

Bank of Georgia Holdings PLC – Result of AGM

The Board of Directors of Bank of Georgia Holdings PLC (the **Company**) announces the results of voting on the resolutions put to shareholders at its 2nd Annual General Meeting (the **AGM**) held on Thursday, 23 May 2013. Details of the resolutions are set out in full in the Notice of AGM.

A poll was held on each resolution and each was passed by the requisite majority. Resolutions 1 to 15 were passed as ordinary resolutions and resolutions 16 to 18 were passed as special resolutions.

The results of the poll were as follows:

	RESOLUTION	VOTES FOR	%	VOTES AGAINST	%	VOTES TOTAL	% of ISSUED SHARE CAPITAL VOTED	VOTES WITHHELD
1	To receive the Company's annual report and accounts, together with the report of Directors and auditors	25,262,830	99.96	10,406	0.04	25,273,236	70.38%	0
2	To declare a final dividend in the amount of GEL 1.5 per ordinary share payable in British Pounds Sterling on the 19 th of June to shareholders registered at the close of business on the 7 th of June	25,273,237	100.00	0	0.00	25,273,237	70.38%	0
3	To approve the Director's Remuneration Report set out on pages 80 to 89 of the annual report and accounts	21,904,067	90.93	2,183,850	9.07	24,087,917	67.08%	1,185,319
4	To re-elect Neil Janin as a Director	25,197,641	99.70	75,488	0.30	25,273,129	70.38%	107
5	To re-elect Irakli Gilauri as a Director	25,240,615	99.87	32,515	0.13	25,273,130	70.38%	107
6	To re-elect David Morrison as a Director	25,197,642	99.73	68,272	0.27	25,265,914	70.36%	7,321
7	To re-elect Alasdair Breach as a Director	25,237,424	99.86	35,705	0.14	25,273,129	70.38%	107
8	To re-elect Allan Hirst as a Director	25,204,857	99.73	68,272	0.27	25,273,129	70.38%	107
9	To re-elect Kakhaber Kiknavelidze as a Director	25,230,209	99.86	35,705	0.14	25,265,914	70.36%	7,321
10	To re-elect Ian Hague as a Director	25,221,391	99.80	51,738	0.20	25,273,129	70.38%	107
11	To re-elect Hanna-Leena Loikkanen as a Director	25,124,151	99.79	51,763	0.21	25,175,914	70.11%	97,321
12	To re-appoint Ernst & Young LLP as the auditor for the company	25,272,340	100.00	0	0.00	25,272,340	70.38%	897
13	To authorize the Board to set Ernst & Young LLP's fees	25,266,504	100.00	201	0.00	25,266,705	70.36%	6,531
14	To authorise political donations	21,372,593	84.57	3,899,747	15.43	25,272,340	70.38%	897
15	To authorise the Directors to allot shares	24,264,656	96.01	1,008,581	3.99	25,273,237	70.38%	0
16	To dis-apply pre-emption rights	24,312,896	96.20	960,234	3.80	25,273,130	70.38%	107
17	To authorise the purchase of its own shares by the Company	25,273,130	100.00	107	0.00	25,273,237	70.38%	0
18	To authorise the Company to call general meetings on not less than 14 days' clear notice	21,922,816	87.30	3,188,050	12.70	25,110,866	69.93%	162,371

About Bank of Georgia Holdings PLC

Bank of Georgia Holdings plc is a UK-incorporated holding company of Bank of Georgia. Bank of Georgia is the leading Georgian bank, based on total assets (with a 36.1% market share), total loans (with a 34.1% market share) and total deposits (with a 32.9% market share) as of 31 March 2013, all data based on standalone financial information filed by banks in Georgia with the National Bank of Georgia. The Bank offers a broad range of corporate banking, retail banking, wealth management, brokerage and insurance services to its clients.

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

Standard & Poor's	'BB-/B'
FitchRatings	'BB-/B'
Moody's	'B1/NP' (FC) & 'Ba3/NP' (LC)

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As at the date of the AGM, the Company had 35,909,383 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 35,909,383. In accordance with the Company's Articles of Association, on a poll every member who is present in person or by proxy has one vote for every share held. The scrutineer of the poll was Computershare Investor Services PLC, the Company's Share Registrar.

Note that a "vote withheld" is not a vote in law and 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.

In accordance with Listing Rule 9.6.2, copies of the resolutions which constitute special business at the AGM (being resolutions 15-18) will be submitted to the National Storage Mechanism and will be shortly be available for inspection at www.Hemscott.com/nsm.do