

**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 Annual General Meeting (the **AGM**) held on Friday, 1 June 2012. 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 – 9 and 13 were proposed as ordinary resolutions and resolutions 10 - 12 were proposed as special resolutions.

The results of the poll were as follows:

	<b>RESOLUTION</b>	<b>VOTES FOR</b>	<b>%</b>	<b>VOTES AGAINST</b>	<b>%</b>	<b>VOTES TOTAL</b>	<b>% of ISSUED SHARE CAPITAL VOTED</b>	<b>VOTES WITHHELD</b>
1	To elect Neil Janin as a Director	17,133,419	100.00	0	0.00	17,133,419	47.71%	0
2	To elect Irakli Gilauri as a Director	17,133,419	100.00	0	0.00	17,133,419	47.71%	0
3	To elect David Morrison as a Director	17,133,419	100.00	0	0.00	17,133,419	47.71%	0
4	To elect Alasdair Breach as a Director	17,133,349	100.00	0	0.00	17,133,349	47.71%	0
5	To elect Allan Hirst as a Director	17,133,349	100.00	0	0.00	17,133,349	47.71%	0
6	To elect Kakhaber Kiknavelidze as a Director	17,133,349	100.00	0	0.00	17,133,349	47.71%	0
7	To elect Ian Hague as a Director	17,133,349	100.00	0	0.00	17,133,349	47.71%	0
8	To elect Hanna-Leena Loikkanen as a Director	17,133,349	100.00	0	0.00	17,133,349	47.71%	0
9	To authorise the Directors to allot shares	16,431,540	95.90	701,879	4.10	17,133,419	47.71%	0
10	To dis-apply pre-emption rights	16,431,540	95.90	701,879	4.10	17,133,419	47.71%	0
11	To authorise the purchase of its own shares by the Company	17,133,349	100.00	0	0.00	17,133,349	47.71%	0
12	To authorise the Company to call general meetings on not less than 14 days' clear notice	16,651,563	97.19	481,856	2.81	17,133,419	47.71%	0
13	To authorise political donations	14,347,098	86.01	2,333,877	13.99	16,680,975	46.45%	452,374

**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 34% market share), total loans (with a 35% market share) and client deposits (with a 34% market share) as of 31 March 2012, 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)

For further information, please visit [www.bog.ge/ir](http://www.bog.ge/ir) or contact:

**Irakli Gilauri**  
Chief Executive Officer  
+995 322 444 109  
igilauri@bog.ge

**Macca Ekizashvili**  
Head of Investor Relations  
+995 322 444 256  
ir@bog.ge

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 9 – 13) will be submitted to the National Storage Mechanism and will be shortly be available for inspection at [www.Hemscott.com/nsm.do](http://www.Hemscott.com/nsm.do)