



Guidelines of trading the shares issued by the company by persons discharging managerial responsibilities and persons closely associated with them

1. Person discharging managerial responsibilities at MKB Bank:

- 1.1. person in legal relationship with the Bank, who
- 1.2. is member of the administrative, management, or supervisory body of the Bank; or
- 1.3. is a senior executive who is not a member of the bodies listed in Section 1.2 who has regular access to inside information relating directly or indirectly to the Bank and power to take managerial decisions affecting the future developments and business prospects of the Bank entity
- 1.4. Based on above the persons discharging managerial responsibilities at MKB Bank Plc. ("Bank") are the following:
 - members of the Board of Directors;
 - members of the Supervisory Board
 - the chairman and chief executive
 - the deputy chief executive officers
 - executive directors

(hereinafter referred to as: "Manager(s)")

2. Person closely associated with the person discharging managerial responsibilities :

- a) spouse, domestic partner;
- b) dependent child;
- c) relative, who has shared the same household as the person discharging managerial responsibilities for at least one year on the date of the transaction concerned;
- d) a legal person, trust or partnership, the managerial responsibilities of which are discharged by a person discharging managerial responsibilities or by a person referred to in point (a), (b) or (c), which is directly or indirectly controlled by such a person, which is set up for the benefit of such a person, or the economic interests of which are substantially equivalent to those of such a person.

3. Principle of concluding the transaction

- 3.1. When personal transactions are performed the persons discharging managerial responsibilities cannot be in a more favourable position than the customers of the Bank. The personal transactions cannot be against the interests of the customers or the Bank. If there is a conflict of interests, the own interests of the Bank must be preferred over the interests of the person discharging managerial responsibilities..
- 3.2. Transactions suggesting unfairness and transactions of adverse effect on the reputation of the Bank and the employee cannot be concluded.

4. Prohibition of trading and authorised transactions during a closed periodn

- 4.1. A person discharging managerial responsibilities shall not conduct any transactions on its own account or for the account of a third party, directly or indirectly, relating to the shares or debt instruments of the Bank or to derivatives or other financial instruments linked to them during a

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closed period of 30 calendar days before the announcement of an interim financial report or a year-end report which the Bank is obliged to make public.

- 4.2. The person discharging managerial responsibilities shall not conclude transactions concerning financial instruments:
- between becoming aware of a decision materially influencing the operation and market status of the Bank and its publishing;
 - between becoming aware of information subject to extraordinary informing obligation and their publishing.
- 4.3. Trading on own account or for the account of a third party by the person discharging managerial responsibilities without prejudice to the provisions concerning inside trade and the prohibition of unlawful disclosure of inside information and market manipulation during the closed period is allowed in the following cases:
- exceptional circumstances - e.g. severe financial difficulty – which require the immediate sale of the shares;
 - due to the characteristics of the trading involved for transactions made under, or related to, an employee share or saving scheme, qualification or entitlement of shares, or transactions where the beneficial interest in the relevant security does not change.

5. Notification obligation and threshold calculation

The persons discharging managerial responsibilities as well as the persons closely associated with them shall notify the Supervision and the person responsible for Investors' relations at the Bank of their transactions promptly and no later than within three business days.

- 5.1. In terms of the Bank, as issuer, notification of every transaction is necessary if the total value of the transactions concluded within 1 calendar year reached (or exceeded) EUR 5000 with respect to the shares or debt instruments of the Bank or derivatives or other financial instruments linked thereto. The EUR 5000 threshold is calculated as the sum of the value of every transaction without netting. EUR exchange rate published at the website of the European Central Bank in effect on the day of performing the transaction shall apply to the calculation of the transaction's value. When the threshold value is calculated the transactions of the persons discharging managerial responsibilities and the persons closely associated with them must be taken into account separately.

Forms for notification of the transaction are available at the www.mkb.hu website.

6. Prohibition on insider dealing

- 6.1. Engagement or attempting to engage in insider dealing, recommending that another person engage in insider dealing, or inducing another person to engage in insider dealing, and unlawful disclosure of inside information are prohibited.
- 6.2. Misuse of inside information and inappropriate disclosure of such information may entail labour law and criminal proceedings and may substantiate a procedure of the Supervision and the application of further sanctions. Insider dealing, unlawful disclosure of insider information and prohibited market manipulation are criminal acts punishable with penalty involving deprivation of liberty pursuant to Act C of 2012 on the Criminal Code.

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