

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

### SUMMARY OF RESOLUTIONS APPROVED BY THE ORDINARY GENERAL SHAREHOLDERS' MEETING OF GRUPO FINANCIERO BANORTE, S.A.B. DE C.V., HELD ON JUNE 20, 2017.

Shares Represented: 2,154,204,139 Series "O" shares, representing 77.68% of a total of 2,773,729,563 subscribed, paid and voting shares of the Company's capital.

**FIRST:** Approval 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.

This disbursement was approved by the Board of Directors on April 27<sup>th</sup>, 2017 and represents 40% of the net profits of 2016, which derived from the Fiscal Net Income as of December 31<sup>st</sup>, 2013.

**SECOND:** Approval to distribute a cash dividend of Ps \$3,500'000,000.00 (three billion, five hundred million pesos /100) or Ps 1.261838950230780 per share, against delivery of coupon 8.

This disbursement corresponds to the extraordinary dividend approved by the Board of Directors on April 27<sup>th</sup>, 2017 as result of the sale of Inter National Bank and derived from the Fiscal Net Income as of December 31<sup>st</sup>, 2013.

**THIRD:** Approval that the dividend of 2016 and the extraordinary dividend derived from the sale of Inter National Bank be paid on June 29<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.

**FOURTH:** Delegates were appointed to carry out all the necessary steps to execute and to formalize the resolutions taken in this Meeting.

The resolutions were passed by majority vote, as shown in the following table:

Item of the Agenda	Vote	No. of Shares	Percentage of the shares represented in the Shareholders' Meeting	Percentage of total Shareholders' Equity (with voting right)
1. Discussion, and if the case, approval of a proposed cash dividend payment.	In Favor	2,154,204,139	99.98%	77.66%
	Abstain & Against	442,675	0.02%	0.02%
2. Designation of delegate(s) to formalize and execute the resolutions passed by the Assembly.	In Favor	2,154,204,139	99.98%	77.66%
	Abstain & Against	442,675	0.02%	0.02%