

On the ground of thematic review concluded at OTP Bank Plc. (1051 Budapest, Nádor Street 16.) (“Bank”) I pass the following

Resolution

with the underlying authorization of the Financial Stability Council, acting on behalf of the National Bank of Hungary (1054 Budapest, Szabadság Square 9., registered office: 1013 Budapest, Krisztina Street. 39.) (“MNB”):

- I. I oblige the Bank to comply with the legal provisions related to the publicity of its remuneration policy from the date of receipt of the resolution until 30/06/2016 at the latest, and to continuously do so following that date.
- II. I oblige the Bank to amend its regulation on its remuneration policy regarding deferred or no cash payment after the receipt of this resolution but no later than 30/06/2016, in accordance with the legal provisions related to the publicity of its remuneration policy.
- III. I oblige the Bank to continually perform its data provisional obligations related to its remuneration policy in accordance with the all-time applicable legal provisions.
- IV. I prescribe for the Bank to provide the report of the internal supervisor until 31/07/2016 prepared on the performance of I-III points of this resolution’s operative part – negotiated by the Executive Board and approved by the Supervisory Board – within the framework of a special data provision.
- V. The Bank is obliged to pay a fine in the amount of 2.200.000 (two million and two hundred thousand) forints because of violation of law that is indicated in points I-III. of this resolution’s operative part, and is stated in points I-III of resolution’s justification.

I draw the attention of the Bank to the fact that if the Bank does not perform its obligation set out in this resolution, or the performance of the Bank is not full, or there is a delay in performance, the MNB is entitled to apply measures ensured by legal provisions, including the imposition of fine.

During the proceedings procedural charges does not occur.

Budapest, 11/02/2016

Dr. Windisch László s.k. az MNB
vice-president