

Grupo Financiero Banorte, S.A.B. de C.V.
Annual General Ordinary Shareholders' Meeting
April 23rd, 2026

I. Introduction

Shareholders are hereby informed that on March 23rd, 2026, the notice of the Annual Ordinary General Shareholders' Meeting of Grupo Financiero Banorte, S.A.B. de C.V. ("**GF Banorte**" or the "**Company**") was published in the El Norte newspaper of the City of Monterrey, N.L. and in the Reforma newspaper of Mexico City, as well as in the Commercial Companies Publications System of the Ministry of Economy, to be held on April 23rd, 2026, at 11:00 a.m. (the "**Meeting**") at the offices of the Company located at David Alfaro Siqueiros #106, Colonia Valle Oriente, San Pedro Garza García, Nuevo León, México, all in accordance with Articles 179, 180, 181, 183, 186 and 187 of the General Law of Business Corporations ("**LGSM**") and Articles Nineteenth, Twenty-first and Twenty-second of the Company's Corporate Bylaws (the "**Bylaws**").

The agenda (the "**Agenda**") for the Meeting is the following:

- I. Presentation and, in its case, approval of the reports referred to in Article 28, section IV, of the Securities Market Law and Article 39, section IV, of the Law to Regulate Financial Groups, corresponding to the fiscal year ended December 31st, 2025.
- II. Allocation of earnings.
- III. Discussion and, in its case, approval of a proposal to pay a cash dividend.
- IV. External Auditor's Report on the fiscal situation of the Company.
- V. Appointment of members of the Board of Directors of the Company upon proposal of the Nominations Committee and assessment of their independence.
- VI. Determination of compensation to the members of the Board of Directors.
- VII. Appointment of the Chairman of the Audit and Corporate Practices Committee.
- VIII. Report of the Board of Directors on the transactions performed with the Company's own shares during the fiscal year of 2025, and determination of the maximum amount of funds that may be allocated to the purchase of own shares for fiscal year 2026.
- IX. Proposal, discussion and, in its case, approval to certify the Company's Bylaws.
- X. Designation of delegate or delegates to formalize and execute in its case, the resolutions adopted by the Shareholders' Meeting.

The purpose of this document is to ensure that our shareholders possess the necessary and accurate information to assist them in their decision-making regarding the matters to be proposed during the Meeting. The resolution drafts outlined in section II of this document are described in broad terms, recognizing that their drafting and content may be subject to change based on the resolutions adopted at the Meeting and the subsequent minutes prepared by the Secretary of the Board of Directors.

Shareholders are hereby notified that information concerning obligations, qualifications, functions, shareholder representation, procedures, development, and voting can be referenced in Chapter Three of the Bylaws and in the shareholder handbook designed for attending Shareholders' Meetings and exercising voting rights (the "**Shareholders Manual**"). These resources are available for consultation at the following links:

1. Bylaws:
<https://investors.banorte.com/~media/Files/B/Banorte-IR/documents/policies-and-documents/en/2023/Compulsa%20Estatutos%20Gfnorte%202022%20v%20ingles.pdf>
2. Shareholders' Manual:
<https://investors.banorte.com/~media/Files/B/Banorte-IR/shareholders-meeting/en/2021/23-apr/Manual%20Asambleas%20GFNorte%20ingles.pdf>

II. Proposed resolutions for the Shareholders' Meeting:

This section outlines each of the items on the Agenda to be discussed at the Meeting, including any supporting information relevant for shareholders to make informed decisions and a proposal of resolutions regarding each item of the Agenda.

I. Presentation and, in its case, approval of the reports referred to in Article 28, section IV, of the Securities Market Law and Article 39, section IV, of the Law to Regulate Financial Groups, corresponding to the fiscal year ended December 31st, 2025.

Pursuant to Article 28 of the Securities Market Law ("**LMV**") and Article 39 of the Law to Regulate Financial Groups ("**LRAF**"), and Article 172 of the LGSM, shareholders must approve the following reports:

- a) Annual Report of the CEO prepared in accordance with the provisions of Article 44, section XI, of the LMV and Article 59, section X, of the LRAF, accompanied by the opinion of the External Auditor.
- b) Opinion of the Board of Directors on the content of the Annual Report of the Chief Executive Officer.

- c) Annual Report of the Board of Directors, stating and explaining the main accounting and reporting policies and criteria adhered to in preparing the financial information, in accordance with Article 172, paragraph b), of the LGSM.
- d) Annual Report of the Board of Directors on the transactions and activities in which it was involved.
- e) Annual Report on the activities of the Audit and Corporate Practices Committee.

These reports are available online at <https://investors.banorte.com> / Governance / Shareholders' Meeting / April 23rd, 2026.

- **Proposal**

Based on the foregoing, the following resolutions are proposed for adoption to ensure GF Banorte's compliance with the aforementioned legal provisions:

One. Approve, with the prior opinion of the Board of Directors, the Annual Report of the Chief Executive Officer, which includes, among others: (i) the balance sheet; (ii) the income statement; (iii) the statement of changes in stockholder's equity; and (iv) the cash flow statement of the Company as of December 31st, 2025.

Two. Approve the Annual Report of the Board of Directors detailing and discussing the main accounting and reporting policies and criteria used in preparing the financial information as of December 31st, 2025.

Three. Approve the Annual Report of the Board of Directors regarding the transactions and activities in which it was involved.

Four. Approve the Annual Report on the Activities of the Audit and Corporate Practices Committee.

Five. Approve the transactions carried out by the Company throughout the year ended December 31st, 2025, and ratify the actions taken by the Board of Directors, the Chief Executive Officer and the Audit and Corporate Practices Committee during the same period.

II. Allocation of earnings.

Shareholders are hereby informed that they must approve the allocation of profits derived from the financial statements of GF Banorte as of December 31st, 2025, which reflect a net income of \$58,788'385,249.62 (Fifty-eight billion, seven hundred eighty-eight million, three hundred eighty-five thousand, two hundred forty-nine pesos 62/100 Mexican currency). It is also reported that the legal reserve fund is fully established in accordance with Article 20 of the LGSM.

- **Proposal**

Based on the information provided, the following resolution is proposed for adoption:

Six. Allocate the entire net income of the 2025 fiscal year shown in the Company's financial statements, amounting to \$58,788'385,249.62 (Fifty-eight billion, seven hundred eighty-eight million, three hundred eighty-five thousand, two hundred forty-nine pesos 62/100 Mexican currency), to the "Retained Earnings" account, given that the Company's legal reserve fund has been fully established.

III. Discussion and, in its case, approval of a proposal to pay a cash dividend.

In compliance with the Dividend Policy, the Board of Directors will propose to declare a dividend in an amount equal to up to 50% of the net income for the fiscal year 2025, that is, \$58,788'385,249.62 (Fifty-eight billion, seven hundred eighty-eight million, three hundred eighty-five thousand, two hundred forty-nine pesos 62/100 Mexican currency), therefore, the dividend of 2025 shall be in an aggregate amount of \$29,394'192,624.81 (Twenty-nine billion, three hundred ninety-four million, one hundred ninety-two thousand, six hundred twenty-four pesos 81/100 Mexican currency), equal to \$10.44882915067830 pesos for each outstanding share, to be paid at the latest in May 2026.

The cash dividend payment will be sourced from prior years' profits and, for Income Tax Law purposes ("**LISR**"), it is derived from the net taxable income account as of December 31st, 2014, and subsequent years.

- **Proposal**

Based on the information provided, the following resolutions are proposed for adoption:

Seven. Approve the distribution of a dividend to the Shareholders, equivalent to 50% of the net income of fiscal year 2025, in the amount of \$29,394'192,624.81 (Twenty-nine billion, three hundred ninety-four million, one hundred ninety-two thousand, six hundred twenty-four pesos 81/100 Mexican currency), or \$10.44882915067830 pesos for each outstanding share, which will be paid at the latest by May 29th, 2026, upon delivery of coupon number 3. The payment of the cash dividend will be debited from the profits of previous fiscal years. For the purposes of the LISR, it will be sourced from the net fiscal income account as of December 31st, 2014, and subsequent years.

Eight. Approve that the dividend corresponding to fiscal year 2025 be paid at the latest by May 29th, 2026, through S.D. Indeval, Institución para el Depósito de Valores, S.A. de C.V. (Central Securities' Depository), following a notice to be published by the Secretary of the Board of Directors in one of the newspapers with the largest circulation in the city of Monterrey, Nuevo León and through the Electronic Delivery and Information System (SEDI) of the Mexican Stock Exchange ("**BMV**").

IV. External Auditor's Report on the fiscal situation of the Company.

Pursuant to Article 76, section XIX, of the LISR, the External Auditor's Report on the Company's fiscal situation as of December 31st, 2024, is to be presented to the meeting and read out.

Said report is available in the Exhibits section and online at <https://investors.banorte.com> / Governance / Shareholders' Meeting / April 23rd, 2026.

- **Proposal**

Based on the information provided, the following resolution will be stated in order for GF Banorte to comply with the aforementioned legal provision:

Nine. It is hereby noted that, in accordance with the provisions of Article 76, section XIX, of the LISR, the report from the External Auditor regarding the fiscal situation of the Company as of December 31st, 2024 is distributed among the attendees to the Shareholders' Meeting and subsequently read out.

V. Appointment of members of the Board of Directors of the Company upon proposal of the Nominations Committee and assessment of their independence.

Pursuant to Article 44 of the Bylaws, on March 17th, 2026, the Nominations Committee¹ approved to present its proposal to the Shareholders' Meeting regarding the composition of the Board of Directors of the Company. In this regard, and to remain at the forefront of best corporate practices, the Committee conducted an exercise for the objective evaluation of all candidates, ensuring that there is no discrimination throughout the selection process and always seeking the final suitability.

The analysis conducted by the Nominations Committee was based on the use of the Board of Directors' skills matrix (the "**Skills Matrix**"), which is aligned with the expertise and/or knowledge that the members of the Board of Directors must have to adhere to GF Banorte's strategy.

The years of tenure of Independent Directors, the levels of female participation on the Board, the size of the Board of Directors, and the time availability of the candidates to perform their duties as Directors were also taken into consideration, in terms of international corporate best practices and the Company's policies.

Outcome of the validation of Directors' skills

¹ The Nominations Committee is comprised by the following members: (i) Carlos Hank González (Chairman); (ii) Juan Antonio González Moreno; (iii) Carlos de la Isla Corry; (iv) José Antonio Chedraui Eguía (Independent); (v) Alfonso de Angoitia Noriega (Independent); (vi) Thomas Stanley Heather Rodríguez (Independent); (vii) Federico Carlos Fernández Senderos (Independent).

Following the Bylaws, the Board of Directors should consist of members with technical expertise, excellent reputation, and a favorable credit history, along with extensive knowledge and experience in financial, legal, or administrative matters.

In accordance with corporate governance best practices, and to ensure that the Board of Directors of GF Banorte is composed of members whose expertise aligns with the overall strategy of the Financial Group and its subsidiaries, a Skills Matrix was designed to enable the Nominations Committee to evaluate candidates and ascertain their suitability to become members of the Board of Directors.

The validation of the Skills Matrix is included below:

Directors													
	Carlos Hank González	Juan Antonio González Moreno	David Juan Villareal Montemayor	José Marcos Ramírez Miguel	Carlos de la Isla Corry	Alicia Alejandra Lebrija Hirschfeld	Clemente Ismael Reyes Retana Valdés	Mariana Baños Reynaud	Federico Carlos Fernández Senderos	David Peñaloza Alanís	José Antonio Chedraui Eguita	Thomas Stanley Heather Rodríguez	Diana Muñozcano Félix
Capital markets	●	●	●	●	●	●	●			●	●	●	●
Corporate	●	●	●	●	●	●	●			●	●	●	●
Consumer	●	●	●	●	●	●	●	●	●	●	●	●	●
Governance	●	●	●	●	●	●	●			●	●	●	●
Private	●	●	●	●	●	●	●			●	●	●	●
Digital and fintech	●	●	●	●	●	●	●	●	●	●	●	●	●
Risk management	●	●	●	●	●	●	●	●	●	●	●	●	●
Audit and Internal Control	●	●	●	●	●	●	●	●	●	●	●	●	●
Finance	●	●	●	●	●	●	●	●	●	●	●	●	●
Strategy	●	●	●	●	●	●	●	●	●	●	●	●	●
IT and cybersecurity	●	●	●	●	●	●	●	●	●	●	●	●	●
HR-remuneration	●	●	●	●	●	●	●	●	●	●	●	●	●
Institutional RR	●	●	●	●	●	●	●	●	●	●	●	●	●
Legal & compliance	●	●	●	●	●	●	●	●	●	●	●	●	●
Public-Regulatory	●	●	●	●	●	●	●	●	●	●	●	●	●
ESG / Sustainability	●	●	●	●	●	●	●	●	●	●	●	●	●
Business management	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Boards of Directors	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Domestic Experience	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
International Experience	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Gender	M	M	M	M	M	F	M	F	M	M	M	M	F
Independence						✓	✓	✓	✓	✓	✓	✓	✓

LEVEL OF EXPERIENCE SYMBOL
Expert ●

LEVEL OF EXPERIENCE SYMBOL
Highly experienced ●

LEVEL OF EXPERIENCE SYMBOL
Some experience ●

Also, it is hereby announced that the Nominations Committee has verified that the Directors and Alternate Directors meet the adequacy requirements outlined in the LRAF, LMV, and Banking Law (the “**LIC**”) regarding their personal and professional reputation, possessing sufficient knowledge and experience, and demonstrating a willingness to uphold proper corporate governance at GF Banorte. Furthermore, they have been found to not be subject to any incompatibility, impediment, or conflict of interest, and they maintain a satisfactory credit history. Additionally, Independent Directors and their respective Alternates comply with the independence criteria stipulated in the aforementioned regulations.

Analysis of the assessment and justification of the suitability of Directors

For the analysis of assessment and justification of the suitability of Directors, in line with international corporate best practices, the Nominations Committee analyzed, among others, the number of Directors that make up the Board of Directors, as well as gender equality metrics. In this regard, the Nominations Committee determined that it was appropriate to propose that the size of GF Banorte’s Board of Directors be reduced to 13 members.

As a result, an analysis was conducted on the assessment and justification of the suitability of the current members of the Board of Directors in order to submit to the shareholders for their vote at the Meeting, the ratification of the appointment of 13 of the current Board Members and their respective Alternates, as indicated in the following paragraphs. In adherence to international best practices in corporate governance, the Nominations Committee ensured that the members of the Board of Directors have sufficient time to perform their duties and then, fulfill all their obligations and responsibilities as Directors.

The exercise of assessing and justifying the suitability of the Directors consisted in (i) analyzing the biographical profile of the candidate; (ii) validation and qualification of independence; (iii) evaluation of the candidate’s experience, competence and merits; and (iv) assessment and rationale for the appointment, including their contributions to the Board of Directors.

Taking into consideration the result of the Skills Matrix and the implementation of the Directors’ Training Program since 2021, GF Banorte ensures the right balance between knowledge, expertise, qualifications, diversity, and experience of the members of the Board of Directors to consistently oversee the strategic objectives of GF Banorte and the different business lines.

a) Assessment of the Board of Directors as a collective entity:

The composition of the Board of Directors proposed to the Meeting, brings the following characteristics:

Size of the Board	13 Directors and their respective alternates
Independence of the Board	61.53%
Gender diversity in the Board	23.1% women – 76.9% men

Average length of service on the Board of Directors	9.8 years
Average age of the members of the Board of Directors	60.5 years
Age range of the Board	41 to 50 years – 8% 51 to 60 years – 46% 61 to 70 years – 31% 71 to 80 years – 15%
Decentralized leadership	The Chairman of the Board is Mr. Carlos Hank González, while the executive functions of the Chief Executive Officer are carried out by Mr. José Marcos Ramírez Miguel, which allows for the separation of functions between the Board of Directors and the General Management.

As a result of the foregoing, the Nominations Committee proposes to the Meeting the appointment of each of the following members to the Board of Directors of GF Banorte, who had already been individually assessed by the Nominations Committee in accordance with the following section:

	Director		Alternate Director	
1	Carlos Hank González	Chairman	Graciela González Moreno	
2	Juan Antonio González Moreno		Juan Antonio González Marcos	
3	David Juan Villarreal Montemayor		Alberto Halabe Hamui	Independent
4	José Marcos Ramírez Miguel		Gerardo Salazar Viezca	
5	Carlos de la Isla Corry		Rafael Victorio Arana de la Garza	
6	Alicia Alejandra Lebrija Hirschfeld	Independent	Roberto Kelleher Vales	Independent
7	Clemente Ismael Reyes Retana Valdés	Independent	Cecilia Goya de Riviello Meade	Independent
8	Mariana Baños Reynaud	Independent	José María Garza Treviño	Independent
9	Federico Carlos Fernández Senderos	Independent	Manuel Francisco Ruiz Camero	Independent
10	David Peñaloza Alanís	Independent	Carlos Césarman Koltenuk	Independent
11	José Antonio Chedraui Eguía	Independent	Humberto Tafolla Núñez	Independent
12	Thomas Stanley Heather Rodríguez	Independent	Diego Martínez Rueda-Chapital	Independent
13	Diana Muñozcano Félix	Independent	Manuel Guillermo Muñozcano Castro	Independent

b) Individual assessment of Directors:

Directors:

Carlos Hank González



Professional Achievements

He currently acts as Chairman of the Board of Directors of GF Banorte, a position he held since January 1st, 2015.

In 1997 he was named Chief Executive Officer of Interacciones Casa de Bolsa, in 1999 Chief Executive Officer of Banco Interacciones and in 2000, Chief Executive Officer of Grupo Financiero Interacciones (GFI). At the beginning of 2003 he became Deputy CEO of GF Banorte, and at the end of the same year he returned as Chief Executive Officer of GFI, placing it as a highly profitable financial group, specialized in state and municipal financing; he headed a successful public offer in 2013, which consolidated GFI as a public company with growing liquidity in the stock market. He was also named Chief Executive Officer of Grupo Industrial Hermes in 2008, founded in 1978, with various business lines in infrastructure, energy, auto, transportation and since 2013, tourism.

Position:

Director – Chairman

Category:

Patrimonial
(Non-Executive)

Board member since:

October 2014

Committees:

- Nominations – Chairman

Boards:

- Grupo Financiero Banorte, S.A.B. de C.V.
- Gruma S.A.B. de C.V.
- Grupo Televisa S.A.B.

Main Skills:

- Banking:
 - Capital Markets
 - Corporate
 - Consumer
 - Government
 - Private
- Strategy
- Institutional Relations
- Public - Regulatory
- ESG / Sustainability

He was a member of the Board of Directors of the BMV from April 28th, 2011, to March 20th, 2025.

He has held the position of Vice President of the Board of Directors of Gruma since December 2012 (Non-Executive Director).

He holds a Bachelor's Degree in Business Administration with a specialty in Finance by Universidad Iberoamericana.

Skills and Knowledge

The Nominations Committee considers that Mr. Carlos Hank González possesses the appropriate leadership, experience, qualifications and merits to hold the position of Chairman of the Board of Directors. His commitment with the integral development of Mexico stands out.

Mr. Carlos Hank González provides to the Board of Directors an effective leadership and profound knowledge of the Company and its different divisions given his extensive experience within the Financial Group. His financial market knowledge stands out, not only of the banking sector (private banking, retail banking and markets), but in his institutional work of representation amid different regulatory authorities due to his knowledge in government and public policy. Furthermore, with his resignation since March 2025 from the position of Board Member at the BMV, he reaffirmed his commitment to dedicate sufficient time to fulfill his obligations and duties as Chairman of the Board of GF Banorte.

Some relevant abilities that Mr. Carlos Hank González provides to the Board of Directors, not necessarily related to banking, and among many others (see the Skill Matrix on page 7) include: strategy, institutional relations, regulation or sustainability matters.



Professional Achievements

He is the Chairman of the Board of Directors and Chief Executive Officer of Gruma and Gimsa. He has acted as Chief Executive Officer of Gruma Asia and Oceania, as well as Senior Vice President of Special Projects for Gruma Corporation. He has been Chairman of the Board and Chief Executive Officer of CarAmigo United States, Vice President of Central and Eastern Regions of Mission Foods, President and Vice President of Sales of Azteca Milling.

Position:

Director

Category:

Patrimonial
(Non-Executive)

Board member

since:

April 2004

Committees:

- Nominations

Boards:

- Grupo Financiero Banorte, S.A.B. de C.V.
- Gruma S.A.B. de C.V.

Main Skills:

- Risk Management
- Strategy
- Institutional Relations

He holds a Bachelor's Degree in Business Administration by Universidad Regiomontana and has a Master's Degree in Business Administration (MBA) from the University of San Diego, California.

Skills and Knowledge

The Nominations Committee considers that Mr. Juan Antonio González Moreno possesses the adequate experience, qualifications and merits to hold the position of Director. His experience in risk management, business strategy and institutional relations stands out (see Skill Matrix on page 7).

Mr. Juan Antonio González Moreno brings to the Board of Directors with his experience in business management and leadership derived from a broad professional journey leading Gruma, as well as a profound knowledge of the business sector in national and international markets, by being knowledgeable on the requirement to be a socially responsible company. Therefore, GF Banorte has benefitted from his experience as a Director since 2004.

David Juan Villarreal Montemayor



Professional Achievements

He currently acts as Chief Executive Officer and controlling shareholder of Artefactos Laminados, S.A. de C.V. He is currently Chairman of the Board of Directors and Deputy Managing Director of Inmobiliaria Montevi, S.A. de C.V. and Inmobiliaria Monyor, S.A. de C.V. He is the Regional Consulting Director of Banco Nacional de México, S.A. (Banamex) and Financial Director and Business Adviser in SISMEM, Sistemas Mexicanos, S.A. de C.V. Likewise, he acted as Deputy Manager of Operations from 1972 to 1990 at Artefactos Laminados.

Position:

Director

Category:

Patrimonial
(Non-Executive)

Board member since:

October 1993

Committees:

N/A

Boards:

- Grupo Financiero Banorte, S.A.B. de C.V.

Main Skills:

- Strategy

He graduated as an Electric Mechanical Engineer from Instituto Tecnológico y de Estudios Superiores de Monterrey (ITESM), with a Master's Degree in Automated Control Sciences by the same institution, having also participated in the Senior Management Program of Instituto Panamericano de Alta Dirección (IPADE).

Skills and Knowledge

The Nominations Committee considers that Mr. David Juan Villareal Montemayor possesses the adequate experience, qualifications and merits to hold a position as Director. Mr. David Villarreal Montemayor has experience in capital markets, banking sector (corporate, retail, private and digital banking) and has knowledge in government policies.

Mr. David Juan Villarreal Montemayor brings to the Board of Directors a broad professional experience and profound knowledge of the industry in the Northeast region of Mexico and its development needs, as well as of the Bank's strategy, with GF Banorte benefiting from his experience as a Director since 1993, when he joined the Board.

His entry date, with the most seniority, entails a balance that complements the mandate vs more recent Directors. His seniority in the Board of Directors provides experience and knowledge and eases the arrival of newly appointed members.



Professional Achievements

He is the Chief Executive Officer of GF Banorte since November 2014. He joined GF Banorte in 2010, acting for four years as Managing Director of Wholesale Banking and Casa de Bolsa Banorte Ixe. Likewise, since 2015 up to the present date, he has been a member of the Board of Directors of the Financial Group. Throughout his more than 30 years of experience in the financial sector, he has held various management positions. During his 11 years at Santander Mexico, he worked as Chief Financial Officer, Managing Director of Wholesale Banking, Chief Executive Officer of Casa de Bolsa Santander and Executive Vice President of the Group. Additionally, he was President of the Mexican Association of Securities Intermediaries. Prior to that, Mr. Ramírez Miguel also acted as Director of Investment Banking and Chief Financial Officer at Nacional Financiera, Vice-President at Banque Nationale de Paris in New York, Head-Trader of the domestic markets at Banque Indosuez Mexico, Interdisciplinary Advisor at Peat Marwick México, Merger and Acquisition Projects Associate at Operadora de Bolsa and founder of Finventia (issuance of the first private Eurobond).

He holds a Bachelor's Degree in Actuarial Sciences by Universidad Anáhuac, a postgraduate degree in Finance by Instituto Tecnológico Autónomo de México (ITAM), and a Master's Degree in Business Administration (MBA) by ESADE in Barcelona.

Skills and Knowledge

The Nominations Committee considers that Mr. José Marcos Ramírez Miguel possesses the adequate experience, qualifications and merits to hold a position as Director. His experience as Chief Executive Officer of the Financial Group stands out, as well as his experience in the securities markets, corporate banking, consumer banking, private banking and his government and public policy knowledge.

He provides to the Board of Directors relevant broad strategic (refer to Skill Matrix on page 7) and administration skills essential for the systematic expansion of all financial institutions within the Financial Group, along with substantial expertise in financial affairs.

Mr. José Marcos Ramírez Miguel is actively involved in the decentralized leadership of the Board. His wide understanding of the Mexican banking market and his extensive experience in senior positions in different banks, both in Mexico and abroad, make him the ideal candidate for a position in the Board.

Position:

Director

Category:

Related

(Executive) – Chief Executive Officer

Board member since:

April 2015

Committees:

- Risk Policy

Boards:

- Grupo Financiero Banorte, S.A.B. de C.V.
- Bolsa Mexicana de Valores, S.A.B. de C.V.

Main Skills:

- Banking:
 - Capital Markets
 - Corporate
 - Consumer
 - Government
 - Private
- Strategy
- Human Resources
- Institutional Relations

Carlos de la Isla Corry



Professional Achievements

He is Director of the Chairmans' Office at Grupo Hermes. He was Managing Director of Risk and Credit Management at GF Banorte, as well as Chief Financial Officer at Grupo Hermes from 2003 to 2014, holding responsibility of the industrial corporate office, including also tourism, construction transport and concession operation. He was a member of the Board of Directors of Grupo Industrial: Grupo Hermes, Cerrey, Hermer, La Peninsular, Codramsa, Controladora Playa Mujeres, Hermes Desarrollos Turísticos, Hermes Energía del Sureste, Grupo Transportes, among others; and a member of the Board of Directors of Grupo Financiero Interacciones companies. He also acted as Chairman of the Credit Committee of Banco Interacciones and in the Financial Group, as Chairman of the Risk Committee and as a member of the Audit, Compensations and Corporate Practices Committees within the aforementioned company.

He holds a Degree in Electronics and Digital Systems Engineering from the Universidad Nacional Autónoma de México (UNAM) and a Master's Degree in Business Administration (MBA) from the University of Texas at Austin.

Position:

Director

Category:

Related
(Non-Executive)

Board member since:

April 2020

Committees:

- Risk Policy – Chairman
- Nominations

Boards:

- Grupo Financiero Banorte, S.A.B. de C.V.

Main Skills:

- Banking:
 - Capital Markets
 - Corporate
 - Consumer
 - Government
 - Private
- Risk Management
- Strategy
- Institutional Relations

Skills and Knowledge

The Nominations Committee considers that Mr. Carlos de la Isla Corry possesses the adequate experience, qualifications and merits to hold the position of Director. His experience in risk and credit management stands out (see Skill Matrix on page 7) and he also brings extensive knowledge of the stock markets, the banking sector (corporate banking, consumer banking, private banking and digital banking) and his knowledge of governance and public policy.

Mr. Carlos de la Isla Corry is a former Managing Director of Risk and Credit Administration at GF Banorte and is therefore a key player in underpinning the group's risk and credit strategy. His contributions to the Board of Directors consist of recommendations for comprehensive risk management and the further development of sector-specific financing, derived from his position as Chairman of the Risk Policy Committee.



Professional Achievements

She is currently Executive President of Fundación Televisa, a position she was appointed to in 2011.

She founded several programs, such as Béalos - which has benefited more than 500,000 students and teachers. Additionally, she has helped more than 2.5 million children and young people through technological programs for education and has worked on the Tecnolochicas and Cuantrix program, focused on closing gender gaps.

She was Professor of Economics at ITAM in 1994 and was appointed Director of International Relations at ITAM in 1996. She left academia field at ITAM in 2006 to take up the position of Director of Education at Fundación Televisa.

She was also founder and director of the Institute for European Integration Studies, a joint program developed between the European Commission and ITAM (January 1999 - December 2000); School Director (August 1995 - August 1996) and Professor in the Department of Economics (January 1994 - January 2003). At the Centro de Investigación y Docencia Económica (CIDE), she was Visiting Professor in the Department of International Studies (January-June 2000). At the Instituto Matias Romero, at the Ministry of Foreign Affairs, she was Visiting Professor (April 1995 - June 1997), and, at the Centro de Análisis e Investigación Económica (CAIE), she was Research Assistant (January-December 1989).

She has a Bachelor's Degree in Economy by Instituto Tecnológico Autónomo de México. She has taken several diploma courses at: Northwestern Kellogg School of Management Executive Programs - Corporate Governance: Effectiveness and Accountability in the Boardroom (2019) and Harvard Business School Executive Program - Making Corporate Boards More Effective (2017).

Skills and Knowledge

The Nominations Committee considers that Ms. Alicia Lebrija Hirschfeld has the appropriate experience, qualifications and merits for the position of Director. In particular, her skills in International Relations and ESG/Sustainability stand out, providing recommendations to the Board of Directors on these matters (see Skill Matrix on page 7).

Likewise, her involvement in the Audit and Corporate Practices Committee of GF Banorte, Banco Mercantil del Norte, Seguros Banorte and Pensiones Banorte gives her the opportunity to provide timely follow-up on various critical matters of the Company and to explain to fellow Directors the particular items to be discussed and approved at Board of Directors' meetings.

Position:

Independent
Director

Category:

Independent

Board member since:

April 2022

Committees:

- Audit & Corporate Practices

Boards:

- Grupo Financiero Banorte, S.A.B. de C.V.

Main Skills:

- Institutional Relations
- ESG / Sustainability



Professional Achievements

He is Managing Partner at Reyes Retana Consultores, S.C. since February 2008, having been a consultant to Grupo Bal, Indeval, Envases y Laminados, GNP Seguros and other companies in the real estate development, auto-financing, pharmaceutical, manufacturing and information technology sectors. He has served as an independent professional director and Chairman of the Audit and Corporate Practices Committees of companies in various industries, among them: BMV and Grupo Comercial Chedraui. Previously, he was Deputy Managing Director at Invex Grupo Financiero, S.A.B. de C.V. for 17 years, and Executive Director of Promotion and Administration and Finance at Interacciones Casa de Bolsa from 1984 to 1990.

He has a Bachelor's Degree in Actuarial Sciences by Universidad Nacional Autónoma de México.

Position:

Independent
Director

Category:

Independent

Board member since:

April 2021

Committees:

- Audit & Corporate Practices
- Risk Policy

Boards:

- Grupo Financiero Banorte, S.A.B. de C.V.
- Grupo Comercial Chedraui S.A.B. de C.V.
- Bolsa Mexicana de Valores S.A.B. de C.V.

Main Skills:

- Banking:
 - Capital Markets
 - Corporate
 - Private
- Risk Management
- Audit & Internal Control
- Finance

Skills and Knowledge

The Nominations Committee considers that Mr. Clemente Ismael Reyes Retana Valdés has the appropriate experience, competence and merits to hold the position of Independent Director. In particular, his experience in the stock markets, corporate banking and private banking, and his skills in risk management, audit and internal control and finance stand out, mainly due to his previous experience at Banco Invex and Invex Casa de Bolsa, providing his recommendations to the Board of Directors in these areas (see Skill Matrix on page 7).

Likewise, his participation in Board Support Committees (Audit and Corporate Practices Committee and Risk Policy Committee) and in the boards of Seguros Banorte, Pensiones Banorte, Casa de Bolsa Banorte, Operadora de Fondos Banorte, Arrendadora y Factor Banorte and Almacenadora Banorte gives him the opportunity to follow up on various priority issues of the Company. This allows him to clarify specific agenda items to be discussed and approved during the Board of Directors' meetings to fellow Directors.

Mr. Clemente Ismael Reyes Retana Valdés's expertise and contribution to the Board should be noted regarding information security, due to his accumulated experience in such field in his own businesses, as well as in digital banking and technology, both of which are key strategic development areas for GF Banorte in the upcoming years.

Mariana Baños Reynaud



Professional Achievements

She is the founder and Chief Executive Officer of Fundación Origen, a comprehensive platform for assisting women in vulnerable situations, which offers human and economic development programs that help to break the violence cycle and reduce poverty in Mexico through (i) the Pro Ayuda a la Mujer Program, which provides confidential psychological care and legal and medical guidance services; (ii) the Casa Origen program, which has community centres in five Mexican states to provide comprehensive, face-to-face assistance to women; and (iii) promote women's entrepreneurship by helping them to make products and market them through the foundation; it also promotes human rights and women's rights.

She holds a Bachelors' Degree of Art History by Universidad Iberoamericana.

Position:

Independent
Director

Category:

Independent

Board member since:

April 2023

Committees:

N/A

Boards:

- Grupo Financiero Banorte, S.A.B. de C.V.

Main Skills:

- Risk Management
- Audit & Internal Control
- Finance
- Strategy
- Human Resources
- Institutional Relations
- Legal & Compliance
- Public Policy
- ESG / Sustainability
 - Social impact
 - Gender
 - DEI
 - Strategy design and creation

Skills and Knowledge

The Nominations Committee considers that Ms. Mariana Baños Reynaud possesses the appropriate experience, qualifications and merits for the position of Independent Director. Her skills in: social sustainability, human rights, strategy design, project management, social impact, partnership building, emotional health, ESG, gender and DEI stand out.

One of the valuable contributions she will bring to the Board will be her expertise in understanding vulnerable sectors and strategies to promote their development through financing.

**Position:**

Independent
Director

Category:

Independent

**Board member
since:**

April 2023

Committees:

Nominations

Boards:

- Grupo Financiero Banorte S.A.B. de C.V.
- Grupo Comercial Chedraui S.A.B. de C.V.
- Grupo KUO, S.A.B. de C.V.
- Grupo Dine, S.A.B. de C.V.

Main Skills:

- Finance
- Strategy
- Human Resources
- Institutional Relations

Professional Achievements

He is Founder and Executive President of Grupo SIM, a company dedicated to integral solutions that combine state-of-the-art equipment, specialized services, qualified personnel and information technologies to the healthcare processes, thus contributing to improve healthcare services; including the companies of Grupo SIM, namely: AVANT SOFOM (created in 2004); SEAC, a Back Office manager (created in 2005); and SIM-A, a Seed Capital Investment Company (created in 2010). He is also an Independent Director of Grupo Comercial Chedraui; and a Related (Non-Executive) Director of Grupo Kuo and Grupo Dine (related companies due to Grupo Kuo's spin-off when it was named DESC, that resulted in the incorporation of Grupo Dine as the spun-off company), due to his kinship with Fernando Senderos Mestre, the Chairman of the Board of Directors of Grupo Kuo and Grupo Dine.

He holds a Bachelor's Degree in Business Administration from Universidad Anáhuac and a Master's Degree in Senior Management from IPADE.

Skills and Knowledge

The Nominations Committee considers that Mr. Federico Carlos Fernández Senderos has the appropriate experience, qualifications and merits for the position of Independent Director. His experience at the helm of Grupo SIM and subsidiaries, companies that develop cutting-edge medical equipment, information technology for health services, provide financing and promote seed capital investment, as well as his experience in business strategy through his participation in public issuers such as Grupo Chedraui, Grupo Kuo and Grupo Dine, stand out. He has also ensured his commitment to dedicate sufficient time to fulfill his obligations and duties as a Director of GF Banorte.

One of the valuable contributions he will bring to the Board of Directors is his expertise in the healthcare sector and his experience in the advancement of information technologies.

David Peñaloza Alanís

**Position:**

Independent
Director

Category:

Independent

**Board member
since:**

April 2019

Committees:

N/A

Boards:

- Grupo Financiero Banorte, S.A.B. de C.V.
- Promotora y Operadora de Infraestructura S.A.B. de C.V.

Main Skills:

- Audit & Internal Control
- Finance
- Strategy
- Institutional Relations

Professional Achievements

He is currently CEO and Chairman of the Board of Directors of Promotora y Operadora de Infraestructura, S.A.B. de C.V. (PINFRA), positions he has held since 2001 and 2013 respectively. He previously worked at Société Générale, GBM and Serfin.

He holds a Bachelor's Degree in Public Accounting by Universidad Anáhuac and a Postgraduate Degree in Business Administration by Harvard University.

Skills and Knowledge

The Nominations Committee considers that Mr. David Peñaloza Alanís has the appropriate experience, qualifications and merits for the position of Independent Director. His experience in infrastructure, management and business strategy, accounting and auditing, and internal control stand out.

His contributions to the Board of Directors include his views on domestic infrastructure development needs and the development of business strategies to foster its growth.

Mr. David Peñaloza Alanís brings great value to the board, especially given his expertise in infrastructure, management and accounting, audit and internal control, finance, and institutional relations; complementing and enriching the debate within the Board.

José Antonio Chedraui Eguía



Professional Achievements

He is currently the Chief Executive Officer of Grupo Comercial Chedraui. Additionally, he has acted as Commercial Director and as Chief Executive Officer of Comercial Las Galas. Likewise, he participates in Fundación Chedraui, Young Presidents Organization and México Nuevo.

Position:

Independent
Director

Category:

Independent

Board member

since:

April 2015

Committees:

- Nominations

Boards:

- Grupo Financiero Banorte, S.A.B. de C.V.
- Grupo Comercial Chedraui S.A.B. de C.V.
- Grupo Televisa S.A.B.

Main Skills:

- Strategy
- Human Resources – Remuneration
- Institutional Relations

He holds a Degree in Accounting and Finance from the Universidad Anáhuac.

Skills and Knowledge

The Nominations Committee considers that Mr. José Antonio Chedraui Eguía has the appropriate experience, qualifications, and merits to hold a position of Independent Director. His experience in business administration and strategy, as well as in retail sales and foreign trade, stand out. He has also ensured his commitment to dedicate enough time to carry out his obligations and duties as a Director of GF Banorte.

His contribution to the Board of Directors includes opinions based on his knowledge of risk management, accounting, information technology, human resources, institutional relations (see Skill Matrix on page 7), as well as the needs of the domestic market and the development of business strategies to foster its growth.

Mr. José Antonio Chedraui Eguía's knowledge of the retail and trade market, together with his own areas of management and business strategy, make him a great asset to the Board of Directors.



Position:

Independent Director

Category:

Independent

Board member since:

April 2016

Committees:

- Audit & Corporate Practices - Chairman
- Risk Policy
- Human Resources - Chairman
- Nominations

Boards:

- Grupo Financiero Banorte, S.A.B. de C.V.
- Gruma, S.A.B. de C.V.

Main Skills:

- Banking:
 - Capital Markets
 - Corporate
- Risk Management
- Strategy
- Institutional Relations
- Legal & Compliance

Professional Achievements

He is currently a partner at White & Case, S.C., a lawyer with more than 40 years of experience specializing in external financing, restructurings, offering of securities and corporate governance. During his career he has been an Independent Director of boards of directors and Chairman of Audit Committees of several Public Issuers and was recently invited to participate as an independent member of the Audit Committee of Banco de México. He is a founding member of the International Insolvency Institute and a member of the American College of Bankruptcy, the Academia Mexicana de Arbitraje and the Consejo Coordinador Empresarial (CEE), in charge of drafting the CEE Code of Best Corporate Practices. He has been a professor and has published academic articles. He is also a member of the Advisory Board of the International Financial Institutions Program at Harvard University. He has served as Delegate to the United Nations Commission on International Trade Law (UNCITRAL).

He is an Independent Director and Chairman of the Audit & Corporate Practices Committee of Gruma, S.A.B. de C.V. Previously, he was a member of the Board of Directors and of the Audit & Corporate Practices Committee of Grupo Bimbo, S.A.B. de C.V.

He received his Degree as Attorney from Escuela Libre de Derecho and has a Master's Degree by the University of Texas at Austin – Master of Comparative Jurisprudence- Financial Law. He also has attended various courses by Universidad Panamericana and New York University.

Skills and Knowledge

The Nominations Committee considers that Mr. Thomas Heather possesses the adequate experience, qualifications and merits to hold a position as Independent Director. His experience in the legal, regulatory and corporate governance areas stand out.

His contributions to the Board of Directors consist in recommendations regarding the capitals market, corporate banking, risk management, strategy, institutional, judicial and corporate governance relations. Likewise, his participation in the Supporting Committees to the Board of Directors (Audit and Corporate Practices Committee, Risk Policy Committee, Human Resources Committee and Nominations Committee) and in the boards of Seguros Banorte, Pensiones Banorte, Casa de Bolsa Banorte and Operadora de Fondos Banorte, provide him with the opportunity to promptly follow up on various important matters for the Company and to explain to the other Directors specific issues that must be discussed and approved at meetings of the Board of Directors.

As an expert in legal, regulatory, capital markets and corporate governance matters, Mr. Thomas Stanley Heather Rodríguez brings to the Board and its Committees special knowledge of the Financial Group's activities, complemented by a profile ideally suited for discussion under a risk control, legal compliance, corporate governance, and ethics approach.

Diana Muñozcano Félix

**Position:**

Independent
Director

Category:

Independent

Board member**since:**

April 2025

Committees:

N/A

Boards:

- Grupo Financiero Banorte, S.A.B. de C.V.

Main Skills:

- Risk Management
- Finance
- Strategy
- Public-Regulatory
- ESG / Sustainability

Professional Achievements

Since February 2025, she's the Chief Executive Officer at Grupo INDI. Previously, she was the Deputy Managing Director where she led the Development and Finances Departments, position that was held from January 2020 to February 2025. She started working in Grupo INDI in 2006, beginning her career as New Business Director and later was named as Vice President of Infrastructure, assuming the responsibilities to develop the groups Infrastructure Department participating in investment projects, both public (state and federal) and private.

She's the founder and Managing Partner at Ennova America – a private capital fund specializing in clean energy and infrastructure.

She graduated from Universidad Panamericana and has a Masters Degree in Financial Management from EAE Business School (Barcelona) and participated in the Senior Management Program of IPADE.

Skills and Knowledge

The Nominations Committee considers that Mrs. Diana Muñozcano Félix possesses the adequate experience, qualifications and merits to hold a position as Independent Director. Her experience in finance, business administration and strategy, fundraising, infrastructure and ESG / Sustainability stand out, providing recommendations to the Board of Directors on these matters (see Skill Matrix on page 7).

Her contribution to the Board of Directors includes opinions based on his knowledge of infrastructure and renewable energy projects.

Alternate Directors:

The Nominations Committee proposes the appointment of Alternate Directors for the fiscal year 2026, along with the assessment of their independence, outlined as follows:

1. Graciela González Moreno
2. Juan Antonio González Marcos
3. Alberto Halabe Hamui – Independent
4. Gerardo Salazar Viezca
5. Rafael Victorio Arana de la Garza
6. Roberto Kelleher Vales - Independent
7. Cecilia Goya de Riviello Meade - Independent
8. José Maria Garza Treviño - Independent
9. Manuel Francisco Ruiz Camero - Independent
10. Carlos Césarman Kolteniuk - Independent
11. Humberto Tafolla Núñez - Independent
12. Diego Martínez Rueda - Chapital – Independent
13. Manuel Guillermo Muñozcano Castro - Independent

Finally, the Meeting shall appoint the Secretary of the Board of Directors, who shall not form part of the Board of Directors, a position to be filled by Mr. Héctor Ávila Flores; as well as approve that the Board members are exempt from the obligation to provide a bond or monetary guarantee to secure their performance while performing their duties, in accordance with Article 49 of the Bylaws.

- **Proposal**

Based on aforementioned, it is proposed for the following resolutions to be adopted, considering the individual assessment of each Director:

Directors:

Ten. Appoint Mr. Carlos Hank González as Chairman and Director of the Board of Directors.

Eleven. Appoint Mr. Juan Antonio González Moreno as Director of the Board of Directors.

Twelve. Appoint Mr. David Juan Villarreal Montemayor as Director of the Board of Directors.

Thirteen. Appoint Mr. José Marcos Ramírez Miguel as Director of the Board of Directors.

Fourteen. Appoint Mr. Carlos de la Isla Corry as Director of the Board of Directors.

Fifteen. Appoint Mrs. Alicia Alejandra Lebrija Hirschfeld as Independent Director of the Board of Directors.

Sixteen. Appoint Mr. Clemente Ismael Reyes Retana Valdés as Independent Director of the Board of Directors.

Seventeen. Appoint Mrs. Mariana Baños Reynaud as Independent Director of the Board of Directors.

Eighteen. Appoint Mr. Federico Carlos Fernández Senderos as Independent Director of the Board of Directors.

Nineteen. Appoint Mr. David Peñaloza Alanís as Independent Director of the Board of Directors.

Twenty. Appoint Mr. José Antonio Chedraui Eguía as Independent Director of the Board of Directors.

Twenty-One. Appoint Mr. Thomas Stanley Heather Rodríguez as Independent Director of the Board of Directors.

Twenty-Two. Appoint Mrs. Diana Muñozcano Félix as Independent Director of the Board of Directors.

Alternate Directors:

Twenty-Three. Appoint Mrs. Graciela González Moreno as Alternate Director of the Board of Directors.

Twenty-Four. Appoint Mr. Juan Antonio González Marcos as Alternate Director of the Board of Directors.

Twenty-Five. Appoint Mr. Alberto Halabe Hamui as Independent Alternate Director of the Board of Directors.

Twenty-Six. Appoint Mr. Gerardo Salazar Viezca as Alternate Director of the Board of Directors.

Twenty-Seven. Appoint Mr. Rafael Victorio Arana de la Garza as Alternate Director of the Board of Directors.

Twenty-Eight. Appoint Mr. Roberto Kelleher Vales as Independent Alternate Director of the Board of Directors.

Twenty-Nine. Appoint Mrs. Cecilia Goya de Riviello Meade as Independent Alternate Director of the Board of Directors.

Thirty. Appoint Mr. José María Garza Treviño as Independent Alternate Director of the Board of Directors.

Thirty-One. Appoint Mr. Manuel Francisco Ruiz Camero as Independent Alternate Director of the Board of Directors.

Thirty-Two. Appoint Mr. Carlos Césarman Kolteniuk as Independent Alternate Director of the Board of Directors.

Thirty-Three. Appoint Mr. Humberto Tafolla Núñez as Independent Alternate Director of the Board of Directors.

Thirty-Four. Appoint Mr. Diego Martínez Rueda-Chapital as Independent Alternate Director of the Board of Directors.

Thirty-Five. Appoint Mr. Manuel Guillermo Muñozcano Castro as Independent Alternate Director of the Board of Directors.

Secretary:

Thirty-Six. Appoint Mr. Héctor Ávila Flores as Secretary to the Board of Directors, who shall not be a member of the Board of Directors.

Performance bond by Directors

Thirty-Seven. Pursuant to Article 49 of the Bylaws, approve that Board Members are exempt from the obligation to provide a bond or monetary guarantee to secure their performance while performing their duties.

VI. Determination of compensation to the members of the Board of Directors.

Pursuant to Article 39 and 44 of the Bylaws, the Nominations Committee proposes to the General Ordinary Shareholders' Meeting to approve the compensation to be paid to the Directors and Alternate Directors, as the case may be, for each meeting they attend. The amount to be paid shall be an amount net of taxes equivalent to 2 (two) fifty-peso gold coins, commonly known as "centenarios," including the applicable withholding taxes, at the market value on the date of each meeting.

- **Proposal**

In light of the preceding discussion, it is proposed for the following resolution to be adopted:

Thirty-Eight. Determine the compensation to be paid to the Directors and Alternate Directors of the Board of Directors, as the case may be, for each meeting they attend, an amount net of taxes equal to 2 (two) fifty-peso gold coins, commonly known as "centenarios," including the corresponding withholding taxes, at the quoted value on the date of each meeting.

VII. Appointment of the Chairman of the Audit and Corporate Practices Committee.

Pursuant to Articles 36 and 58 of the LRAF and Articles 25 and 43 of the LMV, the Chairman of the Board of Directors is required to seek approval from the Shareholders' Meeting for the appointment of the Chairman of the Audit and Corporate Practices Committee.

In accordance with the applicable regulation, the Committee's Chairman position must be occupied by a person with recognized expertise and professional reputation, guaranteeing a solid and independent leadership in the supervision of the Company's internal controls.

The Chairman of the Audit and Corporate Practices Committee plays a crucial role in overseeing regulatory compliance, risk management, and the relationship with the external and internal auditors. In this regard, in addition to what is required by law, his or her responsibilities include the following:

- Acts as the Independent Directors' main voice inside the Board of Directors and with the Shareholders, guaranteeing an effective and objective supervision.
- Maintains a direct and constructive relationship with the Administration and with the Internal and External Auditors to guarantee the integrity and transparency of the financial information and of any other kind that is provided to the Committee.
- Contributes to the Group's strategy and direction from an independent perspective, promoting informed decision-making aligned with Shareholders' interests.
- Interacts with Shareholders, the Chairman of the Board and other Directors, Relevant Executives, Employees and any third-party in the exercise of their duties.
- Ensures that the Administration complies with the resolutions adopted by the Shareholders' Meeting.

The Chairman of the Audit and Corporate Practices Committee, on behalf of the Committee, will prepare an annual report detailing the activities of the Committee and present it to the Board of Directors. This report must cover at a minimum the aspects outlined in Sections I (pertaining to corporate practices) and II (pertaining to auditing) of Articles 58 of the LRAF and 43 of the LMV.

- **Proposal**

In light of the preceding discussion, it is proposed for the following resolution to be adopted to ensure GF Banorte's compliance with the aforementioned legal provisions:

Thirty-Nine. Appoint Mr. Thomas Stanley Heather Rodríguez as Chairman of the Audit and Corporate Practices Committee, who will have the powers outlined in the applicable regulations, the Bylaws, and the bylaws of the Audit and Corporate Practices Committee as approved by the Board of Directors.

VIII. Report of the Board of Directors on the transactions performed with the Company's own shares during the fiscal year of 2025, and determination of the maximum amount of funds that may be allocated to the purchase of own shares for fiscal year 2026.

In accordance with Article 56 of the LMV, the Board of Directors is required to seek approval from the Shareholders' Meeting for the report on the operation regarding the Company's own shares during the preceding fiscal year, as well as the allocation of funds for the purchase of own shares during the corresponding fiscal year. Therefore, the Report on the operations of purchase and sale of own shares during the fiscal year of 2025 is presented. Additionally, it is proposed to allocate up to the amount of \$32,344,000,000 (Thirty-two billion, three hundred forty-four million pesos 00/100 Mexican currency) for the purchase of the Company's own shares during the fiscal year of 2026. This allocation will cover operations conducted throughout 2026 and until April 2027.

Such report is available in the Exhibits section and online at <https://investors.banorte.com> / en / Governance / Shareholders' Meeting / April 23rd, 2026.

- **Proposal**

In light of the preceding discussion, it is recommended for the following resolutions to be adopted to ensure GF Banorte's compliance with the aforementioned legal provisions:

Forty. Approve the Report of the Board of Directors on the purchase and sale of the Company's own shares during the fiscal year of 2025.

Forty-One. Allocate up to the amount of \$32,344,000,000 (Thirty-two billion, three hundred forty-four million pesos 00/100 Mexican currency), equivalent to 6.9% of the Financial Group's market capitalization as of the end of 2025 (\$469,628 million pesos), charged to Stockholders' Equity, for the purchase of the Company's own shares during the fiscal year of 2026, and will include those transactions carried out during 2026 and until April 2027, subject to the policy of Acquisition and Allocation of Own Shares.

IX. Proposal, discussion and, its case, approval to certify the Company's Bylaws.

In accordance with Article 34 section V of the General Provisions Applicable to Entities Issuing Securities and to Other Securities Market Participants (the "**General Provisions for Securities Issuers**"), no later than June 30th of every three years, the

notarization of the Bylaws certification the corresponding Shareholders' Meeting may resolve on must be sent to the BMV and to the National Banking and Securities Commission.

Such certification of GF Banorte's Bylaws is available in the Exhibits section and online at <https://investors.banorte.com> / en / Governance / Shareholders' Meeting / April 23rd, 2026.

- **Proposal**

In light of the preceding discussion, it is proposed for the following resolution to be adopted:

Forty-Two. Approve the certification of the Bylaws and notarize them to a public notary in order to comply with the provisions of Article 34, section V of the General Provisions for Securities Issuers.

X. Designation of delegate or delegates to formalize and execute in its case, the resolutions adopted by the Shareholders' Meeting.

To execute the resolutions to be adopted by the Shareholders' Meeting, special delegates shall be appointed to oversee their implementation.

- **Proposal**

In light of the preceding discussion, it is proposed for the following resolution to be adopted:

Forty-Three. Appoint delegates to take any necessary actions to give compliance and formalize the resolutions adopted at the Meeting.

III. Exhibits.

The following reports and certification of the Company's Bylaws are available online at <https://investors.banorte.com> / en / Governance / Shareholders' Meeting / April 23rd, 2026.

- **Exhibit 1: Reports and Opinions.**
 - Chief Executive Officer's Annual Report, containing among other items, the balance sheet, income statement, statement of changes in the stockholders' equity and statement of cash flows of the Company as of December 31st, 2025.
 - Board of Directors' Annual Report containing:
 - Board of Directors' opinion regarding the Chief Executive Officer's Annual Report.
 - Board of Directors' Annual Report, stating and explaining the main accounting and reporting policies and criteria followed in the preparation of the financial information as of December 31st, 2025.
 - Board of Directors' Annual Report regarding the transactions and activities in which it was involved.
 - Audit and Corporate Practices Committee' Annual Report regarding its Activities.
 - External Auditor's Report regarding the fiscal situation of the Company as of December 31st, 2024.
 - Board of Directors' Report regarding any transactions with the Company's own shares during the 2025 fiscal year.
- **Exhibit 2: Audited Financial Statements as of December 31st, 2025.**
- **Exhibit 3: Certification of the Bylaws**
- **Exhibit 4: Proxy Card.**