

**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 on Thursday 4 June 2020. Details of the resolutions are set out in full in the Notice of AGM dated 23 April 2020.

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
<b>1</b> To receive and adopt the Annual Report and Accounts for the year ended 31 December 2019	29,826,345	99.71	86,259	0.29	29,912,604	74.47%	48,144
<b>2</b> To receive and approve the Directors’ Remuneration Report for the year ended 31 December 2019	27,647,378	92.36	2,288,295	7.64	29,935,673	74.52%	25,075
<b>3</b> To re-elect Irakli Gilauri, as an Executive Director	26,362,939	88.47	3,434,399	11.53	29,797,338	74.18%	163,410
<b>4</b> To re-elect Kim Bradley, as a Non-Executive Director **	29,894,969	99.78	65,505	0.22	29,960,474	74.58%	275
<b>5</b> To re-elect Caroline Brown, as a Non-Executive Director **	29,322,596	97.87	637,878	2.13	29,960,474	74.58%	275
<b>6</b> To elect Maria Chatti-Gautier, as a Non-Executive Director**	29,959,929	100.00	545	0.00	29,960,474	74.58%	275
<b>7</b> To re-elect Massimo Gesua’ sive Salvadori, as a Non-Executive Director **	29,960,474	100.00	0	0.00	29,960,474	74.58%	275
<b>8</b> To re-elect David Morrison, as a Non-Executive Director **	29,960,446	100.00	28	0.00	29,960,474	74.58%	275
<b>9</b> To re-elect Jyrki Talvitie, as a Non-Executive Director **	29,890,951	99.77	69,522	0.23	29,960,473	74.58%	275
<b>10</b> To re-appoint Ernst & Young LLP as Auditor to the Company	29,912,002	100.00	573	0.00	29,912,575	74.47%	48,174
<b>11</b> To authorise the Audit Committee to set the remuneration of the Auditor	29,959,981	100.00	573	0.00	29,960,554	74.58%	195
<b>12</b> To authorise political donations and political expenditure	28,956,216	97.33	793,203	2.67	29,749,419	74.06%	211,329
<b>13</b> To authorise the Board to allot shares	28,551,057	95.37	1,384,667	4.63	29,935,724	74.52%	25,025
<b>14</b> To authorise the disapplication of pre-emption rights	28,568,289	95.35	1,391,720	4.65	29,960,009	74.58%	740
<b>15</b> To authorise the disapplication of pre-emption rights for the purposes of acquisitions or capital investments	28,434,080	94.91	1,526,123	5.09	29,960,203	74.58%	545
<b>16</b> To authorise the Company to purchase its own shares	29,825,750	99.55	134,803	0.45	29,960,553	74.58%	195
<b>17</b> To authorise the Company to make off-market purchases of its own shares	29,959,959	100.00	790	0.00	29,960,749	74.59%	0

\*Issued share capital

\*\*Independent Director

**Notes:**

1. As at the date of the AGM, the Company had 40,169,775 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 40,169,775. 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 [www.morningstar.co.uk/uk/nsm](http://www.morningstar.co.uk/uk/nsm).

A copy of this announcement has been posted on the Company's website [www.georgiacapital.ge](http://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 seeks to capture growth in the sectors in which it currently operates and drive the development of new high-growth businesses in Georgia, which it intends to add either by acquiring businesses in their early development stage or by establishing greenfield businesses, often consolidating fragmented or underdeveloped markets. The Group currently has nine private businesses: (i) a water utility business (GGU); (ii) a renewable energy business (hydro and wind assets held through GRPC, Hydrolea and Qartli wind farm); (iii) a housing development business (m<sup>2</sup>, renamed as Georgia Real Estate); (iv) a hospitality and commercial real estate business (m<sup>2</sup>, renamed as Georgia Real Estate); (v) a property and casualty insurance business (Aldagi); (vi) a beverages business (Georgia Beverages); (vii) an education business (three partners: BGA, Buckswood and Green school); (viii) an auto service business (Greenway and Amboli) and (ix) a digital services business (Redberry). Georgia Capital also has two public company holdings (London Stock Exchange premium-listed Georgian companies): (i) Georgia Healthcare Group PLC ("GHG"), (70.6% equity stake), a UK incorporated holding company of the largest healthcare services provider in Georgia, which is also the largest pharmaceuticals retailer and wholesaler in the country; and (ii) Bank of Georgia Group PLC ("BoG"), (19.9% equity stake), 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](http://www.georgiacapital.ge) or contact:

**Irakli Gilauri**  
Chairman and Chief Executive  
[ir@gcap.ge](mailto:ir@gcap.ge)

**Giorgi Alpaidze**  
Chief Financial Officer  
+995 322 005 000  
[ir@gcap.ge](mailto:ir@gcap.ge)

**Nino Rekhviashvili**  
Head of Investor Relations  
+ 995 322 005 045  
[ir@gcap.ge](mailto:ir@gcap.ge)

---

*This news report is presented for general informational purposes only and should not be construed as an offer to sell or the solicitation of an offer to buy any securities*