

## Proxy Format OGM - June 20 2017

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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 and 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 20th, 2017, at 11:00 am, at David Alfaro Siqueiros 106, Building KOI, 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 Grupo Financiero Banorte.

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 20<sup>th</sup>, 2017”

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### 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. 7,723'147,724.71 (seven billion, seven hundred and twenty-three million, one hundred and forty-seven thousand, seven hundred and twenty-four pesos 71/100), or Ps. 2.784391033549680 per share, against delivery of coupon 7.</p> <p>This payment represents 40% of the net profits of 2016, derived from the Fiscal Net Income as of December 31st, 2013.</p>	In favor: Abstain: Against:
<p><b>Second:</b> It is proposed to distribute a cash dividend of Ps. 3,500'000,000.00 (three billion, five hundred million pesos), or Ps. 1.261838950230780 per share, against delivery of coupon 8.</p> <p>This payment corresponds to an extraordinary dividend on the Inter National Bank's sale and derives from the Fiscal Net Income as of December 31st, 2013.</p>	In favor: Abstain: Against:
<p><b>Third:</b> It is proposed that the dividend corresponding to the Fiscal Year 2016, as well as the extraordinary dividend on the Inter National Bank's sale, be paid on June 29th, 2017 through S.D. Indeval, 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: