

Remuneration paid in 2014 to members of the Board of Directors after the 2013 business year and to the members of the Supervisory Board after the 2014 business year as cash and non-cash benefit

	Board of Directors	Fix remuneration (gross, HUF)	Share allowance (Nr of shares)	Cash allowance (related to share allowance)
1	Dr. Csányi Sándor	14 339 552	1500 db	9 487 746
2	Dr. Dobák Miklós	14 339 552	1200 db	7 590 197
3	Dr. Horváth Gábor	11 471 642	1200 db	7 590 197
4	Hernádi Zsolt	11 471 642	1200 db	7 590 197
5	Molnár József	11 471 642	1200 db	7 590 197
6	Mulham Al-Jarf	10 550 505	1200 db	2 935 314
7	Iain Paterson	17 489 428	1200 db	12 571 623
8	Dr. Világi Oszkár	9 150 000	1200 db	2 935 314
9	Dr. Martin Roman	16 261 140	1200 db	2 935 314
10	Járai Zsigmond	11 471 642	1200 db	7 590 197
11	Dr. Parragh László	11 471 642	1200 db	7 590 197
	Sum BoD	139 488 387	13 500 db	76 406 493

	Supervisory Board	Fix remuneration (gross, HUF)
1	Mosonyi György	21 747 065
2	Dr. Chikán Attila	14 807 745
3	John I. Charody	11 086 350
4	Slavomír Hatina	11 086 350
5	Dr. Puskás Sándor	5 543 175
6	Töröcskei István	11 086 350
7	Hegedűs Andrea	5 543 175
8	Juhász Attila	5 543 175
9	Primorac Zarko Phd	11 086 350
	Sum (SB)	97 529 735

Note: Amounts paid to the members are not the same because of the different applicable conditions of taxation, in addition to the consequences of the below provisions.

Fixed remuneration

As of January 1, 2009, the members of the Board of Directors have been entitled to the following fixed net remuneration after each AGM:

Directors	25,000 EUR/year
Chairmen of the Committees	31,250 EUR/year

Directors who are not Hungarian citizens and do not have a permanent address in Hungary are provided with gross **1,500** EUR for each Board or Committee meeting (maximum 15 times) when they travel to Hungary.

Incentive based on share allowance

From January 2012, the Profit Sharing Incentive Plan based on the value added method, has been replaced by the incentive based on share allowances as long-term incentive for the members of the Board of Directors. Shares are granted first from Y2013.

The aim of the new share based incentive is to ensure the interest of the long-term stock price growth and maintain motivation in addition to the dividend payment for which 1 year retention obligation (restraint on alienation) has been also determined for 2/3 of the shares (the retention obligation terminates at the date of the expiration of the mandate).

The incentive consists of two parts: share allowance and cash allowance related thereto.

Share allowance

Number of shares:

in case of the the Members of the Board of Directors	100 pieces of „A” series of MOL ordinary shares per month
in case of the the Chairman of the Board of Directors	additional 25 pieces of „A” series of MOL ordinary shares per month

(If the Chairman is not a non-executive director, the deputy chairman (who is non-executive) is entitled to this remuneration (25 pieces/month).

The share allowance is provided once a year, within 30 days after the Annual General Meeting closing the given business year.

Cash allowance

The incentive based on share allowance is a net incentive, which means that the Company ensures to pay the taxes, contributions and other payables incurred upon acquisition of the shares in line with the relevant and effective laws. Such cash-based coverage of taxes and contributions does not include any further tax(es) or cost(s) incurred in relation with exercising rights attached to the shares or disposal of the shares (e.g. dividend tax, income tax); these shall be borne by the respective members of the Board of Directors. In line with these, there is a cash allowance part of the incentive system. Rate of the cash allowance is the gross value of taxes, contributions and other payables incurred upon acquisition of the shares in line with the relevant and effective laws, including also the tax difference and contributions incurring in the country of tax-residence in case of non-Hungarian members of the Board of Directors.

Remuneration of the members of the Supervisory Board

The members of the Supervisory Board receive remuneration of **EUR 3,000/month**, while the Chairman of the Supervisory Board receives remuneration of **EUR 4,000/month**. In addition to this monthly fee, the Chairman of the Supervisory Board and the Chairman of the Audit Committee are entitled to receive gross **EUR 1,500** for participation in each Board of Directors or Board Committee meeting, up to 15 times per annum.

Besides the monthly remuneration the both Chairman of the Supervisory Board and the members are entitled to receive further **EUR 1,500** for each extraordinary meeting that is held in addition to the scheduled annual meetings. This remuneration is provided maximum two times a year.

The employee representatives of the Supervisory Board signed away half of their remuneration.

The members of the Board of Directors and the Supervisory Board are entitled to receive **further non-financial benefits**, including life&accident (75 000 HUF/person/year), travel (13 500 HUF/person/year) insurance.

Besides, as a non-financial benefit an annual health screening (84 000 HUF/person/year) and an exclusive healthcare package (355 000 HUF/person/year) is available for the members of the Board of Directors and the Supervisory Board.