

MEXICAN ECONOMIC DEVELOPMENT INC  
Form SC 13D/A  
June 08, 2005

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**SCHEDULE 13D/A**

**Under the Securities Exchange Act of 1934**

**(Amendment No. 4)<sup>1</sup>**

Fomento Económico Mexicano, S.A. de C.V. ( FEMSA )

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(Name of Issuer)

BD Units ( BD Units ) consisting each of one Series B Share, without par value (a B Share ),  
two Series D-B Shares, without par value (each a D-B Share ), and two Series D-L Shares,  
without par value (each a D-L Share ); American Depositary Shares, each representing one BD  
Unit ( BD Unit ADSs ); and B Units ( B Units ) each consisting of five B Shares.

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(Title of Class of Securities)

344419106<sup>2</sup>

(CUSIP Number)

Carlos Eduardo Aldrete Ancira

General Anaya No. 601 Pte.

Colonia Bella Vista

Monterrey, NL 64410 Mexico

+52 81 8328 6180

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**Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications**

June 1, 2005

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**(Date of Event which Requires Filing of this Statement)**

If the filing person has previously filed a statement on Schedule 13D to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f), or 240.13d-1(g) check the following box. "

- <sup>1</sup> The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.
- <sup>2</sup> CUSIP number is for the BD Unit ADSs only. No CUSIP number exists for the BD Units, B Units, B Shares, D-B Shares or D-L Shares, since such units and shares are not traded in the United States.

*Note.* Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See § 240.13d-7 for other parties to whom copies are to be sent.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1 NAME OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON (ENTITIES ONLY)

Technical Committee under Irrevocable Trust No. F/29487-6 established at BBVA Bancomer Servicios, S.A., as Trustee

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

Not Applicable

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY 2,170,247,265 B Shares;

OWNED BY -0- D-B Shares;

EACH -0- D-L Shares

---

REPORTING 8 SHARED VOTING POWER

PERSON

WITH -0- B Shares;

-0- D-B Shares;

-0- D-L Shares

---

9 SOLE DISPOSITIVE POWER

-0- B Shares;

-0- D-B Shares;

-0- D-L Shares

---

10 SHARED DISPOSITIVE POWER

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,170,247,265 B Shares; -0- D-B Shares; and -0- D-L Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

70.41% of B Shares; 0% of D-B Shares; and 0% of D-L Shares

14 TYPE OF REPORTING PERSON\*

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1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON (ENTITIES ONLY)

BBVA Bancomer Servicios, S.A., as Trustee under Trust No. F/25078-7

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

Not Applicable

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY 1,633,466 B Shares;

OWNED BY 3,266,932 D-B Shares;

EACH 3,266,932 D-L Shares

REPORTING

8 SHARED VOTING POWER

PERSON

WITH

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

9 SOLE DISPOSITIVE POWER

1,633,466 B Shares;

3,266,932 D-B Shares;

3,266,932 D-L Shares

---

10 SHARED DISPOSITIVE POWER

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,171,880,731 B Shares; 3,266,932 D-B Shares; and 3,266,932 D-L Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

70.46% of B Shares; 0.22% of D-B Shares; and 0.22% of D-L Shares

14 TYPE OF REPORTING PERSON\*

00

1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSON (ENTITIES ONLY)

Eugenio Garza Lagüera

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

Not Applicable

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY 4,969,918 B Shares;

OWNED BY 8,882,636 D-B Shares;

EACH 8,882,636 D-L Shares

REPORTING

8 SHARED VOTING POWER

PERSON

WITH

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

9 SOLE DISPOSITIVE POWER

4,969,918 B Shares;

8,882,636 D-B Shares;

8,882,636 D-L Shares

---

10 SHARED DISPOSITIVE POWER

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,175,217,183 B Shares; 8,882,636 D-B Shares; and 8,882,636 D-L Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions)

x

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

70.57% of B Shares; 0.61% of D-B Shares; and 0.61% of D-L Shares

14 TYPE OF REPORTING PERSON\*

IN



1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Paulina Garza Gonda de Marroquín

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

Not Applicable

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY -0- B Shares;

OWNED BY -0- D-B Shares;

EACH -0- D-L Shares

---

REPORTING 8 SHARED VOTING POWER

PERSON

WITH 2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

---

9 SOLE DISPOSITIVE POWER

-0- B Shares;

-0- D-B Shares;

-0- D-L Shares

---

10 SHARED DISPOSITIVE POWER

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,170,247,265 B Shares; -0- D-B Shares; and -0- D-L Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions) ..

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

70.41% of B Shares; 0% of D-B Shares; and 0% of D-L Shares

14 TYPE OF REPORTING PERSON\*

IN

1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Bárbara Garza Gonda

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

Not Applicable

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY -0- B Shares;

OWNED BY -0- D-B Shares;

EACH -0- D-L Shares

---

REPORTING 8 SHARED VOTING POWER

PERSON

WITH 2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L

(See Schedule I)

---

9 SOLE DISPOSITIVE POWER

-0- B Shares;

-0- D-B Shares;

-0- D-L Shares

---

10 SHARED DISPOSITIVE POWER

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,170,247,265 B Shares; -0- D-B Shares; and -0- D-L Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions) ..

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

70.41% of B Shares; 0% of D-B Shares; and 0% of D-L Shares

14 TYPE OF REPORTING PERSON\*

IN

1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Mariana Garza Gonda de Treviño Bryan

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

Not Applicable

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY -0- B Shares;

OWNED BY -0- D-B Shares;

EACH -0- D-L Shares

---

REPORTING 8 SHARED VOTING POWER

PERSON

WITH 2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

---

9 SOLE DISPOSITIVE POWER

-0- B Shares;

-0- D-B Shares;

-0- D-L Shares

---

10 SHARED DISPOSITIVE POWER

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,170,247,265 B Shares; -0- D-B Shares; and -0- D-L Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions) ..

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

70.41% of B Shares; 0% of D-B Shares; and 0% of D-L Shares

14 TYPE OF REPORTING PERSON\*

IN

1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Eva Gonda de Garza

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

Not Applicable

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY -0- B Shares;

OWNED BY -0- D-B Shares;

EACH -0- D-L Shares

---

REPORTING 8 SHARED VOTING POWER

PERSON

WITH 2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

---

9 SOLE DISPOSITIVE POWER

-0- B Shares;

-0- D-B Shares;

-0- D-L Shares

---

10 SHARED DISPOSITIVE POWER

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,170,247,265 B Shares; -0- D-B Shares; and -0- D-L Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions) ..

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

70.41% of B Shares; 0% of D-B Shares; and 0% of D-L Shares

14 TYPE OF REPORTING PERSON\*

IN



1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Eva Garza Gonda de Fernández

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

Not Applicable

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY -0- B Shares;

OWNED BY -0- D-B Shares;

EACH -0- D-L Shares

---

REPORTING 8 SHARED VOTING POWER

PERSON

WITH 2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

---

9 SOLE DISPOSITIVE POWER

-0- B Shares;

-0- D-B Shares;

-0- D-L Shares

---

10 SHARED DISPOSITIVE POWER

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,170,247,265 B Shares; -0- D-B Shares; and -0- D-L Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions) ..

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

70.41% of B Shares; 0% of D-B Shares; and 0% of D-L Shares

14 TYPE OF REPORTING PERSON\*

IN

1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Consuelo Garza Lagüera de Garza

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

Not Applicable

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY 23,133,925 B Shares;

OWNED BY 4,251,650 D-B Shares;

EACH 4,251,650 D-L Shares

REPORTING

8 SHARED VOTING POWER

PERSON

WITH

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

9 SOLE DISPOSITIVE POWER

23,133,925 B Shares;

4,251,650 D-B Shares;

4,251,650 D-L Shares

---

10 SHARED DISPOSITIVE POWER

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,193,381,190 B Shares; 4,251,650 D-B Shares; and 4,251,650 D-L Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions) ..

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

71.16% of B Shares; 0.29% of D-B Shares; and 0.29% of D-L Shares

14 TYPE OF REPORTING PERSON\*

IN

1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Alfonso Garza Garza

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

Not Applicable

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY 30,442 B Shares;

OWNED BY 48,084 D-B Shares;

EACH 48,084 D-L Shares

---

REPORTING 8 SHARED VOTING POWER

PERSON

WITH 2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

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9 SOLE DISPOSITIVE POWER

30,442 B Shares;

48,084 D-B Shares;

48,084 D-L Shares

---

10 SHARED DISPOSITIVE POWER

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,170,277,707 B Shares; 48,084 D-B Shares; and 48,084 D-L Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions) ..

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

70.41% of B Shares; 0% of D-B Shares; and 0% of D-L Shares

14 TYPE OF REPORTING PERSON\*

IN

1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Patricio Garza Garza

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

Not Applicable

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY 253,970 B Shares;

OWNED BY 495,140 D-B Shares;

EACH 495,140 D-L Shares

REPORTING

8 SHARED VOTING POWER

PERSON

WITH

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

9 SOLE DISPOSITIVE POWER

253,970 B Shares;

495,140 D-B Shares;

495,140 D-L Shares

---

10 SHARED DISPOSITIVE POWER

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,170,501,235 B Shares; 495,140 D-B Shares; and 495,140 D-L Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions) ..

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

70.42% of B Shares; 0% of D-B Shares; and 0% of D-L Shares

14 TYPE OF REPORTING PERSON\*

IN



1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Juan Carlos Garza Garza

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

Not Applicable

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY -0-

OWNED BY 8 SHARED VOTING POWER

EACH

REPORTING 2,170,247,265 B Shares;

PERSON -0- D-B Shares;

WITH -0- D-L Shares

(See Schedule I)

9 SOLE DISPOSITIVE POWER

-0-

10 SHARED DISPOSITIVE POWER

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,170,247,265 B Shares; -0- D-B Shares; and -0- D-L Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

70.41% of B Shares; 0% of D-B Shares; and 0% of D-L Shares

14 TYPE OF REPORTING PERSON\*

IN

1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Eduardo Garza Garza

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

Not Applicable

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY 530 B Shares;

OWNED BY 260 D-B Shares;

EACH 260 D-L Shares

---

REPORTING 8 SHARED VOTING POWER

PERSON

WITH 2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

---

9 SOLE DISPOSITIVE POWER

530 B Shares;

260 D-B Shares;

260 D-L Shares

---

10 SHARED DISPOSITIVE POWER

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,170,247,795 B Shares; 260 D-B Shares; and 260 D-L Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions) ..

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

70.41% of B Shares; 0% of D-B Shares; and 0% of D-L Shares

14 TYPE OF REPORTING PERSON\*

IN

1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Eugenio Garza Garza

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

Not Applicable

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY -0- B Shares;

OWNED BY -0- D-B Shares;

EACH -0- D-L Shares

---

REPORTING 8 SHARED VOTING POWER

PERSON

WITH 2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

---

9 SOLE DISPOSITIVE POWER

-0- B Shares;

-0- D-B Shares;

-0- D-L Shares

---

10 SHARED DISPOSITIVE POWER

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,170,247,265 B Shares; -0- D-B Shares; and -0- D-L Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions) ..

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

70.41% of B Shares; 0% of D-B Shares; and 0% of D-L Shares

14 TYPE OF REPORTING PERSON\*

IN

1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Alberto Bailleres

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

Not Applicable

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY 1,854,852 B Shares;

OWNED BY 3,709,704 D-B Shares;

EACH 3,709,704 D-L Shares

REPORTING

8 SHARED VOTING POWER

PERSON

WITH

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

9 SOLE DISPOSITIVE POWER

1,854,852 B Shares;

3,709,704 D-B Shares;

3,709,704 D-L Shares

---

10 SHARED DISPOSITIVE POWER

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,172,102,117 B Shares; 3,709,704 D-B Shares; and 3,709,704 D-L Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions) ..

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

70.47% of B Shares; 0.25% of D-B Shares; and 0.25% of D-L Shares

14 TYPE OF REPORTING PERSON\*

IN



1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Maria Teresa G. de Bailleres

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

Not Applicable

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY 0 B Shares;

OWNED BY 0 D-B Shares;

EACH 0 D-L Shares

---

REPORTING 8 SHARED VOTING POWER

PERSON

WITH 2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

---

9 SOLE DISPOSITIVE POWER

-0- B Shares;

-0- D-B Shares;

-0- D-L Shares

---

10 SHARED DISPOSITIVE POWER

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,170,247,265 B Shares; -0- D-B Shares; and -0- D-L Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions) ..

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

70.41% of B Shares; 0% of D-B Shares; and 0% of D-L Shares

14 TYPE OF REPORTING PERSON\*

IN

1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Inversiones Bursátiles Industriales, S.A. de C.V.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

Not Applicable

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY -0- B Shares;

OWNED BY -0- D-B Shares;

EACH -0- D-L Shares

---

REPORTING 8 SHARED VOTING POWER

PERSON

WITH 2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

---

9 SOLE DISPOSITIVE POWER

-0- B Shares;

-0- D-B Shares;

-0- D-L Shares

---

10 SHARED DISPOSITIVE POWER

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,170,247,265 B Shares; -0- D-B Shares; and -0- D-L Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions) ..

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

70.41% of B Shares; 0% of D-B Shares; and 0% of D-L Shares

14 TYPE OF REPORTING PERSON\*

CO

1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Corbal, S.A. de C.V.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

Not Applicable

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY -0- B Shares;

OWNED BY -0- D-B Shares;

EACH -0- D-L Shares

---

REPORTING 8 SHARED VOTING POWER

PERSON

WITH 2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

---

9 SOLE DISPOSITIVE POWER

-0- B Shares;

-0- D-B Shares;

-0- D-L Shares

---

10 SHARED DISPOSITIVE POWER

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,170,247,265 B Shares; -0- D-B Shares; and -0- D-L Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions) ..

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

70.41% of B Shares; 0% of D-B Shares; and 0% of D-L Shares

14 TYPE OF REPORTING PERSON\*

CO

1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Magdalena M. de David

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

Not Applicable

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY 1,302,836 B Shares;

OWNED BY 2,602,362 D-B Shares;

EACH 2,602,362 D-L Shares

REPORTING

8 SHARED VOTING POWER

PERSON

WITH

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

9 SOLE DISPOSITIVE POWER

1,302,836 B Shares;

2,602,362 D-B Shares;

2,602,362 D-L Shares

---

10 SHARED DISPOSITIVE POWER

2,170,247,265B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,171,550,101 B Shares; 2,602,362 D-B Shares; and 2,602,362 D-L Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions) ..

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

70.45% of B Shares; 0.18% of D-B Shares; and 0.18% of D-L Shares

14 TYPE OF REPORTING PERSON\*

IN



1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Alepage, S.A.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

Not Applicable

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY 10,634 B Shares;

OWNED BY 7,318 D-B Shares;

EACH 7,318 D-L Shares

---

REPORTING 8 SHARED VOTING POWER

PERSON

WITH 2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

---

9 SOLE DISPOSITIVE POWER

10,634 B Shares;

7,318 D-B Shares;

7,318 D-L Shares

---

10 SHARED DISPOSITIVE POWER

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,170,257,899 B Shares; 7,318 D-B Shares; and 7,318 D-L Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions) ..

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

70.41% of B Shares; 0% of D-B Shares; and 0% of D-L Shares

14 TYPE OF REPORTING PERSON\*

CO

1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

BBVA Bancomer Servicios, S.A. as trustee under Trust No. F/29013-0

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

Not Applicable

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY -0-B Shares;

OWNED BY -0- D-B Shares;

EACH -0- D-L Shares

---

REPORTING 8 SHARED VOTING POWER

PERSON

WITH 2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

---

9 SOLE DISPOSITIVE POWER

-0- B Shares;

-0- D-B Shares;

-0- D-L Shares

---

10 SHARED DISPOSITIVE POWER

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,170,247,265 B Shares; -0- D-B Shares; and -0- D-L Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions) ..

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

70.41% of B Shares; 0% of D-B Shares; and 0% of D-L Shares

14 TYPE OF REPORTING PERSON\*

00

1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Max Michel Suberville

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

Not Applicable

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY 40,569,100 B Shares;

OWNED BY 0 D-B Shares;

EACH 0 D-L Shares

---

REPORTING 8 SHARED VOTING POWER

PERSON

WITH 2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

---

9 SOLE DISPOSITIVE POWER

40,569,100 B Shares;

0 D-B Shares;

0 D-L Shares

---

10 SHARED DISPOSITIVE POWER

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,210,816,365 B Shares; -0- D-B Shares; and -0- D-L Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions) ..

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

71.72% of B Shares; 0% of D-B Shares; and 0% of D-L Shares

14 TYPE OF REPORTING PERSON\*

IN

1 NAME OF REPORTING PERSON

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Max David Michel

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

Not Applicable

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY 14,978,015 B Shares;

OWNED BY -0- D-B Shares;

EACH -0- D-L Shares

---

REPORTING 8 SHARED VOTING POWER

PERSON

WITH 2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

---

9 SOLE DISPOSITIVE POWER

14,978,015 B Shares;

-0- D-B Shares;

-0- D-L Shares

---

10 SHARED DISPOSITIVE POWER

2,170,247,265 B Shares;

-0- D-B Shares;

-0- D-L Shares

(See Schedule I)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,185,225,280 B Shares; -0- D-B Shares; and -0- D-L Shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES (See Instructions) ..

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

70.89% of B Shares; 0% of D-B Shares; and 0% of D-L Shares

14 TYPE OF REPORTING PERSON\*

IN



1 NAME OF REPORTING PERSON

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

Juan David Michel

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

Not Applicable