

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

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

This is to certify that the undersigned, a voting member of Grupo Financiero Banorte, S.A.B. de C.V. ("GFNORTE"), has designated Mr. Diego González Cheboux, Director of Legal Corporate Governance, or Mrs. Ursula Wilhelm Nieto, Head of Investor Relations and Financial Intelligence, 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 Annual General Shareholders' Meeting to be held on April 22nd, 2016, at 11:00 am, in the building located at Avenida Revolucion #3,000 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: "AGM Resolution Proposals April 22nd, 2016".

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Annual General Shareholders' Meeting

1. Presentation and if the case, approval of the reports referred in section IV, Article 28 of the Securities Market Law, corresponding to the year ended December 31 st , 2015.	In favor: Abstain: Against:
2. Distribution of profits.	In favor: Abstain: Against:
3. Appointment of the members of the Company's Board of Directors proposed by the Designations Committee and qualify their independence.	
a) It is submitted to vote independently for each of the following Members:	
Proprietary Members	
I. Carlos Hank Gonzalez, Chairman.	In favor: Abstain: Against:
II. Juan Antonio Gonzalez Moreno.	In favor: Abstain: Against:
III. David Juan Villarreal Montemayor.	In favor: Abstain: Against:
IV. Jose Marcos Ramirez Miguel.	In favor: Abstain: Against:
V. Everardo Elizondo Almaguer, Independent.	In favor: Abstain: Against:
VI. Carmen Patricia Armendariz Guerra, Independent.	In favor: Abstain: Against:
VII. Hector Federico Reyes-Retana y Dahl, Independent.	In favor: Abstain: Against:
VIII. Eduardo Livas Cantu, Independent.	In favor: Abstain: Against:
IX. Thomas Stanley Heather Rodriguez, Independent.	In favor: Abstain: Against:
X. Alfredo Elias Ayub, Independent.	In favor: Abstain: Against:
XI. Adrian Sada Cueva, Independent.	In favor: Abstain: Against:
XII. Olga Maria del Carmen Sánchez Cordero Dávila, Independent.	In favor: Abstain: Against:
XIII. Alejandro Burillo Azcarraga, Independent.	In favor: Abstain: Against:

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XIV. Jose Antonio Chedraui Eguia, Independent.	In favor: Abstain: Against:
XV. Alfonso de Angoitia Noriega, Independent.	In favor: Abstain: Against:
Alternate Members	
XVI. Graciela Gonzalez Moreno.	In favor: Abstain: Against:
XVII. Juan Antonio Gonzalez Marcos.	In favor: Abstain: Against:
XVIII. Carlos de la Isla Corry.	In favor: Abstain: Against:
XIX. Juan Carlos Braniff Hierro	In favor: Abstain: Against:
XX. Alberto Halabe Hamui, Independent.	In favor: Abstain: Against:
XXI. Roberto Kelleher Vales, Independent.	In favor: Abstain: Against:
XXII. Manuel Aznar Nicolin, Independent.	In favor: Abstain: Against:
XXIII. Robert William Chandler Edwards, Independent.	In favor: Abstain: Against:
XXIV. Ricardo Maldonado Yañez, Independent.	In favor: Abstain: Against:
XXV. Isaac Becker Kabacnik, Independent.	In favor: Abstain: Against:
XXVI. José Maria Garza Treviño, Independent.	In favor: Abstain: Against:
XXVII. Eduardo Alejandro Francisco Garcia Villegas, Independent.	In favor: Abstain: Against:
XXVIII. Javier Braun Burillo, Independent.	In favor: Abstain: Against:
XXIX. Rafael Contreras Grosskelwing, Independent.	In favor: Abstain: Against:
XXX. Guadalupe Phillips Margain, Independent.	In favor: Abstain: Against:

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b) It is proposed to appoint Hector Avila Flores as Secretary to the Board of Directors, who will not be part of the Board.	In favor: Abstain: Against:
c) It is proposed in accordance with Article Forty of the Corporate By-Laws, that the Board Members be exempt from the responsibility of providing a bond or monetary guarantee for backing their performance when carrying out their duties.	In favor: Abstain: Against:
4. Determine the compensation for the Members of the Company's Board of Directors.	In favor: Abstain: Against:
5. Designation of the Chairman of the Audit and Corporate Practices Committee. The proposal is to designate Hector Federico Reyes-Retana y Dahl as Chairman of the Committee.	In favor: Abstain: Against:
6. Board of Directors' Report regarding shares repurchase transactions carried out during 2015 and determination of the maximum amount of financial resources that will be applied for share repurchases during 2016.	In favor: Abstain: Against:
7. Designation of delegate(s) to formalize and execute the resolutions passed by the Assembly.	In favor: Abstain: Against:

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

Signed by:

Firm:

Date: