

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

**FIRST NOTICE  
GENERAL SHAREHOLDERS´ MEETING**

As agreed by the Board of Directors and in accordance with the provisions of articles 179, 180, 183, 186 and 187 of the General Law of Commercial Companies and the Nineteenth, Twenty-first, Twenty-second and Forty-fourth of this Company's Bylaws, the shareholders of Grupo Financiero Banorte, S.A.B. de C.V. are hereby called to attend to the General Ordinary Shareholders' Meeting that will be held on October 4th, 2010, at 5:00 pm, in the building located at Avenida Revolución No. 3000, Colonia Primavera, in Monterrey, Nuevo León, to address the following issues:

**GENERAL SHAREHOLDERS´ MEETING  
AGENDA**

**TO INFORM AND TAKE THE RESOLUTIONS THAT THE ASSEMBLY DEEMS APPROPRIATE REGARDING THE FOLLOWING ISSUES:**

- I.- CHANGES TO MODIFY THE COMPOSITION OF THE MEMBERS THAT INTEGRATE THE BOARD OF DIRECTORS.**
- II.- DISCUSSION AND APPROVAL OF A PROPOSAL FOR PAYMENT OF A CASH DIVIDEND, EQUIVALENT TO Ps \$0.17 PER SHARE.**
- III.- EXTERNAL AUDITOR'S REPORT REGARDING THE COMPANY'S TAX STATUS.**
- IV.- DESIGNATION OF DELEGATE(S) TO FORMALIZE AND EXECUTE THE RESOLUTIONS TAKEN BY THE ASSEMBLY.**
- V.- DRAFTING, READING AND APPROVAL OF THE ASSEMBLY´S MINUTES .**

We would like to inform all shareholders that admission cards to attend the Meeting will be delivered upon presentation of a respective record of deposit issued by S.D. Ineval Institución para el Depósito de Valores, S.A. de C.V., Central Securities Depository, and where appropriate, with the supplementary listings referenced in the Securities Market Law. The corresponding admission cards must be requested and delivered during normal business hours at the office of the company's Secretary, located in the Mezzanine of the building with address 3000 Avenida Revolución, Colonia Primavera in Monterrey, N.L., no later than one business day prior to the scheduled date of the meeting.

The shareholders may attend the Meeting personally or represented by a proxy, with previous notification as per the applicable forms issued by this Company, in accordance with article 49 fraction III of the Securities Market Law. The power of attorney forms and other documentation related with the agenda are available to shareholders in the Company's Secretary of the office mentioned above.

Monterrey, N.L., September 17, 2010.

**LIC. AURORA CERVANTES MARTÍNEZ  
SECRETARY OF THE BOARD OF DIRECTORS**