

**San Pedro Garza García, N.L, as of February 2<sup>nd</sup>, 2017.**

With respect to the First Notice regarding Grupo Financiero Banorte, S.A.B. de C.V.'s ("GFNorte") Ordinary General Shareholders' Meeting to be held on February 24<sup>th</sup>, 2017, shareholders are informed of the following for the Meeting's agenda:

**ORDINARY GENERAL SHAREHOLDERS' MEETING**

**I. Discussion, and if the case, approval of a proposed cash dividend payment.**

**First.-** It is proposed to modify the Fifth Resolution of the Ordinary General Shareholders' Meeting held on August 19<sup>th</sup>, 2016, in order to make an advanced payment on March 7<sup>th</sup>, 2017 of the dividend that would be disbursed in May 2017, which was still pending to be approved by the respective Shareholders' Assembly. It is proposed to distribute a cash dividend of Ps 3,421'543,968.23 (three billion, four hundred and twenty-one million, five hundred and forty-three thousand, nine hundred and sixty-eight pesos 23/100) or Ps 1.233553556868510 per share, against delivery of coupon 6. This payment corresponds to the second of two disbursements representing 40% of the net profits of 2015, which derived from the Fiscal Net Income as of December 31<sup>st</sup>, 2013.

**Second.-** It is proposed that the second and last disbursement of the dividend of 2015 be paid on March 7<sup>th</sup>, 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.

**II. External Auditor's Report regarding the Company's tax status.**

No resolution will be made regarding this item of the Agenda. In compliance with Article 76, Section XIX of the Income Tax Law, the Auditor's Report on the fiscal situation of the Company at December 31<sup>st</sup>, 2015 will be distributed and read among shareholders attending the meeting.

**III. Designation of delegate(s) to formalize and execute the resolutions passed by the Assembly.**

**Third.-** Delegates are designated to carry out all necessary deeds to execute and formalize the resolutions passed by the Assembly.