

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

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

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 Chebaux, Director of Legal Corporate Governance, 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 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 #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 refer to the document: “OGM & EGM Resolution Proposals October 28th, 2015”.

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

Ordinary General Shareholders' Meeting

1. Proposal, discussion, and if the case, approval to modify the dividend policy. It is proposed to modify the Dividend Policy so the dividend payment can be between 16% and up to 40% of the net income of the prior year.	In favor: Abstain: Against:
2. Proposal, discussion, and if the case, approval of a proposed cash dividend payment. It is proposed to distribute a cash dividend of Ps. 761.4 million, equivalent to Ps. 0.2745 per share. This dividend corresponds to the first of four installments necessary to cover a dividend representing 20% of the net profits of 2014, derived from the Fiscal Net Income as of December 31 st , 2014. It is proposed that the first disbursement be paid on November 30 th , 2015.	In favor: Abstain: Against:
3. External Auditor's report on the Company's tax situation.	In favor: Abstain: Against:
4. Designation of delegate(s) to formalize and execute the resolutions passed by the Assembly.	In favor: Abstain: Against:

Extraordinary General Shareholders' Meeting

1. Proposal, discussion, and if the case, approval of the amendment to the Corporate Bylaws, subject to authorization of the corresponding authorities.	In favor: Abstain: Against:
2. 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.	In favor: Abstain: Against:
3. 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: