

London, 25 May 2021

Bank of Georgia Group PLC – Result of AGM

Bank of Georgia Group PLC (the “Company”) held its Annual General Meeting (the “AGM”) on 25 May 2021. Details of the resolutions are set out in full in the Notice of AGM dated 16 April 2021.

Voting at the AGM was completed by way of a poll. All resolutions were passed by the required majority.

Resolutions 1 to 15 (inclusive) were passed as ordinary resolutions and resolutions 16 to 18 (inclusive) were passed as special resolutions.

The results of the poll for each resolution were as follows:

| RESOLUTION | VOTES FOR | % | VOTES AGAINST | % | VOTES TOTAL | % of ISC* VOTED | VOTES WITHHELD |
|--|------------|--------|---------------|-------|-------------|-----------------|----------------|
| 1 To receive and approve the Annual Report and Accounts for the year ended 31 December 2020 | 38,794,130 | 99.99 | 4,359 | 0.01 | 38,798,489 | 78.91 | 377,927 |
| 2 To receive and approve the Directors’ Remuneration Report for the year ended 31 December 2020 | 37,073,749 | 95.74 | 1,648,901 | 4.26 | 38,722,650 | 78.75 | 453,766 |
| 3 To re-appoint Neil Janin, as a Non-Executive Director** | 38,223,155 | 98.45 | 602,805 | 1.55 | 38,825,960 | 78.96 | 350,456 |
| 4 To re-appoint Alasdair Breach, as a Non-Executive Director** | 38,577,464 | 98.47 | 598,391 | 1.53 | 39,175,855 | 79.68 | 561 |
| 5 To re-appoint Archil Gachechiladze, as an Executive Director | 39,175,830 | 100.00 | 25 | 0.00 | 39,175,855 | 79.68 | 561 |
| 6 To re-appoint Tamaz Georgadze, as a Non-Executive Director** | 38,739,783 | 98.89 | 436,072 | 1.11 | 39,175,855 | 79.68 | 561 |
| 7 To re-appoint Hanna Loikkanen as a Non-Executive Director ** | 37,522,837 | 95.78 | 1,652,448 | 4.22 | 39,175,285 | 79.67 | 1,131 |
| 8 To re-appoint Veronique McCarroll, as a Non-Executive Director** | 38,750,012 | 98.91 | 425,843 | 1.09 | 39,175,855 | 79.68 | 561 |
| 9 To appoint Mariam Megvinetukhutsesi, as a Non-Executive Director** | 39,175,905 | 100.00 | 0 | 0.00 | 39,175,905 | 79.68 | 511 |
| 10 To re-appoint Jonathan Muir, as a Non-Executive Director** | 38,750,012 | 98.91 | 425,843 | 1.09 | 39,175,855 | 79.68 | 561 |
| 11 To re-appoint Cecil Quillen, as a Non-Executive Director** | 38,738,259 | 98.88 | 437,596 | 1.12 | 39,175,855 | 79.68 | 561 |
| 12 To re-appoint Ernst & Young LLP as Auditor to the Company | 38,530,711 | 98.35 | 645,702 | 1.65 | 39,176,413 | 79.68 | 3 |
| 13 To authorise the Audit Committee to set the remuneration of the Auditor | 38,966,283 | 99.46 | 210,132 | 0.54 | 39,176,415 | 79.68 | 1 |
| 14 To authorise political donations and political expenditure. | 37,854,944 | 96.63 | 1,321,472 | 3.37 | 39,176,416 | 79.68 | 0 |
| 15 To authorise the Board to allot shares | 37,843,944 | 96.60 | 1,332,472 | 3.40 | 39,176,416 | 79.68 | 0 |
| 16 To authorise the disapplication of pre-emption rights | 36,871,231 | 94.12 | 2,304,640 | 5.88 | 39,175,871 | 79.68 | 545 |
| 17 To authorise the disapplication of pre-emption rights for the purposes of acquisitions or capital investments | 34,899,282 | 89.08 | 4,276,588 | 10.92 | 39,175,870 | 79.68 | 546 |
| 18 To authorise the Company to purchase its own shares | 38,506,840 | 98.35 | 646,565 | 1.65 | 39,153,405 | 79.63 | 23,011 |

*Issued share capital

**Independent Director

Notes:

1. As at the date of the AGM, the Company had 49,169,428 ordinary shares in issue. The Company did not hold any shares in treasury and therefore the number of total voting rights as at the date of the AGM was 49,169,428. In accordance with the Company's Articles of Association and subject to the Listing Rules, on a poll every member who is present in person or by proxy has one vote for every share held.
2. The scrutineer of the poll was Computershare Investor Services PLC, the Company's Share Registrar.
3. Note that a "vote withheld" is not a vote in law and such votes have not been included in the calculation of votes "for" and "against" each resolution. Proxy appointments which gave discretion to the Chairman have been included in the "for" total above.

In accordance with Listing Rule 9.6.2, copies of the resolutions which constitute special business at the AGM (being resolutions 14 to 18) will be submitted to the National Storage Mechanism and will be available for inspection at <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>.

Name of authorised official of issuer responsible for making notification:

Link Company Matters Limited
Company Secretary

About Bank of Georgia Group PLC

Bank of Georgia Group PLC ("Bank of Georgia Group" or the "Group" - LSE: BGEO LN) is a UK incorporated holding company, which comprises: a) retail banking and payment services; b) corporate banking, wealth management and investment banking operations in Georgia; and c) banking operations in Belarus ("BNB"). JSC Bank of Georgia ("Bank of Georgia", "BOG" or the "Bank"), the systemically important and leading universal bank in Georgia, is the core entity of the Group. The Bank is a leader in payments business and financial mobile application, with the strong retail and corporate banking franchise in Georgia. With a continued focus on increasing digitalisation and expanding technological and data analytics capabilities, the Group aims to offer more personalised solutions and seamless experiences to its customers to enable them to achieve more of their potential. The Group aims to benefit from growth of the Georgian economy, and through both its Retail Banking and Corporate and Investment Banking services targets to deliver on its strategy, which is based on at least 20% ROAE and c.15% growth of its loan book in the medium-term.

JSC Bank of Georgia has, as of the date hereof, the following credit ratings:

| | |
|---------------|----------|
| Fitch Ratings | 'BB-/B' |
| Moody's | 'Ba2/NP' |

For further information, please visit www.bankofgeorgiagroup.com or contact:

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