

SUMMARY OF RESOLUTIONS APPROVED BY THE EXTRAORDINARY GENERAL SHAREHOLDERS' MEETING OF GRUPO FINANCIERO BANORTE, S.A.B. DE C.V., HELD ON JULY 3RD, 2013.

Represented Shares: 2,184,038,612 Series "O" shares of a total of 2,326,357,782 representing 93.88% of the total subscribed and paid shares of the Company's capital.

FIRST. It was approved to increase the authorized variable portion of equity through the issuance of up to 447,371,781 (Four hundred forty seven million, three hundred and seventy one thousand, seven hundred eighty one) common shares, nominative, with a face value of \$3.50 (Three pesos 50/100 National Currency) corresponding to Series "O", Class II, which will be deposited in the treasury of the Company, in order to be subscribed and paid through one or more public offerings in Mexico through the Mexican Stock Exchange ("Bolsa Mexicana de Valores, S.A.B. de C.V" or "BMV") and/or outside Mexico through one or more offerings to the investment public pursuant to Rule 144 A and/or Regulation S of the Securities Act of 1993 of the United States of America and other applicable provisions of the different markets in which such offering ("Primary Offering") takes place, obtaining previously corresponding authorizations.

SECOND. It was notified and approved that, in accordance with the provisions of the last paragraph of Article 53 of the Securities Market Law and Article 9 of the Corporate By-laws, shareholders do not have nor corresponds to them any preferential subscription rights referred to Article 132 of the General Corporation and Partnership Law, regarding the common shares to be issued according to the previous First Resolution, given that these common shares are intended to be subscribed through public offering.

THIRD. It was approved that the common shares to be issued according to the previous First Resolution, in order to cover the proposed capital increase, are assigned to the Primary Offering, in accordance with the Resolutions adopted in sufficiency of the next item of the Agenda, the Board of Directors having to report in due course to the General Shareholders' Meeting of the Company about the amount of common shares actually subscribed and paid through such Primary Offering and consequent increase in the paid-in capital of the Company.

The issued common shares according to the previous First Resolution, that are not placed in the Primary Offering will be retained in the treasury and may be offered for subscription, subsequent to the date of the Primary Offering, provided it is done through a public offering process, under the terms determined by the Board of Directors, having to report in due course to the General Shareholders' Meeting of the Company about the amount of common shares actually subscribed and paid through such offering.

FOURTH. As a result of the foregoing, subject to the completion and achievement of the Primary Offering and prior compliance with the conditions to which such Primary Offering is subject to and which are pointed out in the next Eighth Resolution (the "Conditions"), the maximum authorized sum of the Company's equity as of this date is the amount of Ps. 9,708,053,470.50 (Nine billion, seven hundred and eight million, fifty three thousand, four hundred seventy pesos 50/100 National Currency), which will be represented by up to 2,773,729,563 (Two billion, seven hundred seventy three million, seven hundred twenty nine thousand, five hundred sixty three) common, nominative shares, with a face value of \$ 3.50 (Three pesos 50/100 National Currency), corresponding to Series "O" Class I shares, which represent the fixed portion of equity and Class II for the shares representing the variable portion of equity; on the understanding that of the subscription price per each of the shares subject to the Primary Offering, the amount of Ps. \$ 3.50 (Three pesos 50/100 National Currency) will be recorded as equity and the difference will correspond to "Premium of Subscribed & Issued Shares"

FIFTH. It was approved that provisional certificates and in due moment, the definitive securities issued by the Company in order to cover the issued shares according to the previous First Resolution, are deposited in the S.D. Indeval Institución para el Depósito de Valores, S.A. de C.V. ("Indeval"), having carried out the previous corresponding procedures for updating the registration of the Company's common shares in the RNV, and with the objective that the Company may carry out and finalize the Primary Offering.

SIXTH. It was approved to instruct the Secretary of the Board of Directors to: (i) issue the new provisional certificates and in due moment, the definitive securities that reflect the capital increase of the Company, (ii) perform the corresponding entries in the Company's books, including the book of common shares registration, in order to reflect what was agreed in the previous Resolutions, and (iii) carry out the necessary formalities, by himself or through any person with delegated faculty, to deposit in the Indeval the provisional certificates and in due moment, the definitive securities representing the issued shares.

SEVENTH. It was approved to publish the Resolutions of this Extraordinary General Shareholders' Meeting, and disclose to Company's shareholders that they do not have preferential subscription rights with respect to the representative common shares of the approved capital increase, given that these will be placed through one or more public offerings.

EIGHTH. It was approved that, subject to obtaining the corresponding authorizations, the Company proceeds to carry out the Primary Offering respect to the issued shares according to the previous First Resolution (or the realization of subsequent public offerings upon the determination of the Board of Directors of the Company if the common shares referred in the previous First Resolution are not totally placed in the Primary Offering), previous complying with Conditions no later than December 31, 2014, consisting of: (i) the CNBV authorization to update the registration of the Company's common shares in the RNV, in order to reflect the capital increase, and (ii) obtaining any other required authorizations and registrations to carry out the Primary Offering, including the authorization of the CNBV to conduct it as a public offering in Mexico. Common shares subject to the Primary Offering in Mexico may be offered through the BMV and abroad (United States of America and other foreign markets different to Mexico and the United States of America), pursuant to Rule 144A and Regulation S of the Securities Act of 1933 of the United States of America and the applicable provisions in markets where conducting the Primary Offering, on the understanding that these common shares will have to include those corresponding to any option of "over-allocation" that is granted to the involved intermediaries.

NINTH. It was approved that the Company enters into and/or subscribes all contracts, agreements, certifications and instruments of any nature and governed by applicable legislation in any jurisdiction, or to appear at the subscription of the necessary contracts, agreements, certifications or instruments , in order to implement and complete the Primary Offering.

TENTH. It was approved to appoint special delegates to prepare, negotiate and approve, on behalf of the Company, any of the terms and conditions, including the dates applicable to the Primary Offering, as well as perform preliminary acts or derived thereof.

ELEVENTH. It was approved that the Company prepares and subscribes the prospectus for the Primary Offering, in this case in English and Spanish, in preliminary and final versions, the negotiation of the terms with the competent authorities, the disclosure thereof to the investing public, as well as the preparation and disclosure of the corresponding materials to promote the offering abroad, in coordination with the involved underwriters and in compliance with the applicable legal requirements.

TWELFTH. It was approved to grant in favor of the company CT Corporation System, a power to act as the Company's Process Agent for the contracts and agreements related to the Primary Offering.

THIRTEENTH. It was approved that in terms of Article 282 of the Securities Market Law, the provisional certificates and in due moment, the definitive securities representing the common shares subject to the Primary Offering will be deposited in the Indeval.

FOURTEENTH. Special delegates were designated in order to carry out all of the necessary acts to execute and formalize, the resolutions passed by the Extraordinary General Shareholders' Meeting.

FITEENTH. Special delegates were designated to present and/or publish announcements, notifications, documents and any other communication required to be submitted to the CNBV, the BMV, the Indeval and third parties in general, related with the adopted resolutions during the Assembly, as well as to carry out any conductive procedure or process.

SIXTEENTH. The Secretary of the Board of Directors was authorized to carry out the issuance, exchanges and cancellations regarding the common shares that result necessary or convenient derived from the adopted resolutions by the Extraordinary General Shareholders' Meeting, in order to perform the necessary entries in the Company's books and to carry out the corresponding procedures with the Indeval.

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

The resolutions were passed by majority vote, as shown in the following table:

Management Proposals	Vote	No. of Shares	Percentage of the shares represented in the Shareholders' Meeting	Percentage of total shareholders' equity
I.- 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..	In Favor	1,710,531,989	78.3%	73.5%
	Abstain & Against	473,506,623	21.7%	20.4%
II.- Approval regarding the public primary offering of the representative common shares of Company's equity in Mexico, the United States and other foreign markets, under the applicable legislation	In Favor	1,723,390,090	78.9%	74.1%
	Abstain & Against	460,648,522	21.1%	19.8%
III.- Designation of delegate(s) to formalize and execute the resolutions passed by the Assembly	In Favor	1,740,293,208	79.7%	74.8%
	Abstain & Against	443,745,404	20.3%	19.1%