

Grupo Financiero Banorte, S.A.B. de C.V.

FIRST NOTICE

Ordinary General Shareholders' Meeting

As agreed in the meeting of the Board of Directors held on July 24, 2014, Shareholders of Grupo Financiero Banorte, S.A.B. de C.V. are hereby called to attend the Ordinary General Shareholders' Meeting to be held on January 21, 2015, at 11:00 am, in the building located at Avenida Revolucion #3,000 Sur, Colonia Primavera, in Monterrey, Nuevo Leon, to address the following issues:

Agenda

To inform and take the resolutions that the Assembly deems appropriate regarding the following issues:

- I.- Discussion, and if the case, approval of a proposed cash dividend payment equivalent to Ps 0.2435 per share.**
- III.- Designation of delegate(s) to formalize and execute the resolutions passed by the Assembly.**

We would like to inform all shareholders that admission cards to the Meetings will be delivered upon presenting the respective record of deposit issued by S.D. Indeval, Institucion para el Deposito 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 Board of Directors' Secretary, located at Avenida Revolucion #3,000 Sur, Colonia Primavera, in the city of Monterrey, N.L., no later than one business day prior to the date of the scheduled Meetings.

Shareholders may attend the Meetings in person or be represented by a Proxy, with previous notification as per the applicable forms issued by this Company, in accordance with Article 49 Section III of the Securities Market Law. The Power of attorney forms and other documentation related with the agenda are available to Shareholders in the Board of Directors' Secretary of the office mentioned above.

Monterrey, N.L., January 2, 2015.

**Lic. Hector Avila Flores
Secretary to the Board of Directors**