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Invitation

to the General Meeting of Shareholders 2010

The General Meeting of Shareholders of SIMONA Aktiengesellschaft,
55606 Kirn, will take place on Friday 25th June 2010 at 11am and will be held
at Gesellschaftshaus der Stadt Kirn, Neue Straße 13, in Kirn.

Agenda

1. Presentation of the approved annual financial statements and consolidated financial statements for fiscal year 2009, presentation of the management report of SIMONA AG and the Group management report, the explanatory report of the Management Board on the disclosures in accordance with Section 289(4) and Section 315(4) of the Commercial Code and the report of the Supervisory Board for fiscal year 2009

The above-named documents will be made available and elucidated at the General Meeting of Shareholders. The documents may be viewed online at www.simona.de under Investor Relations.

The Supervisory Board endorsed the annual financial statements compiled by the Management Board as well as the consolidated financial statements on 20th April 2010. The annual financial statements were thereby approved and the General Meeting of Shareholders has no resolutions to pass in relation to this item on the agenda.

2. Adoption of a resolution concerning the distribution of net retained earnings (also referred to as unappropriated surplus)

The Management Board and the Supervisory Board recommend that the unappropriated surplus of €15,549,505.79, as disclosed in the financial statements, shall be used as follows:

- a) Payment of a dividend of €6.00 per share to be paid on 28th June 2010 € 3,600,000.00
- b) Carried forward to new account €11,949,505.79

3. Adoption of a resolution concerning the ratification of the acts of the Management Board for the 2009 financial year

The Management Board and the Supervisory Board recommend ratification.

4. Adoption of a resolution concerning the ratification of the acts of the Supervisory Board for the 2009 financial year

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5. Resolution on changes to the Articles of Association

The act implementing the Shareholders' Rights Directive (ARUG) came into force on 1st September 2009. It includes new regulations on deadlines prior to a General Meeting of Shareholders and the calculation thereof as well as proxy voting rights and participation in Meetings; the act also introduces the possibility of electronic participation in Meetings and absentee voting. The decision-making power on the utilisation of such options is to be transferred to the Management Board. Moreover, the full or partial audiovisual broadcast of a General Meeting of Shareholders is to be permitted.

The Management Board and Supervisory Board therefore propose ratification of the following:

- a) Section 21 of the Articles of Association (convening of a General Meeting of Shareholders) will be amended and reformulated as follows:
"The General Meeting of Shareholders shall be convened by the Management Board or the Supervisory Board. Unless a shorter convening period is permissible under the law, Meetings must be convened no more than thirty days prior to the date of the Meeting (not counting the day of the General Meeting of Shareholders and the day of convening). The convening period shall be extended by the number of days of the registration period (§ 22 section 1)."

b) Section 22 of the Articles of Association (participation in the General Meeting of Shareholders) will be amended and reformulated as follows:
“Section 22 Participation in the General Meeting of Shareholders and the right to vote
Shareholders who wish to participate in the General Meeting of Shareholders and exercise their right to vote must register in advance of the Meeting. Registration must be made in text form and must be submitted in German or English. The company must receive registrations at the address stated in the convening notice at least six days before the General Meeting of Shareholders (although the convening notice may specify a shorter period, to be defined in days). The day of the General Meeting of Shareholders and the day of receipt are not counted.

Shareholders must also substantiate their entitlement to participate in the General Meeting of Shareholders and their right to vote. To do so, they shall be required to present a certificate of share ownership in text form, issued by the custodian bank in German or English, at least six days before the General Meeting of Shareholders. The certificate must make reference to the deadline specified by law and must be received by the company at the address stated in the convening notice at least six days before the General Meeting of Shareholders (although the convening notice may specify a shorter period, to be defined in days). The day of the General Meeting of Shareholders and the day of receipt are not counted.

A right to vote may also be asserted through an authorised agent. Where a shareholder authorises more than one person, the company shall be entitled to reject one or more of these persons. Conferment of proxy voting power, the revocation thereof and verification to the company of an

authorisation must be made in text form (although this requirement may be relaxed in the convening notice). In the convening notice, the company may stipulate the means by which evidence of the appointment of an authorised agent can be submitted to the company. Communication of such evidence of authorisation shall also be facilitated by electronic means (to be defined in detail by the company); Section 135 of the Stock Corporation Act is unaffected. Specific forms and channels of communication may be defined in the convening notice in respect of the conferment of proxy voting power on a representative nominated by the company and the revocation thereof.

The Management Board may enable shareholders who do not participate in the Meeting either in person or through a representative to cast their votes by written or electronic means (absentee voting). The Management Board is also entitled to determine the details of such a process; the procedural details are announced when the General Meeting of Shareholders is convened.

Each share entitles the bearer to one vote at the General Meeting of Shareholders.”

c) Section 23 of the Articles of Association (chairing of the General Meeting of Shareholders) is expanded to include section 4 as follows:
“The chairperson of the Meeting shall be entitled to permit the full or partial audiovisual broadcast of a General Meeting of Shareholders in a manner determined by the chairperson.”

6. Appointment of the auditor and the Group auditor for the 2010 financial year

The Supervisory Board proposes the appointment of Ernst & Young GmbH Wirtschaftsprüfungsgesellschaft of Frankfurt.

Further information on convening

Total number of shares and voting rights

At the time the convening of the General Meeting of Shareholders was announced in the Elektronischer Bundesanzeiger (electronic federal gazette), the company's share capital amounted to € 15,500,000.00, divided into 600,000 no-par value bearer shares.

At the date on which the General Meeting of Shareholders was convened, the total number of shares thus amounted to 600,000. Each share entitles the bearer to one vote; the total number of voting rights at the time the General Meeting of Shareholders was convened thus amounted to 600,000.

The company held no treasury shares at the time the General Meeting of Shareholders was convened.

Registration and participation

Only those shareholders who have registered in text form (in accordance with Section 126b of the German Civil Code) in German or English by Friday 18th June 2010 at the latest shall be entitled to participate in the General Meeting of Shareholders and exercise the right to vote and propose motions at the Meeting. The registration centres are as follows:

SIMONA AG
c/o Commerzbank AG, WASHV dwpbank AG
Wildunger Straße 14, 60487 Frankfurt
Fax: +49 (0) 69/50 99- 1110
E-mail: hv-eintrittskarten@dwpbank.de

and the company itself
SIMONA AG
Investor Relations
Teichweg 16
55606 Kirn

Shareholders are also required to furnish evidence of their entitlement to participate in the General Meeting of Shareholders and exercise their right to vote by presenting a certificate of share ownership issued by the custodian bank in text form (Section 126b of the German Civil Code). This certificate, which must be compiled in German or English, must be submitted before the end of 18th June 2010 and must make reference to the start of the 21st day before the General Meeting of Shareholders (i.e. 0.00 am on Friday 4th June 2010, the record date). Only those who have furnished such evidence shall be recognised by the company as shareholders entitled to participate in the General Meeting of Shareholders and exercise voting rights. In particular, sales transacted after the record date shall have no bearing on the content and scope of the seller's lawful participation and voting rights.

Admission tickets to the General Meeting of Shareholders will be sent out to shareholders who register on time and provide evidence of share ownership. To ensure tickets are received on time, we would ask shareholders to register and submit evidence of share ownership as early as possible.

Proxy representation

Shareholders who do not participate personally in the General Meeting of Shareholders may also exercise their right to vote at the Meeting through an authorised agent (such as the custodian bank or other bank, an association of shareholders or other person of their choice). In such cases, the shareholder or their agent must still register in the proper way. Where a shareholder authorises more than one person, the company may reject one or more such persons.

Proxy voting power can be conferred in text form (Section 126b of the German Civil Code) by means of a declaration to the appointed agent or the company. The postal address, fax number and e-mail address below are used to confer proxy voting power to the company and submit evidence of authorisation conferred on an appointed agent.

SIMONA AG
Investor Relations
Teichweg 16
55606 Kirn
Telefax: +49(0)675214-738
E-Mail: ir@simona.de

Special conditions may apply where authorisation is conferred on a bank, shareholders' association or equivalent person or institution under the terms of Section 135 of the Stock Corporation Act; in such a case, shareholders will be asked to reach agreement with the appointed agent in good time on the form of proxy representation that the agent may require.

The sentences above shall apply accordingly in cases of revocation of proxy voting power.

An authorisation form and further information concerning authorisation will be sent to shareholders along with their admission tickets. Shareholders may request an authorisation form to be sent to them at any time, and the forms are available online at www.simona.de (under the link 'General Meeting of Shareholders'). The company prefers shareholders to confer proxy voting power using the authorisation form provided.

This year, we would once again ask our shareholders to be represented by a proxy representative of SIMONA AG, who will exercise the right to vote according to the instructions of shareholders. In this case, shareholders must still register in the proper way. The company's proxy representative is obliged to vote as directed. For this reason, in addition to conferring on the representative the power of proxy voting, the representative must be instructed how to exercise the voting right. Unless the representative is in possession of clear and explicit directions relating to the individual items on the agenda, the representative will not exercise the right to vote. Shareholders wishing to confer proxy voting power and provide instructions to a proxy representative of the company are required to use only the authorisation form provided for the purpose with the admission ticket; proxy voting power and voting instructions may not be conferred on a company proxy representative in any other way. The company must receive notice of voting power and voting instructions to be conferred on a company proxy representative by 22nd June 2010 via the postal address, fax or e-mail address for conferring proxy voting power as shown above.

Rights of shareholders in accordance with Sections 122(2), 126(1), 127 and 131(1) of the Stock Corporation Act

Section 122(2) of the Stock Corporation Act

Shareholders whose shares amount in aggregate to not less than one twentieth of the share capital or represent an amount of the share capital corresponding to €500,000.00 (equivalent to 19,355 no-par value shares) are entitled to propose items to be put on the agenda and published (Section 122(2) of the Stock Corporation Act). Each new item shall be accompanied by an explanation or a draft proposal. Such submissions must be made in writing to the Management Board, to

arrive at the following address at least 30 days before the General Meeting of Shareholders (i.e. by 25th May 2010 at the latest):

SIMONA AG
Vorstand
Teichweg 16
55606 Kirn

Anyone proposing a motion must prove that they have held shares for at least three months prior to the day of the General Meeting of Shareholders and that they will continue to hold the shares until a decision is reached on their proposal.

Unless announced in parallel with the convening notice, additions to the agenda that require publication will be announced as soon as the proposal is received in the electronic federal gazette; for publication purposes, they will also be forwarded to media that can be relied upon to propagate the information throughout the European Union. Additional proposals will also be published at www.simona.de under the link 'General Meeting of Shareholders'.

Sections 126(1), 127 of the Stock Corporation Act

Shareholders may also submit to the company motions counter to a proposal of the Management Board and Supervisory Board in relation to a particular item on the agenda. Motions of this kind must be forwarded, together with the name of the shareholder and the grounds for the submission, in writing, by fax or by e-mail to the following postal address, fax number or e-mail address:

SIMONA AG
Vorstand
Teichweg 16
55606 Kirn
Telefax: +49(0)6752 14-738
E-Mail: ir@simona.de

In accordance with Section 126(1) of the Stock Corporation Act, counter-motions received via the contact details above at least 14 days before the day of the General Meeting of Shareholders (i.e. by 10th June 2010 at the latest), along with any comments by board members, will be communicated to shareholders online at www.simona.de (under the link 'General Meeting of Shareholders'). Under certain circumstances, a counter-motion received on time will not be communicated; this shall apply in particular where the Management Board would by reason of such communication render itself liable to prosecution, where the counter-motion would result in a resolution of the General Meeting of Shareholders which would be illegal or violate the Articles of Association, or where the grounds contain statements which are manifestly false or misleading in material aspects or which are libellous. Moreover, a statement of the grounds need not be communicated if it exceeds 5,000 characters.

The right of every shareholder to propose counter-motions on a particular item on the agenda during the General Meeting of Shareholders without submitting such counter-motions to the company in advance is not affected. Counter-motions communicated prior to the Meeting must also be proposed again verbally during the General Meeting of Shareholders.

The sentences above shall apply analogously to a nomination by a shareholder for the election of Supervisory Board members, annual auditors or special auditors, with the proviso that the nomination need not be supported by a statement of grounds and the Management Board need not communicate such a nomination even if it fails to state the name, profession and place of residence of the nominee and their membership of other supervisory boards established in line with statutory provisions (Section 127 of the Stock Corporation Act).

Section 131(1) of the Stock Corporation Act

At the General Meeting of Shareholders, each shareholder shall be entitled to request information from the Management Board regarding the company's affairs, provided such information is needed to permit a proper evaluation of a relevant item on the agenda (Section 131(1) of the Stock Corporation Act). The duty to provide information shall also extend to the company's legal and business relations with any affiliated enterprise. Since the consolidated financial statements and Group management report (amongst other documents) will be presented to the General Meeting of Shareholders hereby convened, the Management Board's duty to inform shall extend to the outlook of the Group and the enterprises included in the consolidated financial statements. The Management Board may refuse to provide information under certain circumstances, and especially where the provision of such information is, according to sound business judgment, likely to cause significant damage to the company or an affiliated enterprise or where the provision thereof would render the Management Board liable to prosecution.

Section 23(3) of the Articles of Association entitles the chairperson of the Meeting to restrict as appropriate the time allocated to questions and speeches by shareholders.

Online publication of information according to Section 124a of the Stock Corporation Act

This convening notice, the documents to be made available to the General Meeting of Shareholders and the other information specified in Section 124a of the Stock Corporation Act are published online at www.simona.de under the link 'General Meeting of Shareholders'.

Kirn, May 2010
SIMONA AG
The Management Board

Invitation and Annual Report 2009

We look forward to sending you our Annual Report for 2009. For further information, please contact our Investor Relations department by calling +49 (0) 675 214 383 or sending an email to ir@simona.de. The invitation to our General Meeting of Shareholders may be viewed online at www.simona.de, along with the Annual Report and other information on the Meeting.

'Das Gesellschaftshaus'

Travelling by car

'Das Gesellschaftshaus der Stadt Kirn' is located in the centre of Kirn, in close proximity to SIMONA Plant I (ample parking available). From the Bundesstraße 41, please follow signs to SIMONA Werk I (Plant I), which is located within walking distance of the Gesellschaftshaus.

Travelling by rail

From the main railway station, cross Bahnhofstraße at the pedestrian crossing. Continue along the left-hand side of Bahnhofstraße until you come to August-Bebel-Platz and then turn right into Übergasse. At Marktplatz, turn right and proceed along Steinweg to Neue Straße. Follow Neue Straße to the left until you reach the Gesellschaftshaus

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