NON-BINDING ENGLISH TRANSLATION OF THE GERMAN ORIGINAL VERSION FOR CONVENIENCE PURPOSES ONLY



The Act on Measures in Corporate, Co-operative, Association, Foundation and Home Ownership Law to Combat the Effects of the COVID 19 Pandemic (Gesetz über Maßnahmen im Gesellschafts-, Genossenschafts-, Vereins-, Stiftungs- und Wohnungseigentumsrecht zur Bekämpfung der Auswirkungen der COVID-19-Pandemie; C19-AuswBekG), which entered into force on March 28, 2020, opens up the possibility of holding annual general meetings in 2020 without the physical presence of shareholders or their appointed representatives (virtual general meeting). In view of the COVID 19 pandemic that is set to last for a foreseeable period, the rules of conduct adopted in this respect by the state of Hesse and the objective of avoiding health risks for shareholders, internal and external employees and the Company's board members, the Executive Board of STADA Arzneimittel AG has decided, with the approval of the Supervisory Board, to make use of the option of a virtual general meeting.

Invitation to the 2020 Annual General Meeting (Virtual General Meeting)

STADA Arzneimittel AG Bad Vilbel

WKN 725180 ISIN DE0007251803

We hereby invite shareholders of our Company to the Annual General Meeting to be held on May 14, 2020 at 10.00 a.m. (CEST)

The meeting will be held without the physical presence of shareholders and their appointed representatives at the corporate headquarters of STADA Arzneimittel AG, Stadastraße 2-18, 61118 Bad Vilbel. Pursuant to Section 1(2) sentence 1 no. 1 C19-AuswBekG in conjunction with § 22(4) of the Articles of Association of the Company, the entire meeting will be broadcast in audio and video at the internet address www.stada.com/agm2020 for Duly Registered Shareholders (see the more detailed notes following the agenda with the proposed resolutions).

Agenda

Item 1 on the agenda

Submission of the adopted annual financial statements of STADA Arzneimittel AG and the consolidated financial statements for the year ending December 31, 2019, the Combined Management Report for STADA Arzneimittel AG and the Group, the Combined Separate Non-Financial Report for STADA Arzneimittel AG and the Group as well as the report of the Supervisory Board for financial year 2019

On March 11, 2020, the Supervisory Board approved the annual financial statements and the consolidated financial statements prepared by the Executive Board. The annual financial statements were thus adopted pursuant to Section 172 German Stock Corporation Act (*Aktiengesetz – AktG*). In accordance with the law, no resolution of the General Meeting has to be passed on Agenda Item 1. The documents for Agenda Item 1 will be made available to shareholders on the Internet at www.stada.com/agm2020 as of the date of the publication of the convening notice of the General Meeting. They will also be explained at the General Meeting in more detail.

Item 2 on the agenda

Resolution on the appropriation of the balance sheet profit

To date, the balance sheet profit for financial year 2017 in the amount of EUR 54,420,096.86 has been carried forward to new account in each case, meaning that a decision must again be reached on this as balance sheet profit for the past financial year 2019.

The Executive Board and the Supervisory Board propose that the balance sheet profit for the past financial year 2019 in the amount of EUR 54,420,096.86 again be carried forward in full to new account.

Item 3 on the agenda

Resolution formally approving the activities of the members of the Executive Board for financial year 2019

The Executive Board and the Supervisory Board propose to approve the activities of the members of the Executive Board, who were acting in financial year 2019, for financial year 2019.

Item 4 on the agenda

Resolution formally approving the activities of the members of the Supervisory Board for financial year 2019

The Executive Board and the Supervisory Board propose to approve the activities of the members of the Supervisory Board, who were acting in financial year 2019, for financial year 2019.

Item 5 on the agenda

Resolution on the election of the auditor and Group auditor for financial year 2020

The Supervisory Board proposes, based on the recommendation of its Audit Committee, that PricewaterhouseCoopers GmbH Wirtschaftsprüfungsgesellschaft, Frankfurt am Main, be appointed as the auditor and Group auditor for financial year 2020.

Company website and documents and information available there

This invitation to the Annual General Meeting, the documents to be made available to the Annual General Meeting, and other information in connection with the Annual General Meeting are available on the Company's website at www.stada.com/agm2020 from the time the Annual General Meeting is convened. Any countermotions, nominations and supplementation requests from shareholders that are received by the Company and that must be published will also be made available on the above-mentioned website. The Company's password-protected online portal (*AGM Portal*) can also be accessed via the website, which enables Duly Registered Shareholders to exercise their voting rights before and during the General Meeting, among other things. Duly Registered Shareholders can follow the Annual General Meeting on May 14, 2020 in full, live, in audio and video from 10:00 a.m. (CEST) via the AGM Portal. The voting results will also be published on the Company's website at www.stada.com/agm2020 after the Annual General Meeting.

Total number of shares and voting rights

At the convening of the General Meeting, the Company has a share capital of EUR 162,090,344.00; it is divided into 62,342,440 registered shares with no-par value representing an arithmetical share of the share capital of EUR 2.60 per share. Each share grants entitlement to one vote. The Company holds 84,273 treasury shares at the date of the convening notice. There is a total number of shares with voting rights of 62,258,167.

Implementation of the Annual General Meeting as a virtual General Meeting without physical presence of the shareholders and their appointed representatives, audio and video broadcast

In view of the ongoing COVID-19 pandemic, the Annual General Meeting on May 14, 2020 will be held on the basis of the C19-AuswBekG as a virtual General Meeting without the physical presence of shareholders and their appointed representatives, with the possibility of following the virtual Annual General Meeting and exercising voting rights by means of electronic connection (*Connection*). No provision has been made for participation within the meaning of Section 118(1) sentence 2 German Stock Corporation Act (AktG).

Shareholders and their appointed representative can therefore not physically participate in the Annual General Meeting. However, you can follow the entire Annual General Meeting by video and audio broadcast at www.stada.com/agm2020. The individual access information for the use of the password protected AGM Portal accessible at the Internet address www.stada.com/agm2020, as well as additional information on exercising rights, will be sent to the shareholders with the Invitation to the General Meeting.

Password protected AGM Portal

The Company will maintain a password-protected AGM Portal at the Internet address www.stada.com/agm2020. Via this system, Duly Registered Shareholders (and their appointed representatives, if applicable) can, among other things, follow the Annual General Meeting in sound and vision, exercise their voting rights, grant powers of attorney, submit questions or register objections to the minutes. To be able to use the AGM Portal, you must log in with the individual access data you receive with the Invitation to the Annual General Meeting. The various options for exercising your rights then appear in the form of buttons and menus on the AGM Portal user interface.

Shareholders will receive further details regarding the AGM Portal and the registration and usage conditions together with their Invitation to the General Meeting or on the Internet at www.stada.com/agm2020. Please also note the technical information at the end of this invitation notice.

Requirements for connecting to the Annual General Meeting and exercising shareholder rights, in particular voting rights

Only those shareholders are entitled to connect to the General Meeting and to exercise shareholder rights, particularly the voting right, who are entered in the Company's share register on the day of the General Meeting and have notified the Company such that their notification has been received by the Company at the latest by May 7, 2020, 24:00 hours (CEST) at the address below (*Duly Registered Shareholders*):

STADA Arzneimittel AG c/o Link Market Services GmbH Landshuter Allee 10 80637 Munich Germany

Fax: +49 (0) 89 / 21027288

Shareholders can also submit their notifications electronically at the latest by May 7, 2020, 24:00 hours (CEST) via the password protected AGM Portal provided by the Company at www.stada.com/agm2020 or via e-mail to hv2020@stada.de. The individual access information for the use of the password protected AGM Portal will be sent to the shareholders with the Invitation to the General Meeting.

Pursuant to Section 67(2) Sentence 1 German Stock Corporation Act (AktG) in the version applicable under Section 26j(4) Introductory Act of the Stock Corporation Act (*Einführungsgesetz zum Aktiengesetz – EGAktG*), in relation to the Company, only a person who has been registered as such in the share register shall be deemed a shareholder. Accordingly, the registration status of the share register on the day of the General Meeting will be decisive for determining who is entitled to connect to the General Meeting and to exercise shareholder rights. For technical reasons, applications for changes to the Company's share register will not be registered during the period of May 8, 2020, 0:00 hours (CEST) through May 14, 2020, 24:00 hours (CEST). For this reason, the state of registrations in the share register decisive for determining who is entitled to connect to the General Meeting and exercise shareholder rights on the day of the General Meeting will correspond to the state of registrations after the last registration day on May 7, 2020, 24:00 hours (CEST). Technical cut-off date (so-called "Technical Record Date") is therefore the end of May 7, 2020. The registration for the General Meeting does not result in the shares being blocked; the shareholders are still free to make dispositions in respect of the shares after registration. Purchasers of shares whose applications for change of registration were received by the Company after May 7, 2020, 24:00 hours (CEST) can

therefore not exercise their shareholder rights arising out of these shares, unless they have obtained a power of attorney to do so or an authorization to exercise such rights. In such cases, shareholder rights remain with the shareholder registered in the share register until the change in registration.

The convening of the General Meeting including the agenda along with the documents concerning registration and/or granting of proxy will be sent by the Company unsolicited to all shareholders who are listed in the share register at the latest at the beginning of the 12th day prior to the day of the General Meeting.

Credit institutions, voting rights advisor, shareholders' associations as well as other intermediaries in accordance with Section 135 German Stock Corporation Act (AktG) and equivalents pursuant to Section 135 German Stock Corporation Act (AktG) may exercise voting rights arising under registered shares which they do not hold, but with respect to which they are registered in the share register as shareholder, only pursuant to an authorization of the shareholder. Details on these authorizations can be found in Section 135 German Stock Corporation Act (AktG).

Further information about the notification process can be found on the Invitation to the General Meeting sent to all shareholders.

Exercising voting rights by (electronic) absentee voting

Shareholders entitled to vote may cast their votes by means of electronic communication (absentee voting). Registration in due time is also required for this.

Before and during the Annual General Meeting, the password-protected AGM Portal of the Company, which can be accessed at Internet address www.stada.com/agm2020, is available for exercising voting rights by means of electronic absentee voting. Electronic absentee voting via the AGM Portal will be possible until the commencement of voting on the day of the Annual General Meeting. The "Absentee Voting" button on the AGM Portal is provided for this purpose. Via the AGM Portal, you can also change or revoke any votes previously cast by means of electronic absentee voting via the AGM Portal during the Annual General Meeting until the commencement of voting.

Further information about absentee voting is included in the Invitation to the General Meeting sent to all shareholders. Corresponding information and a more detailed description of electronic absentee voting via the AGM Portal can also be viewed on the Internet at www.stada.com/agm2020.

Exercising voting rights by issuing an authorization and voting instructions to the proxy representative of the Company

We offer our shareholders the special service of being represented by the proxy representative of the Company. For that purpose, the proxy representative must receive authorization as well as express and clear instructions for exercising the vote on each relevant item of the agenda. Authorizations and instructions to the proxy representative of the Company require text form. In case of absence of express and clear instructions, the proxy representative shall abstain from voting on the relevant voting item. In the event that individual ballots are conducted in respect of an agenda item, any instruction issued in this regard will apply accordingly in respect of each individual sub-item. The proxy representative is obliged to follow voting instructions. He/she will not accept any instructions relating to requests to speak, asking questions or bringing forward motions or nominations, or the filing of objections against resolutions by the General Meeting. Timely notification is also required in relation to issuing authorization and voting instructions to the proxy representative named by the Company.

Authorization and voting instructions to the proxy representative named by the Company may be granted using the authorization and instruction form for that purpose on the "Answer Form" enclosed with the Invitation to the General Meeting. The granting, amendment and revocation of authorization and voting instructions to the proxy representative of the Company can be made, in particular by using the authorization and instruction form, by post, fax or e-mail to the following address and must be received there by 24:00 hours (CEST) on May 13, 2020 (date of receipt), without prejudice to timely registration by no later than May 7, 2020, 24:00 hours (CEST).

STADA Arzneimittel AG c/o Link Market Services GmbH Landshuter Allee 10 80637 Munich Germany

Fax: +49 (0) 89 / 21027288

Email: hv2020@stada.de

Before and during the Annual General Meeting, the password-protected AGM Portal of the Company, which can be accessed at Internet address www.stada.com/agm2020, is also available for exercising voting rights by means of issuing authorization and voting instructions to the Company's proxy representative. Authorization via the AGM Portal will be possible until the commencement of voting on the day of the Annual General Meeting. The "authorization and instructions" button on the AGM Portal is provided for this purpose. Via the AGM Portal, you can also change or revoke any authorization or instruction during the Annual General Meeting until the commencement of voting. This also applies to authorizations and instructions issued by post, fax or e-mail.

More details about authorizing and instructing the proxy representative named by the Company will be sent together with the Invitation to the General Meeting. Similar information may also be viewed on the Internet at www.stada.com/agm2020.

Authorization of a third party to exercise voting and other rights

Shareholders may also exercise their voting rights and other rights at the General Meeting by a proxy holder, e.g. a credit institution, a proxy advisor, a shareholders' association or by a person of their choice. Authorized third parties may in turn exercise the voting right by absentee voting or by granting authorization and instructions to the proxy representative of the Company (see above). If the shareholder authorizes more than one person, the Company may reject one or more of such persons. Authorization of a proxy also requires notice of application in a timely manner.

The granting of authorization, its revocation and proof towards the Company must be provided in text form pursuant to Section 134(3) sentence 3 German Stock Corporation Act (AktG), if no authorization is granted in accordance with Section 135 German Stock Corporation Act (AktG).

Shareholders may use the "Answer Form" sent together with the Invitation to the General Meeting for granting of authorization. Shareholders may also issue a separate authorization. An authorization form for this purpose is also available on the Internet at www.stada.com/agm2020.

The authorization may be granted to the proxy or to the Company. Notwithstanding any other legally permitted method of transmission of authorization or of the proof of authorization of a proxy to the Company, such authorization or proof may be electronically transmitted by using the password-protected AGM Portal at www.stada.com/agm2020 or via e-mail to hv2020@stada.de. The button "proxy authorization" is provided for this purpose in the AGM Portal. The individual access information for the use of the password protected AGM Portal will be sent to the shareholders with the Invitation to the General Meeting. Notwithstanding any other legally permitted method, transmitting the revocation of authorization which has already granted may also be declared directly to the Company using the aforementioned means of transmission.

If granting or proving authorization or its revocation by means of a declaration to the Company is done via means other than the aforementioned means of transmission, for organizational reasons this must be received by the Company by May 13, 2020, 24:00 hours (CEST) (date of receipt). Transmission to the Company by email or via the password protected AGM Portal is also still possible until the commencement of voting on the day of the Annual General Meeting.

Connection to the General Meeting by the proxy via the AGM Portal requires the proxy to have received the access data sent with the invitation to the General Meeting from the person granting authorization. Proof of authorization to the Company is required in this case as well. Proof of proxy authorization must be submitted to the Company in the manner described above.

Specific rules have to be observed when authorizing the exercise of voting rights in accordance with Section 135 German Stock Corporation Act (AktG) (granting of proxy to credit institutions, proxy advisor, shareholders' associations as well as other intermediaries in accordance with Section 135 German Stock Corporation Act (AktG) and equivalents pursuant to Section 135 German Stock Corporation Act (AktG)); details should be requested from the party to be authorized. By law, the authorization must be granted to a certain proxy holder and recorded by the proxy holder in a verifiable manner. In addition, the form of proxy shall be completed in full and may only contain statements related to the exercise of voting rights. We therefore ask you to come to an agreement with the intended proxy about the form of the authorization in case you wish to grant a power of attorney according to Section 135 German Stock Corporation Act (AktG). Under Section 135 German Stock Corporation Act (AktG), violation of the aforementioned and certain other requirements for authorization of those named in this paragraph, does, however, not affect the validity of the vote pursuant to Section 135(7) German Stock Corporation Act (AktG).

Banks, shareholders' associations, proxy advisors and other intermediaries covered by Section 135 German Stock Corporation Act (AktG) or equivalent persons who represent a majority of shareholders are recommended to register in advance of the Annual General Meeting with regard to exercising their voting rights at the following address:

STADA Arzneimittel AG c/o Link Market Services GmbH Landshuter Allee 10 80637 Munich Germany Fax: +49 (0) 89 / 21027288

Fax: +49 (0) 89 / 21027288 Email: hv2020@stada.de

Further information about authorization of third parties is included in the Invitation to the General Meeting sent to all shareholders. Corresponding information and a more detailed description of how to grant authorization to third parties via the AGM Portal can also be viewed on the Internet at www.stada.com/agm2020.

Opportunity for shareholders to ask questions

Duly Registered Shareholders may ask questions by way of electronic communication (see Section 1(2) sentence 1 no. 3 C19-AuswBekG). Any questions must be submitted via the Company's AGM Portal accessible at the internet address www.stada.com/agm2020 no later than two days prior to the General Meeting, i.e. by the end of May 11, 2020, 24:00 hours (CEST). The "ask a question" button on the AGM Portal is provided for this purpose. It is not possible to submit questions by other means.

Questions can no longer be submitted after expiry of the aforementioned deadline. It is intended that the names of those asking the questions will generally be stated as part of the Q&A process. In this respect please note the further explanations on shareholders' rights and on data protection at the end of this invitation notice.

Lodging objections

Duly Registered Shareholders who have exercised their voting right by way of electronic communication or by granting proxy may electronically lodge their objections to any resolutions of the Annual General Meeting to the notary's minutes via the Company's AGM Portal, accessible at the internet address www.stada.com/agm2020 from the beginning to the end of the Annual General Meeting. The "lodge an objection" button on the AGM Portal is provided for this purpose.

Rights of the shareholders pursuant to Sections 122(2), 126(1), 127, 131(1) German Stock Corporation Act (AktG) in conjunction with Section 1(2) sentence 1 no. 3 C19-AuswBekG

Requests for supplements to the agenda pursuant to Section 122(2) German Stock Corporation Act (AktG)

Shareholders whose shares amount in aggregate to not less than a twentieth of the share capital or represent an amount of the share capital corresponding to EUR 500,000.00, may demand that items are put on the agenda and published. Each new item shall be accompanied by an explanation or a draft proposal. Such requests are to be addressed in writing to the Executive Board of STADA Arzneimittel AG and must be received by the Company at least 14 days before the General Meeting, i.e., at the latest by April 29, 2020, 24:00 hours (CEST).

Please send such requests to the following address:

STADA Arzneimittel AG Executive Board Stadastraße 2-18 61118 Bad Vilbel Germany

Those submitting such requests must document that they have been the owners of the shares for the duration of at least 90 days prior to the day of the receipt of the request and hold the shares until such time as a

decision of the Executive Board is rendered regarding their request (Sections 122(2), 122(1) sentence 3 German Stock Corporation Act (AktG) as well as Section 70 German Stock Corporation Act (AktG)).

The announcement of requests for supplements is carried out in the same way as convening notices.

Motions and nominations by shareholders pursuant to Sections 126(1), 127 German Stock Corporation Act (AktG)

Shareholders of the Company may submit countermotions against proposals of the Executive Board and the Supervisory Board with respect to specific agenda items as well as nominations for the election of the auditor and the Supervisory Board. If countermotions are meant to be made accessible, they must include an explanatory statement; nominations do not require an explanatory statement. Countermotions regarding the agenda and nominations must be exclusively forwarded to the Company's following address:

STADA Arzneimittel AG Legal Department Stadastraße 2-18 61118 Bad Vilbel Germany

Fax: +49 (0) 6101 / 603 61 2803

Email: hv2020@stada.de

Any countermotions and nominations received by the Company at the aforementioned address no later than 14 days before the day of the General Meeting, i.e. by April 29, 2020, 24:00 hours (CEST), will be published immediately after receipt on the Internet at www.stada.com/agm2020 including the name of the shareholder and – in case of motions – including the explanatory statement under the further conditions of Sections 126, 127 German Stock Corporation Act (AktG). Possible statements of the administration will also be published at the same Internet address.

Any countermotions and nominations from Duly Registered Shareholders received via the Company's AGM Portal accessible at the internet address www.stada.com/agm2020 by the end of May 11, 2020, 24:00 hours (CEST) will be considered in the virtual General Meeting as having been filed.

Right to information in accordance with Section 131(1) German Stock Corporation Act (AktG)

The shareholders' right to information is considerably restricted in the case of a virtual general meeting pursuant to Section 1(2) C19-AuswBekG. Accordingly, the shareholders may only ask questions by way of electronic communication (Section 1(2) sentence 1 no. 3 C19-AuswBekG). The Executive Board may also stipulate that questions must be submitted at least two days before the Annual General Meeting. The Executive Board of STADA Arzneimittel AG has made use of this option with the approval of the Supervisory Board. In accordance with Section 1(2) sentence 2 C19-AuswBekG – by derogation from Section 131 German Stock Corporation Act (AktG) – the Executive Board will only decide on answers to questions by employing its due and proper discretion. According to the explanatory memorandum to Section 1(2) sentence 2 C19-AuswBekG, the management are not required to answer all questions under any circumstances; they can summarise questions and select meaningful questions in the interest of the other shareholders. In doing so, they may give preference to shareholder associations and institutional investors holding significant numbers of voting rights.

Please refer to the above statements regarding the opportunity for the shareholders to ask questions pursuant to Section 1(2) sentence 1 no. 3 C19-AuswBekG.

Further information on the rights of the shareholders

Further information on the rights of the shareholders pursuant to Sections 122(2), 126(1), 127, 131(1) German Stock Corporation Act (AktG) in conjunction with Section 1(2) sentence 1 no. 3 C19-AuswBekG can be found on the Internet at www.stada.com/agm2020.

Data protection notice

Since 2018, new regulations on data protection have been in effect in the EU. The protection and compliant processing of your personal data have high priority for us. In our data protection notice for shareholders, you can find detailed information about processing personal data of our shareholders. You will find the data protection notice here: www.stada.com/dataprotectionnotice-shareholders.

Technical instructions for the virtual General Meeting

To follow the virtual General Meeting and to use the AGM Portal and exercise shareholder rights, you need an internet connection and an internet-capable device. In order to be able to render the video and audio broadcast of the Annual General Meeting optimally, a stable internet connection with a sufficient transmission speed is recommended.

If you use a computer to receive the video and audio broadcast of the virtual General Meeting, you will need a browser and speakers or headphones.

To access the Company's password-protected AGM Portal, you need your individual access data, which you receive with the Invitation to the General Meeting. Using this access data, you can log in to the AGM Portal on the login page.

In order to avoid the risk of restrictions in the exercise of shareholder rights due to technical problems during the virtual General Meeting, it is recommended that shareholder rights (in particular voting rights) be exercised before the start of the General Meeting where ever possible.

Shareholders will receive further details regarding the AGM Portal and the registration and usage conditions with their Invitation to the General Meeting or on the Internet at www.stada.com/agm2020.

Information on availability of video and audio broadcast

Duly Registered Shareholders can follow the Annual General Meeting on May 14, 2020 in full, live, in audio and video from 10:00 a.m. (CEST) via the AGM Portal. The video and audio broadcast of the virtual General Meeting and the availability of the AGM Portal may be subject to fluctuations in accordance with the current state of the art due to restrictions on the availability of the telecommunications network and limitations on third-party internet services, on which the Company has no influence. The Company can therefore not assume any guarantees or liability for the functionality and constant availability of the internet services used, the third-party network elements used, the video and audio broadcast or access to the AGM Portal and its general availability. The Company also does not assume any responsibility for errors and defects in the hardware and software used for the online service, including such of the service companies used, unless caused intentionally. For this reason, the Company recommends that the above-mentioned options for exercising rights, in particular voting rights, be exercised at an early stage. The Chairman of the Annual General Meeting must reserve the right to interrupt or completely discontinue the virtual General Meeting if this is mandatorily required for data protection or security considerations.

Bad Vilbel, April 2020

STADA Arzneimittel AG

The Executive Board