

Date of Reception at the Mexican Stock Exchange: Monday, July 7th, 2008 13:30 PM

Preset
RIGHTS

Ticker Code
GFINBUR

Series
NA

Corporate Name
GRUPO FINANCIERO INBURSA, S.A.B. DE C.V.

Type of Meeting
EXTRAORDINARY

Date of Meeting
06/23/2008

Date of Publication
07/14/2008

Notice to Shareholders

The shareholders of Grupo Financiero Inbursa, S.A.B. DE C.V. (hereinafter the "Corporation") are hereby informed that on June 23, 2008 an Extraordinary Shareholders' Meeting was held to approve, among other issues, an increase in the fixed portion of the capital of the Corporation. The increase consisted in amount of \$413,731,849.26 MXP (Four hundred and thirteen million seven hundred and thirty one thousand eight hundred and forty nine 26/100 MXP), which will be represented by 500,025,427 (Five hundred million and twenty five thousand four hundred twenty seven) shares series "O" that are common, registered and representative of the fixed portion of the capital stock of the Corporation (the "Increase"). The shares that are issued as a result of the Increase will be offered at \$38.50 (Thirty eight 50/100 MXP) per share as the price for their subscription and payment; whereby \$0.827421620821 corresponds to the registered value per share and the remaining balance in the amount of \$37.67 (Thirty seven 67/100 MXP) corresponds to the premium for the subscription of each share. The aforementioned Increase will be subject to the condition precedent consisting in obtaining the applicable regulation authorizations and for Criteria CaixaCorp, S.A. ("Criteria") to acquire a shareholding interest equivalent to 20% of the capital stock of Corporation under a combined plan comprising of the subscription of capital and the purchase of shares in the Mexican stock exchange through a public offer according to the terms of the Securities Exchange Law and any other applicable legal provisions (the "Conditions Precedent").

Pursuant to Article 11 of the corporate bylaws and Article 132 of the General Corporation and Partnership Law, the shareholders of the Corporation will be granted a term of fifteen calendar days as of the next day following the publication of this notice, which will conclude on July 29, 2008, in order to inform the Secretary of the Board of Directors of the Corporation and/or Indeval Institución para el Depósito de Valores, S.A. de C.V. ("Indeval") through its financial broker about their intention

to irrevocably exercise their preferential right to subscribe and pay the Increase in proportion to their current shareholding interest in the capital stock of the Corporation.

The shareholders who opt to exercise said right may subscribe and pay a new share for each 6 shares of the Corporation that they hold; provided, however, that the shareholders that own five or less shares may not subscribe a new share. Payment of the contributions by the shareholders that exercise their preferential right to subscribe the Increase and the delivery of the shares corresponding to said shareholders will be carried out through Indeval within the next six business days following the date in which the Conditions Precedents have been fulfilled. The Corporation will notify this matter through a publication in the same way as this notice according to the terms established by the current legal provisions. Once the Conditions Precedents have been met, the aforementioned payment will be made through Indeval and will be enforceable as of said date for the subscribing shareholders pursuant to the terms established hereunder.

Furthermore, according to the resolutions approved by the shareholders' meeting of the Corporation, if these Conditions Precedents are not complied with as of December 31, 2008, the right to subscribe and pay for the shares of the Corporation issued for the corresponding Increase will not be created nor enforceable. The shareholders who exercised the preferential right to subscribe will be released from the corresponding payment obligation because their right was rendered without purpose.

Once the fifteen calendar day term has elapsed, as of the next day following the date of publication of this notice, the shareholders that did not exercise their preferential right automatically and irrevocably will lose their right to subscribe and pay for the shares of the Corporation issued by the Increase corresponding thereto, even though the Conditions Precedents have not been met. In this case, the shares issued to represent the Increase that were not subscribed and paid by the shareholders of the Corporation in exercise of their preferential right will be offered to Criteria for its subscription and payment at \$38.50 (Thirty eight 50/100 MXP) per share. In other words, the same conditions that were offered to the shareholders will apply; however, Criteria may never be offered a number of shares that allows it to acquire a shareholding interest that is greater than 10% of the capital stock of the Corporation. The unsubscribed shares that are unsubscribed and unpaid by the shareholders of the Corporation and by Criteria according to the aforementioned terms will be cancelled automatically on January 1st, 2009.

Mexico City, Federal District, July 14th, 2008

Mr. Raul Humberto Zepeda Ruiz
Secretary of the Board of Directors and
Special Delegate of the Shareholders' Meeting