

Remuneration paid in 2020 to members of the Board of Directors and Supervisory Board 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	12 916 912	14 400	13 939 200	
2	Dr. Anwar Al-Kharusi	4 211 430	4 695	4 544 760	Member of Board of Directors until 29 April 2019
3	Dr. Sándor Csányi	16 146 140	19 200	18 585 600	Deputy Chairman, Chairman of the Corporate Governance and Remuneration Committee
4	Dr. Martin Roman	18 744 952	14 400	13 939 200	
5	Dr. János Martonyi	12 916 912	14 400	13 939 200	
6	Dr. László Parragh	16 146 140	14 400	13 939 200	Chairman of the Sustainable Development Committee
7	Dr. Oszkár Világi	10 843 827	14 400	6 948 089	
8	Zsolt Hernádi	12 916 912	14 400	13 939 200	Chairman of the Board of Directors
9	Zsigmond Járai	16 146 140	14 400	13 939 200	Chairman of the Finance and Risk Management Committee
10	József Molnár	12 916 912	14 400	13 939 200	
11	Talal Hamid Said Al-Awfi	12 431 169	9 705	9 394 440	Member of Board of Directors from 30 April 2019
	Sum	146 337 446	148 800	137 047 289	

	Members of the Supervisory Board	Fix remuneration (gross, HUF)	Comment
1	Zoltán Áldott	32 488 035	Chairman of the Supervisory Board
2	Piroska Bognár	4 191 630	Employee representative
3	Ilona Dávid	16 766 520	
4	Dr. Attila Chikán	23 025 795	Chairman of the Audit Committee
5	Dr. Péter Gottfried	11 336 560	Member of Supervisory Board from 1 May 2020 until 31 December 2020
6	Dr. Sándor Puskás	4 191 630	Employee representative
7	Dr. Norbert Szivek	5 429 960	Member of Supervisory Board until 28 April 2020
8	Ivan Mikloš	16 663 880	
9	John I. Charody	6 845 480	Member of Supervisory Board until 1 June 2020
10	Vladimír Kestler	16 663 880	
11	András Láncki	16 766 520	
12	Tibor István Ördög	4 191 630	Employee representative
13	Dr. Anett Pandurics	16 766 520	
14	Csaba Szabó	4 191 630	Employee representative
15	András Tóth	4 191 630	Employee representative
	Sum	183 711 300	

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 (179 000 HUF/person/year) and travel (28 000 HUF/person/year) insurance.

As a non-financial benefit, an annual health screening (153 000 HUF/person/year) and an exclusive healthcare package (360 000 HUF/person/year) is also 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 26, 2021 exchange rate; source: www.mnb.hu)