

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

AMERICA MOVIL SA DE CV/
Form SC 13D/A
August 10, 2004

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No. 11)

America Movil, S.A. de C.V. (the "Issuer")

(Name of Issuer)

American Depositary Shares ("L Share ADSs"), each representing
20 Series L Shares ("L Shares")
American Depositary Shares ("A Share ADSs"), each representing
20 Series A Shares ("A Shares")

(Title of Class of Securities)

02364W105 for L Share ADSs(1)
02364W204 for A Share ADSs(2)

(CUSIP Number)

Rafael Robles Miaja
Galicia y Robles, S.C.
Torre del Bosque
Boulevard Manuel Avila Camacho No. 24 piso 7
Mexico 11000, Distrito Federal
(525) 5540-9225

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

June 30, 2004

(Date of Event which Requires Filing of this Statement)

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

(Continued on the following pages)

(Page 1 of 29 Pages)

(1) CUSIP number is for the L Share ADSs only. No CUSIP number exists for the
underlying L Shares since such shares are not traded in the United States.

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

(2) CUSIP number is for the A Share ADSs only. No CUSIP number exists for the underlying A Shares since such shares are not traded in the United States.

CUSIP No. 02364W105 L Share ADSs 13D
02364W204 A Share ADSs

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Carlos Slim Helu

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

AF (See Item 3)

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

7 SOLE VOTING POWER

40,000 A Shares and 100,000 L Shares
(See Items 5(a) and 5(b))

NUMBER OF SHARES
BENEFICIALLY OWNED BY
EACH REPORTING PERSON
WITH

8 SHARED VOTING POWER

48,139,030 A Shares and 3,639,821,489 L Shares
(See Items 5(a) and 5(b))

9 SOLE DISPOSITIVE POWER

40,000 A Shares and 100,000 L Shares
(See Items 5(a) and 5(d))

10 SHARED DISPOSITIVE POWER

48,139,030 A Shares and 3,639,821,489 L Shares
(See Items 5(a) and 5(d))

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

48,179,030 A Shares and 3,639,921,489 L Shares (See Item 5(a))

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

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

15.9% of A Shares and 37.4% of L Shares (See Item 5(a))

14 TYPE OF REPORTING PERSON

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

IN

CUSIP No. 02364W105 L Share ADSs 13D
02364W204 A Share ADSs

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Carlos Slim Domit

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

AF (See Item 3)

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

7 SOLE VOTING POWER

8,132 L Shares (See Items 5(a) and 5(b))

NUMBER OF SHARES
BENEFICIALLY OWNED BY
EACH REPORTING PERSON
WITH

8 SHARED VOTING POWER

48,139,030 A Shares and 3,639,821,489 L Shares
(See Items 5(a) and 5(b))

9 SOLE DISPOSITIVE POWER

8,132 L Shares (See Items 5(a) and 5(d))

10 SHARED DISPOSITIVE POWER

48,139,030 A Shares and 3,639,821,489 L Shares
(See Items 5(a) and 5(d))

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

48,139,030 A Shares and 3,639,829,621 L Shares (See Item 5(a))

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

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

15.9% of A Shares and 37.4% of L Shares (See Item 5(a))

14 TYPE OF REPORTING PERSON

IN

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

CUSIP No. 02364W105 L Share ADSs 13D
02364W204 A Share ADSs

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Marco Antonio Slim Domit

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

AF (See Item 3)

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

7 SOLE VOTING POWER

8,132 L Shares (See Items 5(a) and 5(b))

NUMBER OF SHARES
BENEFICIALLY OWNED BY
EACH REPORTING PERSON
WITH

8 SHARED VOTING POWER

48,139,030 A Shares and 3,639,821,489 L Shares
(See Items 5(a) and 5(b))

9 SOLE DISPOSITIVE POWER

8,132 L Shares (See Items 5(a) and 5(d))

10 SHARED DISPOSITIVE POWER

48,139,030 A Shares and 3,639,821,489 L Shares
(See Items 5(a) and 5(d))

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

48,139,030 A Shares and 3,639,829,621 L Shares (See Item 5(a))

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

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

15.9% of A Shares and 37.4% of L Shares (See Item 5(a))

14 TYPE OF REPORTING PERSON

IN

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

CUSIP No. 02364W105 L Share ADSs 13D
02364W204 A Share ADSs

- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Patrick Slim Domit
- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)
- 3 SEC USE ONLY
- 4 SOURCE OF FUNDS

AF (See Item 3)
- 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT
TO ITEM 2(d) or 2(e)
- 6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico
- 7 SOLE VOTING POWER

8,134 L Shares (See Items 5(a) and 5(b))
- NUMBER OF SHARES
BENEFICIALLY OWNED BY
EACH REPORTING PERSON
WITH
- 8 SHARED VOTING POWER

48,139,030 A Shares and 3,639,821,489 L Shares
(See Items 5(a) and 5(b))
- 9 SOLE DISPOSITIVE POWER

8,134 L Shares (See Items 5(a) and 5(d))
- 10 SHARED DISPOSITIVE POWER

48,139,030 A Shares and 3,639,821,489 L Shares
(See Items 5(a) and 5(d))
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

48,139,030 A Shares and 3,639,829,623 L Shares (See Item 5(a))
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

15.9% of A Shares and 37.4% of L Shares (See Item 5(a))
- 14 TYPE OF REPORTING PERSON

IN

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

CUSIP No. 02364W105 L Share ADSs 13D
02364W204 A Share ADSs

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Maria Soumaya Slim Domit

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

AF (See Item 3)

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

7 SOLE VOTING POWER

8,134 L Shares (See Items 5(a) and 5(b))

NUMBER OF SHARES
BENEFICIALLY OWNED BY
EACH REPORTING PERSON
WITH

8 SHARED VOTING POWER

48,139,030 A Shares and 3,639,821,489 L Shares
(See Items 5(a) and 5(b))

9 SOLE DISPOSITIVE POWER

8,134 L Shares (See Items 5(a) and 5(d))

10 SHARED DISPOSITIVE POWER

48,139,030 A Shares and 3,639,821,489 L Shares
(See Items 5(a) and 5(d))

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

48,139,030 A Shares and 3,639,829,623 L Shares (See Item 5(a))

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

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

15.9% of A Shares and 37.4% of L Shares (See Item 5(a))

14 TYPE OF REPORTING PERSON

IN

CUSIP No. 02364W105 L Share ADSs 13D

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

02364W204 A Share ADSs

- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Vanessa Paola Slim Domit
- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)
- 3 SEC USE ONLY
- 4 SOURCE OF FUNDS

AF (See Item 3)
- 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT
TO ITEM 2(d) or 2(e)
- 6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico
- | | | | |
|--|----|---|--|
| | 7 | SOLE VOTING POWER | |
| | | 498,134 L Shares (See Items 5(a) and 5(b)) | |
| NUMBER OF SHARES
BENEFICIALLY OWNED BY
EACH REPORTING PERSON
WITH | 8 | SHARED VOTING POWER | |
| | | 48,139,030 A Shares and 3,639,821,489 L Shares
(See Items 5(a) and 5(b)) | |
| | 9 | SOLE DISPOSITIVE POWER | |
| | | 498,134 L Shares (See Items 5(a) and 5(d)) | |
| | 10 | SHARED DISPOSITIVE POWER | |
| | | 48,139,030 A Shares and 3,639,821,489 L Shares
(See Items 5(a) and 5(d)) | |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

48,139,030 A Shares and 3,640,319,623 L Shares (See Item 5(a))
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

15.9% of A Shares and 37.4% of L Shares (See Item 5(a))
- 14 TYPE OF REPORTING PERSON

IN

CUSIP No. 02364W105 L Share ADSs 13D
02364W204 A Share ADSs

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
- Johanna Monique Slim Domit
- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)
- 3 SEC USE ONLY
- 4 SOURCE OF FUNDS
- AF (See Item 3)
- 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT
TO ITEM 2(d) or 2(e)
- 6 CITIZENSHIP OR PLACE OF ORGANIZATION
- Mexico
- 7 SOLE VOTING POWER
- 570,134 L Shares (See Items 5(a) and 5(b))
- NUMBER OF SHARES
BENEFICIALLY OWNED BY
EACH REPORTING PERSON
WITH
- 8 SHARED VOTING POWER
- 48,139,030 A Shares and 3,639,821,489 L Shares
(See Items 5(a) and 5(b))
- 9 SOLE DISPOSITIVE POWER
- 570,134 L Shares (See Items 5(a) and 5(d))
- 10 SHARED DISPOSITIVE POWER
- 48,139,030 A Shares and 3,639,821,489 L Shares
(See Items 5(a) and 5(d))
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
- 48,139,030 A Shares and 3,640,391,623 L Shares (See Item 5(a))
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
- 15.9% of A Shares and 37.4% of L Shares (See Item 5(a))
- 14 TYPE OF REPORTING PERSON
- IN

CUSIP No. 02364W105 L Share ADSs 13D
02364W204 A Share ADSs

- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

America Telecom, 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

OO and WC (See Item 3)

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

7 SOLE VOTING POWER

8 SHARED VOTING POWER

NUMBER OF SHARES
BENEFICIALLY OWNED BY
EACH REPORTING PERSON
WITH
48,139,030 A Shares and 3,523,449,453 L Shares
(See Items 5(a) and 5(b))

9 SOLE DISPOSITIVE POWER

10 SHARED DISPOSITIVE POWER

48,139,030 A Shares and 3,523,449,453 L Shares
(See Items 5(a) and 5(d))

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

48,139,030 A Shares and 3,523,449,453 L Shares (See Item 5(a))

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

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

15.9% of A Shares and 36.2% of L Shares (See Item 5(a))

14 TYPE OF REPORTING PERSON

HC

CUSIP No. 02364W105 L Share ADSs 13D
02364W204 A Share ADSs

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Grupo Financiero Inbursa, S.A. de C.V.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

3 SEC USE ONLY

4 SOURCE OF FUNDS

WC and AF (See Item 3)

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

7 SOLE VOTING POWER

8 SHARED VOTING POWER

NUMBER OF SHARES
BENEFICIALLY OWNED BY
EACH REPORTING PERSON
WITH

16,372,036 L Shares (See Items 5(a) and 5(b))

9 SOLE DISPOSITIVE POWER

10 SHARED DISPOSITIVE POWER

16,372,036 L Shares (See Items 5(a) and 5(d))

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

16,372,036 L Shares (See Item 5(a))

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

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

0.2% of L Shares (See Item 5(a))

14 TYPE OF REPORTING PERSON

HC

CUSIP No. 02364W105 L Share ADSs 13D

02364W204 A Share ADSs

1 NAMES OF REPORTING PERSONS

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

Carso Global Telecom, 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

AF (See Item 3)

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

TO ITEM 2(d) or 2(e)

|_ |

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

7 SOLE VOTING POWER

-0-

8 SHARED VOTING POWER

NUMBER OF SHARES
BENEFICIALLY OWNED BY
EACH REPORTING PERSON
WITH

100,000,000 L Shares (See Items 5(a) and 5(b))

9 SOLE DISPOSITIVE POWER

-0-

10 SHARED DISPOSITIVE POWER

100,000,000 L Shares (See Items 5(a) and 5(d))

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

100,000,000 L Shares (See Items 5(a))

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES |X|

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

1.2%

14 TYPE OF REPORTING PERSON

HC

CUSIP No. 02364W105 L Share ADSs 13D
02364W204 A Share ADSs

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Trust No. F/0008 (the "Telmex Trust")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) |_ |
(b) |_ |

3 SEC USE ONLY

4 SOURCE OF FUNDS

WC (See Item 3)

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

Mexico

- 7 SOLE VOTING POWER
173,150,000 L Shares (See Items 5(a) and 5(b))
- 8 SHARED VOTING POWER
- NUMBER OF SHARES
BENEFICIALLY OWNED BY
EACH REPORTING PERSON
WITH
- 9 SOLE DISPOSITIVE POWER
173,150,000 L Shares (See Items 5(a) and 5(d))
- 10 SHARED DISPOSITIVE POWER
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
173,150,000 L Shares (see Item 5(a))
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
2.0% of L Shares (see Item 5(a))
- 14 TYPE OF REPORTING PERSON
EP

CUSIP No. 02364W105 L Share ADSs 13D
02364W204 A Share ADSs

- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
Trust No. F/0395 (the "Telnor Trust")
- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)
- 3 SEC USE ONLY
- 4 SOURCE OF FUNDS
WC (See Item 3)
- 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT
TO ITEM 2(d) or 2(e)
- 6 CITIZENSHIP OR PLACE OF ORGANIZATION
Mexico

7 SOLE VOTING POWER

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

2,385,000 L Shares (See Items 5(a) and 5(b))

NUMBER OF SHARES
BENEFICIALLY OWNED BY
EACH REPORTING PERSON
WITH

8 SHARED VOTING POWER

9 SOLE DISPOSITIVE POWER

2,385,000 L Shares (See Items 5(a) and 5(d))

10 SHARED DISPOSITIVE POWER

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,385,000 L Shares (see Item 5(a))

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

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

0.0% of L Shares (see Item 5(a))

14 TYPE OF REPORTING PERSON

EP

CUSIP No. 02364W105 L Share ADSs 13D
02364W204 A Share ADSs

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Fundacion Telmex, A.C.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

WC (See Item 3)

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

7 SOLE VOTING POWER

20,000,000 L Shares (See Items 5(a) and 5(b))

8 SHARED VOTING POWER

NUMBER OF SHARES

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

BENEFICIALLY OWNED BY
EACH REPORTING PERSON

WITH

9 SOLE DISPOSITIVE POWER

20,000,000 L Shares (See Items 5(a) and 5(d))

10 SHARED DISPOSITIVE POWER

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

20,000,000 L Shares (see Item 5(a))

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

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

0.2% of L Shares (see Item 5(a))

14 TYPE OF REPORTING PERSON

PN

CUSIP No. 02364W105 L Share ADSs 13D
02364W204 A Share ADSs

1 NAMES OF REPORTING PERSONS

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

Asociacion Carso, A.C.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

WC (See Item 3)

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Mexico

7 SOLE VOTING POWER

5,000,000 L Shares (See Items 5(a) and 5(b))

8 SHARED VOTING POWER

NUMBER OF SHARES
BENEFICIALLY OWNED BY
EACH REPORTING PERSON

WITH

9 SOLE DISPOSITIVE POWER

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

5,000,000 L Shares (See Items 5(a) and 5(d))

10 SHARED DISPOSITIVE POWER

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

5,000,000 L Shares (see Item 5(a))

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

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

0.1% of L Shares (see Item 5(a))

14 TYPE OF REPORTING PERSON

PN

Item 1. Security and Issuer.

This Amendment No. 11 (the "Eleventh Amendment") amends the Schedule 13D filed with the Securities and Exchange Commission (the "Commission") on March 8, 2001 (the "Schedule 13D"), as subsequently amended, by the Reporting Persons (as defined in the Schedule 13D), with respect to the American Depositary Shares ("L Share ADSs"), each representing 20 Series L Shares ("L Shares"), and the American Depositary Shares ("A Share ADSs"), each representing 20 Series A Shares ("A Shares"), of America Movil, S.A. de C.V. (the "Issuer"). Capitalized terms used but not otherwise defined in this Eleventh Amendment have the meanings ascribed to such terms in the Schedule 13D, as amended.

Item 2. Identity and Background.

Updated information regarding the members of the Slim Family and the executive officers and directors of each of America Telecom, GFI, CGT, Fundacion Telmex and Asociacion Carso are set forth in Schedule I attached hereto.

Item 3. Source and Amount of Funds or Other Consideration.

No L Shares were purchased by the Reporting Persons in the period subsequent to the filing of Amendment No. 10 to the Schedule 13D with the Securities and Exchange Commission (the "SEC") on June 21, 2004 ("Amendment No. 10"). The 100,000,000 L Shares reported as beneficially owned by CGT are deemed to be owned by it pursuant to Rule 13d-3(d)(1), and have not, as of the date of this Eleventh Amendment, been purchased by CGT.

Item 4. Purpose of Transaction.

As noted above under Item 3, the Reporting Persons have not effected any transactions in L shares in the period subsequent to the filing of Amendment No. 10. Shares reported as beneficially owned by CGT are deemed to be

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

owned by it, as if CGT had exercised its option to acquire such shares under the paired put and call options described in Item 6.

As discussed in Item 4 of the Schedule 13D filed by the Reporting Persons with the SEC on May 16, 2001, CGT and SBC International, Inc. ("SBC") were parties to a series of agreements (the "AM Agreements") which govern the ownership and voting of any and all future AA Shares, no par value (collectively, the "AA Shares"), of the Issuer, owned by such persons. Pursuant to the Spin-Off, America Telecom has succeeded to the rights and obligations of CGT under the AM Agreements. As of the date hereof, America Telecom currently owns, in the aggregate, approximately 67% of the issued and outstanding AA Shares.

Through its beneficial ownership of A Shares and AA Shares America Telecom may be deemed to control the Issuer. Except as set forth in this statement, none of the Reporting Persons currently has plans or proposals, which relate to or which would result in any of the actions or transactions described in paragraphs (a) through (j) of Item 4 of the instructions to Schedule 13D. However, from time to time the Reporting Persons may evaluate the possibility of acquiring additional A Shares and L Shares, disposing of A Shares and L Shares, or entering into corporate transactions involving the Issuer (including, but not limited to, joint ventures and/or other commercial arrangements with the Issuer). The Reporting Persons reserve the right to formulate plans or proposals regarding the Issuer or any of its securities and to carry out any of the actions or transactions described in paragraphs (a) through (j) of Item 4 of the instructions to this Schedule 13D, to the extent deemed advisable by the Reporting Persons.

Item 5. Interest in Securities of the Issuer.

(a) The Reporting Persons have the following interests in A Shares and L Shares:

	A Shares(1)		L Shares
	Number	% of Class	Number
Carlos Slim Helu(3).....	48,179,030	15.9%	3,639,921,489
Carlos Slim Domit(4).....	48,139,030	15.9%	3,639,829,621
Marco Antonio Slim Domit(5).....	48,139,030	15.9%	3,639,829,621
Patrick Slim Domit(6).....	48,139,030	15.9%	3,639,829,623
Maria Soumaya Slim Domit(7).....	48,139,030	15.9%	3,639,829,623
Vanessa Paola Slim Domit(8).....	48,139,030	15.9%	3,640,319,623
Johanna Monique Domit(9).....	48,139,030	15.9%	3,640,391,623
America Telecom(10).....	48,139,030	15.9%	3,523,449,453
GFI.....	--	--	16,372,036
CGT(11).....	--	--	100,000,000
Telmex Trust.....	--	--	173,150,000
Telnor Trust.....	--	--	2,385,000
Fundacion Telmex.....	--	--	20,000,000
Asociacion Carso.....	--	--	5,000,000

(1) Based upon 303,320,578 A Shares outstanding as of August 5, 2004. Includes A Shares held in the form of A Share ADSs. Except as otherwise indicated, all A Shares are held in the form of A Shares.

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

- (2) Based upon 8,399,077,708 L Shares outstanding as of August 5, 2004. Includes L Shares held in the form of L Share ADSs. In the case of the Slim Family and America Telecom, L Share totals and percentages assume that all of the A Shares and 1,273,642,253 AA Shares held by the relevant Reporting Persons have been converted into L Shares in accordance with the restrictions set forth in Item 4 of Amendment No. 1 to Schedule 13D filed by the Reporting Persons with the SEC on May 16, 2001. Except as otherwise indicated, all L Shares are held in the form of L Shares.
- (3) Includes 40,000 A Shares and 100,000 L Shares (assuming conversion of the 40,000 A Shares) owned directly by Carlos Slim Helu, as well as A Shares and L Shares beneficially owned through GFI and America Telecom by trusts for the benefit of the Slim Family (the "Family Trust Shares"). All A Shares and L Shares owned by such trusts are deemed to be beneficially owned by each member of the Slim family that is a beneficiary of such trusts. Thus, beneficial ownership of A Shares and L Shares is deemed to be shared by each member of the Slim family.
- (4) Includes 8,132 L Shares owned directly by Carlos Slim Domit, as well as the Family Trust Shares.
- (5) Includes 8,132 L Shares owned directly by Marco Antonio Slim Domit, as well as the Family Trust Shares.
- (6) Includes 8,134 L Shares owned directly by Patrick Slim Domit, as well as the Family Trust Shares.
- (7) Includes 8,134 L Shares owned directly by Maria Soumaya Slim Domit, as well as the Family Trust Shares.
- (8) Includes 498,134 L Shares owned directly by Vanessa Paola Slim Domit and her spouse, as well as the Family Trust Shares.
- (9) Includes 570,134 L Shares owned directly by Johanna Monique Slim Domit and her spouse, as well as the Family Trust Shares.
- (10) Assumes that America Telecom has purchased all of the L Shares that it is obligated to purchase under the Forward Share Purchase Transactions described in Item 6 of this statement. Includes a total of 1,532,214,660 L Shares held in the form of L Share ADSs.
- (11) The 100,000,000 L Shares reported as beneficially owned by CGT are deemed to be owned by it pursuant to Rule 13d-3(d)(1), because CGT has the option to acquire such shares under the paired put and call options described in Item 6.

(b) Because the Slim Family beneficially owns a majority of the outstanding voting equity securities of America Telecom, Carso, GFI and CGT, the Slim Family may be deemed to share the power to vote or dispose of, or to direct the voting or disposition of, any A Shares or L Shares owned by such persons (including those beneficially owned by the Telmex Trust, the Telmor Trust, Fundacion Telmex and Asociacion Carso). Except as otherwise disclosed herein, none of the Reporting Persons shares voting or disposition power with respect to any of the A Shares or L Shares owned by the Reporting Persons.

(c) No transactions in A Shares and L Shares were effected during the period beginning 60 days prior to the event which requires the filing of this statement and ending on the date of this filing.

(d) Because the Slim Family beneficially owns a majority of the outstanding voting equity securities of America Telecom, Carso, GFI and CGT, the Slim Family may be deemed to have the right to receive or the power to

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

direct the receipt of dividends from, or the proceeds of the sale of, any A Shares or L Shares owned by such persons (including the Telmex Trust, the Telnor Trust, Fundacion Telmex and Asociacion Carso). Except as otherwise disclosed herein, no person other than the Reporting Persons has or will have any right to receive or the power to direct the receipt of dividends from, or the proceeds of the sale of, any A Shares or L Shares owned by the Reporting Persons.

(e) Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships With
Respect to Securities of the Issuer.

CGT has entered into paired put and call options pursuant to which it has an option to purchase, and the relevant counterparty has an option to sell, L Shares (in the form of L Share ADSs) on the terms indicated below. Each such option is exercisable only on its maturity date, and may be settled in cash or L Shares.

Counterparty	Maturity Date	Number of L Shares	Strike Price per L Share	Net Aggregate Premiums
JPMorgan Chase	August 30, 2004	30,000,000	US\$1.0826	US\$6,142,909
JPMorgan Chase	August 30, 2004	21,000,000	1.0306	4,074,841
JPMorgan Chase	August 30, 2004	19,000,000	1.0320	3,735,894
JPMorgan Chase	August 30, 2004	16,000,000	0.9104	2,775,305
JPMorgan Chase	August 30, 2004	14,000,000	0.9582	2,549,144

Additionally, America Telecom has entered into Forward Share Purchase Transactions pursuant to which it is obligated to buy L Shares (in the form of L Shares ADSs) from a counterparty on the terms specified below. The L Shares that are the subject of each contract listed below were sold to the counterparty at the inception of such contract, but for the purposes of this statement are treated as beneficially owned by America Telecom.

Counterparty	Maturity Date	Number of L Shares	Purchase Price per L Share
JPMorgan Chase	October 21, 2005	143,300,000	0.6978
JPMorgan Chase	December 19, 2005	55,555,560	0.7200
Wachovia Bank National Association	February 7, 2006	113,555,720	0.7045
JPMorgan Chase	February 7, 2006	40,828,640	0.6250
JPMorgan Chase	March 29, 2006	219,620,000	0.6830
JPMorgan Chase	October 2, 2006	86,582,000	1.1550

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

Santander Central Hispano Benelux S.A.N.V.	April 10, 2008	136,800,000	0.7310	L
Santander Central Hispano Benelux S.A.N.V.	September 20, 2008	109,290,000	0.9150	L
Santander Central Hispano Benelux S.A.N.V.	October 10, 2008	86,806,000	1.1520	L
Santander Central Hispano Benelux S.A.N.V.	February 24, 2009	56,545,100	1.769	L
Dresdner Bank A.G.	March 5, 2009	55,050,940	1.817	L
Santander Central Hispano Benelux S.A. N.V.	May 5, 2009	28,571,440	1.750	L

Other than as disclosed herein and in Item 4 of this statement, there are no other contracts, arrangements, understandings or relationships (legal or otherwise) among the Reporting Persons and between such persons and any person with respect to A Shares or L Shares.

Item 7. Material to be Filed as Exhibits.

* The Powers of Attorney filed as exhibits to Amendment No. 3 to the Schedule 13D and Amendment No. 9 to the Schedule 13D and the Joint Filing Agreement filed as an exhibit to Amendment No. 9 to the Schedule 13D filed by the Reporting Persons are hereby incorporated herein by reference.

SIGNATURE

After reasonable inquiry, and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Carlos Slim Helu

Carlos Slim Domit

Marco Antonio Slim Domit

Patrick Slim Domit

Maria Soumaya Slim Domit

By: /s/ Eduardo Valdes Acra

Eduardo Valdes Acra
Attorney-in-Fact
August 9, 2004

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

Vanessa Paola Slim Domit

Johanna Monique Slim Domit

AMERICA TELECOM, S.A. DE C.V.

By: Eduardo Valdes Acra
Title: Attorney-in-Fact

CARSO GLOBAL TELECOM, S.A. DE C.V.

By: Eduardo Valdes Acra
Title: Attorney-in-Fact

GRUPO FINANCIERO INBURSA, S.A. DE C.V.

By: Eduardo Valdes Acra
Title: Attorney-in-Fact

BANCO INBURSA S.A.,
INSTITUCION DE BANCA
MULTIPLE, GRUPO FINANCIERO
INBURSA, DIVISION
FIDUCIARIA, AS TRUSTEE
OF TRUST NO. F/0008

By: Eduardo Valdes Acra
Title: Attorney-in-Fact

BANCO INBURSA S.A.,
INSTITUCION DE BANCA
MULTIPLE, GRUPO FINANCIERO
INBURSA, DIVISION
FIDUCIARIA, AS TRUSTEE
OF TRUST NO. F/0395

By: Eduardo Valdes Acra
Title: Attorney-in-Fact

FUNDACION TELMEX, A.C.

By: Eduardo Valdes Acra
Title: Attorney-in-Fact

ASOCIACION CARSO, A.C.

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

By: Eduardo Valdes Acra
Title: Attorney-in-Fact

SCHEDULE I

All of the individuals listed below are citizens of Mexico.

THE SLIM FAMILY
Paseo de las Palmas 736, Colonia Lomas de Chapultepec,
11000 Mexico D.F., Mexico

Name -----	Principal Occupation -----
Carlos Slim Helu	Chairman Emeritus of the Board of Telefonos de Mexico, S.A. de C.V., Chairman Emeritus of the Board of America Movil, S.A. de C.V., Chairman Emeritus of the Board of Carso Global Telecom, S.A. de C.V. and Chairman Emeritus of the Board of America Telecom, S.A. De C.V.
Carlos Slim Domit	Chairman of the Board of Telefonos de Mexico, S.A. de C.V., Chairman of the Board of Grupo Carso, S.A. De C.V. and President of Grupo Sanborns, S.A. de C.V.
Marco Antonio Slim Domit	Chairman of the Board of Grupo Financiero Inbursa, S.A. de C.V.
Patrick Slim Domit	Chairman of the Board of America Movil, S.A. de C.V., Chairman of the Board of America Telecom, S.A. de C.V. and Vice President of Commercial Markets of Telefonos de Mexico, S.A. de C.V.
Maria Soumaya Slim Domit	President of Museo Soumaya
Vanessa Paola Slim Domit	Private Investor
Johanna Monique Slim Domit	Private Investor

AMERICA TELECOM, S.A. de C.V.
Insurgentes Sur 3500, Col. Pena Pobre Tlalpan, 14060 Mexico D.F., Mexico

Name and Position -----	Principal Occupation -----
Directors	

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

Carlos Slim Helu
(Director and Chairman Emeritus)

Chairman Emeritus of the Board of Telefonos de Mexico S.A. de C.V., Chairman Emeritus of the Board of America Movil, S.A. de C.V., Chairman Emeritus of the Board of Carso Global Telecom, S.A. de C.V. and Chairman Emeritus of the Board of America Telecom, S.A. De C.V.

Jaime Chico Pardo
(Director and Vice Chairman of the Board)

President of Telefonos de Mexico, S.A. de C.V.

Claudio X. Gonzalez Laporte (Director)

Chairman of the Board of Kimberly Clark de Mexico, S.A. de C.V.

Patrick Slim Domit
(Director and Vice Chairman of the Board)

Chairman of the Board of America Movil, S.A. de C.V., Chairman of the Board of America Telecom, S.A. de C.V. and Vice President of Commercial Markets of Telefonos de Mexico, S.A. de C.V.

Juan Antonio Perez Simon (Director)

Vice-Chairman of Telefonos de Mexico, S.A. de C.V.

Carlos Slim Domit (Director)

Chairman of the Board of Telefonos de Mexico S.A., Chairman of Grupo Carso, S.A. de C.V. and President of Sanborns, S.A. de C.V.

Executive Officers

Daniel Hajj Aboumrad
(Chief Executive Officer)

Chief Executive Officer of America Telecom, S.A. de C.V. and Chief Executive Officer of Radiomovil Dipsa, S.A. de C.V.

GRUPO FINANCIERO INBURSA, S.A. de C.V.

Paseo de las Palmas 736, Col. Lomas Chapultepec, 11000 Mexico D.F., Mexico

Name and Position

Principal Occupation

Directors

Carlos Slim Helu (Chairman Emeritus)

Chairman Emeritus of the Board of Telefonos de Mexico S.A. de C.V., Chairman Emeritus of the Board of America Movil, S.A. de C.V., Chairman Emeritus of the Board of Carso Global Telecom, S.A. de C.V. and Chairman Emeritus of the Board of America Telecom, S.A. De C.V.

Marco Antonio Slim Domit
(Chairman of the Board)

Chairman of the Board of Grupo Financiero Inbursa, S.A. de C.V.

Eduardo Valdes Acra
(Vice-Chairman of the Board)

Chief Executive Officer of Inversora Bursatil, S.A. de C.V., Casa de Bolsa, Grupo Financiero Inbursa, S.A. de C.V.

Agustin Franco Macias (Director)

Chairman of Cryoinfra, S.A. de C.V.

Claudio X. Gonzalez Laporte (Director)

Chairman of the Board of Kimberly Clark de Mexico, S.A. de C.V.

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

Juan Antonio Perez Simon (Director)	Vice-Chairman of Telefonos de Mexico, S.A. de C.V.
David Ibarra Munoz (Director)	Independent Economist
Jose Kuri Harfush (Director)	President of Janel, S.A. de C.V.
Executive Officers	
Marco Antonio Slim Domit (President)	President of Grupo Financiero Inbursa, S.A. de C.V.

CARSO GLOBAL TELECOM, S.A. de C.V.

Insurgentes Sur 3500, Col. Pena Pobre Tlalpan, 14060 Mexico D.F., Mexico

Name and Position -----	Principal Occupation -----
Directors	
Carlos Slim Helu (Chairman Emeritus)	Chairman Emeritus of the Board of Telefonos de Mexico, S.A. de C.V., Chairman Emeritus of the Board of America Movil, S.A. de C.V., Chairman Emeritus of the Board of Carso Global Telecom, S.A. de C.V. and Chairman Emeritus of the Board of America Telecom, S.A. de C.V.
Jaime Chico Pardo (Vice Chairman)	President of Telefonos de Mexico, S.A. de C.V. and Vice President of Carso Global Telecom, S.A. de C.V.
Claudio X. Gonzalez Laporte (Director)	Chairman of the Board of Kimberly Clark de Mexico, S.A. de C.V.
C.P. Humberto Gutierrez Olvera Zubizarreta	General Director of Grupo Carso, S.A. de C.V.
Juan Antonio Perez Simon (Director)	Vice-Chairman of Telefonos de Mexico, S.A. de C.V. and Chairman of the Board of Sanborns Hermanos, S.A. de C.V.
Carlos Slim Domit (Chairman)	Chairman of the Board of Telefonos de Mexico, S.A. de C.V. and Chairman of the Board of Grupo Carso, S.A. de C.V. and Sanborns, S.A. de C.V.
Executive Officers	
Armando Ibanez (Chief Financial Officer)	Chief Financial Officer of Carso Global Telecom, S.A. de C.V.

FUNDACION TELMEX, A.C.
Vizcainas No. 16, Colonia Centro, Delegacion Cuauhtemoc, 06080
Mexico, D.F. Mexico

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

Name and Position -----	Principal Occupation -----
Directors	
Carlos Slim Helu (Chairman)	Chairman Emeritus of the Board of Telefonos de Mexico, S.A. de C.V., Chairman Emeritus of the Board of America Movil, S.A. de C.V., Chairman Emeritus of the Board of Carso Global Telecom, S.A. de C.V. and Chairman Emeritus of the Board of America Telecom, S.A. De C.V.
Jaime Chico Pardo (Director)	President of Telefonos de Mexico, S.A. de C.V.
Arturo Elias Ayub (Director)	Executive Officer of Telefonos de Mexico, S.A. de C.V.
Carlos Slim Domit (Director)	Chairman of the Board of Telefonos de Mexico, S.A. de C.V., Chairman of the Board of Grupo Carso, S.A. de C.V. and Pres Sanborns, S.A. de C.V.
Patrick Slim Domit (Director)	Chairman of the Board of America Movil, S.A. de C.V., Chairman of the Board of America Telecom, S.A. de C.V. and Vice President of Commercial Markets of Telefonos de Mexico, S.A. de C.V.
Hector Slim Seade (Director)	Director of Operations Support, Telefonos de Mexico, S.A. de C.V.
Sergio Rodriguez Mollada (Secretary)	Counsel, Telefonos de Mexico, S.A. de C.V.

ASOCIACION CARSO, A.C.
Insurgentes Sur 3500, Colonia Pena Pobre, 14000 Mexico, D.F., Mexico

Name and Position -----	Principal Occupation -----
Directors	
Carlos Slim Helu	Chairman Emeritus of the Board of Telefonos de Mexico, S.A. de C.V., Chairman Emeritus of the Board of America Movil, S.A. de C.V., Chairman Emeritus of the Board of Carso Global Telecom, S.A. de C.V. and Chairman Emeritus of the Board of America Telecom, S.A. De C.V.
Juan Antonio Perez Simon	Vice-Chairman of Telefonos de Mexico, S.A. de C.V.
Jose Kuri Harfush	President of Janel, S.A. de C.V.
Marco Antonio Slim Domit	President of Grupo Financiero Inbursa, S.A. de C.V.
Carlos Slim Domit	Chairman of the Board of Telefonos de Mexico S.A. de C.V., Chairman of the Board of Grupo Carso, S.A. de C.V. and Pres Sanborns, S.A. de C.V.

Edgar Filing: AMERICA MOVIL SA DE CV/ - Form SC 13D/A

Patrick Slim Domit

Chairman of the Board of America Movil, S.A. de C.V.,
Chairman of the Board of America Telecom, S.A. de C.V.
and Vice President of Commercial Markets of Telefonos de
Mexico, S.A. de C.V.

Ignacio Cobo Gonzalez

Private Investor