

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

MANAGEMENT PROXY OF THE CORPORATION FOR THE EXTRAORDINARY AND ANNUAL GENERAL SHAREHOLDERS' MEETINGS

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 and Ordinary General Shareholders' Meetings to be held on April 26th, 2013, at 11:00 am and 11:30 a.m., 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-AGM Resolution Proposals April 26, 2013"

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Extraordinary General Shareholders' Meeting

<p>Fist. It is proposed to modify Article Second of the Corporate By-Laws of GFNorte, in order to exclude Ixe Banco and Fincasa Hipotecaria, given their merger with Banco Mercantil del Norte; and modify the legal denomination of Ixe Soluciones, to Sólida Administradora de Portafolios SOFOM and of Ixe Fondos, to Operadora de Fondos Banorte Ixe.</p>	<p>In favor:</p> <p>Abstain:</p> <p>Against:</p>
<p>Second. It is proposed to approve the text and to subscribe the new Agreement of Shared Responsibilities including all of Grupo Financiero Banorte's entities.</p>	<p>In favor:</p> <p>Abstain:</p> <p>Against:</p>
<p>Third. It is proposed to designate delegate(s) to formalize and execute, if the case, the resolutions passed by the Assembly.</p>	<p>In favor:</p> <p>Abstain:</p> <p>Against:</p>
<p>Forth. It is proposed to draft, read and approve the Assembly's minutes.</p>	<p>In favor:</p> <p>Abstain:</p> <p>Against:</p>

Annual General Shareholders' Meeting

<p>1. Approval of the reports referred in section IV, Article 28 of the Securities Market Law, corresponding to the year ended December 31st, 2012.</p>	<p>In favor:</p> <p>Abstain:</p> <p>Against:</p>
<p>2. Distribution of profits.</p>	<p>In favor:</p> <p>Abstain:</p> <p>Against:</p>
<p>3. Appointment of the members of the Company's Board of Directors and qualify their independence. a) It is submitted to vote independently for each of the following Members:</p>	
<p>Proprietary Members</p>	
<p>I. Guillermo Ortiz Martinez, Chairman, Related.</p>	<p>In favor:</p> <p>Abstain:</p> <p>Against:</p>
<p>II. Bertha Gonzalez Moreno, Patrimonial.</p>	<p>In favor:</p> <p>Abstain:</p> <p>Against:</p>

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III. David Villarreal Montemayor, Patrimonial.	In favor: Abstain: Against:
IV. Manuel Saba Ades, Independent.	In favor: Abstain: Against:
V. Alfredo Elías Ayub, Independent.	In favor: Abstain: Against:
VI. Herminio Blanco Mendoza, Independent.	In favor: Abstain: Against:
VII. Everardo Elizondo Almaguer, Independent.	In favor: Abstain: Against:
VIII. Patricia Armendariz Guerra, Independent.	In favor: Abstain: Against:
IX. Armando Garza Sada, Independent.	In favor: Abstain: Against:
X. Hector Reyes Retana, Independent.	In favor: Abstain: Against:
XI. Juan Carlos Braniff Hierro, Independent.	In favor: Abstain: Against:
XII. Alejandro Burillo Azcarraga, Independent.	In favor: Abstain: Against:
XIII. Miguel Aleman Magnani, Independent.	In favor: Abstain: Against:
XIV. Enrique Castillo Sanchez Mejorada, Related.	In favor: Abstain: Against:

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XV. Alejandro Valenzuela del Rio, Related.	In favor: Abstain: Against:
Alternate Members	
XVI. Jesus O. Garza Martinez, Related.	In favor: Abstain: Against:
XVII. Juan Antonio Gonzalez Moreno, Patrimonial.	In favor: Abstain: Against:
XVIII. Jose G. Garza Montemayor, Patrimonial.	In favor: Abstain: Against:
XIX. Alberto Saba Ades, Independent.	In favor: Abstain: Against:
XX. Isaac Becker Kabacnik, Independent.	In favor: Abstain: Against:
XXI. Manuel Aznar Nicolin, Independent.	In favor: Abstain: Against:
XXII. Ramon A. Leal Chapa, Independent.	In favor: Abstain: Against:
XXIII. Julio Cesar Mendez Rubio, Independent.	In favor: Abstain: Against:
XXIV. Guillermo Mascareñas Milmo, Independent.	In favor: Abstain: Against:
XXV. Javier Molinar Horcasitas, Related.	In favor: Abstain: Against:
XXVI. Jose Marcos Ramirez Miguel, Related.	In favor: Abstain: Against:

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<p>b) It is proposed in accordance with Article Forty of the Corporate By-Laws, that the Board Members are exempt from the responsibility of providing a bond or monetary guarantee for backing their performance when carrying out their duties.</p>	<p>In favor: Abstain: Against:</p>
<p>c) It is proposed to appoint Hector Avila Flores as Secretary to the Board of Directors and Jose Morales Martinez as Undersecretary, who will not be part of the Board.</p>	<p>In favor: Abstain: Against:</p>
<p>4. Determine the compensation for the members of the Company's Board of Directors.</p>	<p>In favor: Abstain: Against:</p>
<p>5. Designation of the members of the Audit and Corporate Practices Committee. The proposal is to designate the following persons as members of the Committee (it is submitted to vote independently for each of the following members):</p>	
<p>Hector Reyes Retana- Chairman.</p>	<p>In favor: Abstain: Against:</p>
<p>Herminio Blanco Mendoza.</p>	<p>In favor: Abstain: Against:</p>
<p>Manuel Aznar Nicolin.</p>	<p>In favor: Abstain: Against:</p>
<p>Patricia Armendariz Guerra.</p>	<p>In favor: Abstain: Against:</p>
<p>Julio Cesar Mendez Rubio.</p>	<p>In favor: Abstain: Against:</p>
<p>6. Designation of the members of the Risk Policies Committee. The proposal is to designate the following persons as members of the Committee (it is submitted to vote independently for each of the following members):</p>	
<p>Juan Carlos Braniff Hierro - Chairman.</p>	<p>In favor: Abstain: Against:</p>
<p>Alfredo Elias Ayub.</p>	<p>In favor: Abstain: Against:</p>

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Everardo Elizondo Almaguer.	In favor: Abstain: Against:
Manuel Aznar Nicolin.	In favor: Abstain: Against:
Alejandro Valenzuela del Rio.	In favor: Abstain: Against:
Manuel Romo Villafuerte.	In favor: Abstain: Against:
Fernando Solis Soberon.	In favor: Abstain: Against:
Gerardo Zamora Nañez.	In favor: Abstain: Against:
Marcos Ramirez Miguel.	In favor: Abstain: Against:
David Aaron Margolin Schabes – Secretary.	In favor: Abstain: Against:
7. Board of Directors' Report regarding shares repurchase transactions carried out during 2012 and determination of the maximum amount of financial resources that will be applied for share repurchases during 2013.	In favor: Abstain: Against:
8. Discussion and approval to modify the integration and duties of the Regional Boards.	In favor: Abstain: Against:
9. Approval to certify the Company's By-Laws.	In favor: Abstain: Against:
10. Designation of delegate(s) to formalize and execute the resolutions passed by the Assembly.	In favor: Abstain: Against:

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11. Drafting, reading and approval of the Assembly's minutes.	In favor: Abstain: Against:
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This Proxy shall be revocable, at any time, at the request of the undersigned voting member.

Signed by:

Firm:

Date: