

Budapest, 16th April 2015

Resolutions of the Annual General Meeting of MOL held on 16th April 2015

MOL Hungarian Oil and Gas Public Limited Company held its Annual General Meeting (AGM) on 16th April 2015. The AGM had a quorum as shareholders representing 52.65% of the shares entitled to vote appeared at the AGM. The AGM adopted the following resolutions (the resolutions will be submitted to the Court of Registry following the completion of the Minutes within 30 days after the AGM).

- The AGM approved with 46,015,384 yes votes (99.98%) the electronic vote collection method.
- The AGM approved with 46,015,384 yes votes (99.98%) the election of the keeper of the minutes, the person to authenticate the minutes and the counters of the votes in line with the proposal of the Chairman of the Annual General Meeting.
- The AGM approved with 46,023,047 yes votes (100%) the consolidated financial statements of MOL Group prepared based on Section 10 of the Hungarian Accounting Act, in accordance with IFRS and the related auditor's report with total assets of HUF 4,650 bn and profit attributable to equity holders of HUF 4 bn and the annual report of MOL Plc. prepared in accordance with the Hungarian Accounting Act and the related auditor's report with total assets of HUF 3,189 bn, net gain for the period of HUF 121 bn and tiedup reserve of HUF 8 bn.
- The AGM approved with 46,023,047 yes votes (100%) to pay HUF 50 bn as a dividend in 2015 after the financial year ended 31 December 2014. The dividend on treasury shares will be distributed to those shareholders eligible for such dividend, in proportion to their number of shares. The profit after dividend payment shall increase retained earnings.
- The AGM approved with 46,023,046 yes votes (100%) the Corporate Governance Report, based on the Corporate Governance Recommendations of the Budapest Stock Exchange.
- The AGM – under Article 12.12 of the Articles of Association – approved with 35,343,596 yes votes (76.80%) the work of Board of Directors performed in the 2014 business year and granted waiver to the Board of Directors and its members under Article 12.12 of the Articles of Association.
- The AGM approved with 45,710,126 yes votes (99.32%) the election of Ernst & Young Könyvvizsgáló Kft. to be the independent auditor of MOL Plc. for the business year 2015, until the AGM closing the year but the latest until 30th April 2016 with an audit fee of HUF 75.8 million plus VAT and approved the material elements of the audit contract.
- The AGM acknowledged with 45,994,492 yes votes (99.94%) the presentation of the Board of Directors of the Company regarding the acquisition of treasury shares following the ordinary Annual General Meeting of 2014 in accordance with Section 3:223 (4) of the Civil Code.
- The AGM approved with 45,729,974 yes votes (99.36%) the authorization of the Board of Directors of the Company for 18 months period from the date of the AGM to acquire treasury shares. The total

amount of nominal value of treasury shares owned by the Company at any time may not exceed 25 % of the actual share capital of the Company.

- The AGM elected with 45,569,634 yes votes (99.01%) Mr. Zsigmond Járai to be a member of the Board of Directors from 29 April 2015 to 28 April 2020.

- The AGM elected with 46,021,401 yes votes (100%) Dr László Parragh to be a member of the Board of Directors from 29 April 2015 to 28 April 2020.

- The AGM elected with 43,757,155 yes votes (95.08%) Dr Martin Roman to be a member of the Board of Directors from 29 April 2015 to 28 April 2020.

- The AGM elected with 44,411,913 yes votes (96.50%) Dr. Norbert Szivek as member of the Supervisory Board from 29 April 2015 to 28 April 2020.

- The AGM approved with 38,485,352 yes votes (83.62%) the modification of the remuneration and incentive scheme of MOL Board of Directors from 1 January 2015.

- The AGM approved with 38,705,762 yes votes (84.10%) the modification of the remuneration of the members of the MOL Supervisory Board from 1 May 2015.

The AGM documents are available on MOL Group's web site <http://molgroup.info/en/>.

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