

Grupo Financiero Banorte, S.A.B. de C.V.

FIRST NOTICE

As agreed by the Board of Directors, Shareholders of Grupo Financiero Banorte, S.A.B. de C.V. are hereby called to attend the Extraordinary and Ordinary General Shareholders' Meetings to be held on January 22nd, 2013, at 11:00 am and 11:15 am, respectively, in the building located at Avenida Revolución #3000 Sur, Colonia Primavera, in Monterrey, Nuevo León, to address the following issues:

**Extraordinary General Shareholders' Meeting
AGENDA**

To inform and take the resolutions that the Assembly deems appropriate regarding the following issues:

- I.- Discussion, and if the case, approval of changes to Article Second of the Corporate By-laws of the Company, in order to (i) exclude Ixe Automotriz, S.A. de C.V., Sociedad Financiera de Objeto Múltiple, Entidad Regulada, Grupo Financiero Banorte, as an integrated entity of Grupo Financiero Banorte, S.A.B. de C.V., as a result of its merger with Arrendadora y Factor Banorte, S.A. de C.V., Sociedad Financiera de Objeto Múltiple, Entidad Regulada, Grupo Financiero Banorte and ii) modify the legal denomination of Ixe Casa de Bolsa, S.A. de C.V., Grupo Financiero Banorte, to Casa de Bolsa Banorte Ixe, S.A. de C.V., Grupo Financiero Banorte, and as a result, authorization to subscribe a new Agreement of Shared Responsibilities.**
- II.- Designation of delegate(s) to formalize and execute the resolutions passed by the Assembly.**
- III.- Drafting, reading and approval of the Assembly's minutes.**

**Ordinary General Shareholders' Meeting
AGENDA**

To inform and take the resolutions that the Assembly deems appropriate regarding the following issues:

- I.- Discussion, and if the case, approval of a proposed cash dividend payment equivalent to Ps. \$0.549 per share.**
- II.- Designation of delegate(s) to formalize and execute the resolutions passed by the Assembly.**
- III.- Drafting, reading and approval of the Assembly's minutes.**

We would like to inform all shareholders that admission cards to the Meetings will be delivered upon presenting the respective record of deposit issued by S.D. Indeval, Institución para el Depósito de Valores, S.A. de C.V. (Central Securities' Depository) and where appropriate, with the supplementary listings referenced in the Securities Market Law. The corresponding admission cards must be requested and delivered during normal business hours at the office of the Board of Directors' Secretary, located at Avenida Revolución #3000 Sur, Colonia Primavera, in the city of Monterrey, N.L., no later than one business day prior to the date of the scheduled meetings.

Shareholders may attend the Meetings in person or be represented by a Proxy, with previous notification as per the applicable forms issued by this Company, in accordance with Article 49 Section III of the Securities Market Law. The Power of attorney forms and other documentation related with the agenda are available to Shareholders in the Board of Directors' Secretary of the office mentioned above.

Monterrey, N.L., January 2nd, 2013.

**Lic. Héctor Ávila Flores
Secretary to the Board of Directors**