

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 2)*

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

(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.

(Title of Class of Securities)

344419106(1)

(CUSIP Number)

December 31, 2002

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

*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.

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)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.

CUSIP No. 344419106 13G Page 2 of 43 Pages

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

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

1 as Trustee

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

SOLE VOTING POWER

1,473,334,215 B Shares;

NUMBER OF -0- D-B Shares;
-0- D-L Shares
5 (See Schedule I)

SHARES SHARED VOTING POWER
BENEFICIALLY OWNED BY 6 -0-

EACH SOLE DISPOSITIVE POWER
REPORTING PERSON 7 -0-

WITH SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,473,334,215 B Shares; -0- D-B Shares; and -0- D-L Shares
9

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions) |_|

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.81% of B Shares; 0.0% of D-B Shares; and 0.0% of D-L Shares

TYPE OF REPORTING PERSON*

12 00

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Max Michel Suberville

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

SOLE VOTING POWER
42,270,176 B Shares;
10,570,512 D-B Shares;
10,570,512 D-L Shares
5 (See Schedules I and IV)

SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER
42,270,176 B Shares;
10,570,512 D-B Shares;
10,570,512 D-L Shares
7 (See Schedules I and IV)

WITH

SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,515,604,391 B Shares; 10,570,512 D-B Shares; and 10,570,512 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 55.36% of B Shares; 0.82% of D-B Shares; and 0.82% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Eugenio Garza Laguera

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

SOLE VOTING POWER
12,431,810 B Shares;
22,144,320 D-B Shares;
22,144,320 D-L Shares
5 (See Schedule I)

SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER
12,431,810 B Shares;
22,144,320 D-B Shares;
7 22,144,320 D-L Shares

WITH

SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
9 1,485,766,025 B Shares; 22,144,320 D-B Shares; and 22,144,320 D-L Shares

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)
10 (See Schedule IV)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 54.27% of B Shares; 1.73% of D-B Shares; and 1.73% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Paulina Garza Gonda de Marroquin

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

SOLE VOTING POWER
1,848,203 B Shares;
3,696,406 D-B Shares;
3,696,406 D-L Shares
5 (See Schedule I)

SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER
1,848,203 B Shares;
3,696,406 D-B Shares;
7 3,696,406 D-L Shares

WITH

SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,475,182,418 B Shares; 3,696,406 D-B Shares; and 3,696,406 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.88% of B Shares; 0.28% of D-B Shares; and 0.28% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Barbara Garza Gonda de Braniff

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

SOLE VOTING POWER
1,848,203 B Shares;
3,696,406 D-B Shares;
3,696,406 D-L Shares
5 (See Schedule I)

SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER
1,848,203 B Shares;
3,696,406 D-B Shares;
7 3,696,406 D-L Shares

WITH

SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,475,182,418 B Shares; 3,696,406 D-B Shares; and 3,696,406 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.88% of B Shares; 0.28% of D-B Shares; and 0.28% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Mariana Garza Gonda de Trevino Bryan

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

SOLE VOTING POWER
1,848,203 B Shares;
3,696,406 D-B Shares;
3,696,406 D-L Shares
5 (See Schedule I)

SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER
1,848,203 B Shares;
3,696,406 D-B Shares;
7 3,696,406 D-L Shares

WITH

SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,475,182,418 B Shares; 3,696,406 D-B Shares; and 3,696,406 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.88% of B Shares; 0.28% of D-B Shares; and 0.28% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Eva Gonda de Garza

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

SOLE VOTING POWER
1,848,203 B Shares;
3,696,406 D-B Shares;
3,696,406 D-L Shares
5 (See Schedule I)

SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER
1,848,203 B Shares;
3,696,406 D-B Shares;
7 3,696,406 D-L Shares

WITH

SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,475,182,418 B Shares; 3,696,406 D-B Shares; and 3,696,406 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.88% of B Shares; 0.28% of D-B Shares; and 0.28% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Eva Garza Gonda de Fernandez

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
5 (See Schedule I)

SOLE VOTING POWER
1,848,203 B Shares;
3,696,406 D-B Shares;
3,696,406 D-L Shares

SHARED VOTING POWER

1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER
1,848,203 B Shares;
3,696,406 D-B Shares;
7 3,696,406 D-L Shares

WITH

SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,475,182,418 B Shares; 3,696,406 D-B Shares; and 3,696,406 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.88% of B Shares; 0.28% of D-B Shares; and 0.28% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Consuelo Garza Laguera de Garza

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
 SOLE VOTING POWER
 11,011,980 B Shares;
 4,031,160 D-B Shares;
 4,031,160 D-L Shares
 5 (See Schedule I)

SHARES
 BENEFICIALLY
 OWNED BY
 SHARED VOTING POWER
 1,473,334,215 B Shares;
 -0- D-B Shares;
 -0- D-L Shares
 6 (See Schedules I, II and III)

EACH
 REPORTING
 PERSON
 SOLE DISPOSITIVE POWER
 11,011,980 B Shares;
 4,031,160 D-B Shares;
 7 4,031,160 D-L Shares

WITH
 SHARED DISPOSITIVE POWER
 1,473,334,215 B Shares;
 -0- D-B Shares;
 -0- D-L Shares
 8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,484,346,195 B Shares; 4,031,160 D-B Shares; and 4,031,160 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions) |_|

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 54.22% of B Shares; 0.31% of D-B Shares; and 0.31% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Alfonso Garza Garza

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

SOLE VOTING POWER
14,051 B Shares;
15,302 D-B Shares;
15,302 D-L Shares
5 (See Schedule I)

SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER
14,051 B Shares;
15,302 D-B Shares;
7 15,302 D-L Shares

WITH

SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,473,348,266 B Shares, 15,302 D-B Shares; and 15,302 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.82% of B Shares; 0.0012% of D-B Shares; and 0.0012% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Patricio Garza Garza

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARED VOTING POWER
6,400 B Shares;
-0- D-B Shares;
-0- D-L Shares
5 (See Schedule I)

SHARES
BENEFICIALLY
OWNED BY
SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON
SOLE DISPOSITIVE POWER
6,400 B Shares;
-0- D-B Shares;
7 -0- D-L Shares

WITH
SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,473,340,615 B Shares; -0- D-B Shares; and -0- D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.82% of B Shares; 0% of D-B Shares; and 0% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Juan Carlos Garza Garza

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

SOLE VOTING POWER

-0-

NUMBER OF 5 (See Schedule I)

SHARED VOTING POWER

1,473,334,215 B Shares;

-0- D-B Shares;

-0- D-L Shares

6 (See Schedules I, II and III)

SHARES
BENEFICIALLY
OWNED BY

SOLE DISPOSITIVE POWER

7 -0-

EACH
REPORTING
PERSON

SHARED DISPOSITIVE POWER

1,473,334,215 B Shares;

-0- D-B Shares;

-0- D-L Shares

8 (See Schedules II and III)

WITH

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,473,334,215 B Shares; -0- D-B Shares; and -0- D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.81% of B Shares; 0% of D-B Shares; and 0% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Eduardo Garza Garza

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SOLE VOTING POWER
13,317 B Shares;
25,834 D-B Shares;
25,834 D-L Shares
5 (See Schedule I)

SHARES
BENEFICIALLY
OWNED BY
SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON
SOLE DISPOSITIVE POWER
13,317 B Shares;
25,834 D-B Shares;
7 25,834 D-L Shares

WITH
SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,473,347,532 B Shares; 25,834 D-B Shares; and 25,834 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.82% of B Shares; 0.002% of D-B Shares; and 0.002% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Eugenio Garza Garza

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

SOLE VOTING POWER

NUMBER OF 5 -0-

SHARES BENEFICIALLY OWNED BY SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH REPORTING PERSON SOLE DISPOSITIVE POWER
7 -0-

WITH SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,473,334,215 B Shares; -0- D-B Shares; and -0- D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.81% of B Shares; 0% of D-B Shares; and 0% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Alberto Bailleres

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

SOLE VOTING POWER
1,503,694 B Shares;
3,007,388 D-B Shares;
3,007,388 D-L Shares
5 (See Schedule I)

SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER
1,503,694 B Shares;
3,007,388 D-B Shares;
7 3,007,388 D-L Shares

WITH

SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,474,837,909 B Shares; 3,007,388 D-B Shares; and 3,007,388 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.87% of B Shares; 0.23% of D-B Shares; and 0.23% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Maria Teresa G. de Bailleres

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

SOLE VOTING POWER
11,760 B Shares;
23,520 D-B Shares;
23,520 D-L Shares
5 (See Schedule I)

SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER
11,760 B Shares;
23,520 D-B Shares;
7 23,520 D-L Shares

WITH

SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,473,345,975 B Shares; 23,520 D-B Shares; and 23,520 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.82% of B Shares; 0.0018% of D-B Shares; and 0.0018% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Inversiones Bursatiles Industriales, S.A. de C.V.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

SOLE VOTING POWER
3,340 B Shares;
6,680 D-B Shares;
6,680 D-L Shares
5 (See Schedule I)

SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER
3,340 B Shares;
6,680 D-B Shares;
7 6,680 D-L Shares

WITH

SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,473,337,555 B Shares; 6,680 D-B Shares; and 6,680 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.82% of B Shares; 0.0005% of D-B Shares; and 0.0005% of D-L Shares

TYPE OF REPORTING PERSON*

12 CO

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Corbal, S.A. de C.V.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

SOLE VOTING POWER
139,030 B Shares;
278,060 D-B Shares;
278,060 D-L Shares
5 (See Schedule I)

SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER
139,030 B Shares;
278,060 D-B Shares;
7 278,060 D-L Shares

WITH

SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,473,473,245 B Shares; 278,060 D-B Shares; and 278,060 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.82% of B Shares; 0.02% of D-B Shares; and 0.02% of D-L Shares

TYPE OF REPORTING PERSON*

12 CO

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Magdalena M. de David

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

SOLE VOTING POWER
37,530,990 B Shares;
6,359,030 D-B Shares;
6,359,030 D-L Shares
5 (See Schedule I)

SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER
37,530,990 B Shares;
6,359,030 D-B Shares;
6,359,030 D-L Shares
7 (See Schedule IV)

WITH

SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,510,865,205 B Shares; 6,359,030 D-B Shares; and 6,359,030 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 55.19% of B Shares; 0.50% of D-B Shares; and 0.50% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Alepage, S.A.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARED VOTING POWER
9,670 B Shares;
6,940 D-B Shares;
6,940 D-L Shares
5 (See Schedule I)

SHARES
BENEFICIALLY
OWNED BY
SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON
SOLE DISPOSITIVE POWER
9,670 B Shares;
6,940 D-B Shares;
7 6,940 D-L Shares

WITH
SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,473,343,885 B Shares; 6,940 D-B Shares; and 6,940 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions) | |

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.82% of B Shares; 0.0005% of D-B Shares; and 0.0005% of D-L Shares

TYPE OF REPORTING PERSON*

12 CO

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Bancomer, S.A., as Trustee under Trust No. F/29013-0

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

SOLE VOTING POWER
525,550 B Shares
1,051,100 D-B Shares;
1,051,100 D-L Shares
5 (See Schedule I)

SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER
525,550 B Shares
1,051,100 D-B Shares;
7 1,051,100 D-L Shares

WITH

SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,473,859,765 B Shares; 1,051,100 D-B Shares; and 1,051,100 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.83% of B Shares; 0.08% of D-B Shares; and 0.08% of D-L Shares

TYPE OF REPORTING PERSON*

12 00

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Max David Michel

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

SOLE VOTING POWER
2,239,118 B Shares;
769,456 D-B Shares;
769,456 D-L Shares
5 (See Schedules I and IV)

SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER
2,239,118 B Shares;
769,456 D-B Shares;
769,456 D-L Shares
7 (See Schedules I and IV)

WITH

SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,475,573,333 B Shares; 769,456 D-B Shares; and 769,456 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.90% of B Shares; 0.06% of D-B Shares; and 0.06% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Juan David Michel

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
5
SOLE VOTING POWER
2,239,118 B Shares;
769,456 D-B Shares;
769,456 D-L Shares
(See Schedules I and IV)

SHARES
BENEFICIALLY
OWNED BY
6
SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
(See Schedules I, II and III)

EACH
REPORTING
PERSON
7
SOLE DISPOSITIVE POWER
2,239,118 B Shares;
769,456 D-B Shares;
769,456 D-L Shares
(See Schedules I and IV)

WITH
8
SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
(See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,475,573,333 B Shares; 769,456 D-B Shares; and 769,456 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.90% of B Shares; 0.06% of D-B Shares; and 0.06% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Monique David de VanLathem

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

SOLE VOTING POWER
2,239,118 B Shares;
769,456 D-B Shares;
769,456 D-L Shares
5 (See Schedules I and IV)

SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER
2,239,118 B Shares;
769,456 D-B Shares;
769,456 D-L Shares
7 (See Schedules I and IV)

WITH

SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,475,573,333 B Shares; 769,456 D-B Shares; and 769,456 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
11 53.90% of B Shares; 0.06% of D-B Shares; and 0.06% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Renee Michel de Guichard

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

SOLE VOTING POWER
31,499,579 B Shares;
2,040,598 D-B Shares;
2,040,598 D-L Shares
5 (See Schedules I and IV)

SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER
31,499,579 B Shares;
2,040,598 D-B Shares;
2,040,598 D-L Shares
7 (See Schedules I and IV)

WITH

SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,504,833,794 B Shares; 2,040,598 D-B Shares; and 2,040,598 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 54.97% of B Shares; 0.16% of D-B Shares; and 0.16% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Magdalena Guichard Michel

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

SOLE VOTING POWER
1,957,070 B Shares;
140,000 D-B Shares;
140,000 D-L Shares
5 (See Schedules I and IV)

SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER
1,957,070 B Shares;
140,000 D-B Shares;
140,000 D-L Shares
7 (See Schedules I and IV)

WITH

SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,475,291,285 B Shares; 140,000 D-B Shares; and 140,000 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.89% of B Shares; 0.01% of D-B Shares; and 0.01% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Rene Guichard Michel

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

SOLE VOTING POWER
1,958,420 B Shares;
140,000 D-B Shares;
140,000 D-L Shares
5 (See Schedules I and IV)

SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER
1,958,420 B Shares;
140,000 D-B Shares;
140,000 D-L Shares
7 (See Schedules I and IV)

WITH

SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,475,292,635 B Shares; 140,000 D-B Shares; and 140,000 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.89% of B Shares; 0.01% of D-B Shares; and 0.01% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Miguel Guichard Michel

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

SOLE VOTING POWER
1,957,070 B Shares;
140,000 D-B Shares;
140,000 D-L Shares
5 (See Schedules I and IV)

SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER
1,957,070 B Shares;
140,000 D-B Shares;
140,000 D-L Shares
7 (See Schedules I and IV)

WITH

SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,475,291,285 B Shares; 140,000 D-B Shares; and 140,000 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.89% of B Shares; 0.01% of D-B Shares; and 0.01% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Graciano Guichard Michel

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

SOLE VOTING POWER
1,887,070 B Shares;
- 0 - D-B Shares;
- 0 - D-L Shares
5 (See Schedules I and IV)

SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER
1,887,070 B Shares;
- 0 - D-B Shares;
- 0 - D-L Shares
7 (See Schedules I and IV)

WITH

SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,475,221,285 B Shares; -0 D-B Shares; and -0- D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.88% of B Shares; 0% of D-B Shares; and 0% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Juan Guichard Michel

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

SOLE VOTING POWER
1,952,070 B Shares;
130,000 D-B Shares;
130,000 D-L Shares
5 (See Schedules I and IV)

SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER
1,952,070 B Shares;
130,000- D-B Shares;
130,000 D-L Shares
7 (See Schedules I and IV)

WITH

SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,475,286,285 B Shares; 130,000 D-B Shares; and 130,000 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.89% of B Shares; 0.01% of D-B Shares; and 0.01% of D-L Shares

TYPE OF REPORTING PERSON*

12 IN

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Inversiones Franca, S.A. de C.V.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

SOLE VOTING POWER
9,893,530 B Shares;
19,787,060 D-B Shares;
19,787,060 D-L Shares
5 (See Schedule I)

SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
6 (See Schedules I, II and III)

EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER
9,893,530 B Shares;
19,787,060 D-B Shares;
7 19,787,060 D-L Shares

WITH

SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares
8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,483,227,745 B Shares; 19,787,060 D-B Shares; and 19,787,060 D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 54.18% of B Shares; 1.54% of D-B Shares; and 1.54% of D-L Shares

TYPE OF REPORTING PERSON*

12 CO

NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

1 Bancomer, S.A., as Trustee under Trust No. F/29490-0

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Mexico

SOLE VOTING POWER

NUMBER OF 5 -0-

SHARES
BENEFICIALLY
OWNED BY

SHARED VOTING POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares

6 (See Schedules I, II and III)

EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER

7 -0-

WITH

SHARED DISPOSITIVE POWER
1,473,334,215 B Shares;
-0- D-B Shares;
-0- D-L Shares

8 (See Schedules II and III)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 1,473,334,215 B Shares; -0- D-B Shares; and -0- D-L Shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES (See Instructions)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11 53.81% of B Shares; 0% of D-B Shares; and 0% of D-L Shares

TYPE OF REPORTING PERSON*

12 00

Item 1.

(a) Name of Issuer:

Fomento Economico Mexicano, S.A. de C.V.

(b) Address of Issuer's Principal Executive Offices:

Av. General Anaya 601 pte., Col. Bella Vista, Monterrey,
N.L., C.P. 64410, Mexico

Item 2.

(a) Name of Persons Filing

Max Michel Suberville, Eugenio Garza Laguera, Paulina Garza Gonda de Marroquin, Barbara Garza Gonda de Braniff, Mariana Garza Gonda de Trevino Bryan, Eva Gonda de Garza, Eva Garza Gonda de Fernandez, Consuelo Garza Laguera de Garza, Alfonso Garza Garza, Patricio Garza Garza, Juan Carlos Garza Garza, Eduardo Garza Garza, Eugenio Garza Garza, Alberto Bailleres, Maria Teresa G. de Bailleres, Inversiones Bursatiles Industriales, S.A. de C.V., Corbal, S.A. de C.V., Magdalena M. de David, Alepage, S.A., Bancomer, S.A., as Trustee under Trust No. F/29013-0, Max David Michel, Juan David Michel, Monique David de VanLathem, Renee Michel de Guichard, Magdalena Guichard Michel, Rene Guichard Michel, Miguel Guichard Michel, Graciano Guichard Michel, Juan Guichard Michel, Inversiones Franca, S.A. de C.V., Bancomer, S.A., as Trustee under Trust No. F/29490-0 (together all of them, the "Trust Participants") and Technical Committee under Irrevocable Trust No. F/29487-6 established at Bancomer, S.A., a s Trustee (the "Technical Committee").

(b) Address or Principal Office or, if none, Residence:

Max Michel Suberville: Cordova #16, Col. Roma, Mexico, D.F. 06700, Mexico

Eugenio Garza Laguera: Ave. Alfonso Reyes #2202 Norte, Monterrey, N.L., Mexico

Paulina Garza Gonda de Marroquin: Ave. Alfonso Reyes #2202 Norte, Monterrey, N.L., Mexico

Barbara Garza Gonda de Braniff: Ave. Universidad #1200, Col. Xoco, Mexico, D.F. 03339, Mexico

Mariana Garza Gonda de Trevino Bryan: Ave. Alfonso Reyes #2202 Norte, Monterrey, N.L., Mexico

Eva Gonda de Garza: Ave. Alfonso Reyes #2202 Norte, Monterrey, N.L., Mexico

Eva Garza Gonda de Fernandez: Ave. Alfonso Reyes #2202 Norte, Monterrey, N.L., Mexico

Consuelo Garza Laguera de Garza: Privada Tamazunchale #220, Col. del Valle, San Pedro Garza Garcia, N.L., Mexico

Alfonso Garza Garza: Privada Tamazunchale #220, Col. del Valle, San Pedro Garza Garcia, N.L., Mexico

Patricio Garza Garza: Privada Tamazunchale #220, Col. del Valle, San Pedro Garza Garcia, N.L., Mexico

Juan Carlos Garza Garza: Privada Tamazunchale #220, Col. del Valle, San Pedro Garza Garcia, N.L., Mexico

Eduardo Garza Garza: Privada Tamazunchale #220, Col. del Valle, San Pedro Garza Garcia, N.L., Mexico

Eugenio Garza Garza: Privada Tamazunchale #220, Col. del Valle, San Pedro Garza Garcia, N.L., Mexico

Alberto Bailleres: Paseo de la Reforma #144, 6 Piso, Mexico, D.F., Mexico.

Maria Teresa G. de Bailleres: Paseo de la Reforma #144, 6 Piso, Mexico, D.F., Mexico

Inversiones Bursatiles Industriales, S.A. de C.V.: Ave. Alfonso Reyes #2202 Norte, Monterrey, N.L., Mexico

Corbal, S.A. de C.V.: Paseo de la Reforma #144, 6 Piso, Mexico, D.F., Mexico

Magdalena M. de David: Torre del Caballito, Paseo de la Reforma #10, Piso 21, Col. Centro, Mexico, D.F. 06030, Mexico

Alepage, S.A.: Privada Tamazunchale #220, Col. del Valle, San Pedro Garza Garcia, N.L., Mexico

Bancomer, S.A., as Trustee under Trust No. F/29013-0: Edificio Bancomer, Calzada San Pedro #218 sur, 1er Piso, Col. del Valle, San Pedro Garza Garcia, N.L., Mexico

Max David Michel: Torre del Caballito, Paseo de la Reforma #10, Piso 21, Col. Centro, Mexico, D.F. 06030, Mexico

Juan David Michel: Torre del Caballito, Paseo de la Reforma #10, Piso 21, Col. Centro, Mexico, D.F. 06030, Mexico

Monique David de VanLathem: Torre del Caballito, Paseo de la Reforma #10, Piso 21, Col. Centro, Mexico, D.F. 06030, Mexico

Renee Michel de Guichard: Torre del Caballito, Paseo de la Reforma #10, Piso 21, Col. Centro, Mexico, D.F. 06030, Mexico

Magdalena Guichard Michel: Torre del Caballito, Paseo de la Reforma #10, Piso 21, Col. Centro, Mexico, D.F. 06030, Mexico

Rene Guichard Michel: Torre del Caballito, Paseo de la Reforma #10, Piso 21, Col. Centro, Mexico, D.F. 06030, Mexico

Miguel Guichard Michel: Torre del Caballito, Paseo de la Reforma #10, Piso 21, Col. Centro, Mexico, D.F. 06030, Mexico

Graciano Guichard Michel: Torre del Caballito, Paseo de la Reforma #10, Piso 21, Col. Centro, Mexico, D.F. 06030, Mexico

Juan Guichard Michel: Torre del Caballito, Paseo de la Reforma #10, Piso 21, Col. Centro, Mexico, D.F. 06030, Mexico

Inversiones Franca, S. A. de C.V.: Padre Mier #336 Oriente, Monterrey, N.L., Mexico

Bancomer, S.A., as Trustee under Trust No. F/29490-0: Edificio Bancomer, Calzada San Pedro #218 sur, 1er Piso, Col. del Valle, San Pedro Garza Garcia, N.L., Mexico

Technical Committee under Irrevocable Trust No. F/29487-6 established at Bancomer, S.A., as Trustee: Av. General Anaya 601 Pte, Col. Bella Vista, Monterrey, N.L. 64410, Mexico.

(c) Citizenship:

Max Michel Suberville: Mexico
Eugenio Garza Laguera: Mexico
Paulina Garza Gonda de Marroquin: Mexico
Barbara Garza Gonda de Braniff: Mexico
Mariana Garza Gonda de Trevino Bryan: Mexico
Eva Gonda de Garza: Mexico
Eva Garza Gonda de Fernandez: Mexico
Consuelo Garza Laguera de Garza: Mexico
Alfonso Garza Garza: Mexico
Patricio Garza Garza: Mexico
Juan Carlos Garza Garza: Mexico
Eduardo Garza Garza: Mexico
Eugenio Garza Garza: Mexico
Alberto Bailleres: Mexico
Maria Teresa G. de Bailleres: Mexico
Inversiones Bursatiles Industriales, S.A. de C.V.: Mexico
Corbal, S.A. de C.V.: Mexico
Magdalena M. de David: Mexico
Alepage, S.A.: Mexico
Bancomer, S.A., as Trustee under Trust No. F/29013-0:
Mexico
Max David Michel: Mexico
Juan David Michel: Mexico
Monique David de VanLathem: Mexico
Renee Michel de Guichard: Mexico
Magdalena Guichard Michel: Mexico
Rene Guichard Michel: Mexico
Miguel Guichard Michel: Mexico
Graciano Guichard Michel: Mexico
Juan Guichard Michel: Mexico
Inversiones Franca, S. A. de C.V.: Mexico
Bancomer, S.A., as trustee under Trust No. F/29490-0:
Mexico
Technical Committee under Irrevocable Trust No. F/29487-6
established at Bancomer, S.A., as Trustee: Mexico

(d) Title of Class of Securities:

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.

(e) CUSIP Number:

344419106

Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a(n):

- (a) Broker or dealer registered under section 15 of the Act;
- (b) Bank as defined in section 3(a)(6) of the Act;
- (c) Insurance company as defined in section 3(a)(19) of the Act;
- (d) Investment company registered under section 8 of the Investment Company Act of 1940;
- (e) Investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f) Employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g) Parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h) Savings association as defined in section 3(b) of the Federal Deposit Insurance Act;
- (i) Church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act;
- (j) Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

If this statement is filed pursuant to Rule 13d-1(c), check this box.

Item 4. Ownership.

(a) Amount beneficially owned:

See responses to Item 9 on pages 2 through 33.

(b) Percent of class:

See responses to Item 11 on pages 2 through 33.

(c) Number of shares as to which such person has:

- (i) sole power to vote or to direct the vote:
See responses to Item 5 on pages 2 through 33
(including Schedules I, II and III).
- (ii) shared power to vote or to direct the vote:
See responses to Item 6 on pages 2 through 33
(including Schedules I, II, III and IV).
- (iii) sole power to dispose or to direct the
disposition of:
See responses to Item 7 on pages 2 through 33
(including Schedule IV).
- (iv) shared power to dispose or to direct the
disposition of:
See responses to Item 8 on pages 2 through 33
(including Schedules II and III).

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [].

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

See Schedules I, II, III and IV.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

See Schedules I, II, III and IV.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

Not applicable.

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.

Dated: February 14, 2002

Technical Committee under Irrevocable Trust No. F/29487-6 established at Bancomer, S.A., as Trustee, on its own behalf and on behalf of the Trust Participants (as defined in Item 2(a) on page 34 hereof)

By /s/ Carlos Eduardo Aldrete Ancira

Name: Carlos Eduardo Aldrete Ancira
Title: Attorney-in-fact

Schedule I
Description of FEMSA's Capital Stock Voting Rights

Each B Share entitles the holder thereof to one vote at any ordinary or extraordinary general stockholders meeting of FEMSA.

The holders of D-B Shares, D-L Shares and Series L Shares (not currently issued or outstanding) (the "L Shares") are entitled to vote at stockholders meetings of FEMSA only on the following matters: (i) changes in the corporate form of FEMSA; (ii) mergers with another corporation if FEMSA is not the surviving entity, and mergers of FEMSA with another entity if the corporate purpose of such entity is different from the corporate purpose of FEMSA or its subsidiaries; (iii) change of nationality; (iv) dissolution and liquidation; and (v) the cancellation of the registration of the D-B Shares, D-L Shares or L Shares, as the case may be, with the Seccion Especial (Special Section) of the Registro Nacional de Valores e Intermediarios (the National Registry of Securities and Intermediaries) or the removal of the listing of the D-B Shares, D-L Shares or L Shares, as the case may be, from any foreign or Mexican stock exchange.

Schedule II
Disclaimer of Certain Pecuniary Interests

The Technical Committee (as defined in Item 2 (a) on page 34 hereof) hereby disclaims having any pecuniary interests derived from the beneficial ownership of any shares representing FEMSA's Capital Stock (as described in responses to Items 5 and 8 on page 2 hereof).

The Trust Participants (as defined in Item 2 (a) on page 34 hereof) hereby disclaim having any pecuniary interests derived from the beneficial ownership of any shares (with shared voting power and with shared dispositive power) representing FEMSA's Capital Stock (as described in responses to Items 6 and 8 on pages 3 through 33 hereof), other than, pecuniary interests derived by each Trust Beneficiary from shares that such Trust Beneficiary contributed to Bancomer S.A. Trust No. F/29487-6, which as of February 11, 2003 amount to the following:

	FEMSA's Capital Stock		
	B Shares	D-B Shares	D-L
Max Michel Suberville	46,675,895	0	0
Eugenio Garza Laguera	450,085,850	0	0
Paulina Garza Gonda de Marroquin	75,117,273	0	0
Barbara Garza Gonda de Braniff	75,117,273	0	0
Mariana Garza Gonda de Trevino Bryan	75,117,273	0	0
Eva Gonda de Garza	75,117,273	0	0
Eva Garza Gonda de Fernandez	75,117,273	0	0
Consuelo Garza Laguera de Garza	103,532,500	0	0
Alfonso Garza Garza	73,650	0	0
Patricio Garza Garza	73,650	0	0
Juan Carlos Garza Garza	73,650	0	0
Eduardo Garza Garza	73,650	0	0
Alberto Bailleres	73,526,670	0	0
Maria Teresa G. de Bailleres	264,250	0	0
Inversiones Bursatiles Industriales, S.A. de C.V.	81,090	0	0
Corbal, S.A. de C.V.	3,145,200	0	0
Magdalena M. de David	1,350	0	0
Alepage, S.A.	71,050	0	0
Bancomer, S.A., as Trustee under Trust No. F/29013-0	20,453,900	0	0
Max David Michel	13,480,050	0	0
Juan David Michel	13,480,050	0	0
Monique David de VanLathem	13,480,050	0	0
Renee Michel de Guichard	159,000	0	0
Magdalena Guichard Michel	8,056,500	0	0
Rene Guichard Michel	8,056,500	0	0
Miguel Guichard Michel	8,056,500	0	0
Graciano Guichard Michel	8,056,500	0	0
Juan Guichard Michel	8,056,500	0	0
Inversiones Franca, S. A. de C.V.	231,770,400	0	0
Bancomer, S.A. F/29490-0	107,277,300	0	0

Schedule III
Description of Technical Committee's Internal Procedures

Certain of the significant shareholders of FEMSA have entered into a voting trust, the primary purpose of which is to permit shares deposited in the trust to be voted as a block, in accordance with the instructions of a technical committee. As of February 11, 2003, the aggregate number of shares deposited in the voting trust amounted to 1,473,334,215 B Shares, -0- D-B Shares and -0- D-L Shares (together all of them, the "Trust Shares") The technical committee is comprised of all of the trust participants. Each Trust Share is entitled to one vote on matters which are the subject of a technical committee vote, and most matters will be decided by a simple majority of the votes of the Trust Shares. As a consequence of such technical committee's internal procedures and for purposes of this Schedule 13G, the technical committee, as a whole, is deemed to have the beneficial ownership with sole voting power of all Trust Shares and the trust participants, as technical committee members, are deemed to have a beneficial ownership with shared voting power over those same Trust Shares.

The trust participants agreed to certain transfer restrictions with respect to the Trust Shares. During the ten-year term of the voting trust, Trust Shares may be transferred by trust participants to spouses and immediate family members and, subject to certain conditions, to companies which are 100% owned by trust participants ("Permitted Transferees"), provided in all cases that the transferee agrees to be bound by the terms of the voting trust. In the event that a trust participant wishes to sell part of its Trust Shares to someone other than a Permitted Transferee, the other trust participants have the right of first refusal to purchase the Trust Shares which such trust participant wishes to sell. If none of the trust participants elects to acquire the Trust Shares from the selling trust participant, the technical committee will have the right to nominate (subject to the approval of technical committee members representing 75% of the Trust Shares, excluding those Trust Shares which are the subject of the sale) a purchaser for such Trust Shares. In the event that none of the trust participants nor a nominated purchaser elects to acquire such Trust Shares, the selling trust participant will have the right to sell such Trust Shares to a third party on the same terms and conditions which had been offered to the trust participants. Acquirors of Trust Shares will only be permitted to become parties to the voting trust upon the affirmative vote of technical committee members. In the event that a trust participant which holds a majority of the Trust Shares (a "Majority Trust Participant") elects to sell such Trust Shares, the other trust participants have "tag along" rights which will enable them to sell their Trust Shares to the acquiror of the Majority Trust Participant's Trust Shares. As a consequence of the transfer restrictions described in this paragraph and for purposes of this Schedule 13G, the technical committee and the trust participants are deemed to have a beneficial ownership with shared dispositive power over all Trust Shares (subject to the Disclaimer of Certain Pecuniary Interests described in Schedule II hereof).

Schedule IV
Description of Certain Voting Procedures and Transfer Restrictions

Max Michel Suberville, Magdalena M. de David, Max David Michel, Juan David Michel, Monique David de VanLathem, Renee Michel de Guichard, Magdalena Guichard Michel, Rene Guichard Michel, Miguel Guichard Michel, Graciano Guichard Michel and Juan Guichard Michel entered into a voting trust, the primary purpose of which is to permit shares deposited in the trust to be voted as a block, in accordance with the instructions of a technical committee. As of February 11, 2003, the aggregate number of shares deposited in the voting trust amounted to 120,751,843 B Shares; 8,707,296 D-B Shares and 8,707,296 D-L Shares (together all of them, the "Deposited Shares"). The technical committee is comprised of all of the trust participants. Each Deposited Share is entitled to one vote on matters which are the subject of a technical committee vote, and most matters will be decided by a simple majority of the votes of the Deposited Shares; provided however, that the technical committee has made a commitment under the trust agreement to vote the Deposited Shares in the same manner as Eugenio Garza Laguera votes his own shares in any ordinary or extraordinary shareholders meeting of FEMSA. Eugenio Garza Laguera is not a technical committee member. As a consequence of such technical committee's internal procedures and for purposes of this Schedule 13G, the trust participants, as technical committee members, are deemed to have a beneficial ownership with shared voting power over all the Deposited Shares.

The trust participants agreed to certain transfer restrictions with respect to the Deposited Shares. During the eight-year term of the voting trust, Deposited Shares may be transferred by trust participants solely to spouses, immediate family members and Eugenio Garza Laguera or his designee. Notwithstanding the transfer restrictions described in this paragraph and for purposes of this Schedule 13G, each trust participant is deemed to have a beneficial ownership with sole dispositive power over the Deposited Shares which such trust participant has contributed to the voting trust.