INDEPENDENT AUDITOR'S REPORT

To the shareholders of MOL Hungarian Oil and Gas Public Limited Company

Report on the audit of the consolidated financial statements

Opinion

We have audited the consolidated financial statements of MOL Hungarian Oil and Gas Public Limited Company (the "Company") and its subsidiaries (together the "Group") included in the digital file 213800R83KX5FQFGXS67-2022-12-31-hu.zip[1] which comprise the consolidated statement of financial position for the financial year ended on 31 December 2022 (in which total assets are HUF 7,967,699 million), the consolidated statement of profit or loss, the consolidated statement of other comprehensive income (in which the total comprehensive income for the year is HUF 1,119,166 million), the consolidated statement of changes in equity, the consolidated statement of cash flows for the financial year then ended and the notes to the consolidated financial statements comprising significant accounting policies and other explanatory information.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2022, and of its consolidated financial performance and its consolidated cash flows for the financial year then ended in accordance with International Financial Reporting Standards ("IFRS") as adopted by the European Union ("EU") and they have been prepared, in all material respects, in accordance with the supplementary requirements of Act C of 2000 on Accounting ("Accounting Act") relevant for the consolidated annual financial statements prepared in accordance with IFRS as adopted by the EU.

Our opinion is consistent with our additional report to the audit committee dated 23 March 2023.

Basis for opinion

We conducted our audit in accordance with Hungarian National Standards on Auditing ("HNSA") and with applicable laws and regulations in force in Hungary. Our responsibilities under those standards are further described in the "Auditor's responsibilities for the audit of the consolidated financial statements" section of our report.

We are independent of the Group in accordance with the applicable laws of Hungary, with the Hungarian Chamber of Auditors' Rules on ethics and professional conduct of auditors and on disciplinary process and, for matters not regulated in the Rules, with the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA Code) and we also comply with further ethical requirements set out in these.

The non-audit services that we have provided to the Group, in the period from 1 January 2022 to 31 December 2022, are disclosed in appendix IV. of notes to the consolidated financial statements.

[1] The SHA 256 HASH algorithm value of the 213800R83KX5FQFGXS67-2022-12-31-hu.zip file: 4d4aba788e53aee1c9281ca8baf4d51daf9eaf3b77604275966adf18b2f80b72

To the best of our knowledge and belief, we declare that non-audit services that we have provided to the Group are in accordance with the applicable laws and regulations in Hungary and that we have not provided non-audit services that are prohibited under Article 5 of Regulation of the European Parliament and Committee No 537/2014 and Subsection (1) and (2) of Section 67/A of Act LXXV of 2007 on the Chamber of Hungarian Auditors, the Activities of Auditors, and on the Public Oversight of Auditors.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our audit approach

Overview

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the consolidated financial statements. In particular, we considered where management made subjective judgements; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including among other matters, consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

Materiality

The scope of our audit was influenced by our application of materiality. An audit is designed to obtain reasonable assurance whether the consolidated financial statements are free from material misstatement. Misstatements may arise due to fraud or error. They are considered material if individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the consolidated financial statements.

Based on our professional judgement, we determined certain quantitative thresholds for materiality, including the overall materiality for the consolidated financial statements as a whole. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements, both individually and in aggregate on the consolidated financial statements as a whole.

Based on our professional judgement, we determined the overall materiality using two percent of the three-year average of earnings before interest, taxes, depreciation and amortization (EBITDA) as we believe that EBITDA is a key measure used by stakeholders in assessing the performance of the Group and the use of an average reduces the impact of recent volatility in this measure from period to period.

Group audit scope

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the consolidated financial statements as a whole, taking into account the structure of the Group, the accounting processes and controls, and the industry in which the Group operates.

Audit scope, in addition to the determination of the nature, timing and extent of audit procedures to be performed, also includes the physical locations, legal entities, operating activities and processes to be audited that, in aggregate, are expected to provide sufficient coverage of the consolidated financial statements for us to express an audit opinion. Our audit effort was focused towards higher risk areas, such as management judgements and estimates, and on operating units that we considered significant based upon size, complexity or risk and we ensured that our audit procedures covered the majority of revenues and assets of the Group.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter	*How our audit addressed the key audit matter*
Downstream segment revenue recognition The Group has several different revenue streams. We identified the downstream segment revenue stream as a significant revenue stream. Downstream segment involves the refining and petrochemical activity of the Group, which supplies consumers with petroleum products. *IFRS 15 Revenue from Contracts with Customers* establishes the principles of revenue recognition. According to the standard, companies should consider the terms of the contract with the customer, and also all relevant facts and circumstances when deciding on the method and amount of revenue to be recognised. As the downstream segment covers a significant part of the oil and gas value chain, it involves various types of sales activities with different contractual terms and conditions, this inherently makes revenue recognition a more complex exercise. Due to the number and magnitude of the transactions, as well as the great variety of contractual terms, downstream segment revenue recognition was considered to be a key audit matter. Total revenue from the downstream segment of the Group was HUF 6,167,891 million. Detailed disclosures and related accounting policies are in notes 1, 2 and 3 of the consolidated financial statements.	Our audit procedures included the evaluation of the relevant IT systems, and the design and operating effectiveness of controls over the: • Authorisation of sales contracts and sales orders; • Accuracy and completeness of the recording transactions generating revenue; • Monitoring of cash receipts and overdue receivables. We tested a sample of transactions generating revenue by vouching them to the underlying supporting documentations, including invoices, contracts, sales orders, proof of fulfillment and bank statements in order to check compliance with *IFRS 15 Revenue from Contracts with Customers*. Additionally, we have tested sales transactions and credit notes right before and after the balance sheet date to check whether revenue has been recognised in the appropriate period in line with *IFRS 15 Revenue from Contracts with Customers*. We checked whether all the necessary information was disclosed in the notes to the consolidated financial statements, in accordance with requirements of *IFRS 15 Revenue from Contracts with Customers*.

Impairment of property plant and equipment, intangible assets and investment in associates and joint ventures

The Group disclosed 'Property, plant and equipment' and 'Intangible assets' in the amount of HUF 3,817,879 million and HUF 552,588 million, respectively, out of which significant amounts relate to its Upstream and Downstream segments. Impairment charges of HUF 64,984 million and impairment reversal of HUF 75,653 million was accounted for in the financial year.

Furthermore, the Group holds investments in associates and joint ventures in the amount of HUF 190,805 million.

Property, plant and equipment, intangible assets and investments are tested for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Whenever the carrying amount of an asset exceeds its recoverable amount, an impairment loss is recognised in the statement of profit or loss for items carried at cost.

The Group assessed whether impairment triggering events were present for the assets at balance sheet date and performed impairment testing for assets impacted.

Determining whether indicators of impairment or impairment reversal trigger exist is a key judgment which includes assessment of changes in future commodity prices and movements in the macroeconomic environment, changes in the assets performance, in particular for exploration and production assets and changes in the oil and natural gas reserves.

The testing of those assets was undertaken by performing analysis, calculating the value in use (VIU) or fair value less cost to dispose of those assets. The assessment of the recoverable amount of assets is dependent on various assumptions which are subject to estimation uncertainty. These assumptions are derived from a combination of management's

Our audit procedures included the evaluation of the design and operation of controls in place over the significant assumptions used for impairment testing of non-financial assets. We assessed the operation of controls over the determination of oil and natural gas reserves.

We assessed whether the Group's accounting policies are in line with *IAS 36 Impairment of assets and IFRS 6 Exploration for and evaluation of mineral resources*. In particular, we evaluated management's triggering event review for impairment and reversal of impairment, including:

- Changes in external macroeconomic environment, such as movements in interest rates and commodity price forecasts;
- Changes in the political and geopolitical environment negatively impacting the performance of assets;
- Internal indicators of decline in the performance of assets, including but not limited to performing review of management's forecasts and long-term strategic plans and changes in estimated oil and gas natural reserves;

We assessed the methodology used by management supporting the recoverable values of assets and checked the consistency of the method used by the Group with the requirements of *IAS 36 Impairment of assets* and particularly the reasonableness of the cash flows used and related consistency with the Group's forecast plans.

We tested the mathematical accuracy and integrity of management's models.

Regarding significant assumptions, our testing included, but was not limited to:

- determining a reasonable range for the discount rate to be used in the model, with the involvement of PwC valuation experts, and comparing it to the discount rate used by management;
- evaluating the reasonability of long term commodity price forecasts by benchmarking these to consensus analysts' forecasts;

judgment, experts engaged by management and market data.

Certain indicators were identified as triggering events for impairment or impairment reversal and detailed analysis were performed. The significant assumptions that we focused our audit on were those with greater levels of management judgment and where changing the input data had the most significant impact on the recoverable amounts. Specifically, these included discount rates, terminal values, short- and long term commodity prices and future production plans.

In particular, the recoverability of upstream assets is inherently driven by the estimated value of reserves. The Group performs reserve valuation in line with the requirements of *IFRS 6 Exploration for and evaluation of mineral resources* and the industry practices for both proven and probable reserves.

The valuation of oil and natural gas reserves involves significant estimation uncertainty as it requires technical judgment by management. These judgments are based on determination of future production volumes by the Group's internal experts of geologists and other forecasting assumptions of expected cash in and outflows to determine the economically viable quantity of reserves.

The accounting policies, detailed disclosures of impairment of non-financial assets and investments are described in Notes 1, 6, and 9 of the consolidated financial statements.

- assessing other significant macroeconomic assumptions, including windfall levies, inflation forecasts with the involvement of PwC valuation experts;
- considering the effect of recent geopolitical conflicts, sanctions and government actions affecting the industry.

The audit procedures on the estimate of the oil and natural gas reserves included the analysis of the movements in reserves during the year, an understanding of reports of management's technical experts and assessing their consistency.

We evaluated the technical expertise and objectivity of the Group's internal experts involved in the reserve valuation process, as well as the methods used by them.

We checked whether all the necessary information was disclosed in the notes to the consolidated financial statements, in accordance with requirements of *IAS 36 Impairment of assets*.

Other information

Other information comprises the consolidated business report of the Group, the management discussion and analysis chapter of the entity's annual financial report and of the integrated annual report, the corporate governance chapter of the integrated annual report, the report on payments to governments, which we obtained prior to the date of this auditor's report, and the introduction and sustainability information chapters of the integrated annual report, which are expected to be made available to us after that date. Management is responsible for the other information, including the preparation of the consolidated business report, the integrated annual report and the report on payments to governments in accordance with the provisions of the Accounting Act and other relevant regulations, and for the preparation of the annual financial report in accordance with Act CXX. of 2001 on Capital Market. Our opinion on the consolidated financial statements does not cover the other information.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If based on our work performed on the other information that we obtained prior to the date of this auditor's report, we conclude that the other information is materially misstated we are required to report this fact and the nature of the misstatement.

When we read the introduction and sustainability information chapters of the integrated annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Based on the Accounting Act, it is also our responsibility when reading the consolidated business report to consider whether the consolidated business report has been prepared in accordance with the provisions of the Accounting Act and other relevant regulations, if any, and to express an opinion on this and on whether the consolidated business report is consistent with the consolidated financial statements.

Because the Company's transferable securities are admitted to trading on a regulated market of a Member State of the European Economic Area, our opinion on the consolidated business report shall cover the information prepared under Paragraphs e) and f) of Subsection (2) of Section 95/B, and state whether the information referred to in Paragraphs a)-d), g) and h) of Subsection (2) of Section 95/B of the Accounting Act has been provided.

As the Company is a public interest entity preparing consolidated financial statements and the conditions in Paragraph a) and b) of Subsection (5) of Section 134 of the Accounting Act are met at the balance sheet date, the Company shall publish a non-financial statement required by Section 95/C in its consolidated business report relating to the companies included in the consolidation. In this respect, we shall state whether the consolidated business report includes the non-financial statement required by Section 95/C, and Subsection (5) of Section 134.

In the course of fulfilling our obligation, in respect of forming our opinion on the consolidated business report we have considered the requirements set out in the Commission Delegated Regulation (EU) 2019/815 of 17 December 2018 on Supplementing Directive 2004/109/EC of the European Parliament and of the Council with regard to regulatory technical standards on the specification of a single electronic reporting format ("ESEF Regulation") as the regulation prescribing further requirements for the consolidated business report.

In our opinion, the 2022 consolidated business report of the Group, also including the information prepared under Paragraphs e) and f) of Subsection (2) of Section 95/B, is consistent with the 2022 consolidated financial statements in all material respects; and the consolidated business report has been prepared in accordance with the provisions of the Accounting Act and the ESEF regulation.

We are not aware of any other material inconsistency or material misstatement in the other information that we obtained prior to the date of this auditor's report and therefore we have nothing to report in this respect.

We state that the information referred to in Paragraphs a)-d), g) and h) of Subsection (2) of Section 95/B of the Accounting Act has been provided. The consolidated business report includes the non-financial statement required by Subsection (1) of Section 95/C, and Subsection (5) of Section 134 of the Accounting Act.

Responsibilities of management and those charged with governance for the consolidated financial statements

Management is responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with IFRS as adopted by the EU and to prepare the consolidated financial statements in accordance with the supplementary requirements of the Accounting Act relevant for the consolidated annual financial statements prepared in accordance with IFRS as adopted by the EU, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HNSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with HNSAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that gives a true and fair view.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other legal and regulatory requirements

Appointment

We were first appointed as auditors of the Group on 22 December 2021. Our appointment has been approved by shareholder resolution representing a total period of uninterrupted engagement appointment of one year.

The engagement partner on the audit resulting in this independent auditor's report is Jason Edward Wardell.

Report on accounting unbundling

In line with Section 105 of Act LXXXVI of 2007 on Electric Power ("EPA") and Sections 101-103/A of Government Decree No. 273/2007. (X. 19.) issued on the basis of the authorisation granted by Section 170 (1) 40 of the EPA and Section 120 (2)-(4) of Act XL of 2008 on Natural Gas Supply ("NGSA") and Sections 134-137 of and Appendix 8 to Government Decree No. 19/2009. (I.30.) on the implementation of the provisions of the NGSA (jointly: "Regulations"), the Group's management is responsible for developing and applying the rules for unbundling activities for accounting purposes ("Unbundling rules") in accordance with the Regulations, for applying the pricing of various transactions between the Group's divisions in a way that ensures the avoidance of cross-financing, for preparing the unbundled consolidated financial statements ("Activity-specific statements") in accordance the Unbundling rules developed on the basis of the Regulations, as well as for presenting these statements in the notes to the consolidated financial statements.

We fulfil our reporting obligation stipulated by Section 105/A (1) of Act LXXXVI of 2007 on Electric Power and Section 120 (7)-(8) of Act XL of 2008 on Natural Gas Supply as follows

- In our opinion, the Activity-specific statements disclosed in appendix V. of the notes to the Group's accompanying consolidated financial statements as of 31 December 2022 were prepared in all material respects in accordance with the Unbundling rules disclosed in appendix V. of the notes and prepared on the basis of the Regulations.
- In addition, we are required to make a statement based on our work on whether any information came to our attention which shows that the Unbundling rules developed and applied by the Group do not comply with the Regulations in all material respects, and that the Unbundling rules applied and the pricing of the transactions between the divisions do not provide for the avoidance of cross-financing between the divisions in all material respects. We have nothing to report in this regard.

Report on the compliance of the presentation of the consolidated financial statements with the requirements of the regulation on the European single electronic format

We have undertaken a reasonable assurance engagement on the compliance of the presentation of the consolidated financial statements of the Group included in the digital file 213800R83KX5FQFGXS67-2022-12-31-hu.zip ("consolidated financial statements in ESEF format") with the ESEF Regulation.

Responsibilities of the management and those charged with governance for the consolidated financial statements in ESEF format

The management is responsible for the presentation of the consolidated financial statements in ESEF format that comply with the ESEF Regulation. This responsibility includes:

- the preparation of the consolidated financial statements in the applicable XHTML format;
- the selection and application of appropriate iXBRL tags as required by ESEF Regulation using judgement where necessary, including the full application of relevant tags and the proper creation and linking of extension elements; and
- the design, implementation and maintenance of internal control relevant to the application of the ESEF Regulation.

Those charged with governance are responsible for overseeing the Group's financial reporting process including compliance with the ESEF Regulation.

Our responsibility and summary of the work performed

Our responsibility is to express an opinion on whether the presentation of the consolidated financial statements in ESEF format complies, in all material respect, with the requirements of the ESEF Regulation based on the evidence we have obtained. We conducted our reasonable assurance engagement in accordance with Hungarian National Standard on Assurance Engagements 3000 (Revised), Assurance Engagements Other than Audits or Reviews of Historical Financial Information (ISAE 3000).

A reasonable assurance engagement in accordance with ISAE 3000 involves performing procedures to obtain evidence about compliance with the ESEF Regulation. The nature, timing and extend of procedures selected depend on the auditor's judgment, including the assessment of the risks of material departures from the requirements set out in the ESEF Regulation whether due to fraud or error. Our reasonable assurance engagement included obtaining an understanding of the tagging, obtaining an understanding of the Group's internal controls relevant to the application of the requirements of the ESEF Regulation, verifying whether the XHTML format was applied properly, evaluating the completeness of the Group's tagging of the consolidated financial statements using the XBRL markup language, evaluating the appropriateness of the Group's use of iXBRL elements selected from the ESEF taxonomy and the creation of extension elements where no suitable element in the ESEF taxonomy has been identified and evaluating the use of anchoring in relation to the extension elements.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

In our opinion, the presentation of the consolidated financial statements in ESEF format of the Group for the financial year ended 31 December 2022 included in the digital file 213800R83KX5FQFGXS67-2022-12-31-hu.zip complies, in all material respects, with the requirements of the ESEF Regulation.

Budapest, 23 March 2023

Jason Edward Wardell
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Note:

This English version of our report is a translation from the original version prepared in Hungarian on the consolidated financial statements prepared in Hungarian. All possible care has been taken to ensure that the translation is an accurate representation of the original. However, in all matters of interpretation of information, views or opinions, the original language version of our report takes precedence over this English translation.