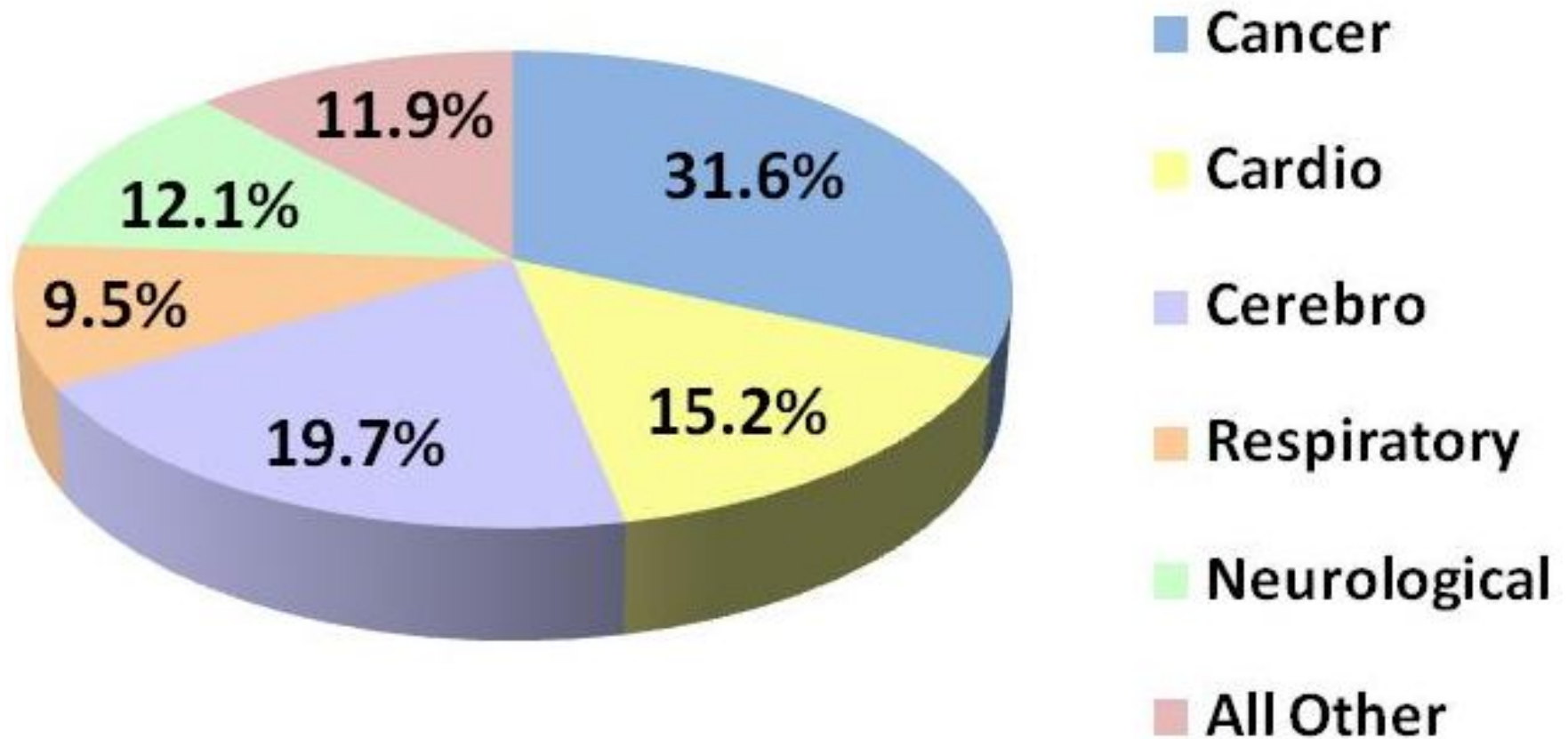


Appendix

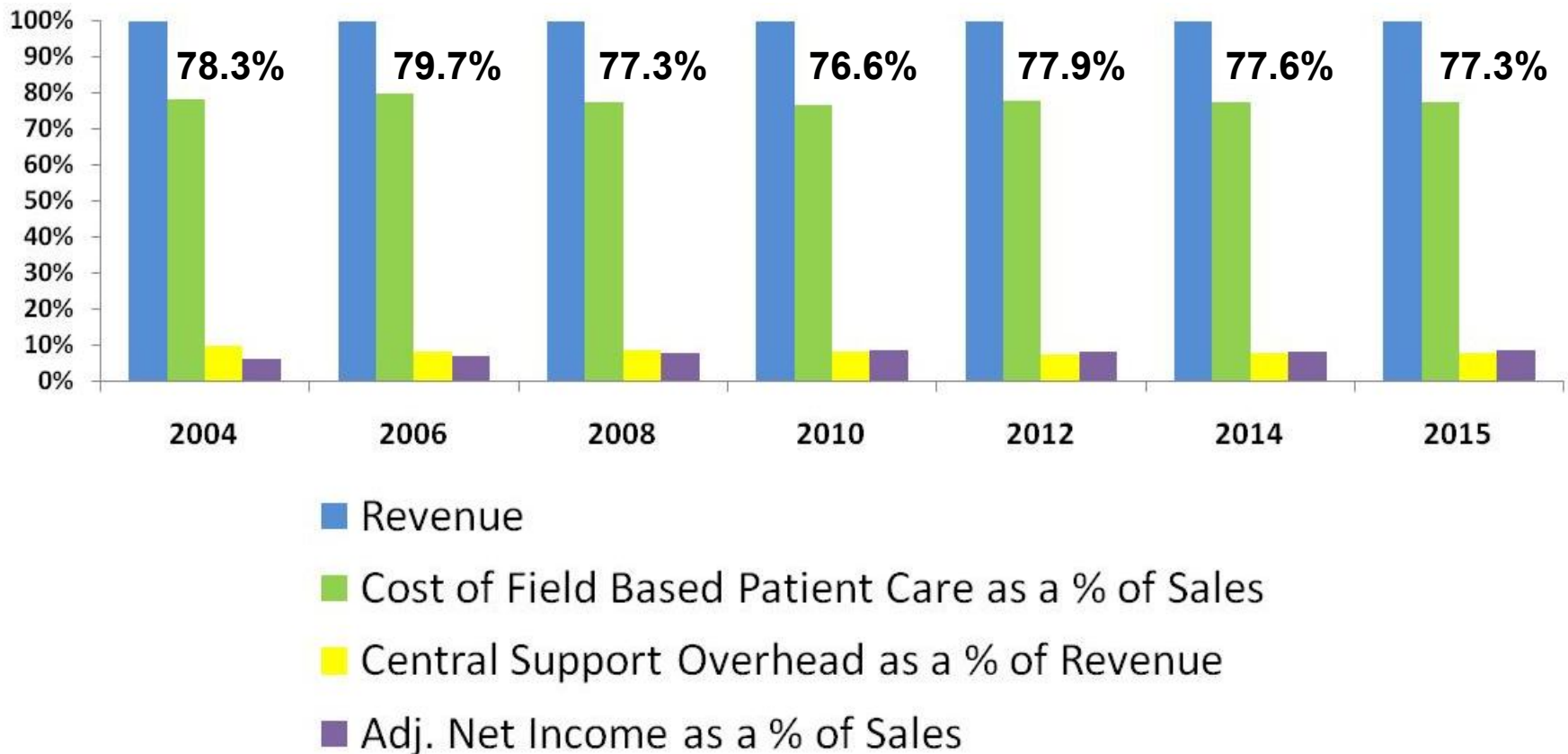
The logo features a dark blue horizontal bar on the right side of the page. To the left of this bar is a decorative graphic consisting of a grid of squares in various shades of blue and purple, arranged in a stepped pattern that tapers to the left. The text 'VITAS' is written in a large, bold, white sans-serif font, with a registered trademark symbol (®) to its upper right. Below 'VITAS', the word 'Healthcare' is written in a smaller, white sans-serif font.

VITAS[®]
Healthcare

VITAS Admissions by Diagnosis - 2015



VITAS – Operations as a Percent of Revenue



VITAS Analysis of 2015 Expenses and Margin

Per Patient Day-of-Care

	(1)	(2)	(3)	(4)	(5)	(6)
	Per Patient Day-of-Care					
	Direct Patient Care Expenses (1)	Average Per Diem	Direct Patient Cost-of-Care (1)	Direct Care Contribution	Other Field Cost-of-Care (2)	Net Field Hospice Margin
(1) Routine Home Care	46.60%	\$ 164.52	\$ (76.67)	\$ 87.85	\$ (42.64)	\$ 45.21
(2) Continuous Home Care	83.90%	\$ 730.61	\$ (612.98)	\$ 117.63	\$ (42.64)	\$ 74.99
(3) Inpatient Care	95.00%	661.06	(628.01)	33.05	(42.64)	(9.59)
(4) Total High Acuity Care	87.91%	\$ 701.29	\$ (616.50)	\$ 84.79	\$ (42.64)	\$ 42.15
(5) Total Hospice Care	55.87%	\$ 198.63	\$ (110.97)	\$ 87.66	\$ (42.64)	\$ 45.02

(1) Costs directly attribute to bedside care. Labor, fringes, meds, DME, supplies, etc.

(2) Indirect costs for labor and fringes and other expenses for admissions, administrative, medical directors, etc.

VITAS – Reimbursement Per Diems (2013)

	(1)	(2)	(3)
Reimbursement Per Diems	National Rate	VITAS Average	Most Expensive Urban Markets
(1) Routine Home Care	\$ 159.34	\$ 164.58	\$ 229.73
(2) Continuous Home Care ⁽¹⁾	701.38	717.48	974.14
(3) Inpatient Care	708.77	657.21	966.76
(4) Blended Average Per Diem	\$ 172.51 ⁽²⁾	\$ 200.62	\$ 255.47
(5) Average LOS	88 ⁽²⁾	82.4	
(6) Median LOS	18 ⁽²⁾	15.0	
(7) % Patients Admitted Who Exceed 180 Days of Care	11.5% ⁽³⁾	11.8%	
(8) % Live Discharges	18.0% ⁽³⁾	17.3% ⁽⁴⁾	

(1) National rate converted to VITAS average 18.1 hours/day of care

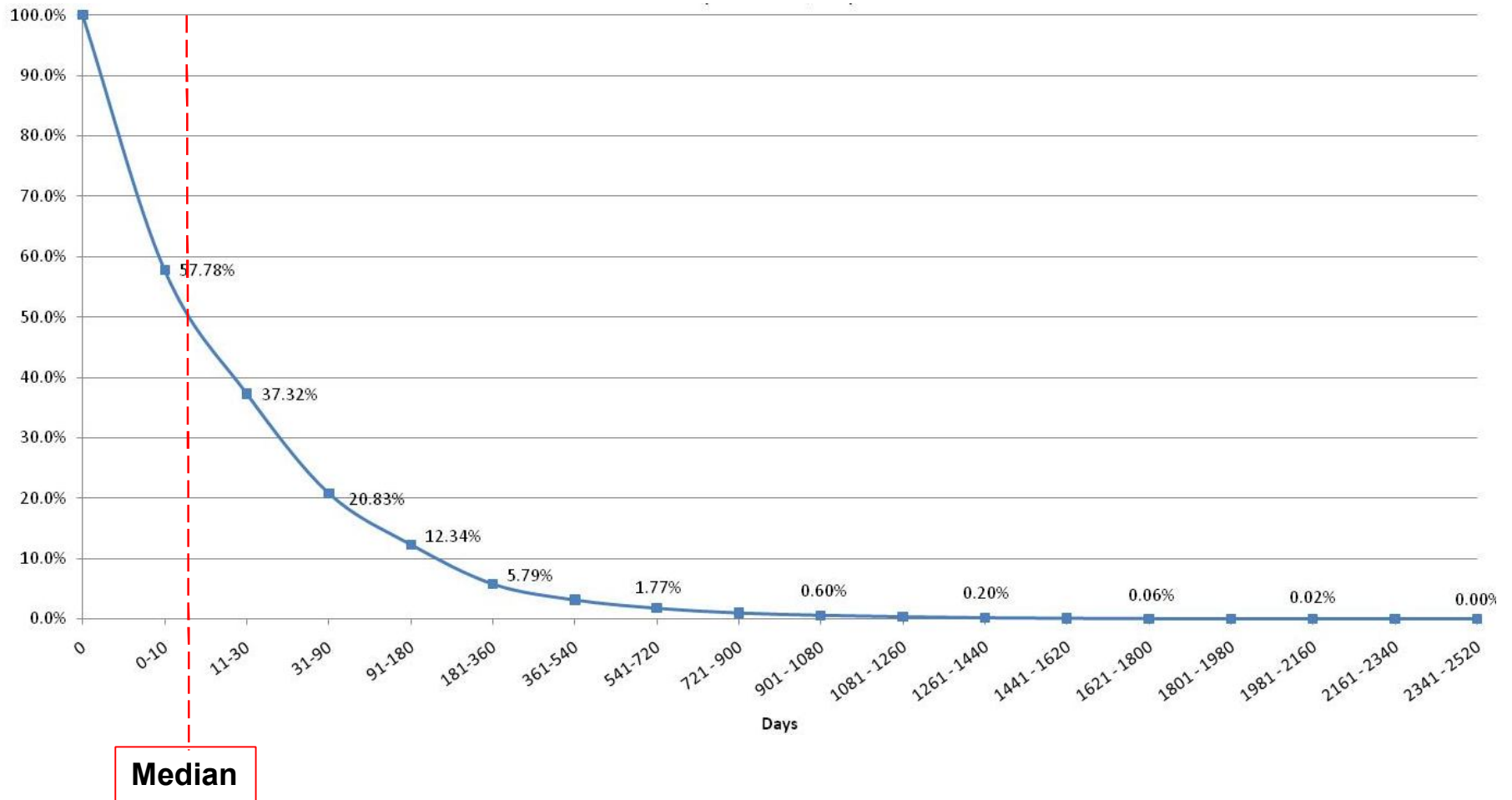
(2) MedPac March 2014

(3) MedPac June 2013

(4) Unusually high as a result of disruption triggered from Debility/Failure To Thrive coding refinement. Live discharges have ranged from 14.9% to 17.3% over the past 5 years.

VITAS 2015 Discharge Rate – Total

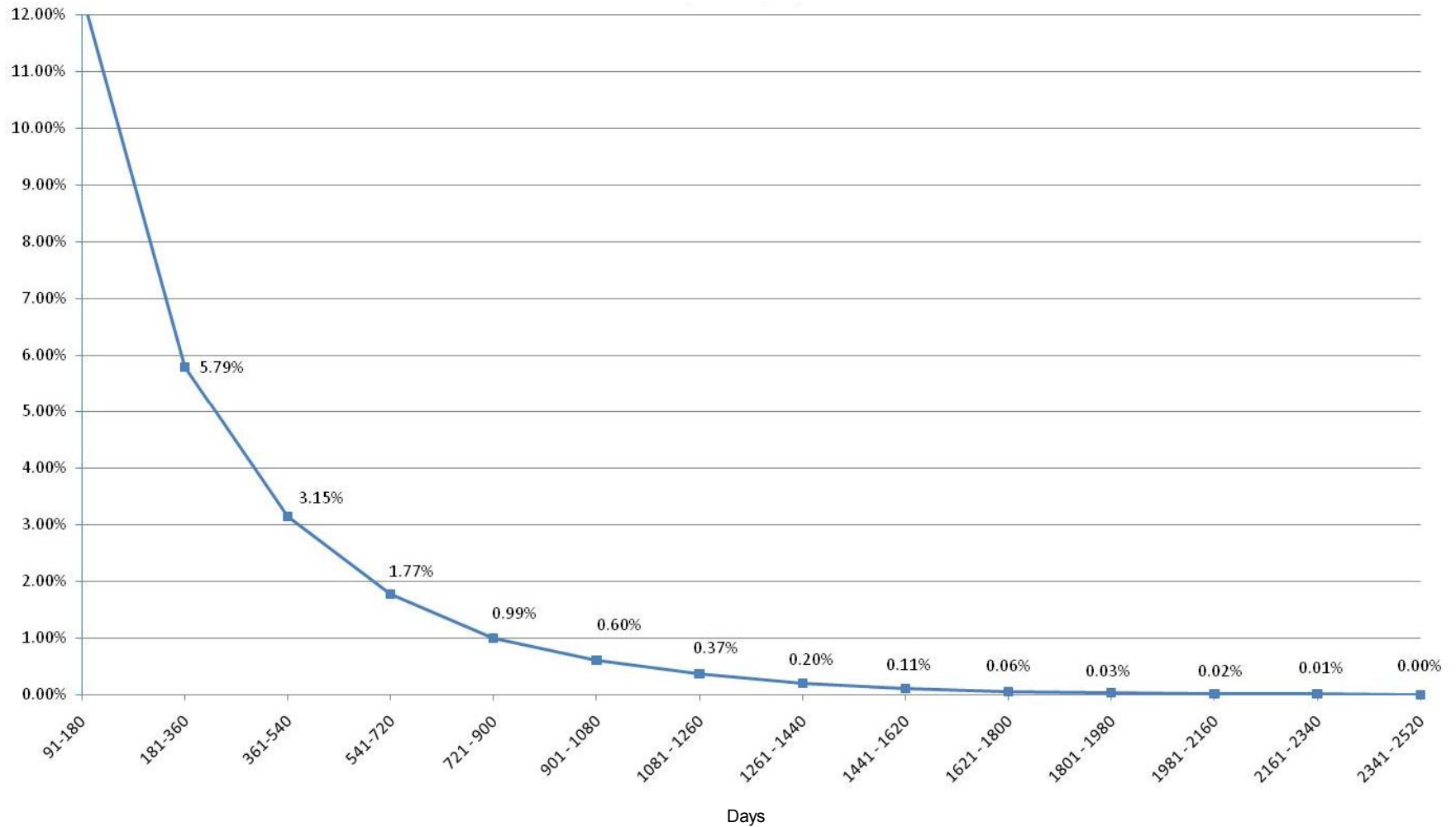
Population: 64,907 patients



VITAS 2015 Discharge Rate – Total

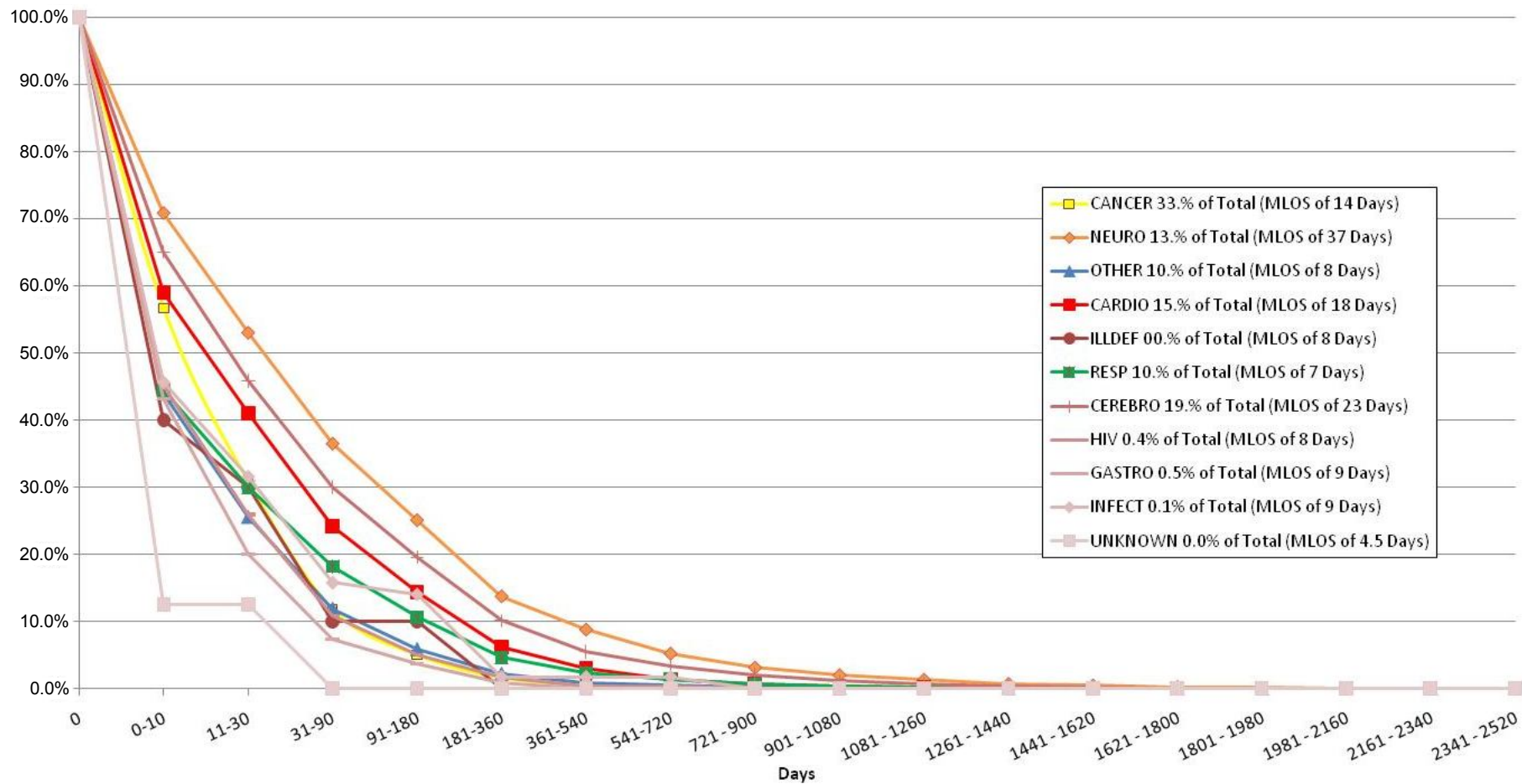
After 180 Days

Population: 8,009 patients

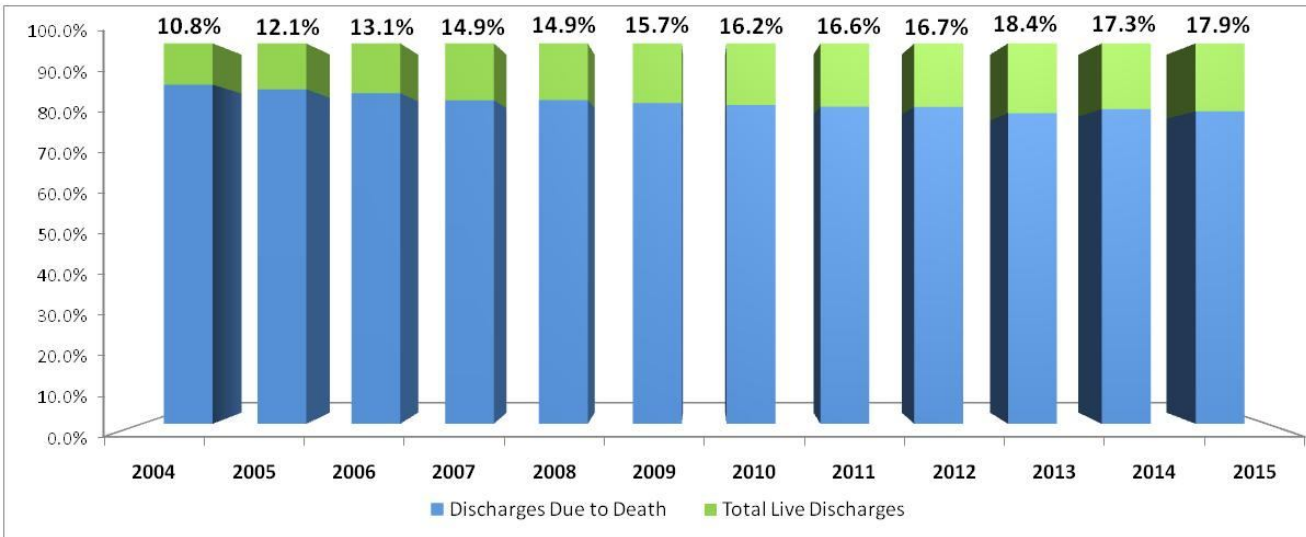


VITAS 2015 Discharge Rate – All Diagnosis

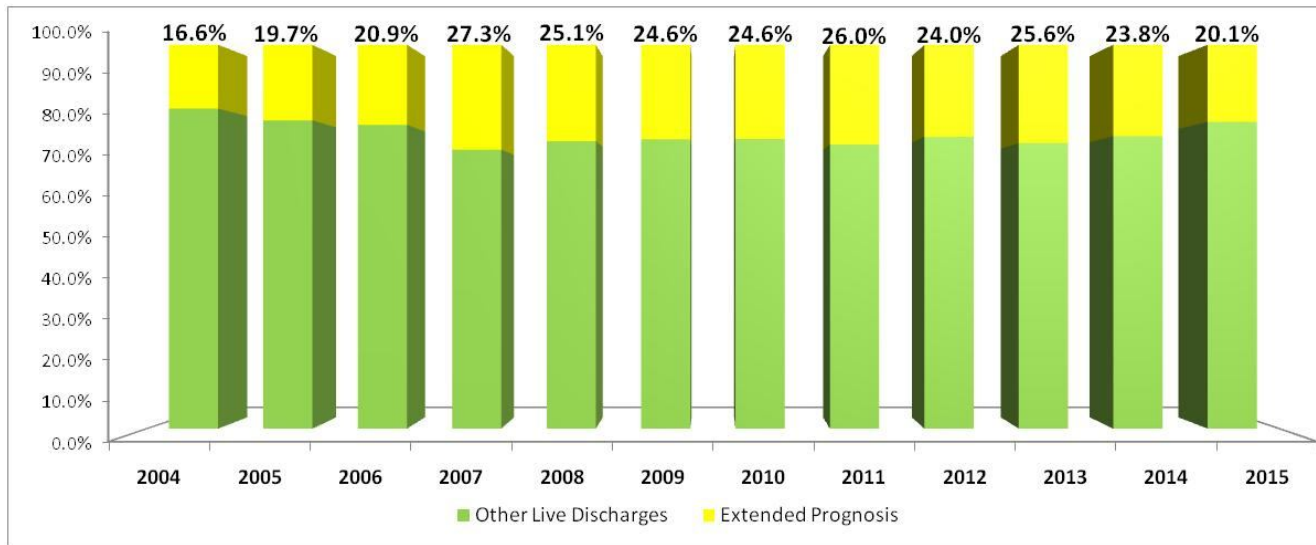
Population: 64,907



Analysis of VITAS Discharges 2004-2015



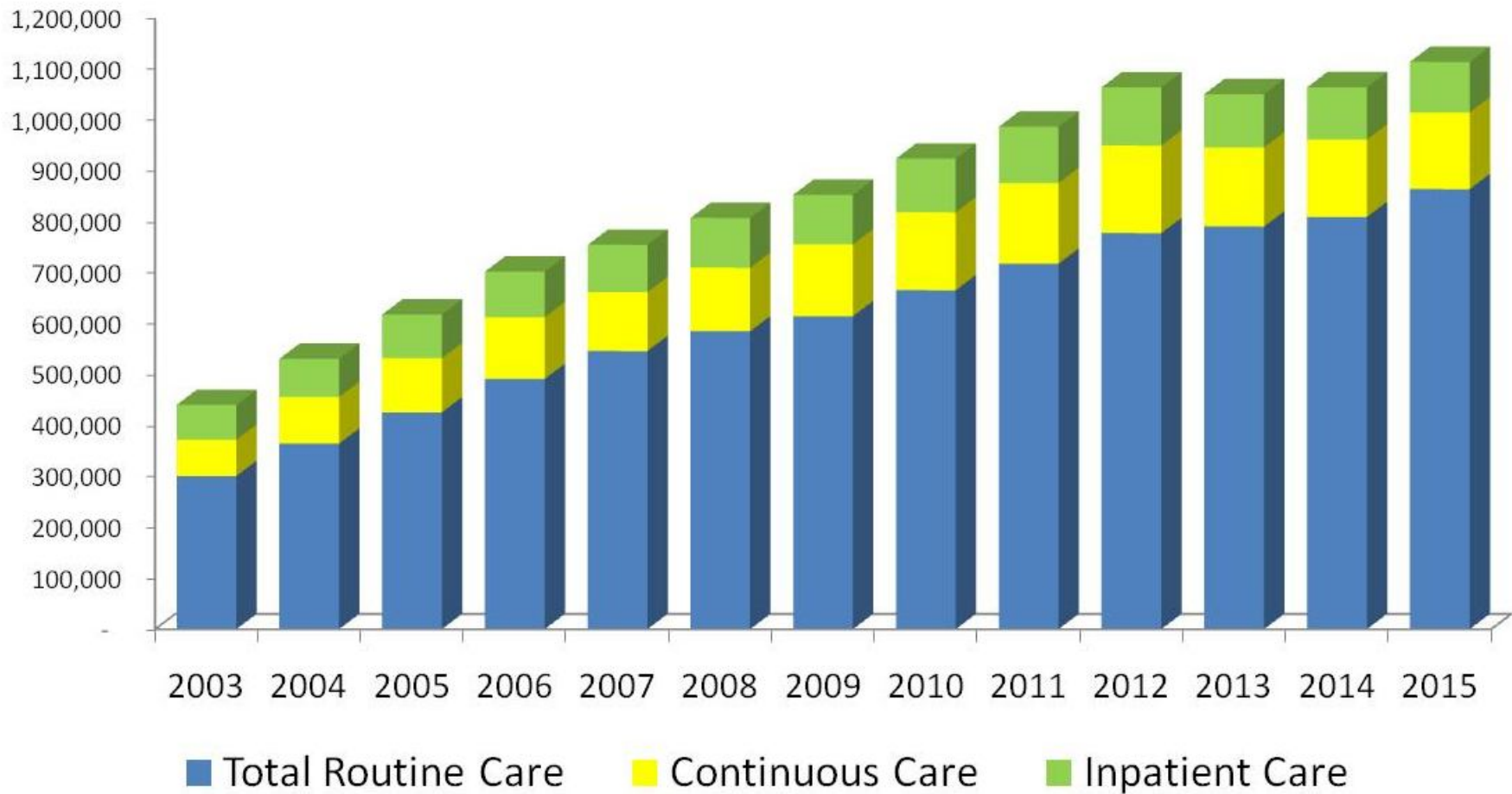
Total Discharges



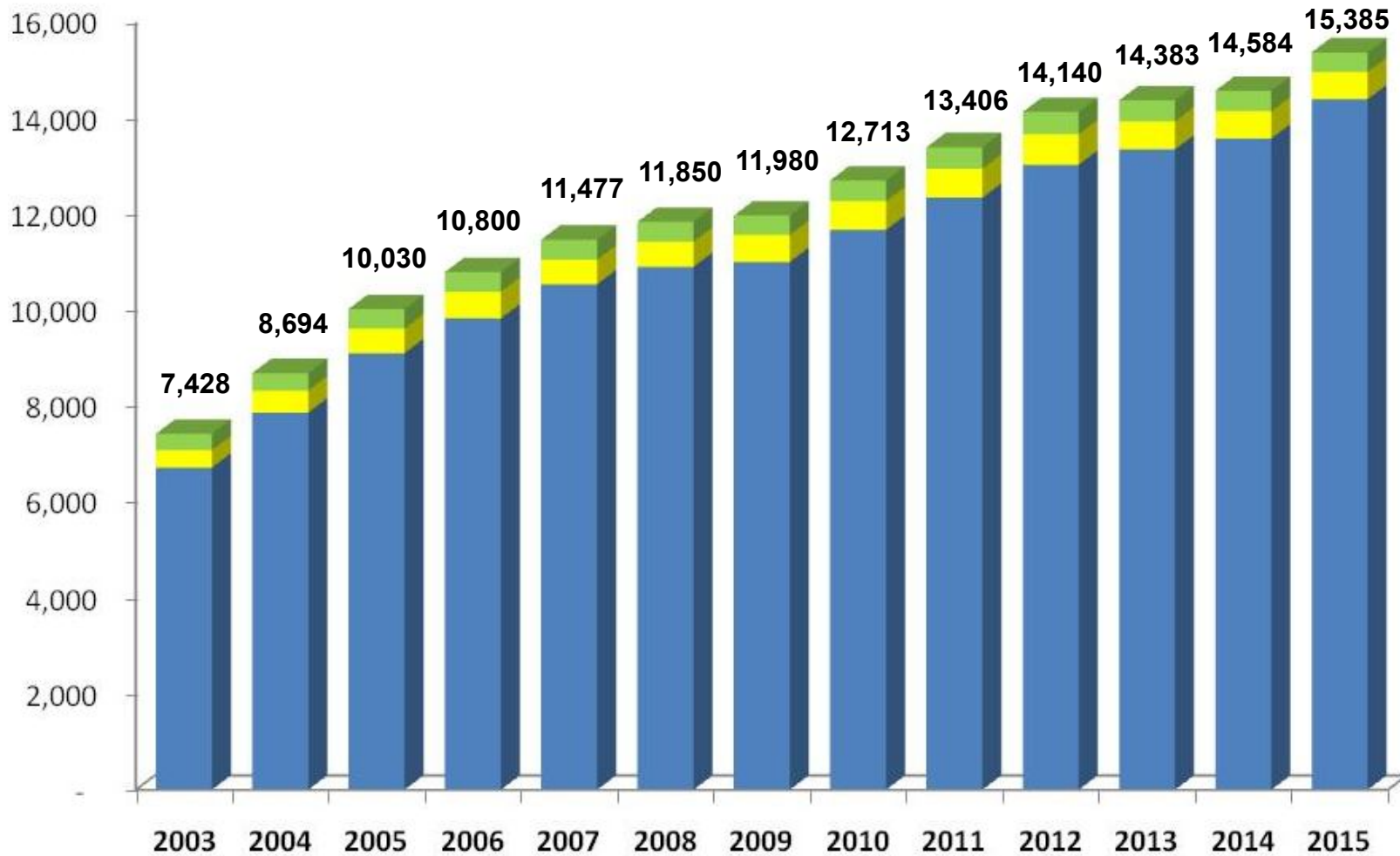
Total Live Discharges

VITAS Analysis of Revenue By Level of Care

2003 through 2015
(\$000)



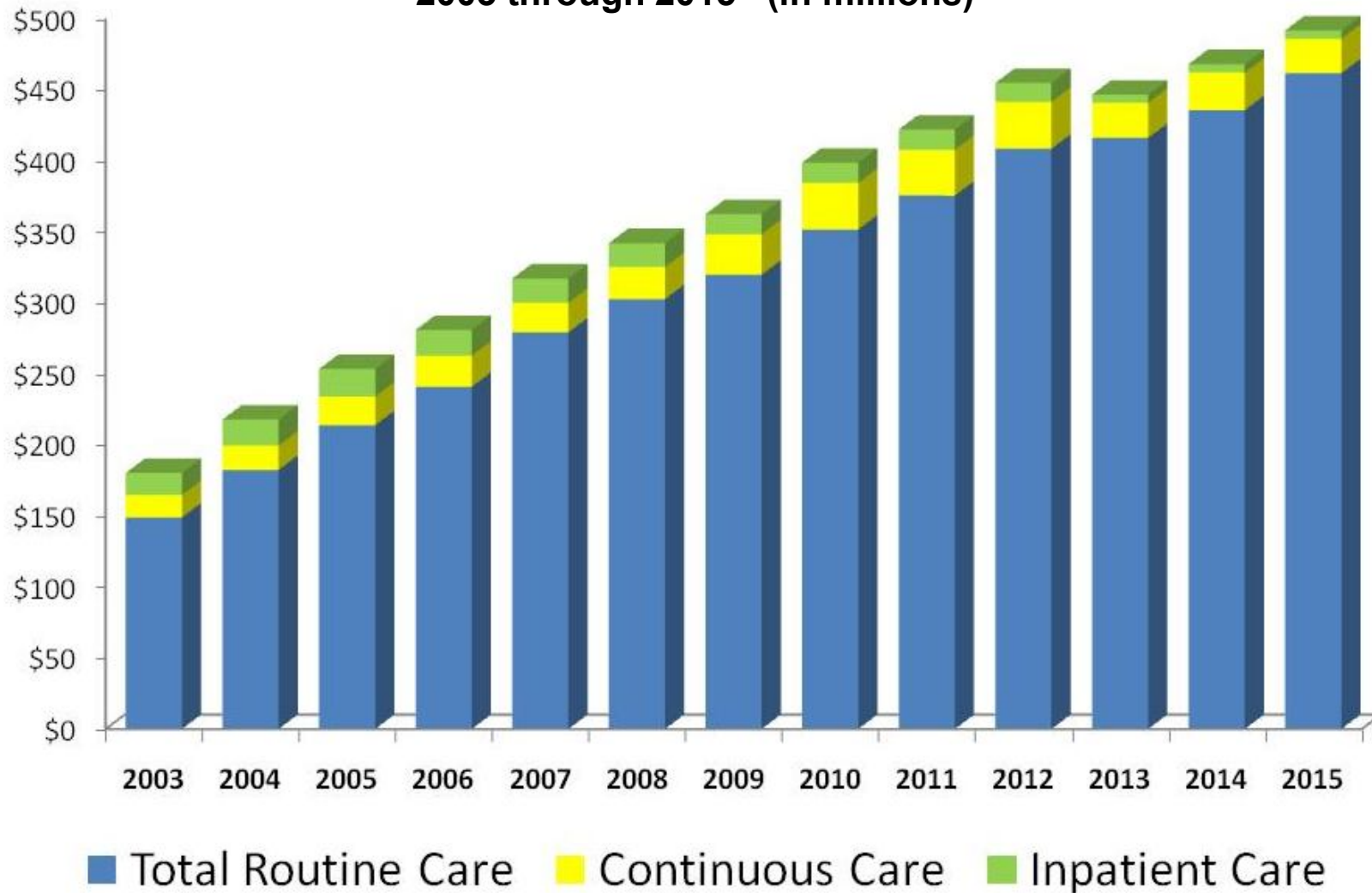
VITAS Analysis of Average Daily Census (ADC) 2003 through 2015



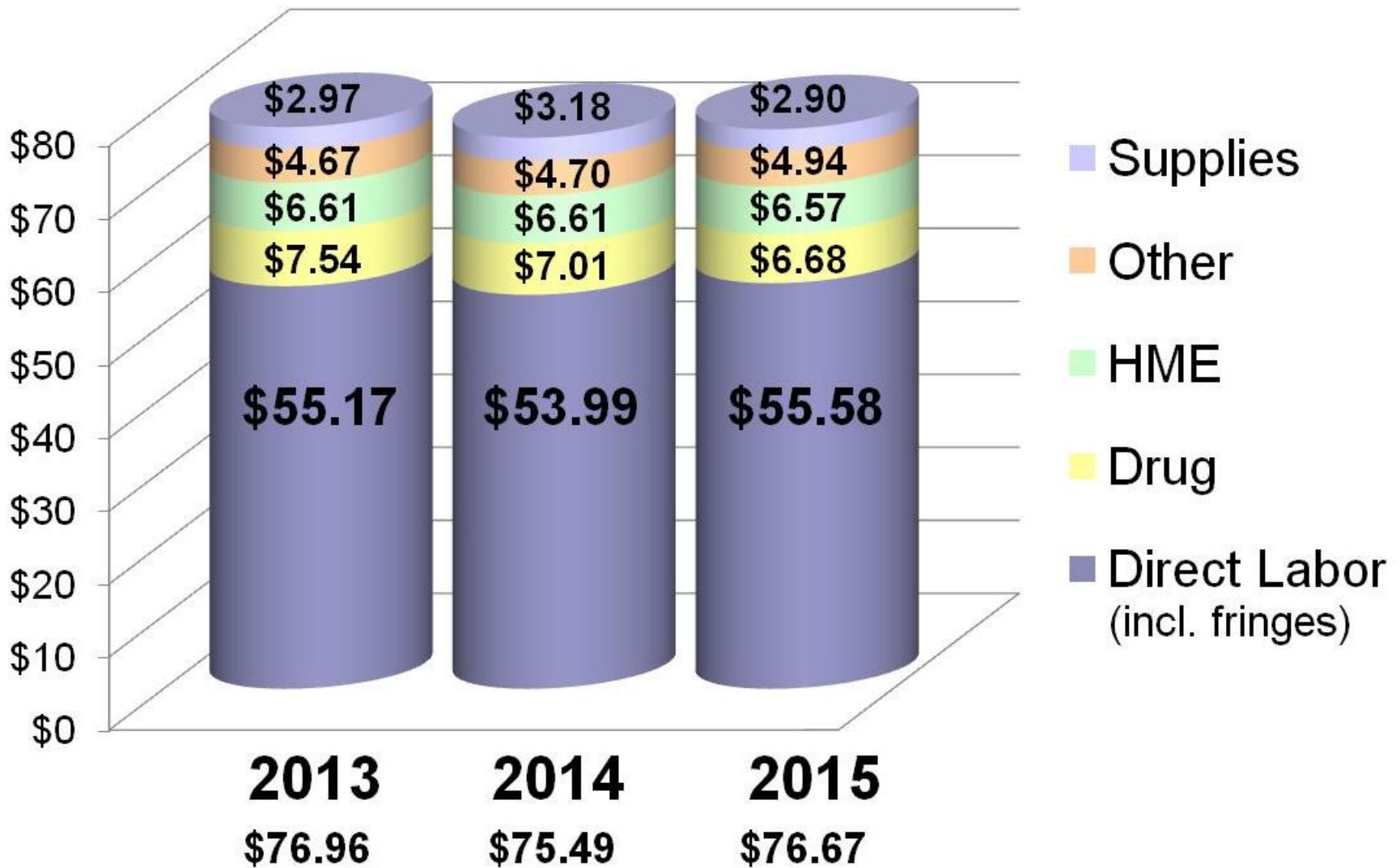
■ Total Routine Care
 ■ Continuous Care
 ■ Inpatient Care

VITAS Analysis of Direct Gross Profit Contribution Margin By Level of Care

2003 through 2015 (in millions)



VITAS – Homecare Direct Cost Driver



VITAS – Operating Results^(a)

(in thousands, except percentages)

	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)	(14)
	2003 (b)	2004 (b)	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	Average Annual Inc./(Dec.)
(1) Net Service Revenue	\$ 441,017	\$ 531,136	\$ 618,633	\$ 699,092	\$ 755,426	\$ 808,445	\$ 854,343	\$ 925,810	\$ 986,272	\$ 1,067,037	\$ 1,045,113	\$ 1,064,205	\$ 1,115,551	8.0%
(2) Cost of field patient care	\$ 345,189	\$ 415,341	\$ 484,609	\$ 557,260	\$ 586,435	\$ 625,177	\$ 653,212	\$ 709,094	\$ 766,732	\$ 831,321	\$ 813,600	\$ 825,739	\$ 862,587	7.9%
(3) Gross profit	\$ 95,828	\$ 115,795	\$ 134,024	\$ 141,832	\$ 168,991	\$ 183,268	\$ 201,131	\$ 216,716	\$ 219,540	\$ 235,716	\$ 231,513	\$ 238,466	\$ 252,964	8.4%
(4) Selling and G&A expenses	\$ 53,526	\$ 51,266	\$ 54,141	\$ 57,707	\$ 65,719	\$ 68,417	\$ 72,388	\$ 74,531	\$ 76,357	\$ 81,188	\$ 82,969	\$ 85,183	\$ 89,879	4.4%
(5) Depreciation & amortization	\$ 9,285	\$ 10,149	\$ 11,504	\$ 11,923	\$ 14,814	\$ 16,317	\$ 17,228	\$ 18,124	\$ 17,821	\$ 18,349	\$ 19,534	\$ 19,049	\$ 19,547	6.4%
(6) Other operating expense	\$ -	\$ -	\$ 17,350	\$ 272	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 10,500	\$ -	\$ -	n.a.
(7) Income from operations	\$ 33,017	\$ 54,380	\$ 51,029	\$ 71,930	\$ 88,458	\$ 98,534	\$ 111,515	\$ 124,061	\$ 125,362	\$ 136,179	\$ 118,510	\$ 134,234	\$ 143,538	13.0%
(8) EBITDA	\$ 42,986	\$ 65,685	\$ 65,259	\$ 89,237	\$ 110,515	\$ 119,901	\$ 132,935	\$ 146,652	\$ 147,243	\$ 158,251	\$ 142,770	\$ 158,719	\$ 169,768	12.1%
(9) Adjusted EBITDA	\$ 42,302	\$ 64,553	\$ 80,455	\$ 85,880	\$ 103,953	\$ 115,278	\$ 129,685	\$ 143,656	\$ 144,944	\$ 156,289	\$ 151,156	\$ 155,449	\$ 167,498	12.2%
Percent of Sales														
(10) Net Service Revenue	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%
(11) Cost of field patient care	78.3%	78.2%	78.3%	79.7%	77.6%	77.3%	76.5%	76.6%	77.7%	77.9%	77.8%	77.6%	77.3%	
(12) Gross profit	21.7%	21.8%	21.7%	20.3%	22.4%	22.7%	23.5%	23.4%	22.3%	22.1%	22.2%	22.4%	22.7%	
(13) Selling and G&A expenses	12.1%	9.7%	8.8%	8.3%	8.7%	8.5%	8.5%	8.1%	7.7%	7.6%	7.9%	8.0%	8.1%	
(14) Depreciation & amortization	2.1%	1.9%	1.9%	1.7%	2.0%	2.0%	2.0%	2.0%	1.8%	1.7%	1.9%	1.8%	1.8%	
(15) Other operating expense	0.0%	0.0%	2.8%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	1.0%	0.0%	0.0%	
(16) Income from operations	7.5%	10.2%	8.2%	10.3%	11.7%	12.2%	13.1%	13.4%	12.7%	12.8%	11.3%	12.6%	12.9%	
(17) EBITDA	9.7%	12.4%	10.5%	12.8%	14.6%	14.8%	15.6%	15.8%	14.9%	14.8%	13.7%	14.9%	15.2%	
(18) Adjusted EBITDA	9.6%	12.2%	13.0%	12.3%	13.8%	14.3%	15.2%	15.5%	14.7%	14.6%	14.5%	14.6%	15.0%	

(a) Continuing operations

(b) VITAS was acquired in February 2004. This schedule assumes VITAS was acquired January 1, 2003.

VITAS – Operating Metrics (\$000)

	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)	(14)	(15)	(16)	(17)
	2012				2013				2014				2015				2016
Operating Metrics	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1
(1) Average Daily Census (ADC)	13,703	14,111	14,277	14,465	14,432	14,679	14,241	14,185	14,317	14,536	14,639	14,838	14,824	15,283	15,722	15,697	15,653
(2) Admissions	16,322	15,912	15,539	16,004	17,137	15,721	14,555	15,445	16,353	15,771	15,653	16,313	17,268	16,683	16,131	15,790	16,868
(3) Discharges	16,196	15,508	15,340	16,120	16,843	15,763	14,971	15,396	16,002	15,673	15,460	16,333	16,990	15,912	15,949	15,915	16,743
(4) Average Length of Stay (ALOS) (Days)	82.4	74.0	78.5	80.3	77.4	84.8	82.2	82.6	81.1	82.4	83.7	82.7	79.0	78.5	78.6	89.8	83.7
(5) Median Length of Stay (Days)	14	14	15	15	13	16	16	15	14	16	15	15	13	15	16	17	15
(6) Total Revenue Before Medicare Cap Reduction (\$000)	\$258,270	\$265,213	\$267,990	\$273,860	\$270,453	\$264,423	\$257,180	\$260,056	\$259,565	\$264,169	\$267,884	\$273,877	\$269,448	\$276,460	\$285,008	\$284,470	\$277,528
(7) Medicare Cap Reduction	\$2,577	-	-	(\$873)	\$873	(\$855)	(\$3,179)	(\$3,838)	\$847	(\$143)	(\$2,500)	\$506	\$165	\$0	\$0	\$0	\$0
(8) Revenue After Medicare Cap Reduction (\$000)	\$260,847	\$265,213	\$267,990	\$272,987	\$271,326	\$263,568	\$254,001	\$256,218	\$260,412	\$264,026	\$265,384	\$274,383	\$269,613	\$276,460	\$285,008	\$284,470	\$277,528
(9) % Routine Home Care	72.2%	72.9%	73.8%	73.5%	72.7%	75.7%	76.4%	76.3%	75.3%	75.9%	76.5%	76.6%	75.9%	77.2%	78.2%	78.8%	77.4%
(10) % InPatient	11.3%	11.0%	10.5%	10.2%	10.5%	9.8%	9.7%	9.9%	10.0%	9.8%	9.3%	9.4%	9.9%	9.2%	8.5%	8.1%	9.2%
(11) % Continuous Care	16.5%	16.1%	15.7%	16.3%	16.8%	14.5%	14.0%	13.8%	14.7%	14.3%	14.2%	14.0%	14.2%	13.6%	13.3%	13.1%	13.4%
(12) % Medicare Cap	1.0%	0.0%	0.0%	(0.3%)	0.3%	(0.3%)	(1.3%)	(1.5%)	0.3%	(0.1%)	(0.9%)	0.2%	0.1%	0.0%	0.0%	0.0%	0.0%
Direct Care Margins: (a)																	
(13) Routine Home Care	50.4%	52.4%	52.5%	54.4%	51.9%	52.3%	52.5%	53.8%	52.8%	53.4%	53.8%	54.9%	52.7%	52.4%	53.7%	54.7%	52.1%
(14) In Patient Care	14.1%	12.7%	9.2%	10.5%	10.9%	3.6%	1.7%	5.0%	4.2%	6.9%	4.9%	7.2%	8.4%	6.0%	3.8%	1.3%	5.7%
(15) Continuous Care	19.9%	19.7%	19.0%	18.3%	17.7%	14.6%	14.8%	16.1%	16.6%	17.5%	17.4%	18.2%	15.9%	16.7%	5.7%	16.1%	15.1%
(16) Gross Profit (Direct and Indirect) (\$000) (b) (c)	\$55,227	\$57,374	\$59,517	\$63,599	\$58,166	\$57,780	\$56,614	\$58,953	\$55,020	\$58,208	\$58,279	\$66,959	\$57,118	\$60,682	\$66,480	\$68,684	\$58,262
(17) Gross Profit Margin (b) (c)	21.2%	21.6%	22.2%	23.3%	21.4%	21.9%	22.3%	23.0%	21.1%	22.0%	22.0%	24.4%	21.2%	21.9%	23.3%	24.1%	21.0%
(18) Pro Forma Selling, General & Admin Exp (c)	\$19,748	\$20,471	\$20,148	\$20,127	\$21,604	\$21,063	\$18,637	\$20,948	\$21,714	\$21,002	\$20,224	\$21,657	\$21,971	\$22,237	\$22,241	\$23,086	\$24,783
(19) Pro Forma Adjusted EBITDA (\$000) (c)	\$35,489	\$37,055	\$39,774	\$43,972	\$37,577	\$37,675	\$37,314	\$38,589	\$33,939	\$37,478	\$38,339	\$45,694	\$35,954	\$39,828	\$45,311	\$46,404	\$35,908
(20) Pro Forma Adjusted EBITDA Margin (c)	13.6%	14.0%	14.8%	16.1%	13.8%	14.3%	14.7%	15.1%	13.0%	14.2%	14.4%	16.7%	13.3%	14.4%	15.9%	16.3%	12.9%

(a) Excludes any Medicare cap reduction

(b) Includes any Medicare cap reduction

(c) Excludes depreciation, amortization

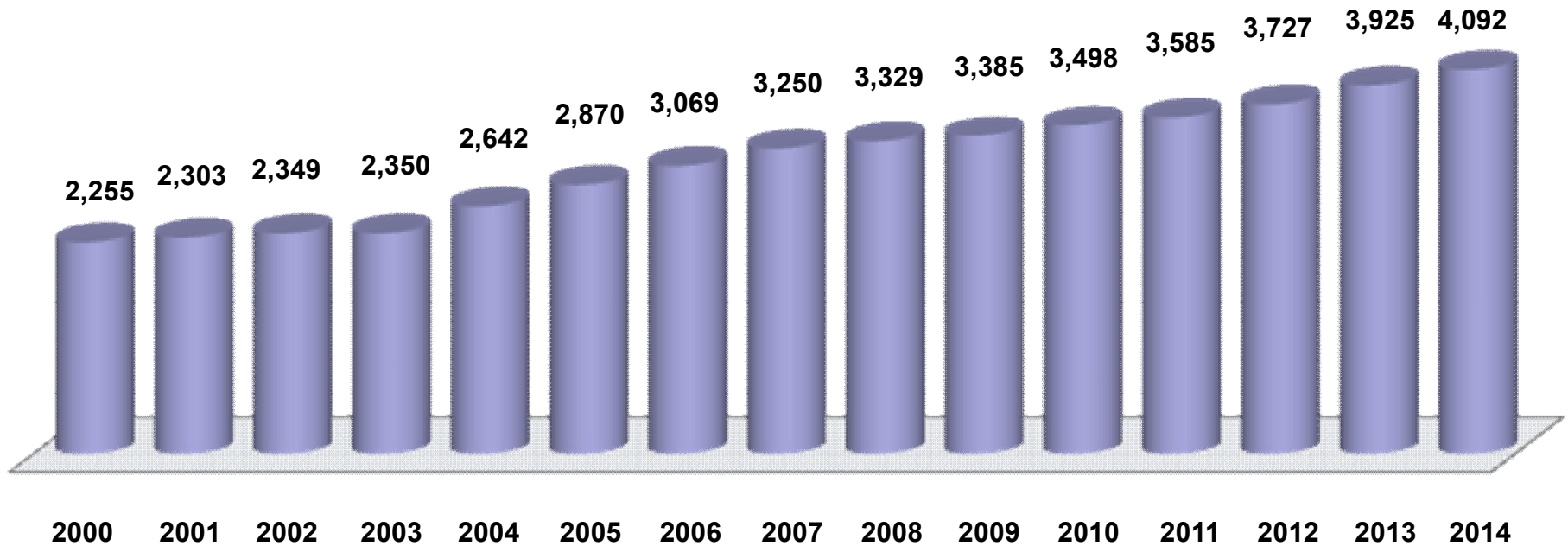
Medicare Hospice Spending (in billions)



■ **13% Compounded annual growth rate from 1999 to 2014**

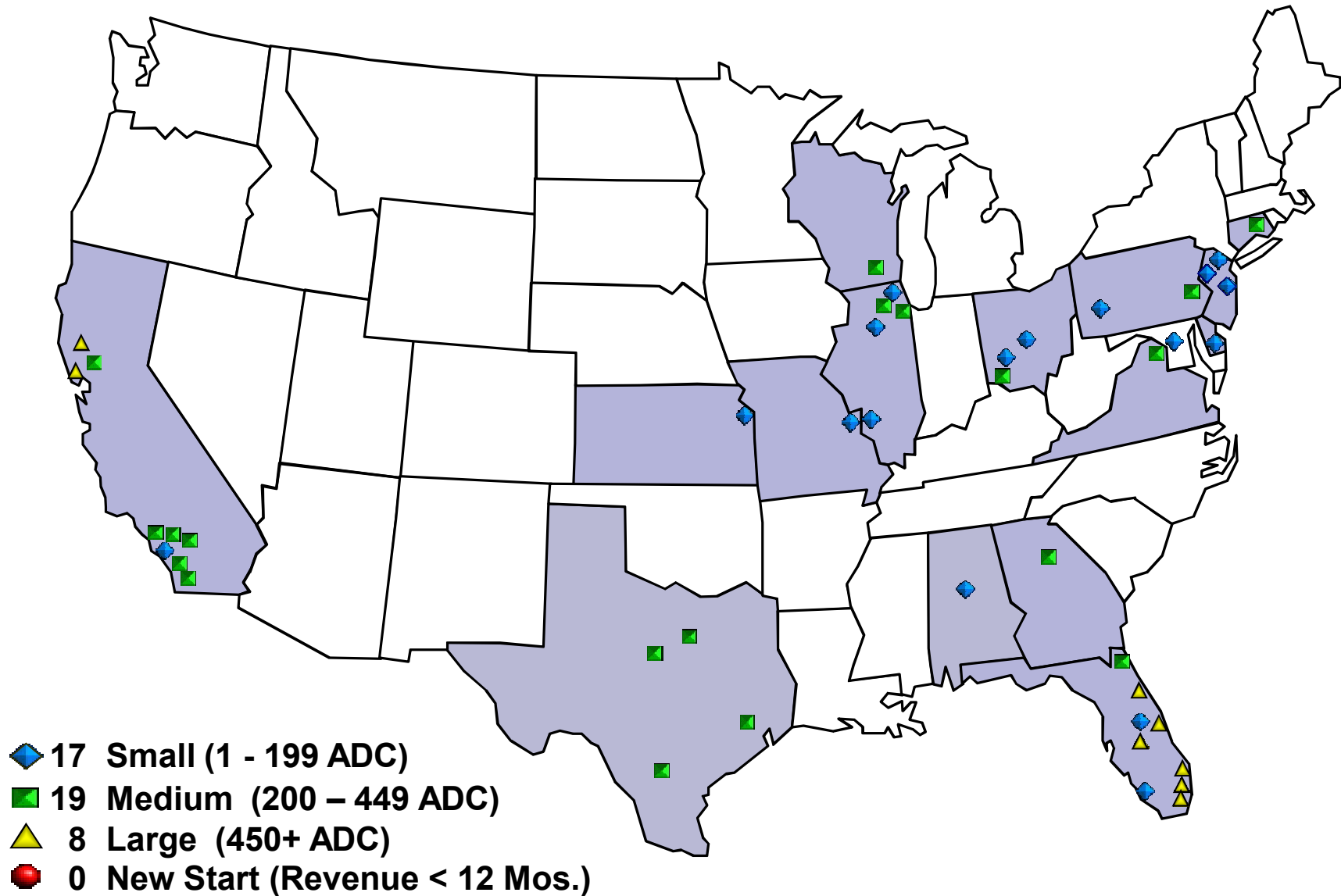
Source: MedPAC Report to the Congress – 2011, 2012, 2013, 2014, 2015 and 2016

Growth in Hospice Programs



Source: MedPAC Report to the Congress – 2011, 2012, 2013, 2014, 2015 and 2016

VITAS – Locations & ADC (as of March 31, 2016)



Future of VITAS

Short-term

- ◆ Continue organic growth
- ◆ Acquisitions
 - ▶ Fragmented industry
 - ▶ Dominated by “Mom & Pop” not-for-profits
 - ▶ Average operating margin in hospice is 4% - 8%*
 - ▶ Estimated 50% of hospices have negative margin*
 - ▶ Economies of scale
- ◆ Access to reasonably priced capital critical to expansion

Long-term

- ◆ Government reimbursement structure will drive VITAS' future
- ◆ Consolidation
 - ▶ Will “pure play” dominate industry? ➡ Consolidation continues
 - ▶ Will continuum of care dominate? ➡ Acquire other healthcare providers
 - ▶ Self referral ➡ Divest VITAS to diverse healthcare provider
 - ▶ Control of patient

*Source - MedPac

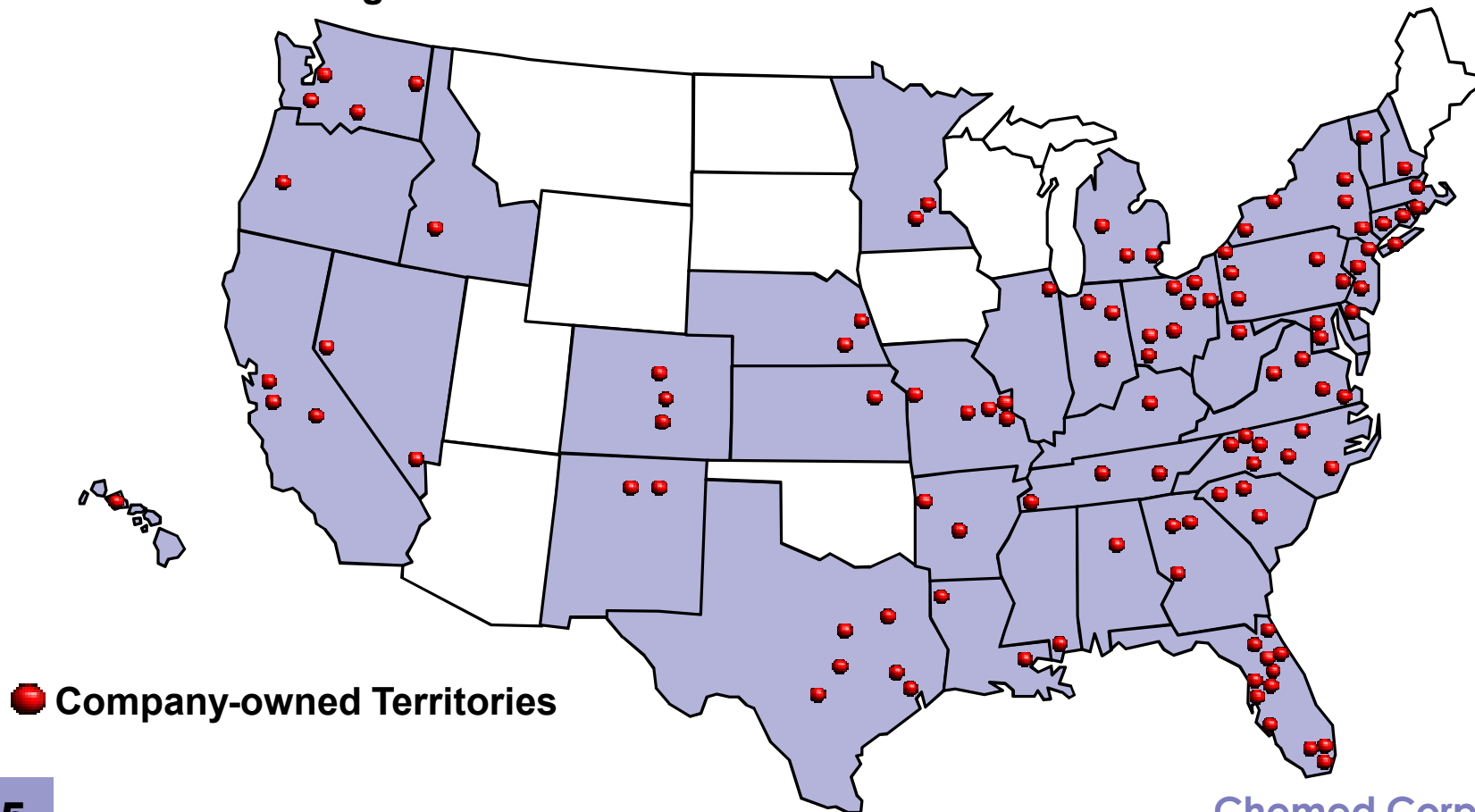


***ROTO-
ROOTER***®

**PLUMBING &
DRAIN SERVICE**

Chemed Growth Strategy – Roto-Rooter

- ◆ Continue to increase efficiency
- ◆ Acquire franchisee territories at reasonable valuations
 - ▶ \$175 - \$200 million in franchise street sales
 - ▶ Purchase at 4-5 times EBITDA
 - ▶ Minimal capital expenditure
- ◆ Focus on earnings and cash flow





Future of Roto-Router

◆ Continue to Consolidate Franchises

- ▶ Purchase at reasonable multiples
- ▶ Avoid over-paying for current acquisitions
 - ▶ Inflates expectations/demands of remaining franchisees

◆ Utilize Cash Flow for:

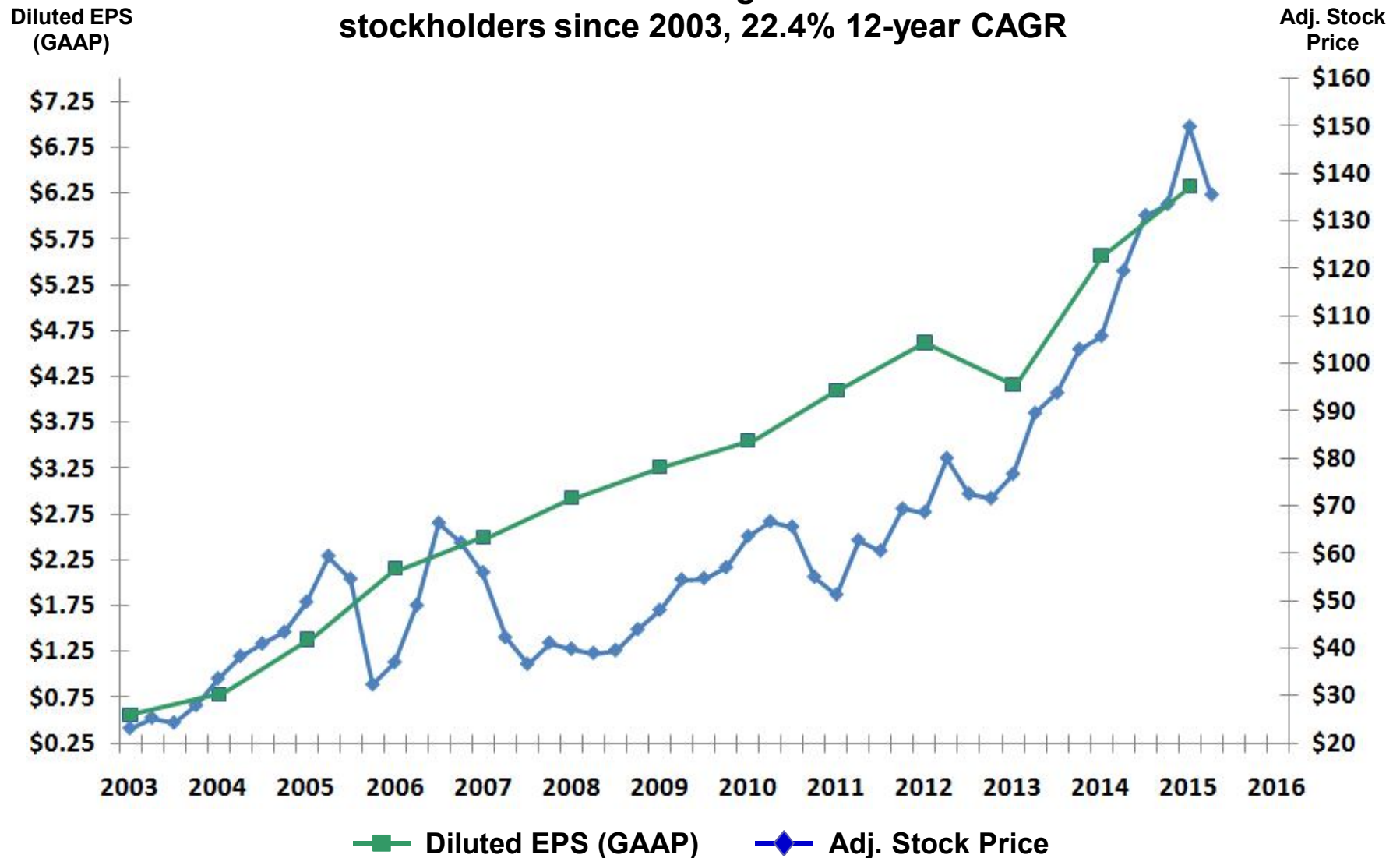
- ▶ Purchase of franchises
- ▶ Acquisition of hospices
- ▶ Debt pay-down, share buy-back, increased dividends

◆ Roto-Router Divestiture Considerations:

- ▶ If arbitrage of buying at low multiples is exhausted
- ▶ If after-tax proceeds can be reinvested at higher return, risk adjusted
- ▶ If Chemed's capital structure and cash flow without Roto-Router provide it significant flexibility to support continued growth of VITAS
- ▶ If tax-free spin-off creates stockholder value

EPS⁽¹⁾ and Stock Price⁽²⁾ History

Chemed has delivered strong and consistent EPS to stockholders since 2003, 22.4% 12-year CAGR



(1) Diluted EPS from continuing operations (GAAP)
 (2) Adjusted for stock splits

Chemed – Consolidated Summary of Operations

For the years ended December 31, 2003 through 2015
(in thousands, except per share data)

	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)	(14) Average Annual Inc./(Dec.)
	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015	
(1) Service Revenues and Sales (a)	\$ 260,776	\$ 734,877	\$ 915,970	\$ 1,018,587	\$ 1,100,058	\$ 1,148,941	\$ 1,190,236	\$ 1,280,545	\$ 1,355,970	\$ 1,430,043	\$ 1,413,329	\$ 1,456,282	\$ 1,543,388	16.0%
(2) EBITDA (c)	30,366	71,999	96,106	128,515	137,238	153,142	157,827	172,275	181,157	188,059	168,206	201,541	217,270	17.8%
(3) Adj. EBITDA (c)	25,118	91,950	120,513	131,373	161,846	161,754	177,050	189,395	197,273	201,455	206,850	212,562	235,931	20.5%
(4) Net Income (GAAP)	11,188	27,512	35,817	50,651	61,641 (b)	67,281 (b)	73,784	81,831	85,979	89,304	77,227	99,317	110,274	21.0%
(5) Adj. Net Income (c)	7,894	31,893	49,542	58,102	79,277	78,900	89,289	95,961	100,030	102,317	104,372	107,731	121,667	25.6%
(6) Diluted EPS (GAAP)	0.56	1.12	1.36	1.90	2.46	2.88	3.24	3.55	4.10	4.62	4.16	5.57	6.33	22.4%
(7) Adj. Diluted EPS (c) (d)	0.40	1.29	1.88	2.18	3.16	3.38	3.93	4.17	4.78	5.29	5.62	6.07	6.98	26.9%
(8) Diluted Average Shares Outstanding	19,908	24,636	26,299	26,669	25,077	23,374	22,742	23,031	20,945	19,339	18,585	17,738	17,422	(1.1%)

(a) Continuing operations

(b) Restated for the retrospective adoption of FASB Staff Position No. APB 14-1, "Accounting for Convertible Debt Instruments that May Be Settled in Cash upon Conversion (Including Partial Cash Settlement)," effective January 1, 2009

(c) See footnote (d) below and the Appendix at the back of this presentation for reconciliation from GAAP reported results to adjusted (non-GAAP) results

(d) Adj. Diluted EPS is calculated by dividing Adj. Net Income by Diluted Average Shares Outstanding, and Diluted EPS is calculated by dividing Net Income by Diluted Average Shares Outstanding

CHEMED CORPORATION
RECONCILIATION OF ADJUSTED EBITDA and ADJUSTED NET INCOME
FOR THE YEARS ENDED DECEMBER 31, 2004 THROUGH 2015
 (IN THOUSANDS)

	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)
	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015
Reconciliation of Adjusted EBITDA												
(1) Net income/(loss)	\$ 27,512	\$ 35,817	\$ 50,651	\$ 61,641	\$ 67,281	\$ 73,784	\$ 81,831	\$ 85,979	\$ 89,304	\$ 77,227	\$ 99,317	\$ 110,274
(2) Discontinued operations	(8,417)	411	7,071	(1,201)	1,088	253	-	-	-	-	-	-
(3) Interest expense	21,158	21,264	17,468	14,921	12,123	11,599	11,959	13,888	14,723	15,035	8,186	3,645
(4) Income taxes	13,736	18,428	32,562	37,721	47,035	46,583	52,000	54,577	56,515	46,602	63,437	69,852
(5) Depreciation	14,542	16,150	16,775	20,118	21,581	21,535	24,386	25,247	26,009	27,698	29,881	32,369
(6) Amortization	3,468	4,036	3,988	4,038	4,034	4,073	2,099	1,466	1,508	1,644	720	1,130
(7) EBITDA	71,999	96,106	128,515	137,238	153,142	157,827	172,275	181,157	188,059	168,206	201,541	217,270
Add/(deduct)												
(8) (Gains)/losses on investments	-	-	1,445	-	-	(1,211)	-	-	-	-	-	-
(9) Gain on sale of property	-	-	-	(1,138)	-	-	-	-	-	-	-	-
(10) Impairment loss on transportation equipment	-	-	-	-	2,699	-	-	-	-	-	-	-
(11) Severance charges	-	-	-	-	-	-	-	-	-	-	-	-
(12) Interest income	(1,874)	(2,198)	(2,691)	(3,304)	(743)	(423)	(444)	(426)	(809)	(847)	29	(281)
(13) Dividend income from VITAS	-	-	-	-	-	-	-	-	-	-	-	-
(14) Equity in earnings of VITAS	4,105	-	-	-	-	-	-	-	-	-	-	-
(15) Advertising cost adjustment	528	691	323	601	225	(540)	(679)	(1,240)	(1,573)	(1,166)	(1,462)	(1,317)
(16) Long-term incentive compensation	8,783	5,477	-	7,067	-	5,007	4,734	3,012	360	1,301	2,569	7,519
(17) Loss/(gain) on extinguishment of debt	3,330	3,971	430	13,798	(3,406)	-	-	-	-	-	-	-
(18) Legal expenses of OIG investigation	-	637	1,068	227	47	586	1,012	1,188	1,212	2,149	2,141	4,974
(19) Stock option expense	-	215	1,211	4,665	7,303	8,639	7,762	8,376	8,130	6,042	4,802	5,445
(20) Stock award expense	311	886	1,267	1,232	1,890	2,294	2,558	2,786	3,004	3,046	2,471	2,107
(21) Lawsuit settlement	3,135	17,350	272	1,927	-	882	1,853	2,299	1,016	27,646	120	5
(22) Debt registration expenses	1,191	-	-	-	-	-	-	-	-	-	-	-
(23) VITAS transactions costs	442	(959)	-	-	-	-	-	-	-	-	-	-
(24) Prior-period insurance adjustments	-	(1,663)	-	-	597	-	-	-	-	-	-	-
(25) Expenses associated with contested proxy solicitation	-	-	-	-	-	3,989	-	-	-	-	-	-
(26) Acquisition Expenses	-	-	-	-	-	-	324	121	188	62	24	172
(27) Costs to Shut down HVAC operations	-	-	-	-	-	-	-	-	1,126	-	-	-
(28) Securities litigation	-	-	-	-	-	-	-	-	742	109	327	37
(29) Severance arrangements	-	-	-	-	-	-	-	-	-	302	-	-
(30) Other	-	-	(467)	(467)	-	-	-	-	-	-	-	-
(31) Adjusted EBITDA	\$ 91,950	\$ 120,513	\$ 131,373	\$ 161,846	\$ 161,754	\$ 177,050	\$ 189,395	\$ 197,273	\$ 201,455	\$ 206,850	\$ 212,562	\$ 235,931
Reconciliation of Adjusted Net Income												
(32) Net income/(loss)	\$ 27,512	\$ 35,817	\$ 50,651	\$ 61,641	\$ 67,281	\$ 73,784	\$ 81,831	\$ 85,979	\$ 89,304	\$ 77,227	\$ 99,317	\$ 110,274
Add/(deduct):												
(33) Discontinued operations	(8,417)	411	7,071	(1,201)	1,088	253	-	-	-	-	-	-
(34) (Gains)/losses on investments	-	-	918	-	-	-	-	-	-	-	-	-
(35) Gain on sale of property	-	-	-	(724)	-	-	-	-	-	-	-	-
(36) Impairment loss on transportation equipment	-	-	-	-	1,714	-	-	-	-	-	-	-
(37) Severance charges	-	-	-	-	-	-	-	-	-	-	-	-
(38) Dividend income from VITAS	-	-	-	-	-	-	-	-	-	-	-	-
(39) Equity in earnings of VITAS	4,105	-	-	-	-	-	-	-	-	-	-	-
(40) Long-term incentive compensation	5,437	3,434	-	4,427	-	3,134	2,957	1,880	228	822	1,625	4,752
(41) Loss/(gain) on extinguishment of debt	2,030	2,523	273	8,778	(2,156)	-	-	-	-	294	-	-
(42) Legal expenses of OIG investigation	-	397	662	141	28	363	627	737	752	1,333	1,328	3,072
(43) Stock option expense	-	137	769	2,962	4,619	5,464	4,909	5,298	5,143	3,813	3,022	3,439
(44) Lawsuit settlement	1,897	10,757	169	1,168	-	534	1,126	1,397	617	16,926	74	3
(45) Prior period tax adjustments	(1,620)	(1,961)	(2,115)	-	(322)	-	-	-	-	(1,782)	-	-
(46) Debt registration expenses	727	-	-	-	-	-	-	-	-	-	-	-
(47) VITAS transactions costs	222	(959)	-	-	-	-	-	-	-	-	-	-
(48) Prior-period insurance adjustments	-	(1,014)	-	-	358	-	-	-	-	-	-	-
(49) Non-cash interest on convertible debt	-	-	-	2,335	3,228	3,988	4,313	4,664	5,041	5,448	2,143	-
(50) Income tax impact of non-taxable investments	-	-	-	46	3,062	(756)	-	-	-	-	-	-
(51) Expenses associated with contested proxy solicitation	-	-	-	-	-	2,525	-	-	-	-	-	-
(52) Acquisition Expenses	-	-	-	-	-	-	198	75	114	38	15	104
(53) Costs to Shut down HVAC operations	-	-	-	-	-	-	-	-	649	-	-	-
(54) Securities litigation	-	-	-	-	-	-	-	-	469	69	207	23
(55) Severance arrangements	-	-	-	-	-	-	-	-	-	184	-	-
(56) Other	-	-	(296)	(296)	-	-	-	-	-	-	-	-
(57) Adjusted net income	\$ 31,893	\$ 49,542	\$ 58,102	\$ 79,277	\$ 78,900	\$ 89,289	\$ 95,961	\$ 100,030	\$ 102,317	\$ 104,372	\$ 107,731	\$ 121,667

VITAS HEALTHCARE GROUP
RECONCILIATION OF ADJUSTED EBITDA and ADJUSTED NET INCOME
FOR THE YEARS ENDED DECEMBER 31, 2004 THROUGH 2015 (a)
(IN THOUSANDS)

	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)
	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015
Reconciliation of Adjusted EBITDA												
(1) Net income	\$ 33,052	\$ 34,982	\$ 43,546	\$ 61,034	\$ 64,304	\$ 71,696	\$ 79,796	\$ 80,358	\$ 86,577	\$ 76,144	\$ 86,186	\$ 93,346
(2) Discontinued operations	(91)	(1,477)	4,872	(1,201)	-	-	-	-	-	-	-	-
(3) Interest expense	128	153	191	146	155	374	131	229	233	182	207	200
(4) Income taxes	22,447	20,097	28,705	35,722	38,458	43,637	48,601	48,835	53,092	46,910	53,278	56,675
(5) Depreciation	6,192	7,557	8,753	11,446	13,000	13,269	16,161	16,583	17,087	18,149	18,601	18,789
(6) Amortization	3,957	3,947	3,170	3,368	3,984	3,959	1,963	1,238	1,262	1,385	447	758
(7) EBITDA	65,685	65,259	89,237	110,515	119,901	132,935	146,652	147,243	158,251	142,770	158,719	169,768
Add/(deduct)												
(8) Legal expenses of OIG investigation	-	637	1,068	227	46	586	1,012	1,188	1,212	2,149	2,141	4,974
(9) Lawsuit settlement	-	17,350	272	-	-	-	-	-	-	10,500	113	-
(10) Interest income	(373)	(237)	(114)	(151)	(137)	(267)	(220)	(295)	(703)	(750)	78	(241)
(11) Intercompany interest income	(759)	(2,554)	(5,329)	(7,254)	(5,199)	(4,314)	(4,632)	(3,998)	(3,180)	(4,288)	(6,189)	(7,499)
(12) Acquisition expenses	-	-	-	-	-	-	68	147	15	58	1	-
(13) Stock award amortization	-	-	746	616	667	745	776	659	694	717	586	496
(14) Adjusted EBITDA	\$ 64,553	\$ 80,455	\$ 85,880	\$ 103,953	\$ 115,278	\$ 129,685	\$ 143,656	\$ 144,944	\$ 156,289	\$ 151,156	\$ 155,449	\$ 167,498
Reconciliation of Adjusted Net Income												
(15) Net income	\$ 33,052	\$ 34,982	\$ 43,546	\$ 61,034	\$ 64,304	\$ 71,696	\$ 79,796	\$ 80,358	\$ 86,577	\$ 76,144	\$ 86,186	\$ 93,346
Add/(deduct):												
(17) Discontinued operations	(91)	(1,477)	4,872	(1,201)	-	-	-	-	-	-	-	-
(18) Legal expenses of OIG investigation	-	397	662	141	28	363	627	737	752	1,333	1,328	3,072
(19) Lawsuit settlement	-	10,757	169	-	-	-	-	-	-	6,510	70	-
(20) Prior-period tax adjustments	-	-	-	-	(322)	-	-	-	-	-	-	-
(21) Acquisition expenses	-	-	-	-	-	-	42	91	9	36	1	-
(22) Adjusted net income	\$ 32,961	\$ 44,659	\$ 49,249	\$ 59,974	\$ 64,010	\$ 72,059	\$ 80,465	\$ 81,186	\$ 87,338	\$ 84,023	\$ 87,585	\$ 96,418

(a) Assumes VITAS was purchased on January 1, 2004

ROTO-ROOTER GROUP
RECONCILIATION OF ADJUSTED EBITDA and ADJUSTED NET INCOME
FOR THE YEARS ENDED DECEMBER 31, 2004 THROUGH 2015
(IN THOUSANDS)

	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)
	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015
Reconciliation of Adjusted EBITDA												
(1) Net income	\$ 18,795	\$ 27,626	\$ 32,454	\$ 38,971	\$ 33,427	\$ 33,040	\$ 31,678	\$ 34,879	\$ 30,905	\$ 29,243	\$ 42,075	\$ 48,573
(2) Interest expense	206	563	368	495	246	186	233	358	433	322	363	348
(3) Income taxes	10,611	16,048	18,748	24,145	20,644	20,372	19,547	21,353	18,770	17,560	25,808	29,630
(4) Depreciation	8,583	8,271	7,665	8,365	8,294	8,068	7,775	8,130	8,397	9,014	10,702	12,988
(5) Amortization	119	90	13	(60)	50	114	136	228	246	259	273	372
(6) EBITDA	38,314	52,598	59,248	71,916	62,661	61,780	59,369	64,948	58,751	56,398	79,221	91,911
Add/(deduct)												
(7) Advertising cost adjustment	528	691	323	601	225	(540)	(679)	(1,240)	(1,573)	(1,166)	(1,462)	(1,317)
(8) Long-term incentive compensation	1,558	-	-	-	-	-	-	-	-	-	-	-
(9) Lawsuit settlement	3,135	-	-	1,927	-	882	1,853	2,299	1,016	17,146	7	5
(10) Prior-period insurance adjustments	-	(1,663)	-	-	597	-	-	-	-	-	-	-
(11) Interest income	(139)	(156)	(85)	(377)	(116)	(73)	(49)	(40)	(30)	(41)	(39)	(40)
(12) Intercompany interest income	(1,041)	(2,236)	(3,997)	(4,993)	(3,708)	(2,514)	(2,612)	(2,136)	(1,617)	(2,055)	(2,892)	(3,385)
(13) Acquisition expenses	-	-	-	-	-	-	256	(26)	173	4	23	172
(14) Severance arrangements	-	-	-	-	-	-	-	-	-	302	-	-
(15) Costs to shut down HVAC operations	-	-	-	-	-	-	-	-	1,126	-	-	-
(16) Stock award amortization	-	-	59	114	263	327	378	371	386	348	252	268
(17) Adjusted EBITDA	\$ 42,355	\$ 49,234	\$ 55,548	\$ 69,188	\$ 59,922	\$ 59,862	\$ 58,516	\$ 64,176	\$ 58,232	\$ 70,936	\$ 75,110	\$ 87,614
Reconciliation of Adjusted Net Income												
(18) Net income	\$ 18,795	\$ 27,626	\$ 32,454	\$ 38,971	\$ 33,427	\$ 33,040	\$ 31,678	\$ 34,879	\$ 30,905	\$ 29,243	\$ 42,075	\$ 48,573
Add/(deduct):												
(19) Long-term incentive compensation	982	-	-	-	-	-	-	-	-	-	-	-
(20) Lawsuit settlement	1,897	-	-	1,168	-	534	1,126	1,397	617	10,416	4	3
(21) Prior-period insurance adjustments	-	(1,014)	-	-	358	-	-	-	-	-	-	-
(22) Prior-period tax adjustments	(630)	(1,126)	(1,251)	-	-	-	-	-	-	-	-	-
(23) Acquisition expenses	-	-	-	-	-	-	156	(16)	105	2	14	104
(24) Severance arrangements	-	-	-	-	-	-	-	-	-	184	-	-
(25) Costs to shut down HVAC operations	-	-	-	-	-	-	-	-	649	-	-	-
(26) Adjusted net income	\$ 21,044	\$ 25,486	\$ 31,203	\$ 40,139	\$ 33,785	\$ 33,574	\$ 32,960	\$ 36,260	\$ 32,276	\$ 39,845	\$ 42,093	\$ 48,680

CHEMED CORPORATION
RECONCILIATION OF ADJUSTED EBITDA AND ADJUSTED NET INCOME
FOR THE FIRST THREE MONTHS OF 2015 and 2016

	(1) <u>2015</u>	(2) <u>2016</u>
Reconciliation of Adjusted EBITDA		
(1) Net income	\$ 24,537	\$ 24,840
(2) Interest expense	969	842
(3) Income taxes	15,628	15,787
(4) Depreciation	8,032	8,424
(5) Amortization	127	92
(6) EBITDA	<u>49,293</u>	<u>49,985</u>
Add/(deduct)		
(7) Interest income	(44)	(97)
(8) Advertising cost adjustment	(506)	(608)
(9) Long-term incentive compensation	934	(241)
(10) Legal expenses of OIG investigation	1,274	2,336
(11) Stock option expense	1,444	2,563
(12) Expenses related to litigation settlements	5	-
(13) Expenses related to securities settlements	-	3
(14) Stock award amortization	449	539
(15) Adjusted EBITDA	<u>\$ 52,849</u>	<u>\$ 54,480</u>
Reconciliation of Adjusted Net Income		
(16) Net income	\$ 24,537	\$ 24,840
Add/(deduct):		
(17) Long-term incentive compensation	591	(152)
(18) Legal expenses of OIG investigation	790	1,443
(19) Stock option expense	910	1,621
(20) Expenses related to litigation settlements	3	-
(21) Expenses related to securities litigation	-	2
(22) Adjusted net income	<u>\$ 26,831</u>	<u>\$ 27,754</u>

VITAS HEALTHCARE GROUP
RECONCILIATION OF ADJUSTED EBITDA
FOR THE FIRST THREE MONTHS OF 2015 AND 2016

Reconciliation of Adjusted EBITDA		(1) 2015	(2) 2016
(1)	Net income	\$ 19,315	\$ 19,087
(2)	Interest expense	57	59
(3)	Income taxes	12,116	11,682
(4)	Depreciation	4,785	4,781
(5)	Amortization	60	14
(6)	EBITDA	<u>36,333</u>	<u>35,623</u>
	Add/(deduct)		
(7)	Legal expenses of OIG investigation	1,274	2,336
(8)	Interest income	(34)	(79)
(9)	Intercompany interest income	(1,726)	(2,103)
(10)	Stock award amortization	107	131
(11)	Adjusted EBITDA	<u>\$ 35,954</u>	<u>\$ 35,908</u>

ROTO-ROOTER GROUP
RECONCILIATION OF ADJUSTED EBIT AND ADJUSTED EBITDA
FOR THE FIRST THREE MONTHS OF 2015 AND 2016

		(1)	(2)
		2015	2016
Reconciliation of Adjusted EBIT and EBITDA			
(1)	Net income	\$ 12,008	\$ 13,020
(2)	Interest expense	96	93
(3)	Income taxes	7,466	8,164
(4)	EBIT	<u>19,570</u>	<u>21,277</u>
	Add/(deduct)		
(5)	Advertising cost adjustment	(506)	(608)
(6)	Interest income	(10)	(17)
(7)	Intercompany interest income	(838)	(948)
(8)	Stock award amortization	41	81
(9)	Expenses related to litigation settlements	5	-
(10)	Adjusted EBIT	<u>18,262</u>	<u>19,785</u>
(11)	Depreciation	3,094	3,501
(12)	Amortization	67	78
(13)	Adjusted EBITDA	<u><u>\$ 21,423</u></u>	<u><u>\$ 23,364</u></u>



CHEMED

CHEMED CORPORATION

**255 East 5th Street
Suite 2600
Cincinnati, OH 45202**

**(513) 762-6690 Phone
(513) 762-6919 Fax
www.chemed.com**

**Kevin J. McNamara
President and CEO
kevin.mcnamara@chemed.com**

**David P. Williams
EVP and CFO
dwilliams@chemed.com**

**Sherri L. Warner
Investor Relations
sherri.warner@chemed.com**