

Monterrey, N.L., as of September 24th, 2013.

With respect to the First Notice published on September 24th, 2013 regarding the Ordinary General Shareholders' Meeting to be held on October 14th, 2013, shareholders are informed of the following for the Meeting agenda:

ORDINARY GENERAL SHAREHOLDERS' MEETING

I. Discussion and if the case, approval of a proposed cash dividend payment equivalent to \$0.7852 per share.

It is proposed to distribute a cash dividend of Ps. \$0.7852 per share, derived from the retained earnings of previous years, which will be paid in four installments of Ps \$0.1963 per share each, on October 23rd, 2013, January 23rd, 2014, April 23rd, 2014 and July 23rd, 2014, respectively against delivery of the corresponding coupons. This amount was approved by the Group's Board of Directors last July 25th, 2013. The total amount of the dividend to be paid of Ps. \$0.7852 represents 20% of the recurring profits of 2012 and the payout was determined according the dividend policy approved on October 2011, which establishes a payment of the 20% of recurring net income in the event that annual profit growth is greater than 20%.

It is proposed that the installments of this dividend will be paid on the established dates, 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 Leon and through the Electronic Delivery and Information Diffusion System "Sistema Electrónico de Envío y Difusión de Información" (SEDI) of the Mexican Stock Exchange.

II. Board of Directors' report regarding the amount of common shares representing the Company's equity effectively subscribed and paid through the public primary offering and consequent increase of the paid-in capital of the Company, approved by the Extraordinary General Shareholders' Meeting on July 3rd, 2013.

Regarding this point of the Agenda and in compliance with the Third Resolution of the Extraordinary General Shareholders' Meeting held on July 3rd, 2013, the assistants will be informed about the results of the primary offering of up to 447,371,781 (four hundred forty seven million, three hundred and seventy one thousand, seven hundred eighty one) common, nominative shares with a face value of Ps. 3.50 (three and 50/100 Mexican pesos) corresponding to Series "O" Class II Company's common shares, approved in the referred Assembly.

It will be informed about the amount of common shares subscribed last July 16th, 2013, given the public primary offering in Mexico conducted on the Mexican Stock Exchange (Bolsa Mexicana de Valores, S.A.B. de C.V.); and the private international offering for a total amount of 389,018,940 (three hundred and eighty-nine million, eighteen thousand, nine hundred and forty) common shares at a price per share of Ps.71.50 (seventy-one and 50/100 Mexican pesos), without taking into account the exercise of the over-allotment options. Furthermore, it will be informed that the Mexican underwriters and international initial purchasers on July 17th, 2013 indicated their intention to exercise in full the over-allotment options granted to them for the aggregate purchase of an additional 58,352,841 (fifty-eight million, three hundred and fifty-two thousand, eight hundred and forty-one) common shares.

As a result, on July 22, 2013, the proceeds from the offering of 447,371,781 (four hundred and forty-seven million, three hundred and seventy-one thousand, seven hundred and eighty-one) common shares equivalent to Ps. 31,987 million (thirty-one thousand nine hundred eighty seven million Mexican pesos) approximately 2.5 billion U.S. dollars, were received by the Company.

Derived from the offering, the Company's equity as of this date is represented by 2,773'729,563 (two billion, seven hundred seventy-three million, seven hundred twenty nine thousand, five hundred and sixty three) common, nominative shares with a face value of Ps. 3.50 (three and 50/100 Mexican pesos) corresponding to Series "O" Class I for the for the shares representing the fixed portion of equity and Class II for II for the shares representing the variable portion of equity, distributed as follows:

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

	Common shares	Face Value	Amount
Fixed Portion ⁽¹⁾	252'157,233	\$3.50	\$882'550,315.50
Variable Portion ⁽²⁾	2,074'200,549	\$3.50	\$7,259'701,921.50
Variable Portion ⁽²⁾	447'371,781	\$3.50	\$1,565,801,233.50
Total	2,773'729,563	\$3.50	\$9,708'053,470.50

(1) The fixed portion of Company's equity is represented by common shares Class "I".

(2) The variable portion of Company's equity is represented by common shares Class "II".

III. External Auditor's Report regarding the Company's tax status.

In compliance with Article 86, Section XX of the Income Tax Law, the Auditor's Report on the fiscal situation of the Company at December 31st 2012 will be distributed and read among shareholders attending the meeting.

IV. Designation of delegate(s) to formalize and execute the resolutions passed by the Assembly.