

**Remuneration paid in 2017 to members of the Board of Directors after the 2016 business year
and to members of the Supervisory Board after the 2017 business year
as cash and non-cash benefits**

	Members of the Board of Directors	Fix remuneration (gross, HUF)	Share allowance (Nr of shares)	Cash allowance related to share allowance (gross, HUF)	Comment
1	Zsolt Hernádi	11 481 618	1800	18 044 047	Chairman of the Board of Directors
2	Dr. Sándor Csányi	14 352 022	2400	24 058 729	Deputy Chairman, Chairman of the Corporate Governance and Remuneration Committee
3	József Molnár	11 481 618	1800	18 044 047	
4	Zsigmond Járai	14 352 022	1800	18 044 047	Chairman of the Finance and Risk Management Committee
5	Dr. László Parragh	14 352 022	1800	18 044 047	Chairman of the Sustainable Development Committee
6	Dr. Martin Roman	15 652 172	1800	9 549 980	
7	Dr. Oszkár Világi	9 638 889	1800	8 994 178	
8	Dr. Anthony Radev	11 481 618	1800	18 044 047	
9	Dr. Anwar Al-Kharusi	15 659 748	1800	18 044 047	
10	Dr. János Martonyi	11 481 618	1800	18 044 047	
	Sum	129 933 347	18 600	168 911 216	

	Members of the Supervisory Board	Fix remuneration (gross, HUF)	Comment
1	György Mosonyi	27 368 130	Chairman of the Supervisory Board
2	Dr. Attila Chikán	18 556 170	Chairman of the Audit Committee
3	John I. Charody	14 842 320	
4	Slavomír Hatina	6 199 440	Member of the Supervisory Board until 31, May 2017
5	Dr. Norbert Szivek	14 842 320	
6	Ivan Mikloš	14 803 880	
7	Dr. Sándor Puskás	5 260 440	Employee representative
8	Andrea Hegedűs	3 099 720	Employee representative until 31, May 2017
9	Attila Juhász	3 099 720	Employee representative until 31, May 2017
10	Ilona Dávid	8 642 880	Elected by the Annual General Meeting as member of the Supervisory Board from 1 June, 2017
11	Vladimír Kestler	8 604 440	Elected by the Annual General Meeting as member of the Supervisory Board from 1 June, 2017
12	Andrea Bártfai-Mager	8 642 880	Elected by the Annual General Meeting as member of the Supervisory Board from 1 June, 2017
13	Piroska Bognár	2 160 720	Employee representative as of 1 June, 2017
14	Tibor István Ördög	2 160 720	Employee representative as of 1 June, 2017
15	András Tóth	2 160 720	Employee representative as of 1 June, 2017
	Sum	140 144 500	

Note: Differences between amounts paid to the members are deriving from different applicable conditions of taxation, in addition to the consequences of the below provisions. Share numbers reflect applicable number of shares before the MOL stock split.

Fixed remuneration of the members of the Board of Directors

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

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

Members of the Board of 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 a year) when they travel to Hungary.

Incentive based on share allowance

From January 1, 2012 the incentive based on share allowance has been launched as long-term incentive for the members of the Board of Directors.

The aim of the new share based incentive is to ensure the interest in long-term stock price growth and to maintain motivation related to the dividend payment, ensuring which a 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 expiration of the mandate).

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

Share allowance

Number of shares as from January 1, 2015:

- in case of the members of the Board of Directors: 150 pieces of series "A" MOL ordinary shares with a nominal value of HUF 1,000 per month
- in case of the chairman of the Board of Directors: additional 50 pieces of series „A" MOL ordinary shares with a nominal value of HUF 1,000 per month

(If the chairman is not a non-executive director, the deputy chairman (who is non-executive) is entitled to this remuneration (50 pieces/month).

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

In line with MOL 8 for 1 stock split (26 September 2017) each ordinary share of series "A" with a nominal value of HUF 1,000 was replaced by 8 pieces of series "A" ordinary shares with a nominal value of HUF 125. Accordingly the share allowance of Board of Directors is subject to change after stock split as following:

- in case of the members of the Board of Directors: 1,200 pieces of series „A" MOL ordinary shares with a nominal value of HUF 125 per month
- in case of the chairman of the Board of Directors: additional 400 pieces of series „A" MOL ordinary shares with a nominal value of HUF 125 per month

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 this, there is a cash allowance part of the incentive system, the rate of which 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

Members of the Supervisory Board receive **gross EUR 4,000/month**, while the chairman of the Supervisory Board receives **gross EUR 6,000/month**. In addition to this monthly fee, the chairman of the Supervisory Board is entitled to receive **gross EUR 1,500** for participating in each Board of Directors or Board Committee meeting, up to 15 times per annum. The chairman of the Audit Committee is entitled to receive **gross EUR 1,500** for participating in each Board Committee meeting, up to 15 times per annum. Besides the monthly remuneration both the chairman and the members of the Supervisory Board are entitled to receive further **EUR 1,500** for each extraordinary Supervisory Board 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 (79,000 HUF/person/year) and travel (18,000 HUF/person/year) insurance.

Also as a non-financial benefit an annual health screening (84,000 HUF/person/year) and an exclusive healthcare package (350,000 HUF/person/year) is available for the members of the Board of Directors and the Supervisory Board.

* Rounded to 1000 HUF (In case of EUR, calculated based on January 25, 2017 exchange rate; source: www.mnb.hu)