

TO THE ATTENTION OF THE SHAREHOLDERS OF JSC BANK OF GEORGIA

The Annual General Meeting (the “AGM”) of the shareholders of JSC Bank of Georgia (the “Bank”) is scheduled to be held on 24 May 2012, at 15:00. The agenda of the meeting is as follows:

1. On the consolidated audited results for fiscal year 2011;
2. On the Management Board report on the performance of the Bank in 2011 and its future plans and strategy;
3. On election of Mr. Kaha Kiknavelidze to the Supervisory Board of the Bank;
4. On the profit allocation (distribution of dividends);
5. On setting the Dividend Record Date;
6. On setting the Dividend Payout Start Date.

With respect to the items included in the agenda of the AGM to be held on 24 May 2012, the Management Board and the Supervisory Board of the Bank recommend the following:

With respect to the first item of the agenda:

1. Approve the consolidated audited financial results for 2011 of the Bank audited by Ernst & Young.

With respect to the second item of the agenda:

1. Approve Management Report on the performance of the Bank for the fiscal year 2011;
2. Acknowledge the plans and strategy of the Bank as presented in the Management Report.

With respect to the third item of the agenda:

1. Extend the term of the Supervisory Board member - Mr. Kaha Kiknavelidze to additional 4 years period.

With respect to the fourth item of the agenda:

1. Approve the joint proposal of Management and Supervisory Board on allocation of the profit for the year of 2011 and distribute part of the profit as dividends - in the amount of GEL 0.70 per outstanding share of Bank of Georgia.

With respect to the fifth item of the agenda:

1. Set June 8, 2012 (6.00 p.m.) as Dividend Record Date (as per section 5.2.1 of the charter).

With respect to the sixth item of the agenda:

1. Set June 25, 2012 as Dividend Payout Start Date (as per section 5.2.2 of the charter).

The AGM will be held at Sheraton Metechi Palace Hotel, Conference Room Odishi, 20 Telavi Street, Tbilisi, 0103, Georgia.

The registration of shareholders will start on 24 May 2012 at 14:00.

The record date of the AGM is 23 April, 2012.

The rights of the shareholders to participate in the meeting may be checked from 14 May 2012 with the share registrar of JSC Bank of Georgia – JSC Kavkasreestri, at 74a Chavchavadze Avenue, Tbilisi, Georgia.