

## GENERAL OFFER

Via the successful voluntary takeover offer for INA - INDUSTRIJA NAFTE, d.d., Zagreb, Avenija V. Holjevska 10, OIB: 27759560625 (further: "INA") shares published in 2008 under the Croatian Takeover Act (further: "the Act"), MOL HUNGARIAN OIL AND GAS COMPANY PLC, Október Huszonharmadika u.18., 1117 Budimpešta, Mađarska, OIB: 58413431643 (further: "MOL"), acting in concert with the Republic of Croatia, granted an opportunity to small shareholders of INA to sell their shares to MOL. Since some shareholders could and did not sell their shares at that time, MOL now grants another opportunity to those currently holding shares of INA, the majority of whom are employees and former employees of the company, or private persons who acquired their shares during the initial public offering of INA.

In line with the above, MOL, represented by Ábel Galács, Vice President for Business Development and Sándor Fasimon, Senior Vice President for Supply and Trade, hereby offers to the shareholders of INA, not acting in concert with MOL, to purchase not more than the total of 800.910 un-encumbered and fully paid off INA ordinary shares, bearing the symbol INA-R-A, each in nominal value of HRK 900.00 for the price of HRK 2,800.00 per share. This general offer (further: "General offer") is not being subject to provisions of the Act.

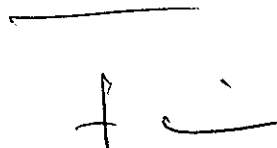
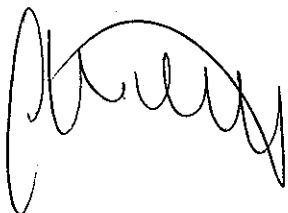
MOL will, within 3 business days as of opening the offer in the system of the depository - SREDIŠNJE KLIRINŠKO DEPOZITARNO DRUŠTVO d.d. Zagreb, Heinzelova 62a, OIB: 64406809162 (further: „CDCC“), contact the shareholders of INA by providing them the instruction for acceptance of this General offer (further: "the Instruction").

Validity period of this General offer is from 15 December 2010 until 14 January 2011. Acceptance of the General offer has to be received by CDCC before elapse of the validity period of the General offer, i.e. by 14 January 2011. The term for payment of the price is 31 January 2011 (further: "the Payment term"). The Payment term is material content of this General offer.

Together with the payment of the price, MOL undertakes to reimburse to shareholders the costs of notarisation of signatures on offer acceptance documents, as well as potentially required costs of solemnization and/or notary public deed. Any other possible costs related to the acceptance of the General offer by the shareholder will be borne by the shareholder.

The Instruction will contain all details explaining the shareholders how to accept this General offer, including the process for conclusion of the share purchase contracts and the settlement process (transfer of shares and price). By submitting documents for acceptance of the General offer, each shareholder agrees to all terms of the General offer.

**Note on the offer type:** Since, as result of the above mentioned voluntary takeover offer, MOL and the Republic of Croatia, acting in concert, jointly hold 91,99090% of voting shares in INA, the final statutory threshold determined by the Act has been exceeded in accordance with provisions of the Act, consequently MOL is permitted to give this General offer to shareholders of INA with the goal of acquiring INA shares, without publishing a takeover offer under the Act.



MOL Plc.