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M.10438 – MOL / OMV SLOVENIJA

SECTION 1.2

Description of the concentration

MOL Hungarian Oil and Gas Plc. ("**MOL**"), the parent company of an integrated oil and gas group ("**MOL Group**") intends to acquire via its solely controlled subsidiaries sole control over OMV SLOVENIJA, trgovina z nafto in naftnimi derivati, d.o.o. ("**OMV Slovenija**") from OMV Downstream GmbH, part of the OMV Group (hereinafter jointly referred to as "**Seller**") ("**Proposed Transaction**").

MOL Group is a vertically integrated oil and gas conglomerate whose principal activities are: (i) the exploration, production and refining of crude oil, (ii) the distribution of refined oil products both at wholesale and retail level, (iii) the production and sale of petrochemicals, (iv) the exploration and production of natural gas and (v) the transmission of natural gas in Hungary. In Slovenia, MOL Group operates a network of 53 fuel stations and has also presence in the wholesale supply of motor fuels, bitumen, heating oil, LPG, lubricants and selected chemicals.

OMV Slovenija operates 119 fuel stations in Slovenia under the OMV, OMV Viva, Diskont, Avanti and EuroTruck brands and is also active in the wholesale supply of motor fuels, heating oil and bitumen.