

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, 20 May 2022. Details of the resolutions are set out in full in the Notice of AGM dated 12 April 2022.

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 WITH HELD
1 To receive and adopt the Annual Report and Accounts for the year ended 31 December 2021	28,390,041	100.00%	0	0.00%	28,390,041	62.09%	5,628
2 To receive and approve the Directors’ Remuneration Report for the year ended 31 December 2021	26,710,160	94.07%	1,684,919	5.93%	28,395,079	62.10%	590
3 To receive and approve the Directors’ Remuneration Policy	26,599,621	93.68%	1,795,458	6.32%	28,395,079	62.10%	590
4 To re-appoint Irakli Gilauri, as an Executive Director	25,714,908	90.87%	2,585,011	9.13%	28,299,919	61.90%	95,750
5 To re-appoint Kim Bradley, as a Non-Executive Director **	28,238,987	99.45%	155,882	0.55%	28,394,869	62.10%	800
6 To re-appoint Maria Chatti-Gautier, as a Non-Executive Director**	28,238,987	99.45%	155,882	0.55%	28,394,869	62.10%	800
7 To re-appoint Massimo Gesua’ sive Salvadori, as a Non-Executive Director **	28,394,721	100.00%	148	0.00%	28,394,869	62.10%	800
8 To re-appoint David Morrison, as a Non-Executive Director **	28,394,869	100.00%	0	0.00%	28,394,869	62.10%	800
9 To re-appoint Jyrki Talvitie, as a Non-Executive Director **	26,458,302	93.18%	1,936,567	6.82%	28,394,869	62.10%	800
10 To appoint PricewaterhouseCoopers LLP as Auditor to the Company	28,389,763	99.98%	5,406	0.02%	28,395,169	62.10%	500
11 To authorise the Audit and Valuation Committee to set the remuneration of the Auditor	28,395,141	100.00%	28	0.00%	28,395,169	62.10%	500
12 To authorise political donations and expenditure	25,284,500	89.05%	3,110,669	10.95%	28,395,169	62.10%	500
13 To authorise the Board to allot shares	25,237,390	88.88%	3,157,779	11.12%	28,395,169	62.10%	500
14 To authorise the disapplication of pre-emption rights	24,475,489	86.20%	3,919,680	13.80%	28,395,169	62.10%	500
15 To authorise the disapplication of pre-emption rights for the purposes of acquisitions or capital investments	23,503,597	82.77%	4,891,572	17.23%	28,395,169	62.10%	500
16 To authorise the Company to purchase its own shares	28,389,991	99.98%	5,178	0.02%	28,395,169	62.10%	500
17 To authorise the Company to make off-market purchases of its own shares	25,418,851	89.52%	2,976,318	10.48%	28,395,169	62.10%	500

*Issued share capital with voting rights

**Independent Director

Notes:

1. As at the date of the AGM, the Company had 45,923,431 ordinary shares in issue. The Company held 201,187 shares in treasury and therefore the number of total voting rights as at the date of the AGM was 45,722,244. 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 4 and 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 0.3 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 retail (pharmacy) business, (ii) a hospitals business, (iii) an insurance business (P&C and medical insurance); (iv) a clinics and diagnostics business, (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; a 20% equity stake in the water utility business 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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