

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

First Notice

Shareholders' Meeting

As agreed by the Board of Directors, shareholders of Grupo Financiero Banorte, S.A.B. de C.V. (the "Company") are hereby called to attend the Ordinary and Extraordinary General Shareholders' Meetings to be held on November 19th, 2015, at 11:00 am and 11:30 am, respectively, in the building located at Avenida Revolucion #3000 Sur, Colonia Primavera, in Monterrey, Nuevo Leon, to address the following issues:

Ordinary General Shareholders' Meeting

Agenda

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

- I. Proposal, discussion, and if the case, approval to modify the dividend policy.**
- II. Proposal, discussion, and if the case, approval of a proposed cash dividend payment.**
- III. External Auditor's report on the Company's tax situation.**
- IV. Designation of delegate(s) to formalize and execute the resolutions passed by the Assembly.**

Extraordinary General Shareholders' Meeting

Agenda

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

- I. Proposal, discussion, and if the case, approval of the amendment to the Corporate Bylaws, subject to authorization of the corresponding authorities.**
- II. Proposal, discussion, and if the case, approval of the amendment to the Agreement of Shared Responsibilities according to the Law to Regulate Financial Groups, in order to remove Banorte-Ixe Tarjetas, S.A. de C.V., Sociedad Financiera de Objeto Múltiple, Entidad Regulada from it and have Banco Mercantil del Norte, S.A., Institución de Banca Múltiple, Grupo Financiero Banorte as successor of that company, subject to authorization of the corresponding authorities.**
- 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 Meeting 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 #3000 Sur, Colonia Primavera, in the city of Monterrey, N.L., no later than November, 18, 2015 at 11: 00 am.

Shareholders may attend the Meeting in person or be represented by a Proxy, as per the applicable forms issued and delivered, for such purpose, by this Company, in accordance with Article 49 Section III of the Securities Market Law. The Power of Attorney forms, reports and documentation related to the agenda, will be available to shareholders at the Company's offices.

Monterrey, N.L., October 23rd, 2015.

Lic. Hector Avila Flores
Secretary to the Board of Directors