

SUMMARY OF RESOLUTIONS APPROVED BY THE GENERAL ORDINARY SHAREHOLDERS' MEETING OF GRUPO FINANCIERO BANORTE, S.A.B. DE C.V., HELD ON APRIL 23rd, 2010.

Represented Shares: 1'729,886,752 Series "O" shares for a total of 2,018,347,548 that represent 85.71% of the total shareholders' equity.

FIRST: The CEO's Annual Report prepared in accordance with Article 44, section XI of the Stock Market Law, containing among other points: the Balance Sheet, the Profit and Loss Statement, Changes in the Financial Situation and the Status of Shareholders' Equity up to December 31st, 2009 as well as any extraordinary impact to shareholders' equity in the same period, was approved with the prior approval of the Board of Directors.

SECOND: The Board of Directors' Annual Report was approved, which declared and explained the main accounting and information policies and criteria followed in preparing the financial information up to December 31st, 2009, in accordance with Article 172, clause b) of the Ley General de Sociedades Mercantiles (General Law for Corporations).

THIRD: The Board of Directors' Annual Report regarding the operations and activities in which it was involved was approved.

FOURTH: The Annual Report on the activities of the Audit and Corporate Practices' Committee was approved.

FIFTH: All of the operations carried out by the corporation during the fiscal year ending December 31st, 2009 were approved and acts carried out by the Board of Directors, the CEO and the Audit and Corporate Practices' Committee during the same period were ratified.

SIXTH: Profits for the 2009 fiscal year, derived from the Corporate Financial Statements were Ps 5,853,624,856.73 (FIVE THOUSAND EIGHT HUNDRED FIFTY-THREE MILLION SIX HUNDRED TWENTY-FOUR THOUSAND EIGHT HUNDRED FIFTY-SIX PESOS 73/100) and applying the total amount to the "Retained Earnings" account was agreed.

The company has fully constituted a "Reserve Fund", as determined in Article Forty-Four of the Corporate By-Laws, and therefore it was unnecessary to assign any funds to this reserve.

SEVENTH: A dividend of Ps 0.17 per share in circulation was approved to be paid against the delivery of Coupon 11. Payment will be made through S.D. Indeval, Institución para el Depósito de Valores, S.A. de C.V (Institution for the Deposit of Securities) as of May 7th, 2010.

EIGHTH: The Board of Directors is constituted by 15 shareholder members and their respective alternates, and the independence of the Board Members was determined, given that they are not within the restrictions set by the Stock Market Law.

SHAREHOLDER MEMBERS

1. Don Roberto González Barrera (President)	Patrimonial
2. Don Rodolfo Barrera Villarreal (Vice-president)	Patrimonial
3. Don Juan González Moreno	Patrimonial
4. Don José G. Garza Montemayor	Patrimonial
5. Don David Villarreal Montemayor	Patrimonial
6. Don Francisco Alcala de León	Independent
7. Don Eduardo Livas Cantu	Related
8. Don Eugenio Clariond Reyes-Retana	Independent
9. Don Herminio Blanco Mendoza	Independent
10. Don Manuel Aznar Nicolín	Independent
11. Don Jacobo Zaidenweber Cvilich	Independent
12. Don Alejandro Valenzuela del Río	Related
13. Don Isaac Hamui Mussali	Independent
14. Don Everardo Elizondo Almaguer	Independent
15. Doña Patricia Armendáriz Guerra	Independent

ALTERNATE MEMBERS

1. Doña Bertha González Moreno	Patrimonial
2. Don Jesús L. Barrera Lozano	Patrimonial
3. Don Javier Márquez Díez Canedo	Related
4. Don Javier Martínez Abrego	Patrimonial
5. Don Carlos Chavarria Garza	Patrimonial
6. Don Luis Manuel Merino Villasante	Independent
7. Don Alfredo Livas Cantu	Related
8. Don Benjamin Clariond Reyes-Retana	Independent
9. Don Simon Nizri Cohen	Independent
10. Don César Verdes Quevedo	Independent
11. Don Isaac Becker Kabacnik	Independent
12. Don Sergio Garcia Robles-Gil	Related
13. Don Miguel A. Quirós Pérez	Independent

NINTH: Payment to the Board Members for each session attended was approved, for an equivalent to the net after-tax amount of two fifty peso gold coins, commonly denominated as "centenarios", at their quoted price of the date of each session.

TENTH: The following Independent Board Members were appointed to the Audit and Corporate Practices' Committee:

Don Francisco Alcalá de León President
Don Herminio Blanco Mendoza
Don Manuel Aznar Nicolín
Doña Patricia Armendariz Guerra

ELEVENTH: Transactions carried out with proprietary shares during 2009 were approved and it was determined to dedicate up to Ps 400,000,000.00 (FOUR HUNDRED MILLION PESOS) to the repurchase of shares during the 2010 fiscal year, being charged against shareholders' equity.

TWELFTH: Delegates were appointed to carry out all necessary acts to execute and formalize the resolutions adopted in this Meeting.

THIRTEENTH: The minutes of this Meeting were approved.