

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

MANAGEMENT PROXY OF THE CORPORATION FOR THE EXTRAORDINARY GENERAL SHAREHOLDERS' MEETING

This is to certify that the undersigned, a voting member of Grupo Financiero Banorte, S.A.B. de C.V., has designated Mr. David Suarez, Head of Investor Relations and Corporate Development, or _____ as his representative to cast all votes and express all approvals or disapprovals that said member may be entitled to cast or express at the Extraordinary General Shareholders' Meeting to be held on July 3rd, 2013, at 11:00 am, in the building located at Avenida Revolución 3000 Sur, Colonia Primavera, in Monterrey, Nuevo Leon, Mexico, and any lawfully adjourned meetings thereof, and for all purposes provided by the Articles of Incorporation, the By-Laws and the annual meeting call of Grupo Financiero Banorte.

The shares represented by this Proxy amounting to _____ shares will be voted pursuant to the instructions given below. All of the shares represented by this proxy will be voted as specified by the shareholder. However, if no instructions are given, this proxy will be voted IN FAVOR OF the proposals set out herein. In no event shall this proxy be valid for a period longer than 30 days after the first meeting for which it is given.

For further details related to the following points of the agenda, please consult the attached document: "EGM - Resolution Proposals July 3, 2013"

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

Extraordinary General Shareholders' Meeting

<p>First: I. Proposal, discussion, and if the case, approval regarding the increase of the variable portion of the Company's equity, through the issuance of non-subscribed common shares to be placed among the investment public through a public primary offering, without the application of preferential subscription rights, in terms of Article 53 of the Securities Market Law, subject to the National Banking and Securities Commission authorization.</p> <p><i>The proceeds of the proposed offering would be used to amortize GFNorte's syndicated loan, to strengthen Banco Mercantil del Norte's capital (Banorte) and to purchase the investments of the International Finance Corporation (IFC) in Banorte and of Generali Group in Seguros and Pensiones Generali, among other corporate purposes.</i></p>	In favor: Abstain: Against:
<p>Second: Proposal, discussion, and if the case, approval regarding the public primary offering of the Company's representative common shares of Company's equity in Mexico, the United States and other foreign markets, under the applicable legislation..</p>	In favor: Abstain: Against:
<p>Third: Designation of delegate(s) to formalize and execute the resolutions passed by the Assembly.</p>	In favor: Abstain: Against:

This Proxy shall be revocable, at any time, at the request of the undersigned voting member.

Signed by:

Firm:

Date: