

Joint Stock Company Bank of Georgia announces pricing and final results of the Invitation in respect of the U.S.\$200,000,000 9.0 per cent. Loan Participation Notes due 2012 issued by BG Finance B.V.

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9 May 2011

On 19 April 2011, Joint Stock Company Bank of Georgia ("**Bank of Georgia**") announced an invitation to holders of the outstanding U.S.\$200,000,000 9.0 per cent. Loan Participation Notes due 2012 issued by BG Finance B.V. (the "**Issuer**") (ISIN: XS0283756624; Common Code: 028375662) (the "**Notes**") to submit offers ("**Offers**") to tender their Notes to Bank of Georgia for cash, in a modified Dutch auction (the "**Invitation**"). The Invitation was made upon the terms and subject to the conditions contained in the invitation for offers dated 19 April 2011 (the "**Invitation for Offers**") prepared in connection with the Invitation. This announcement must be read in conjunction with the Invitation for Offers.

Following the expiration of the Invitation at 5.00 p.m. (CET) on 6 May 2011, Bank of Georgia is pleased to announce that it has accepted for purchase U.S.\$60,068,000 in aggregate principal amount of the Notes at the Purchase Price of U.S.\$1,040 per U.S.\$1,000 in principal amount in accordance with the terms and conditions of the Invitation. The Purchase Price is equal to the Minimum Purchase Price. All Notes tendered at the Purchase Price have been accepted in full and will be tendered for cancellation by the Issuer on behalf of Bank of Georgia.

Upon settlement of the Invitation, U.S.\$139,932,000 in aggregate principal amount of the Notes will remain outstanding.

The applicable Purchase Price, together with accrued but unpaid interest for the Notes will be paid to Holders whose Notes have been accepted for purchase by Bank of Georgia. Settlement of the Invitation is expected to occur on 11 May 2011.

Further Information

The Invitation is described in full in the Invitation for Offers which is available to eligible persons upon request from Lucid Issuer Services Limited, the Tender Agent for the Invitation. Citigroup Global Markets Limited and VTB Capital plc are the Joint Dealer Managers for the Invitation.

Requests for information in relation to the Invitation should be directed to:

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