

**EC RULES OF PROCEDURE****TABLE OF CONTENTS**

I. PRINCIPLES.....	2
II. ORGANISATIONS INVOLVED IN ETHICS PROCEDURES.....	2
II.1. Ethics Council (EC).....	2
II.1.1. Composition and responsibilities of EC.....	2
II.1.2. Functioning of Ethics Council .....	4
II.2. Group Ethics Officer .....	5
II.3. Local Ethics Officers.....	6
III. PROCEDURE TO BE FOLLOWED IN CASE OF ETHICAL QUERIES.....	6
IV. PROCEDURE TO BE FOLLOWED IN CASE OF ETHICS CONCERN REPORTED.....	7
IV.1. General rules of ethics procedures.....	7
IV.1.1. Confidentiality .....	7
IV.1.2. Exclusions .....	7
IV.1.3. Tools of investigation.....	8
IV.1.4. Interview (face-to-face and phone interview).....	8
IV.1.5. Inquiries .....	8
IV.1.6. Procedure in the absence of Reported Person's consent to processing personal data .....	9
IV.1.7. Case deadlines.....	9
IV.2. Launching ethics procedures, preliminary decision-making procedure.....	9
IV.3. Ethics investigation of merits.....	12
IV.4. Communication of position statements, consequence management, repeated/supplementary procedures.....	13
IV.4.1. Communication of position statements.....	13
IV.4.2. Consequence management .....	13
IV.4.3. Request for review (repeated/supplementary investigation).....	14
IV.4.4. Publicity of position statements.....	14
IV.4.5. Archiving/Deleting data .....	14
V. CLOSING PROVISIONS .....	14
V.1. Amendment of Rules of Procedure.....	14

V.2. Transitional rules ..... 15

## I. PRINCIPLES

**I.1. Objective of rules of ethics procedure:** The primary objective of this Regulation is to define the roles and responsibilities of organisational units and persons involved in processes designed to ensure ethical conduct/behaviours prescribed in the Code of Ethics, as well as the rules applicable to investigation of ethics cases, procedures carried out by Ethics Council, Group Ethics Officer and Local Ethics Officers.

**I.2. Principle of procedural fairness:** All participants involved in ethics procedures shall act in compliance with the principles of objectivity and impartiality, according to provisions of Code of Ethics, and make all necessary efforts to complete ethics cases in a timely manner.

**I.3. Parties' behaviour:** During the course of ethics procedures, participants shall apply the communication style reasonably expected in any formal business relationship and act according to the principle of good faith and fair dealing.

**I.4. Deadlines:** Participants involved in ethics procedures shall use all reasonable endeavours to meet the deadlines set forth in this Regulation in a way as to ensure that Ethics Council procedures effectively support decision-making by the managers exercising employer's rights and management of other legal relationships established under contract.

**I.5. Confidentiality:** In order to protect personal data of persons concerned by ethics procedures, all documents produced or made available in the course of ethics procedures are confidential, unless otherwise stipulated in this Regulation. In compliance with MOL Group's Data Classification Regulation, documents related to ethics cases fall within "MOL secret" or "MOL confidential" category.

All participants involved in ethics cases (Ethics Council members, Group Ethics Officer, Local Ethics Officer, other investigator, Reporting Person, Reported Person, witness, expert, etc.) shall handle all information as confidential.

**I.6. Ethics Council's competence:** Ethics Council in its decisions not bound by any decision previously made by any MOL Group board or organisation, but not entitled to intervene in proceedings pending before any authority or court. Until these proceedings have not been completed Ethics Council shall not carry out ethics procedure.

## II. ORGANISATIONS INVOLVED IN ETHICS PROCEDURES

### II.1. Ethics Council (EC)

#### II.1.1. Composition and responsibilities of EC

II. 1.1.1. Essential mission of Ethics Council is to ensure MOL Group's ethical conduct and coordinate ethics management systems of all MOL Group Companies. It monitors and prepares Code of Ethics (CoE) review proposals and the method thereof. It is responsible for monitoring compliance with CoE norms. It adopts decisions on ethics reports and clarifies ethics question received.

Ethics Council oversees CoE communication and training. It regularly reports to Board of Directors, Chairman-CEO and Supervisory Board on completed tasks, investigation findings and ethical issues raised.

II.1.1.2. In case of breach of norms stipulated in MOL Group Code of Ethics, it is the Ethics Council's responsibility to establish whether ethical norms stipulated therein were breached and by whom, if personal liability can be established and prepare proposals for the manager authorised to take the necessary measures.

II.1.1.3. By publishing general ethics position statements, EC facilitates the interpretation of CoE norms with a view to implement standard practices.

II.1.1.4. Operations of Ethics Council are managed and co-ordinated by its Chairperson. It is under the responsibility of EC Chairperson to prepare and convene Ethics Council meetings and supply sufficient information required by effective conduct and decision-making, in a timely manner.

II.1.1.5. EC Chairperson is an expert independent from the work organisation, who supervises unbiased conduct of ethics procedures. Responsibilities of EC Chairperson:

- a) Approve investigation reports and draft decisions prior to submission to EC;
- b) Represent MOL Group's ethical commitment and ethical business culture in external and internal communication;
- c) Supervise CoE awareness and training processes;
- d) Regularly report to Chairman-CEO and Board of Directors on EC activities and development trends of MOL Group's culture of ethics.

When duly justified, EC Chairperson takes part in investigating ethics concern reports.

II.1.1.6. Ethics Council shall comprise 5-15 members, its members are independent experts and appointed employees of MOL Group Companies.

Permanent employee members of Ethics Council:

- Group Chief Financial Officer (GCFO);
- Executive Vice President, Group Exploration & Production;
- Executive Vice President, Group Downstream;
- Vice President, Group Corporate Center;
- Vice President, Group Legal;
- MOL COO;
- Slovnaft CEO.

II.1.1.7. EC members and Chairperson are appointed by Chairman-CEO; employee members are appointed for an indefinite term, non-employee members for one year.

Non-permanent employee members can be appointed by Chairman-CEO.

II.1.1.8. EC membership is terminated in the following cases:

- By resignation;

- In case of EC employee members: automatically upon termination of employment, in case of permanent members: automatically upon change in position;
- In case of EC employee members: by removal and Chairman-CEO is not required to disclose the reasons thereof;
- In case of independent experts: upon expiration of the fixed term, or by removal within the fixed term and Chairman-CEO is required to disclose the reasons thereof.

By a written statement addressed to Chairman-CEO, members may withdraw from membership at any point in time.

II.1.1.9. Ethics Council operates a core team - with participation of EC Chairperson, VP Group Corporate Centre and VP Group Legal, as members of the Council -, (hereinafter referred to as "Preparatory Committee") to carry out specific tasks set out in Rules of Procedure.

II.1.1.10. EC Chairperson is assisted by EC Secretary, who is not an EC member. EC Secretary is appointed by Preparatory Committee.

#### II.1.2. Functioning of Ethics Council

II.1.2.1. Ethics Council shall operate and adopt decisions as a board.

II.1.2.2. Ethics Council shall be convened when necessary, but meet at least two times a year. Meetings shall be prepared by EC Secretary, who sends invitations to meetings pre-scheduled or convened for the date set by Chairperson, provided that members receive such invitations at least 5 days in advance.

II.1.2.3. A quorum shall exist at an EC meeting, if attended by more than one half of its members. If there is no quorum of the majority of members at the first meeting, Ethics Council shall be reconvened within 48 hours. All members shall be informed of the date and time of repeated meeting at least 24 hours in advance, in writing (via mail or email) or via facsimile transmission.

II.1.2.4. Members who are not present at EC meeting, but attend the whole meeting via phone or video conference connection, shall be regarded as members present at the meeting. Participation via phone or video conference shall be recorded in the minutes and endorsed by member(s) concerned.

II.1.2.5. Meetings shall be chaired by EC Chairperson, or when prevented from attending, by an EC member appointed by EC Chairperson to do so. Chairperson of the meeting shall establish the agenda and ensure that the meeting is conducted within an appropriate framework.

II.1.2.6 In the event that an EC meeting cannot be convened due to the urgency of the case or such meeting is not necessary based on the nature thereof, it is possible to collect written opinions from members by electronic means or in writing (mail or facsimile), and vote by electronic means or in writing, with an appropriate deadline set. Within 5 days of the date of voting, EC Secretary shall, upon EC Chairperson's request, inform members of results of votes by electronic means or in writing via the Intranet site exclusively accessible by EC members and Group Ethics Officer. Members who fail to meet the voting deadline set by EC Chairperson shall be considered as members who intend not to vote.

II.1.2.7. EC Chairperson may convene extraordinary meetings. EC Chairperson is obliged to convene an extraordinary meeting, when requested by at least two EC members with

reasons stated, in writing (e.g. electronic mail). The invitation to extraordinary meeting shall be distributed with the proposal attached by EC Secretary to members at least 3 days before the meeting. When this is appropriate under the circumstances where urgent measures are required, extraordinary meetings may be convened within 24 hours.

II.1.2.8. The official language of EC shall be English. Upon request of Reporting and/or Reported Person subject to the procedure, EC shall make the necessary arrangements to use their native language and make documents prepared during the course of procedures available to them in the same language.

II.1.2.9. EC shall adopt decisions primarily based on consensus. In exceptional cases, when members fail to reach agreement, EC shall adopt decisions upon agreement of more than half of the members present.

II.1.2.10. Minutes shall be taken at EC meetings. Minutes shall be drawn up and printed within 8 days after the meeting. Minutes are endorsed by chairperson of the meeting, EC member appointed to do so at the meeting and EC Secretary. Minority or dissenting opinions shall be attached to minutes. Endorsed minutes shall be made available in electronic form via the Intranet site exclusively accessible by EC members and Group Ethics Officer.

## II.2. Group Ethics Officer

II.2.1. Operational work of Chairperson, Preparatory Committee and Ethics Council required to carry out tasks aimed at clarification of facts, carry out ethics procedures, draw up investigation reports and prepare draft decisions is assisted by Group Ethics Officer. Responsibilities of Group Ethics Officer:

- a) In case of modification, prepare wording of Code of Ethics and Rules of Procedure;
- b) Receive ethics concern reports, operate an Ethics & Compliance reporting system (Ethics and Compliance Line);
- c) decide within own competence on investigating minor and trivial misconducts reported, or forwarding such reports without investigation, if clearly related to business-line specific special topics; and keep Preparatory Committee informed of such decisions;
- d) Carry out ethics procedures, investigate concern or engage competent Local Ethics Officer, relevant expert to do so, and
- e) Monitor progress of investigations launched on the basis of concern report, but pursued in the competence of other organisational units;
- f) Clarify ethical issues, assist in resolving ethical dilemmas raised and may - based on inquiries received -, initiate issue of EC position statements;
- g) Draw up investigation reports and prepare proposals on decisions to be made by Preparatory Committee and Ethics Council;
- h) Arrange for monitoring ethics investigations and measures taken based on investigation findings;
- i) Report activities carried out to EC.

Each MOL Group company's every employee is obliged to co-operate with Group Ethics Office in order to obtain information and support procedures.

Group Ethics Officer may attend EC meetings in consultative capacity.

Group Ethics Officer is assisted by EC Secretary.

### **II.3. Local Ethics Officers**

II.3.1. In the course of carrying out their tasks, Ethics Council and Group Ethics Officer are assisted by Local Ethics Officers at MOL Group Companies (including the parent company). Local Ethics Officers are appointed from among employees by chief executive officers of individual MOL Group Companies with Preparatory Committee informed.

Local Ethics Officers shall

- a) Support the process by clarifying issues associated with rules of procedure and may receive ethics concern reports;
- b) Inform without any delay Group Ethics Officer of ethics concern reports and questions received;
- c) Support investigation of ethics reports;
- d) Coordinate local communication of ethical norms and ethics training;
- e) Support internal ethics audits;
- f) Supply data to ethics monitoring system, report on activities carried out to EC via Group Ethics Officer.

II.3.2. Should ethics concern reports concern any subsidiary outside Hungary, where data protection regulations make it necessary to obtain Reported Person's consent to processing personal data by Ethics Council as an independent body and by Group Ethics Officer as an employee of another legal entity, ethics procedure shall - in the absence of such consent -, be carried out by Local Ethics Officer of Company concerned, that is authorised to process data.

## **III. PROCEDURE TO BE FOLLOWED IN CASE OF ETHICAL QUERIES**

III.1. Anyone can address questions to Ethics Council, if required to interpret the Code of Ethics or assess a situation from an ethics point of view. Questions can be submitted through the channels listed in Code of Ethics.

III.2. During consultation sessions held prior to processing questions and delivering responses, every participant is obliged to respect privacy and - in particular -, right to the protection of personal data of questioner and any other persons concerned. Data and information that make it possible to identify questioner may only be disclosed to persons other than the organisations and officers listed in Chapter II to the extent strictly necessary to reply on issues raised.

III.3. Recipient should handle ethical issues received as follows:

All concern reported via phone or in person shall be recorded in writing.

If an ethical issue is communicated to Ethics Council, directly to EC Chairperson, any EC member, or Local Ethics Officer, it shall be forwarded without delay to Group Ethics Officer.

III.4. Group Ethics Officer shall examine the issue, consult experts as necessary and respond thereto with Preparatory Committee's approval within 15 days of receipt.

III.5. Should it be appropriate based on the nature of the issue raised, Group Ethics Officer may propose at Preparatory Committee that first Ethics Council should form an opinion and issue a position statement thereon. Should Preparatory Committee agree with the proposal, Group Ethics Officer shall inform questioner thereof within 15 days of request receipt.

III.6. Group Ethics Officer shall arrange for communicating Ethics Council's response.

## **IV. PROCEDURE TO BE FOLLOWED IN CASE OF ETHICS CONCERN REPORTED**

### **IV.1. General rules of ethics procedures**

#### IV.1.1. Confidentiality

IV.1.1.1 All persons concerned by investigation shall keep all data confidential, respect and protect privacy of persons concerned, act with integrity and impartially throughout the process. All related messages and documents shall be marked as "Confidential"/"Business Secret" or the applicable Data Class "MOL Secret" or "MOL Confidential".

IV.1.1.2. Only the following persons can be informed of the investigation:

- a) EC Chairperson;
- b) EC members;
- c) EC Secretary;
- d) Group Ethics Officer;
- e) Competent Local Ethics Officer;
- f) Reporting Person;
- g) Reported Person and his/her legal representative;
- h) Officers involved in investigation of the ethics case, contributing thereto by supplying information or technical assistance (to the extent strictly necessary by the level of involvement).

#### IV.1.2. Exclusions

IV.1.2.1. Reporting and Reported Persons, persons interviewed during the procedure and persons who, for other reasons, cannot be expected to act impartially concerning the case cannot carry out investigation, be involved in decision-making or preparing EC position statements.

Persons concerned are obliged to communicate reason for their exclusion to EC Chairperson and Group Ethics Officer when they become aware thereof without any delay. Group Ethics Officer is obliged to communicate reason for his/her exclusion to Preparatory Committee when s/he becomes aware thereof without any delay. EC Chairperson is obliged to communicate reason for his/her exclusion to Ethics Council when s/he becomes aware thereof without any delay.

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EC Chairperson shall decide on complaints of bias received from any person concerned by the procedure, while on complaints of bias concerning EC Chairperson, EC as a board shall decide.

#### IV.1.3. Tools of investigation

IV.1.3.1. During the investigation, particularly the following tools can be used:

- a) Face-to-face interview with persons concerned;
- b) Interview via phone or video conference;
- c) Requesting documents, information relating to the case;
- d) Visiting relevant locations.

IV.1.3.2. No person shall be compelled, but entitled to provide self-incriminating information or information against his/her relative.

#### IV.1.4. Interview (face-to-face and phone interview)

IV.1.4.1. Besides interviewee, the interview shall be attended by at least two other persons.

Other than interviewee, interviewer and keeper of the minutes, the interview may be attended by competent Local Ethics Officer, representative of Company concerned by misconduct reported, involved in investigation as expert of the area concerned.

IV.1.4.2. Upon Reported Person's request, the interview may be attended by his/her manager exercising employer's rights, representative of interest representation organisation or legal representative s/he invited. Invitee may not make statements on behalf of interviewee, but may address questions to interviewee after the person who conducts the interview.

IV.1.4.3. At the interview, other persons interviewed (witness, expert) shall be informed of their rights relating to protection of personal data (name, position, conclusions made based on interview findings of the case).

Interviewee may request to have his/her personal data exclusively disclosed to - in addition to persons attending the interview -, EC members and Group Ethics Officer, or when this is appropriate under the circumstances, to EC Chairperson and Group Ethics Officer only.

IV.1.4.4. Minutes shall be kept or records taken at the interview, provided that it can be accessed by interviewee. Upon Reported Person's request, minutes shall be taken. Based on interviewee's express and prior consent, if seems appropriate, minutes can be taken by audio recording – in this case it is sufficient to have only interviewer and interviewee present. Based on such recording, a transcript shall be made.

IV.1.4.5. Rules on face-to-face interviews shall apply by analogy to phone and video conference interviews, provided that in case of phone interview, it is sufficient to have interviewer present even if only records are taken.

#### IV.1.5. Inquiries

IV.1.5.1. Persons contacted to supply documents and information required to conduct ethics procedures are obliged to send documents to inquiring Group Ethics Officer or Local Ethics Officer within 5 working days of receipt thereof.



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By setting a reasonable deadline, Group Ethics Officer may invite competent Local Ethics Officer to carry out certain procedural steps (conduct interview; obtain data and documents, etc.), who shall complete such tasks and send relevant documents to Group Ethics Officer against deadline.

#### IV.1.6. Procedure in the absence of Reported Person's consent to processing personal data

IV.1.6.1. In cases where it is required to obtain consent to processing personal data to have procedures carried out by Group Ethics Officer and Ethics Council, but Reported Person fails to consent thereto, investigation shall be carried out by Local Ethics Officer of Company concerned that is authorised to process such data, to whom Group Ethics Officer immediately forwards documents relating to the case, if any. Local Ethics Officer shall conduct the investigation on his/her own and only s/he is authorised to process documents and data arising therefrom. During the investigation, only Local Ethics Officer may consult Ethics Council and Group Ethics Officer without transferring personal data or revealing identity of Reported Person.

Should the Company have no Local Ethics Officer or reason for exclusion apply thereto, the investigation shall be carried out by Chief Executive Officer of the Company in compliance with rules applicable procedures carried out by Local Ethics Officer. Should Chief Executive Officer of the Company be excluded from the procedure, it shall be carried out by other competent person appointed by Preparatory Committee in compliance with rules applicable to procedures carried out by Local Ethics Officer.

#### IV.1.7. Case deadlines

IV.1.7.1. By no later than 30 days of receipt of ethics concern report, Group Ethics Officer or Local Ethics Officer is obliged to prepare a written report.

If assessment of or other circumstances relevant to the case so require, Group Ethics Officer or Local Ethics Officer may - in agreement with Preparatory Committee -, extend the term of procedure on one occasion by 30, or - when this is appropriate under the circumstances -, maximum 60 days, provided that Reporting Person and Reported Person are informed thereof.

### **IV.2. Launching ethics procedures, preliminary decision-making procedure**

IV.2.1. Any person may initiate ethics procedures, when observing conduct or behaviour at any MOL Group Company, filling station, supplier or joint venture that constitutes a breach of CoE norms.

Managers of MOL Group Companies are obliged to report any misconduct that requires no measures by the employer or other action under contract, but breach of Code of Ethics is suspected.

IV.2.2. After a period of three years, procedures for breach of Code of Ethics may only be initiated when this is especially appropriate under the circumstances.

IV.2.3. Investigation of a concern repeatedly reported by same Reporting Person or a report older than six months then the conduct, compliance issue subject to report or than acquiring knowledge thereof may be omitted.

Misconduct can be reported anonymously. However, investigation of a concern reported by anonymous or non-identifiable Reporting Persons can be omitted.

Investigation may also be omitted if violation of public interest or overriding reasons in the private interest are disproportionate in terms of restriction of Reported Person's rights.

On proposal from Group Ethics Officer, Preparatory Committee shall decide on whether investigation of such reports should be omitted. Ethics Council may overrule this decision.

IV.2.4. Misconduct shall be reported and ethics procedures initiated through the channels listed in Code of Ethics.

IV.2.5. Recipient shall handle ethical issues received as follows:

All misconducts reported via phone or in person shall be recorded in writing.

If a ethics report is communicated to Ethics Council, directly to EC Chairperson, any EC member, or Local Ethics Officer, it shall be forwarded without delay to Group Ethics Officer.

Should the ethics report be sent to competent Local Ethics Officer, it is immediately forwarded - if it is necessary to obtain a statement of consent described in Section II:3.2.: without detailed information identifying the reported person -, to Group Ethics Officer and at the same time, s/he shall arrange for obtaining the statement of consent from the person concerned.

IV.2.6. Reporting Person shall supply the following details and make the following statements to have ethics procedures launched:

- a) Name, work or home address, phone number and email address (when available) of Reporting Person, name(s) of Reported Person(s) (if known) and specification of ethical misconduct presumed;
- b) All essential information required to assess the ethics case;
- c) Evidence relating to the ethics case supporting the claim that the misconduct was committed.
- d) Reporting Person's statement to indicate that misconduct is reported in good faith based on circumstances s/he aware of or based on evidence reasonably assumed to be factual.

Reporting Person shall state in the report if he/she requests restricted handling of personal data, indicating whether it can be disclosed to EC members or Group Ethics Officer, or when this is appropriate under the circumstances, to EC Chairperson and Group Ethics Officer only.

IV.2.7. Upon receipt of ethics concern report, Group Ethics Officer may collect advance information for Preparatory Committee.

IV.2.8. Group Ethics Officer collects required information and prepares proposal for Preparatory Committee to indicate whether the case concerned falls within EC competence and what type of procedure is required.

If reported misconduct also constitutes failure to fulfil obligations arising from employment or any other breach associated with the specific contractual relationship, Group Ethics Officer shall - upon Preparatory Committee's decision -, hand over available information to manager exercising employer's rights and/or head of organisation unit responsible for managing the

breached contract for further measures, and simultaneously informs Reporting Person thereof.

If reported misconduct also constitutes failure to fulfil obligations set out in special internal regulations, Group Ethics Officer shall - upon Preparatory Committee's decision -, hand over available information to professional organisation responsible for supervising the area concerned for investigation.

If reported misconduct also constitutes criminal offence and there is reason to suspect that it has been committed, Group Ethics Officer shall - upon Preparatory Committee's decision -, hand over available information to Security organisation to conduct investigation and launch statutory procedures.

IV.2.9. Should the investigation request fail to conform to provisions of Section IV.2.6., Group Ethics Officer or Local Ethics Officer shall return it with missing information listed and a short deadline (no longer than 5 days) to Reporting Person to supply additional information.

IV.2.10. Within 8 days of the date of becoming aware of the case – in case of supply of additional information: from the date of receipt thereof or failure to meet the deadline - Group Ethics Officer shall prepare a proposal for Preparatory Committee. Within a maximum of 3 working days, Preparatory Committee shall make one of the following decisions:

- a) Decide not to conduct investigation in conformity with Sections IV.2.2.-IV.2.3.;
- b) Decide that the request originates from unreliable source or contains insufficient information in spite of the request for additional information, or it is manifestly unsubstantiated or highly inconsistent, thus Ethics Council will not investigate the case;
- c) Decide that based on information and evidence given in the request there is no need for ethics procedure and decide on the type of procedure required in line with Section IV.2.8. and transfer the case accordingly;
- d) Decide on whether information and evidence described in the request justify ethics investigation.

IV.2.11. Should Reporting Person be identifiable, Group Ethics Officer shall, within 5 working days, inform him/her in writing of the decision made under Section IV.2.10 and draw attention to consequences of malicious reporting.

IV.2.12. Group Ethics Officer - or Local Ethics Officer on behalf thereof -, shall immediately inform Reported Person of launched ethics investigation, as and when necessary, request his/her statement of consent (that can be found in Section II.3.2.) to have personal data processed required. As necessary, Group Ethics Officer shall forward it to Local Ethics Officer competent concerning Reported Person to take measures required to obtain the statement of consent.

IV.2.13. Should a minor and trivial misconduct be reported, or clearly related to business-line specific special topics (e.g. competition law, health, safety and environment; property protection; retail complaints of other than ethical nature; etc.), Group Ethics Officer shall on a discretionary basis decide on how to handle the case. As part thereof, Group Ethics Officer shall decide on matters stipulated under Section IV.2.10. a)-d).

In the course of such procedure, rules that apply to procedures carried out based on decision made by Preparatory Committee shall be followed, provided that Preparatory Committee

tasks are addressed by Group Ethics Officer, except decision made on repeated/supplementary procedure carried out under Section IV.4.2.3.

Group Ethics Officer shall report status of these cases to Preparatory Committee on a biweekly basis.

IV.2.14. Should procedure be carried out by other than Group Ethics Officer (or competent Local Ethics Officer based on instruction received therefrom) according to Sections IV.2.8. and IV.2.11. or IV.2.13., s/he shall suspend ethics procedure and inform Reporting Person thereof. Group Ethics Officer shall monitor every procedure launched based on ethics concern reported.

Organisation carrying out investigation is obliged to inform Preparatory Committee of investigation findings via Group Ethics Officer within 30 days. Should organisation carrying out investigation fail to successfully conclude investigation within 30 days, it shall inform Group Ethics Officer of actual status, findings documented to date, reason for delay and expected time to complete. Based on this, Preparatory Committee may decide to launch additional ethics investigation or close the case. Group Ethics Officer shall inform parties concerned thereof in conformity with the rules stipulated under Section IV.4.1.

IV.2.15. On a quarterly basis, Group Ethics Officer shall inform Ethics Council of all ethics concern reports, including those without procedures launched. Should majority of EC members fail to agree with Preparatory Committee, Group Ethics Officer shall launch the investigation.

### **IV.3. Ethics investigation of merits**

IV.3.1. Should Preparatory Committee decide to investigate ethics concern reported, Group Ethics Officer (or Local Ethics Officer appointed by him/her) shall, within 5 working days and in writing, inform Reporting Person and Reported Person of the fact the Ethics Council launches ethics procedure against him/her based on the ethics concern report received, describe in detail allegations stated therein, inform him/her of rights relating to protection of personal data and rules applicable to processing of person data. Notification shall address all possible ethics complaints stated in the ethics report. If the investigation identifies any other potential misconduct, the person concerned shall be notified thereof within 5 working days.

On an exceptional basis and when this is appropriate under the circumstances, Reported Person may be informed later, if immediate briefing (informed within 5 working days) would frustrate or jeopardise investigation.

Name of Reporting Person may only be disclosed to Reported Person, when this is appropriate based on the nature of misconduct reported or it is necessary to effectively conduct the procedure.

As part of the above communication, both Reporting Person and Reported Person shall receive a copy of this Rules of Procedure.

A copy of this Rules of Procedure shall also be sent to witnesses of the ethics case investigated. If during the course of procedure, it is suspected that they have breached norms of ethics, Group Ethics Officer (or Local Ethics Officer appointed by him/her) shall inform them thereof within 5 working days.

IV.3.2. In his/her investigation report, Group Ethics Officer shall describe tools of investigation used, established facts, proposed EC position statement and decision and

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proposed actions, including context and grounds of proposal - with processed documents, relevant messages exchanged and all other acquired evidence attached.

IV.3.3. Should the investigation be carried out by Local Ethics Officer or any other person, findings shall be forwarded by Group Ethics Officer to EC to decide on ethical misconduct. Local Ethics Officer prepares his/her report according to rules applicable to Group Ethics Officer reporting, provided that it contains no personal data.

Reports prepared by Group Ethics Officer and Local Ethics Officer shall, based on the opinion of Preparatory Committee, be approved and presented for EC decision by EC Chairperson.

IV.3.4. Within 10 business days of receipt of having the report presented, EC shall adopt an opinion under the procedure laid down in Section II.1.2.

IV.3.5. Basically, Ethics Council may adopt one of the following decisions on specific cases:

- a) State that by the conduct under investigation, Reported Person breached one or more norms set forth in MOL Group Code of Ethics;
- b) Refuse complaint subject to ethics procedures.

Ethics Council shall conclude position statements in writing, with reasons stated.

#### **IV.4. Communication of position statements, consequence management, repeated/supplementary procedures**

##### IV.4.1. Communication of position statements

IV.4.1.1. EC closes procedures by adopting position statements that are communicated to parties concerned by Group Ethics Officer within 8 days.

EC position statements shall be communicated to Reporting Person and Reported Person subject to procedure, to the manager of the area concerned/exercising employer's rights over Reported Person.

A copy of EC position statements shall be sent to competent Local Ethics Officer.

##### IV.4.2. Consequence management

IV.4.2.1. Should misconduct be found substantiated, Ethics Council shall put forward recommended measures for the manager of the area concerned/exercising employer's rights over Reported Person. If recommended measures involve disciplinary measures, Ethics Council shall consult the manager exercising employer's rights in advance.

Should it be so mandated by legislation under the conditions stated therein, EC shall, instead of stating that ethical misconduct is found substantiated, initiate procedures to be carried out by competent authority. Should filing a criminal complaint be considered appropriate, it shall be initiated in consultation with the organisation responsible for security investigations and authority relations on criminal matters.

IV.4.2.2 Based on EC position statement, the manager of the area concerned/exercising employer's rights over Reported Person shall, within 15 days, decide on required additional measures, applicable penalties and taking ethical misconduct into account as part of performance evaluation, and immediately notify Group Ethics Officer thereof. Should the

manager concerned fail to take measures required based on EC recommendations, Group Ethics Officer shall notify his/her manager exercising employer's rights, who shall decide on required additional measures, applicable penalties and taking ethical misconduct into account as part of performance evaluation, and immediately notify Group Ethics Officer thereof.

IV.4.2.3. No ethics investigation or findings thereof may entitle Reporting Person to receive compensation of any kind.

#### IV.4.3. Request for review (repeated/supplementary investigation)

IV.4.3.1. In view of Ethics Council's decision, persons concerned may, within 8 days of receipt of decision notification, request continuation of procedure or supplementary decision, if they become aware of essential information not yet taken into account during the procedure. Preparatory Committee shall decide on launching repeated/supplementary investigations. Repeated/supplementary investigation shall primarily mean a review of existing documents and face-to-face interviews may only be involved when this is appropriate under the circumstances.

#### IV.4.4. Publicity of position statements

IV.4.4.1. EC shall decide on publication of specific or general ethics position statements – without details that could identify persons concerned. Decision communicated to Reporting Person and/or published shall not contain any information that could violate privacy of any MOL Group Member or any other legal or private entity subject to ethics procedure, in particular, information that would infringe or jeopardise business secrets, privacy, or data protection rules.

IV.4.4.12. Should any given case involve administrative/court procedure, EC Chairperson may authorise use of EC position statements in the course thereof. In case of administrative/court requests, Group Ethics Officer is obliged to make requested case documents available to the relevant authority/court.

#### IV.4.5. Archiving/Deleting data

IV.4.5.1. Should investigation find that misconduct reported is unsubstantiated or no further measures required, report details shall be deleted within 60 days of completion of investigation.

Should measures be taken based on investigation findings, report details shall be handled in the non-compliance reporting system until the final conclusion of procedures initiated based on misconduct report.

## **V. CLOSING PROVISIONS**

### **V.1. Amendment of Rules of Procedure**

Ethics Council is authorised to initiate amendment or completion of these Rules of Procedure.

**V.2. Transitional rules**

This version of Rules of Procedure shall only apply to cases initiated after its date of effect.