

## **GRUPO FINANCIERO BANORTE, S.A.B. DE C.V.**

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### MANAGEMENT PROXY OF THE CORPORATION FOR THE ORDINARY GENERAL SHAREHOLDERS' MEETING

This is to certify that the undersigned, a voting member of Grupo Financiero Banorte, S.A.B. de C.V. (“GFNORTE”), has designated Mr. Diego González Cheboux, Director of Legal Corporate Governance, or Mrs. Ursula Wilhelm Nieto, Head of Investor Relations, ESG & Financial Intelligence, or \_\_\_\_\_ as his representative to cast all votes and express all approvals or disapprovals that said member may be entitled to cast or express at the Ordinary General Shareholders' Meeting to be held on June 1<sup>st</sup>, 2018, at 11:00 am, at David Alfaro Siqueiros 106, Colonia Valle Oriente, San Pedro Garza García, Nuevo León, México, and any lawfully adjourned meetings thereof, and for all purposes provided by the Articles of Incorporation, the By-Laws and the Annual Meeting call of GFNORTE.

The shares represented by this Proxy amounting to \_\_\_\_\_ shares will be voted pursuant to the instructions given below. All of the shares represented by this proxy will be voted as specified by the shareholder. However, if no instructions are given, this proxy will be voted IN FAVOR OF the proposals set out herein. In no event shall this proxy be valid for a period longer than 30 days after the first meeting for which it is given.

For further details related to the following points of the agenda, please consult the attached document: “Resolution Proposals OGM - June 1, 2018”

# GRUPO FINANCIERO BANORTE, S.A.B. DE C.V.

## Ordinary General Shareholders' Meeting

<b>1. Discussion, and if the case, approval of a proposed cash dividend payment.</b>	
<p><b>First:</b> It is proposed to distribute a cash dividend of Ps \$9,563'232,574.83 (nine billion, five hundred and sixty-three million, two hundred and thirty-two thousand, five hundred and seventy-four pesos 83/100) or Ps 3.447788386581080 per share, against delivery of coupon 9.</p> <p>This payment represents 40% of the net profits of 2017, derived from the Fiscal Net Income as of December 31<sup>st</sup>, 2013.</p>	In favor: Abstain: Against:
<p><b>Second:</b> It is proposed that the dividend of 2018 be paid on June 11<sup>th</sup>, 2018 through S.D. Ineval, Institución para el Depósito de Valores, S.A. de C.V. (Institution for the Securities' Deposit), with previous notice published by the Secretary of the Board of Directors in one of the most circulated newspapers in the city of Monterrey, Nuevo León and through the Electronic Delivery and Information Diffusion System "Sistema Electrónico de Envío y Difusión de Información" (SEDI) of the Mexican Stock Exchange..</p>	In favor: Abstain: Against:
<b>2. Designation of delegate(s) to formalize and execute the resolutions passed by the Assembly.</b>	In favor: Abstain: Against:

This Proxy shall be revocable, at any time, at the request of the undersigned voting member.

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Signed by:

Firm:

Date: