

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

MANAGEMENT PROXY OF THE CORPORATION FOR THE EXTRAORDINARY AND ORDINARY MEETINGS OF SHAREHOLDERS

This is to certify that the undersigned, a voting member of Grupo Financiero Banorte, S.A.B. de C.V. (“GFNORTE”), has designated Mr. David Suarez, Head of Investor Relations and Corporate Development, or _____ as his or her representative to cast all votes and express all approvals or disapprovals that said member may be entitled to cast or express at the Extraordinary and Ordinary General Shareholders' Meetings to be held on January 22nd, 2013, at 11:00 am and 11:15 a.m., in the building located at Avenida Revolución 3000 Sur, Colonia Primavera, in Monterrey, Nuevo Leon, Mexico, 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: “EGM-OGM Resolution Proposals January 22, 2013”

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

Extraordinary General Shareholder's Meeting

<p>First.- It is proposed to modify Article Second of the Corporate By-laws of the Company, in order to 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 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.</p> <p>Given the merger of Arrendadora y Factor Banorte, S.A. de C.V., Sociedad Financiera de Objeto Múltiple, Entidad Regulada, Grupo Financiero Banorte (“Arrendadora y Factor Banorte”), as the merging entity, with Ixe Automotriz, S.A. de C.V., Sociedad Financiera de Objeto Múltiple, Entidad Regulada, Grupo Financiero Banorte (“Ixe Automotriz”), as the merged entity, and the change of 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 it is proposed to modify Article Second of the Corporate By-laws in order to exclude the first as an integrated entity of Grupo Financiero Banorte, S.A.B. de C.V. and modify the legal denomination of the second.</p>	<p>In favor:</p> <p>Abstain:</p> <p>Against:</p>
<p>Second.- It is proposed to approve the text and to subscribe the new Agreement of Shared Responsibilities including all of Grupo Financiero Banorte, S.A.B. de C.V.'s entities.</p>	<p>In favor:</p> <p>Abstain:</p> <p>Against::</p>
<p>Third.- It is proposed to designate delegate(s) to formalize and execute, if the case, the resolutions passed by the Assembly.</p>	<p>In favor:</p> <p>Abstain:</p> <p>Against:</p>
<p>Forth.- It is proposed to draft, read and approve the Assembly's minutes.</p>	<p>In favor:</p> <p>Abstain:</p> <p>Against:</p>

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

Ordinary General Shareholders' Meeting

<p>First.- Approval of a proposed cash dividend payment equivalent to Ps. \$0.549 per share.</p> <p>It is proposed to distribute a cash dividend of Ps. \$ 0.549 per share, derived from the retained earnings of previous years, which will be covered in three installments of Ps. \$0.183 per share, respectively, in January 31th, April 23rd and July 23rd, 2013 against delivery of coupons number 6, 7 and 8, respectively. The total dividend to be paid against the 2011 profits amounts to Ps. \$0.732 per share, approved by the Group's Board of Directors last July 26th, 2012, of which the first disbursement of Ps. \$0.183 per share was made on October 24th, 2012. The total amount of the dividend to be paid represents 20% of the recurring profits of 2011.</p>	In favor: Abstain: Against:
<p>Second.-It is proposed to designate delegate(s) to formalize and execute, if the case, the resolutions passed by the Assembly.</p>	In favor: Abstain: Against:
<p>Third.- It is proposed to draft, read and approve the Assembly's minutes.</p>	In favor: Abstain: Against:

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

Signed by:

Firm:

Date: