

Georgia Capital PLC - Result of AGM

The Board of Directors of Georgia Capital PLC (the “**Company**”) announces the results of voting on the resolutions put to shareholders at its Annual General Meeting (the “**AGM**”) held today, 25 May 2021. Details of the resolutions are set out in full in the Notice of AGM dated 13 April 2021.

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

Resolutions 1 to 13 (inclusive) were passed as ordinary resolutions and resolutions 14 to 17 (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 adopt the Annual Report and Accounts for the year ended 31 December 2020	32,982,639	100	545	0.00	32,983,184	68.85	0
2 To receive and approve the Directors’ Remuneration Report for the year ended 31 December 2020	32,359,101	98.28	565,661	1.72	32,924,762	68.73	58,422
3 To re-appoint Irakli Gilauri, as an Executive Director	31,612,354	95.84	1,370,830	4.16	32,983,184	68.85	0
4 To re-appoint Kim Bradley, as a Non-Executive Director **	32,983,134	100	0	0.00	32,983,134	68.85	50
5 To re-appoint Caroline Brown, as a Non-Executive Director **	32,982,561	100	573	0.00	32,983,134	68.85	50
6 To re-appoint Maria Chatti-Gautier, as a Non-Executive Director**	32,982,561	100	573	0.00	32,983,134	68.85	50
7 To re-appoint Massimo Gesua’ sive Salvadori, as a Non-Executive Director **	32,982,589	100	545	0.00	32,983,134	68.85	50
8 To re-appoint David Morrison, as a Non-Executive Director **	32,983,134	100	0	0.00	32,983,134	68.85	50
9 To re-appoint Jyrki Talvitie, as a Non-Executive Director **	32,395,831	98.22	587,303	1.78	32,983,134	68.85	50
10 To re-appoint Ernst & Young LLP as Auditor to the Company	32,977,483	99.98	5,701	0.02	32,983,184	68.85	0
11 To authorise the Audit Committee to set the remuneration of the Auditor	32,982,611	100	573	0.00	32,983,184	68.85	0
12 To authorise political donations and political expenditure	31,318,337	94.95	1,664,847	5.05	32,983,184	68.85	0
13 To authorise the Board to allot shares	31,212,592	94.63	1,770,592	5.37	32,983,184	68.85	0
14 To authorise the disapplication of pre-emption rights	31,260,172	94.78	1,722,467	5.22	32,982,639	68.85	545
15 To authorise the disapplication of pre-emption rights for the purposes of acquisitions or capital investments	31,255,044	94.76	1,727,595	5.24	32,982,639	68.85	545
16 To authorise the Company to purchase its own shares	32,977,461	99.98	5,723	0.02	32,983,184	68.85	0
17 To authorise the Company to make off-market purchases of its own shares	31,313,609	94.94	1,669,575	5.06	32,983,184	68.85	0

*Issued share capital

**Independent Director

Notes:

1. As at the date of the AGM, the Company had 47,903,785 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 47,903,785. 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 12 to 17) will be submitted to the National Storage Mechanism and will shortly be available for inspection at <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>.

A copy of this announcement has been posted on the Company's website www.georgiacapital.ge.

Name of authorised official of issuer responsible for making notification:

Link Company Matters Limited
Company Secretary

About Georgia Capital PLC

Georgia Capital is a platform for buying, building and developing businesses in Georgia with holdings in sectors that are expected to benefit from the continued growth and further diversification of the Georgian economy. The Group's focus is typically on larger-scale investment opportunities in Georgia, which have the potential to reach at least GEL 0.5 billion equity value over 3-5 years from the initial investment and to monetise them through exits, as investments mature. Georgia Capital currently has the following portfolio businesses: (i) a healthcare services business; (ii) a water utility business; (iii) a retail (pharmacy) business, (iv) an insurance business (P&C and medical insurance); (v) a renewable energy business (hydro and wind assets) and (vi) an education business; Georgia Capital also holds other small private businesses across different industries in Georgia and a 19.9% equity stake in LSE premium-listed Bank of Georgia Group PLC ("BoG"), a leading universal bank in Georgia.

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

S&P Global	'B'/FC & 'B'/LC
Moody's	B2/CFR & B2/PDR

For further information, please visit www.georgiacapital.ge or contact:

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