

TELEFONOS DE MEXICO S A B DE C V
Form SC 13D/A
May 19, 2010

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 43)*

Teléfonos de México, S.A.B. 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)

879403780 for L Share ADSs1
879403400 for A Share ADSs2
(CUSIP Number)

Rafael Robles Miaja
Robles Miaja Abogados
Bosque de Alisos 47 A-PB
Bosque de las Lomas
México, D.F. 05120, México
(5255) 2167-1832

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

April 19, 2010
(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 §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box o.

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 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 disclosures provided in a prior cover page.

The information required on 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).

(Continued on the following pages)

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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.

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.

1

- 1 NAMES OF REPORTING PERSONS
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
 Carlos Slim Helú
- 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
 México
- | | | |
|-----------------------|----|---|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| | | 80,000 A Shares and 30,641,700 L Shares (See Item 5) |
| BENEFICIALLY OWNED BY | 8 | SHARED VOTING POWER |
| | | 92,676,060 A Shares and 9,628,509,790 L Shares (See Item 5) |
| EACH REPORTING PERSON | 9 | SOLE DISPOSITIVE POWER |
| | | 80,000 A Shares and 30,641,700 L Shares (See Item 5) |
| WITH | 10 | SHARED DISPOSITIVE POWER |
| | | 92,676,060 A Shares and 9,628,509,790 L Shares (See Item 5) |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 92,756,060 A Shares and 9,659,151,490 L Shares (See Item 5)
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
 23.6% of A Shares and 67.8% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
 IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

- 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
 México
- | | | |
|-----------------------|----|---|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| | | 9,516,264 L Shares (See Item 5) |
| BENEFICIALLY OWNED BY | 8 | SHARED VOTING POWER |
| | | 92,676,060 A Shares and 9,628,509,790 L Shares (See Item 5) |
| EACH REPORTING PERSON | 9 | SOLE DISPOSITIVE POWER |
| | | 9,516,264 L Shares (See Item 5) |
| WITH | 10 | SHARED DISPOSITIVE POWER |
| | | 92,676,060 A Shares and 9,628,509,790 L Shares (See Item 5) |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 92,676,060 A Shares and 9,638,026,054 L Shares (See Item 5)
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
 23.6% of A Shares and 67.6% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
 IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

- 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
 México
- | | | |
|--------------------|----|---|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| | | 9,529,864 L Shares (See Item 5) |
| BENEFICIALLY OWNED | 8 | SHARED VOTING POWER |
| BY | | 92,676,060 A Shares and 9,628,509,790 L Shares (See Item 5) |
| EACH REPORTING | 9 | SOLE DISPOSITIVE POWER |
| PERSON | | 9,529,864 L Shares (See Item 5) |
| WITH | 10 | SHARED DISPOSITIVE POWER |
| | | 92,676,060 A Shares and 9,628,509,790 L Shares (See Item 5) |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 92,676,060 A Shares and 9,638,039,654 L Shares (See Item 5)
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
 23.6% of A Shares and 67.6% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
 IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

- 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 and PF (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
 México
- | | | |
|--------------------|----|---|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| | | 10,580,738 L Shares (See Item 5) |
| BENEFICIALLY OWNED | 8 | SHARED VOTING POWER |
| BY | | 92,676,060 A Shares and 9,628,509,790 L Shares (See Item 5) |
| EACH REPORTING | 9 | SOLE DISPOSITIVE POWER |
| PERSON | | 10,580,738 L Shares (See Item 5) |
| WITH | 10 | SHARED DISPOSITIVE POWER |
| | | 92,676,060 A Shares and 9,628,509,790 L Shares (See Item 5) |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 92,676,060 A Shares and 9,639,090,528 L Shares (See Item 5)
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
 23.6% of A Shares and 67.6% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
 IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

- 1 NAMES OF REPORTING PERSONS
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
 María 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
 México
- | | | |
|--------------------|----|---|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| | | 12,516,268 L Shares (See Item 5) |
| BENEFICIALLY OWNED | 8 | SHARED VOTING POWER |
| BY | | 92,676,060 A Shares and 9,628,509,790 L Shares (See Item 5) |
| EACH REPORTING | 9 | SOLE DISPOSITIVE POWER |
| PERSON | | 12,516,268 L Shares (See Item 5) |
| WITH | 10 | SHARED DISPOSITIVE POWER |
| | | 92,676,060 A Shares and 9,628,509,790 L Shares (See Item 5) |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 92,676,060 A Shares and 9,641,026,058 L Shares (See Item 5)
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
 23.6% of A Shares and 67.6% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
 IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

- 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
 México
- | | | |
|--------------------|----|---|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| | | 15,688,868 L Shares (See Item 5) |
| BENEFICIALLY OWNED | 8 | SHARED VOTING POWER |
| BY | | 92,676,060 A Shares and 9,628,509,790 L Shares (See Item 5) |
| EACH REPORTING | 9 | SOLE DISPOSITIVE POWER |
| PERSON | | 15,688,868 L Shares (See Item 5) |
| WITH | 10 | SHARED DISPOSITIVE POWER |
| | | 92,676,060 A Shares and 9,628,509,790 L Shares (See Item 5) |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 92,676,060 A Shares and 9,644,198,658 L Shares (See Item 5)
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
 23.6% of A Shares and 67.7% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
 IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

- 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 and PF (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
 México
- | | | |
|--------------------|----|---|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| | | 13,879,122 L Shares (See Item 5) |
| BENEFICIALLY OWNED | 8 | SHARED VOTING POWER |
| BY | | 92,676,060 A Shares and 9,628,509,790 L Shares (See Item 5) |
| EACH REPORTING | 9 | SOLE DISPOSITIVE POWER |
| PERSON | | 13,879,122 L Shares (See Item 5) |
| WITH | 10 | SHARED DISPOSITIVE POWER |
| | | 92,676,060 A Shares and 9,628,509,790 L Shares (See Item 5) |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 92,676,060 A Shares and 9,642,388,912 L Shares (See Item 5)
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
 23.6% of A Shares and 67.7% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
 IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

- 1 NAMES OF REPORTING PERSONS
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
 Carso Global Telecom, S.A.B. de C.V. ("CGT")
- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
 (a)
 (b)
- 3 SEC USE ONLY
- 4 SOURCE OF FUNDS*
 AF 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
 México
- | | | |
|----------------------------|----|---|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| BENEFICIALLY OWNED BY | 8 | SHARED VOTING POWER
91,994,660 A Shares and 9,286,919,010 L Shares (See Item 5) |
| EACH REPORTING PERSON WITH | 9 | SOLE DISPOSITIVE POWER |
| | 10 | SHARED DISPOSITIVE POWER
91,994,660 A Shares and 9,286,919,010 L Shares (See Item 5) |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 91,994,660 A Shares and 9,286,919,010 L Shares (See Item 5)
- 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*
- 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
 23.4% of A Shares and 65.2% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
 HC

*SEE INSTRUCTIONS BEFORE FILLING OUT!

- 1 NAMES OF REPORTING PERSONS
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
 Grupo Financiero Inbursa, S.A.B. de C.V. ("GFI")
- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
 (a)
 (b)
- 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
 México
- | | | |
|--------------------|----|--|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| BENEFICIALLY OWNED | 8 | SHARED VOTING POWER |
| BY | | 681,400 A Shares and 341,590,780 L Shares (See Item 5) |
| EACH REPORTING | 9 | SOLE DISPOSITIVE POWER |
| PERSON | | |
| WITH | 10 | SHARED DISPOSITIVE POWER |
| | | 681,400 A Shares and 341,590,780 L Shares (See Item 5) |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 681,400 A Shares and 341,590,780 L Shares (See Item 5)
- 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 A Shares and 3.5% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
 HC

*SEE INSTRUCTIONS BEFORE FILLING OUT!

- 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
México
- | | | |
|--------------------|----|---|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| | | 49,600 A Shares and 232,696,000 L Shares (See Item 5) |
| BENEFICIALLY OWNED | 8 | SHARED VOTING POWER |
| BY | | |
| EACH REPORTING | 9 | SOLE DISPOSITIVE POWER |
| PERSON | | 49,600 A Shares and 232,696,000 L Shares (See Item 5) |
| WITH | 10 | SHARED DISPOSITIVE POWER |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
49,600 A Shares and 232,696,000 L Shares (See Item 5)
- 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 A Shares and 2.4% of L Shares (See Item 5)
- 14 TYPE OF REPORTING PERSON*
EP

*SEE INSTRUCTIONS BEFORE FILLING OUT!

- 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
México
- | | | |
|--------------------|----|---------------------------------|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| | | 3,770,000 L Shares (See Item 5) |
| BENEFICIALLY OWNED | 8 | SHARED VOTING POWER |
| BY | | |
| EACH REPORTING | 9 | SOLE DISPOSITIVE POWER |
| PERSON | | 3,770,000 L Shares (See Item 5) |
| WITH | 10 | SHARED DISPOSITIVE POWER |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
3,770,000 L Shares (See Item 5)
- 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)
- 14 TYPE OF REPORTING PERSON*
EP

*SEE INSTRUCTIONS BEFORE FILLING OUT!

- 1 NAMES OF REPORTING PERSONS
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
 Fundación Telmex, A.C. ("Fundación Telmex")
- 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
 México
- | | | |
|--------------------|----|----------------------------------|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER |
| | | 15,515,600 L Shares (See Item 5) |
| BENEFICIALLY OWNED | 8 | SHARED VOTING POWER |
| BY | | |
| EACH REPORTING | 9 | SOLE DISPOSITIVE POWER |
| PERSON | | 15,515,600 L Shares (See Item 5) |
| WITH | 10 | SHARED DISPOSITIVE POWER |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 15,515,600 L Shares (See Item 5)
- 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)
- 14 TYPE OF REPORTING PERSON*
 PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
Fundación Carlos Slim, A.C., formerly known as Fundación Carso, A.C. (“Fundación Carlos Slim”)
- 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
México
- | | | |
|--------------------------|----|---|
| NUMBER OF SHARES | 7 | SOLE VOTING POWER
218,700 L Shares (See Item 5) |
| BENEFICIALLY OWNED
BY | 8 | SHARED VOTING POWER |
| EACH REPORTING
PERSON | 9 | SOLE DISPOSITIVE POWER
218,700 L Shares (See Item 5) |
| WITH | 10 | SHARED DISPOSITIVE POWER |
- 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
218,700 L Shares (See Item 5)
- 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)
- 14 TYPE OF REPORTING PERSON*
PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

Item 1. Security and Issuer.

This Amendment No. 43 (the “Forty-Third Amendment”) amends the initial Schedule 13D (the “Schedule 13D”) filed with the Securities and Exchange Commission (the “Commission”), as subsequently amended, by the Reporting Persons (as defined below), with respect to the L Shares and A Shares of Teléfonos de México, S.A.B. de C.V. (the “Issuer”). Capitalized terms used but not otherwise defined in this Forty-Third Amendment have the meanings ascribed to such terms in the Schedule 13D, as amended.

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

The aggregate amount of funds required to purchase the 99,570,000 L Shares purchased by GFI through subsidiaries it controls was U.S.\$ 79,053,284. The funds used to purchase these shares were obtained from the working capital of GFI.

The aggregate amount of funds required to purchase the 134,900 A Shares purchased by GFI through subsidiaries it controls was U.S.\$ 105,912. The funds used to purchase these shares were obtained from the working capital of GFI.

Item 4. Purpose of Transaction.

The CGT Offer

América Móvil, S.A.B. de C.V. (“AMX”) is a sociedad anonima bursátil de capital variable organized under the laws of Mexico that may be deemed to be controlled by the Slim Family. For a description of the ownership interests and voting rights of the Slim Family in AMX, please see the Schedule 13D filed with the Commission on March 8, 2001, as subsequently amended (the “Schedule 13D”) by the Reporting Persons (excluding CGT) and Inmobiliaria Carso, S.A. de C.V., with respect to, among other equity securities, the Series L Shares, without par value (“AMX L Shares”) of AMX.

On January 13, 2010, AMX announced that it intends to launch an exchange offer to the shareholders of CGT pursuant to which AMX will offer to exchange 2.0474 AMX L Shares for each Series A1 share of CGT tendered (the “CGT Offer”).

Prior to the commencement of the CGT Offer, certain conditions must first be met, including the approval of the CGT Offer by certain governmental authorities.

A copy of AMX’s announcement of its intent to launch the CGT Offer was filed by AMX on Form 425 with the Commission on January 14, 2010 (the “AMX Announcement”) and is incorporated herein by reference. The description herein of the CGT Offer and the matters contemplated thereby is qualified in its entirety by reference to the AMX Announcement and any subsequent filings with the Commission made by AMX relating to the CGT Offer.

Control of Issuer

CGT holds as of the date hereof 73.9% of the issued and outstanding Series AA shares, no par value, of the Issuer (the “AA Shares”). Through its direct ownership of A Shares and AA Shares and its power to vote the AA Shares owned by AT&T under the Telmex Agreements (each as defined below), CGT may be deemed to control the Issuer. In the event that holders tender all of their Series A1 shares in the CGT Offer, following the consummation of the CGT Offer AMX will beneficially own 73.9% of the issued and outstanding AA Shares and through its indirect ownership

of AA Shares AMX may be deemed to control the Issuer. See “—Issuer’s Bylaws” below for a description of the voting rights of AA Shares and A Shares.

Issuer's Bylaws

Under the Issuer's bylaws, AA Shares and A Shares have full voting rights and L Shares have limited voting rights. Each AA Share and each A Share is convertible at the holder's option into one L Share, in each case subject to restrictions under the Issuer's by-laws, which are summarized in the table below.

Class of Issuer's Capital Stock	% of Issuer's Outstanding Capital Stock	% of Combined Number of Outstanding AA Shares and A Shares
L Shares	No more than 80%	
A Shares	No more than 19.6%	No more than 49%
AA Shares	At least 20% but no more than 51%	No less than 51%
Combined AA Shares and A Shares	No more than 51%	
Combined A Shares and L Shares	No more than 80%	

Shareholders Agreement

CGT and AT&T International ("AT&T") are parties to that Shareholders Agreement, dated December 20, 2000 (the "Shareholders Agreement") which, among other things, subjects certain transfers by either party of AA Shares of the Issuer to a right of first offer in favor of the other party and provides for the composition of the board of directors and executive committee of the Issuer and for each party to enter into a management services agreement with the Issuer. CGT expects to enter into a first amendment to that Shareholders Agreement (the "Amended Shareholders Agreement"), which amendment will provide for certain matters relating to their ownership of AA Shares.

As a result of the voting arrangements set forth in the Shareholders Agreement and those to be set forth in the Amended Shareholders Agreement, CGT and AT&T may be deemed to form a group for purposes of Sections 13(d) and 13(g) of the Exchange Act. According to the Schedule 13D filed by AT&T and its parent, AT&T Inc., on June 20, 2008, AT&T beneficially owns 1,799,453,534 AA Shares. In accordance with the restrictions described above, the maximum number of AA Shares that could, as of the date hereof, be converted to L Shares is 4,476,419,010. Because CGT directly beneficially owns 6,000,000,000 AA Shares, which is more than the maximum number of AA Shares that could, as of the date hereof, be converted to L Shares, if AT&T were deemed to form a group with CGT the number of A Shares and L Shares that would be reported as beneficially owned by CGT and the Reporting Persons that may be deemed to control CGT would not as of the date differ from the number of A Shares and L Shares reported in this Schedule 13D.

Other Plans or Proposals

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, as of April 27, 2010, the following interests in the A Shares and L Shares:

	A Shares(1)			L Shares(2)		
	Number	% of Class		Number	% of Class	
Carlos Slim Helú(3)	92,756,060	23.6	%	9,659,151,490	67.8	%
Carlos Slim Domit(4)	92,676,060	23.6	%	9,638,026,054	67.6	%
Marco Antonio Slim Domit(5)	92,676,060	23.6	%	9,638,039,654	67.6	%
Patrick Slim Domit(6)	92,676,060	23.6	%	9,639,090,528	67.6	%
María Soumaya Slim Domit(7)	92,676,060	23.6	%	9,641,026,058	67.6	%
Vanessa Paola Slim Domit(8)	92,676,060	23.6	%	9,644,198,658	67.7	%
Johanna Monique Slim Domit(9)	92,676,060	23.6	%	9,642,388,912	67.7	%
CGT(10)	91,994,660	23.4	%	9,286,919,010	65.2	%
GFI(11)	681,400	0.2	%	341,590,780	3.5	%
Telmex Trust(12)(13)	49,600	0.0	%	232,696,000	2.4	%
Telnor Trust(13)	—	—		3,770,000	0.0	%
Fundación Telmex(13)	—	—		15,515,600	0.2	%
Fundación Carlos Slim(13)	—	—		218,700	0.0	%

(1)Based upon 392,308,487 A Shares outstanding as of April 27, 2010, as reported by the Mexican Stock Exchange. Includes A Shares held in the form of A Share ADSs.

(2)Based upon 9,683,980,791 L Shares outstanding as of April 27, 2010, as reported by the Mexican Stock Exchange. The total number of L Shares outstanding also includes L Shares held in the form of L Share ADSs. In addition, other than in the case of the Telnor Trust, Fundación Telmex and Fundación Carlos Slim, L Share totals and percentages assume that all of the A Shares held by the Reporting Persons, all of the AA Shares held by Telmex Trust and 4,476,419,010 AA Shares held by CGT, which may be deemed to be beneficially owned by the Slim Family, have been converted into L Shares. In accordance with the restrictions set forth in Item 4 above, the maximum number of AA Shares that could, as of the date hereof, be converted to L Shares is 4,476,419,010.

- (3) Includes 80,000 A Shares and 30,641,700 L Shares (assuming conversion of the 80,000 A Shares) owned directly by Carlos Slim Helú, as well as A Shares and L Shares beneficially owned through GFI and CGT by trusts for the benefit of the Slim Family (the “Family Shares”).
- (4) Includes 9,516,264 L Shares owned directly by Carlos Slim Domit, as well as the Family Shares.
- (5) Includes 9,529,864 L Shares owned directly by Marco Antonio Slim Domit, which includes 13,600 L Shares owned jointly by Marco Antonio Slim Domit and his children, as well as the Family Shares.
- (6) Includes 10,580,738 L Shares owned directly by Patrick Slim Domit, which includes 32,200 L Shares owned jointly by Patrick Slim Domit and his children, as well as the Family Shares.
- (7) Includes 12,516,268 L Shares owned directly by María Soumaya Slim Domit, as well as the Family Shares.
- (8) Includes 15,688,868 L Shares owned directly by Vanessa Paola Slim Domit and her spouse, which includes 72,600 L Shares owned jointly by Vanessa Paola Slim Domit and her children, as well as the Family Shares.
- (9) Includes 13,879,122 L Shares owned directly by Johanna Monique Slim Domit and her spouse, which includes 3,600 L Shares owned jointly by Johanna Monique Slim Domit and her children, as well as the Family Shares.
- (10) Includes A Shares and L Shares owned directly by CGT, as well as A Shares and L Shares beneficially owned through its wholly-owned subsidiaries.
- (11) Includes A Shares and L Shares owned directly by GFI, as well as A Shares and L Shares beneficially owned through wholly-owned subsidiaries it controls or other entities that may be deemed to be controlled by the Slim Family.
- (12) Shares disclaimed by the Slim Family and CGT.
- (b) Because the Slim Family may be deemed to control, directly or indirectly, each of CGT, GFI and the Issuer, 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 controlled by such persons (including those beneficially owned by the Telmex Trust, the Telnor Trust, Fundación Telmex and Fundación Carlos Slim). 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) All transactions in A Shares and L Shares effected by the Reporting Persons for the period beginning 60 days prior to the event which requires the filing of this statement are listed in Schedule I.
- (d) All A Shares and L Shares owned by trusts for the benefit of the Slim Family may be 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 may be deemed to be shared by each member of the Slim Family. Because the Slim Family may be deemed to control, directly or indirectly, each of CGT, GFI and the Issuer, the Slim Family may be deemed to have the 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 controlled by such persons (including the Telmex Trust, the Telnor Trust, Fundación Telmex and Fundación Carlos Slim). Except as 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, 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 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. CGT entered into each of these Forward Purchase Transactions prior to the Escisión (as described in the Schedule 13D filed by the Reporting Persons on June 24, 2008) and is discussing with the counterparties of these contracts the adjustments necessary to reflect the Escisión. For purposes of this Schedule 13D, CGT has assumed that L Shares of the Issuer are the subject of each contract listed below and has treated such L Shares as beneficially owned by CGT.

Counterparty	Expiration Date	Number of L Shares	Purchase Price per L Share	Interest Rate
JP Morgan Chase Bank, N.A.	August 11, 2010	256,986,840	\$.7785	LIBOR + 0.625%
BBVA Bancomer, S.A., Institución de Banca Múltiple, Grupo Financiero BBVA Bancomer, S.A. de C.V.	May 18, 2011	97,943,200	\$1.0210	LIBOR + 0.250%
BBVA Bancomer, S.A., Institución de Banca Múltiple, Grupo Financiero BBVA Bancomer, S.A. de C.V.	May 18, 2011	181,323,680	\$1.1030	LIBOR + 0.250%
Santander Central Hispano Benelux S.A. de N.V.	September 13, 2011	183,091,000	\$1.2035	LIBOR + 0.20%
Wachovia Bank National Association	September 14, 2011	183,091,000	\$1.2035	LIBOR + 0.25%
Santander Central Hispano Benelux S.A. de N.V.	October 17, 2011	74,019,260	\$1.351	LIBOR + 0.20%
Santander Central Hispano Benelux S.A. de N.V.	December 7, 2011	149,031,300	\$1.342	LIBOR + 0.20%
Santander Central Hispano Benelux S.A. de N.V.	December 19, 2011	144,613,160	\$1.383	LIBOR + 0.20%
BNP Paribas, S.A.	December 19, 2011	71,864,900	\$1.3915	LIBOR + 0.20%

BBVA Bancomer, S.A., Institución de Banca Múltiple, Grupo Financiero BBVA Bancomer, S.A. de C.V.	February 17, 2012	193,361,280	\$1.551	LIBOR + 0.250%
Santander Central Hispano Benelux S.A. de N.V.	April 18, 2012	56,069,540	\$1.7835	LIBOR + 0.20%
Santander Central Hispano Benelux S.A. de N.V.	May 14, 2012	54,127,200	\$1.8475	LIBOR + 0.20%
BBVA Bancomer, S.A., Institución de Banca Múltiple, Grupo Financiero BBVA Bancomer, S.A. de C.V.	May 17, 2012	114,351,060	\$1.7490	LIBOR + 0.25%
BBVA Bancomer, S.A., Institución de Banca Múltiple, Grupo Financiero BBVA Bancomer, S.A. de C.V.	August 17, 2012	121,175,420	\$1.6505	LIBOR + 0.25%

Other than as disclosed herein, 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 for (i) the members of the Slim Family, filed as exhibits to the Form 4 filed by the Reporting Persons with the Commission on January 2, 2009 in respect of their ownership of equity shares in Bronco Drilling Company, Inc., (ii) GFI, filed as an exhibit to Amendment No. 1 to the Schedule 13G filed by the Reporting Persons with the Commission on January 22, 2009 in respect of its ownership in equity shares of the New York Times Company, and (iii) CGT, the Telmex Trust, the Telnor Trust, Fundación Telmex and Fundación Carlos Slim, filed as exhibits to Amendment No. 19 to the Schedule 13D filed by the Reporting Persons with the Commission on March 17, 2009 in respect of their ownership in equity shares of América Móvil, S.A.B. de C.V., the Joint Filing Agreement, filed as an exhibit to Amendment No. 21 to the Schedule 13D filed by the Reporting Persons with the Commission on November 23, 2005 in respect of their ownership in equity shares of the Issuer, the Trust Agreement, including the Original Spanish Version and the English Translation, filed as exhibits to Amendment No. 7 to the Schedule 13D filed by the Reporting Persons with the Commission on May 15, 2001 in respect of their ownership in equity shares of the Issuer and the AMX Announcement are all 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 Helú

Carlos Slim Domit

Marco Antonio Slim Domit

Patrick Slim Domit

María Soumaya Slim Domit

Vanessa Paola Slim Domit

Johanna Monique Slim Domit

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

By: Armando Ibañez Vazquez
Title: Attorney-in-Fact

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

By: Raul Humberto Zepeda Ruiz
Title: Attorney-in-Fact

By:/s/ Eduardo Valdés Acra
Eduardo Valdés Acra
Attorney-in-Fact
May 19, 2010

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

By: Raul Humberto Zepeda Ruiz
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: Raul Humberto Zepeda Ruiz
Title: Attorney-in-Fact

FUNDACIÓN TELMEX, A.C.

By: Adolfo Cerezo
Title: Attorney-in-Fact

FUNDACIÓN CARLOS SLIM, A.C.

By: Armando Ibañez Vazquez
Title: Attorney-in-Fact

SCHEDULE I

For the period beginning 60 days prior to the event which requires the filing of this statement, the Reporting Persons set forth below effected the following transactions in A Shares and L Shares on the Mexican Stock Exchange. The prices below reflect the price paid (in US\$ based upon the Exchange Rate published by the Banco de México on the trade date) by the purchasers per A Share and L Share on the relevant trade date.

Reporting Person	Type of Transaction	Trade Date	Number of A Shares	Price per Share (US Dollars)
GFI	Purchase	03/23/10	400	0.78
GFI	Purchase	03/24/10	11,300	0.78
GFI	Purchase	03/25/10	14,900	0.78
GFI	Purchase			