

Resolutions on the Annual General Meeting of MOL held on 26 April 2012

MOL Hungarian Oil and Gas Public Limited Company held its Annual General Meeting (AGM) on 26 April 2012. The AGM had a quorum as shareholders representing more than half of the shares entitled to vote appeared at the AGM. The AGM adopted the following resolutions (resolutions can be submitted to the Court of Registry following the completion of the Minutes 30 days after the AGM).

- The AGM approved with 52,746,205 yes votes (89.20%) the electronic vote collection method.

- The AGM approved with 52,745,255 yes votes (89.20%) the election of the keeper of the minutes, the persons to authenticate the minutes and the counter of the votes in line with the proposal of the Chairman of the Annual General Meeting.

- The AGM approved with 59,134,425 yes votes (100%) the consolidated financial statements of MOL Group prepared based on chapter 10 of the Hungarian Accounting Act, in accordance with IFRS and the related auditor's report with total assets of HUF 4,993 bn and profit attributable to equity holders of HUF 154 bn and the annual report of MOL Plc. prepared in accordance with Hungarian Accounting Act and the related auditor's report with total assets of HUF 3,168 bn, net income for the period of HUF 150 bn and tiedup reserve of HUF 104 bn.

- The AGM approved with 59,114,019 yes votes (99.97%) to pay HUF 45 bn as a dividend in 2012 connected to the financial year ended 31 December 2011. The dividend on treasury shares is distributed to those shareholders eligible for dividend, in proportion to their shares. The profit after dividend payment shall increase retained earnings.

- The AGM approved with 59,134,425 yes votes (100%) the Corporate Governance Report, based on the Corporate Governance Recommendations of the Budapest Stock Exchange, as announced.

- The AGM – under Article 12.12 of the Articles of Association - approved with 49,196,322 yes votes (83.19%) the work of Board of Directors performed in the 2011 business year and granted waiver to the Board of Directors and its members under Section 30 (5) of the Companies' Act.

- The AGM approved with 59,115,594 yes votes (99.97%) the election of Ernst & Young Könyvvizsgáló Kft. to be the independent auditor of MOL Plc. for the business year 2012, until the AGM closing the year but latest 30 April 2013 with an audit fee of HUF 77.8 million plus VAT and approved the general terms and conditions related to audit agreements.

- The AGM approved with 56,107,637 yes votes (94.88%) the authorization of the Board of Directors of the Company for an 18 months period from the AGM to acquire treasury shares – with its terms and conditions – simultaneously setting aside the resolution No 8 of the April 28 2011 AGM. 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 approved with 51,817,181 yes votes (87.63%) the amendment of Article 22.1 of the Articles of Association.
- The AGM approved with 59,133,475 yes votes (100%) the supplement of Article 22 of the Articles of Association with the new point of 22.8.
- The AGM approved with 59,133,465 yes votes (100%) the amended Charter of the Supervisory Board of MOL Plc.
- The AGM elected with 59,115,994 votes (99.97%) Mr. József Molnár to be a member of the Board of Directors from 12 October 2012 to 31 May 2017. In compliance with Section 25 (1) of the Company Act, the Annual General Meeting approved Mr. József Molnár's position as a member of the Supervisory Board of INA-Industrija nafte d.d.
- The AGM approved with 52,881,522 yes votes (89.43%) the modification of the incentive scheme of MOL Board of Directors as of 1 January 2012.
- The AGM elected with 59,133,475 yes votes (100%) Dr. Attila Chikán to be member of the Supervisory Board of the Company from 12 October 2012 to 31 May 2017.
- The AGM elected with 59,133,373 yes votes (100%) Mr. John I. Charody to be member of the Supervisory Board of the Company from 12 October 2012 to 31 May 2017.
- The AGM elected with 59,133,475 yes votes (100%) Mr. Slavomir Hatina to be member of the Supervisory Board of the Company from 12 October 2012 to 31 May 2017.
- The AGM elected with 59,133,475 yes votes (100%) Mr. Žarko Primorac to be member of the Supervisory Board of the Company 27 April 2012 to 26 April 2017.
- The AGM elected with 59,133,475 yes votes (100%) Dr. Attila Chikán as an independent member of the Supervisory Board to be member of the Audit Committee from 12 October 2012 to 31 May 2017.
- The AGM elected with 59,133,475 yes votes (100%) Mr. John I. Charody as an independent member of the Supervisory Board to be member of the Audit Committee from 12 October 2012 to 31 May 2017.
- The AGM elected with 59,133,475 yes votes (100%) Mr. Žarko Primorac as an independent member of the Supervisory Board to be alternate member of the Audit Committee from 27 April 2012 to 26 April 2017.
- The AGM elected with 59,133,475 yes votes (100%) Andrea Hegedűs, Attila Juhász, and dr. Sándor Puskás, as employee representatives in the Supervisory Board of MOL Plc. from 12 October 2012 to 31 May 2017.
- The AGM approved with 55,572,412 yes votes (93.98%), that the Chairman of the Audit Committee shall be entitled to receive gross EUR 1,500 for participation in each meeting of a Board committee up to 15 times per annum, from January 1, 2012.
- The AGM repealed with 59,133,465 yes votes (100%) the resolution No. 18/2000 as of 1 July 2012.
- The AGM approved with 59,133,465 yes votes (100%) the amendment of Article 15.2.g of the Articles of Association as of 1 July 2012.

- The AGM approved with 59,133,465 yes votes (100%) the amendment of Article 19.4 of the Articles of Association as of 1 July 2012.

The AGM documents are available on MOL official web site www.mol.hu and on the website of MOL Investor Relations: <http://ir.mol.hu/en/agm-documents/>

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