

Remuneration paid in 2019 to members of the Board of Directors and Supervisory Board of MOL Plc 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	Dr. Anthony Radev	11 790 074	14 400	22 430 118	
2	Dr. Anwar Al-Kharusi	11 790 074	14 400	22 430 118	Member of Board of Directors until 29 April 2019
3	Dr. Sándor Csányi	14 737 592	19 200	29 906 824	Deputy Chairman, Chairman of the Corporate Governance and Remuneration Committee
4	Dr. Martin Roman	16 196 594	14 400	22 430 118	
5	Dr. János Martonyi	11 790 074	14 400	22 430 118	
6	Dr. László Parragh	14 737 592	14 400	22 430 118	Chairman of the Sustainable Development Committee
7	Dr. Oszkár Világi	9 897 840	14 400	11 180 444	
8	Zsolt Hernádi	11 790 074	14 400	22 430 118	Chairman of the Board of Directors
9	Zsigmond Járai	14 737 592	14 400	22 430 118	Chairman of the Finance and Risk Management Committee
10	József Molnár	11 790 074	14 400	22 430 118	
11	Talal Hamid Said Al-Awfi	1 477 440	-	-	Member of Board of Directors from 30 April 2019
	Sum	130 735 020	148 800	220 528 212	

	Members of the Supervisory Board	Fix remuneration (gross, HUF)	Comment
1	Zoltán Áldott	30 216 615	Chairman of the Supervisory Board
2	Piroska Bognár	3 902 110	Employee representative
3	Ilona Dávid	15 608 440	
4	Dr. Attila Chikán	18 987 415	Chairman of the Audit Committee
5	Dr. Sándor Puskás	3 902 110	Employee representative
6	Dr. Norbert Szivek	15 608 440	
7	Ivan Mikloš	15 588 040	
8	John I. Charody	15 608 440	
9	Vladimír Kestler	15 588 040	
10	András Láncki	15 608 440	
11	Tibor István Ördög	3 902 110	Employee representative
12	Dr. Anett Pandurics	10 508 480	Member of the Supervisory Board from 30 April 2019
13	Csaba Szabó	3 902 110	Employee representative
14	András Tóth	3 902 110	Employee representative
	Sum	172 832 900	

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.

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 (after adjustment in line with MOL's 8-for-1 share split as of 26 September 2017):

- 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.

(If the Chairman is not a non-executive director, the Deputy Chairman (who is non-executive) is entitled to this remuneration (400 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 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 75% of their remuneration.

The members of the Board of Directors and the Supervisory Board are entitled to receive **non-financial benefits***, including life & accident (86 000 HUF/person/year) and travel (26 000 HUF/person/year) insurance.

Also as a non-financial benefit an annual health screening (153 000 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 22, 2020 exchange rate; source: www.mnb.hu)