TELEFONOS DE MEXICO S A B DE C V Form SC 13D/A January 03, 2007 UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 32)*

Teléfonos de México, S.A. de C.V. (the Issuer)

(Name of Issuer)

American Depositary Shares (<u>L Share ADS</u>s), each representing 20 Series L Shares)

American Depositary Shares (<u>A Share ADS</u>s), each representing 20 Series A Shares)

(Title of Class of Securities)

879403780 for L Share $ADSs^1$

879403400 for A Share $ADSs^2$

(CUSIP Number)

Rafael Robles Miaja

Galicia y Robles, S.C.

Boulevard Manuel Avila Camacho 24

Torre del Bosque

Piso 7

Colonia: Lomas de Chapultepec

México, D.F. 11000, México

(5255) 5540-9225

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

December 27, 2006

(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 $1934 (\underline{A}ct)$ 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.

CUSIP N			780 L Sha 400 A Sha		13D	Page 2 of 288			
1				TING PERSONS FION NOS. OF ABOV	E PERSONS (ENTITIES ONLY)				
2	Carlos Slim Helú CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*								
3 4			ONLY OF FUND	S*			(b) o		
5		See Ite CK B		SCLOSURE OF LEGA	AL PROCEEDINGS IS REQUIRED PU	URSUANT TO ITEM 2(d) or 2(e) o			
6	CITI	CITIZENSHIP OR PLACE OF ORGANIZATION							
NUMBEF SHARES		ico	7	SOLE VOTING PO	WER				
BENEFIC OWNED		Y	8	80,000 A Shares and SHARED VOTING	1 200,000 L Shares (See Item 5) POWER				
EACH RE PERSON	EPORT	TING	9	91,994,660 A Share SOLE DISPOSITIV	s and 8,820,356,620 L Shares (See Iten E POWER	n 5)			
WITH			10	80,000 A Shares and SHARED DISPOSI	1 200,000 L Shares (See Item 5) TIVE POWER				
11	AGG	GREGA	ATE AMO		s and 8,820,356,620 L Shares (See Iten Y OWNED BY EACH REPORTING I				
12		92,074,660 A Shares and 8,820,556,620 L Shares (See Item 5) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*x							
12	PERCENT		PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
14		20.6% of A Shares and 55.8% of L Shares (See Item 5) TYPE OF REPORTING PERSON*							
	IN	IN							

CUSIP N		403780 L SI 403400 A SI		13D	Page 3 of 288		
1			RTING PERSONS ATION NOS. OF ABO	VE PERSONS (ENTITIES ONLY)			
2	Carlos Slim Domit CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*						
3 4		SE ONLY CE OF FUN	DS*			(b) o	
5		e Item 3) K BOX IF D	ISCLOSURE OF LEG.	AL PROCEEDINGS IS REQUIRED I	PURSUANT TO ITEM 2(d) or 2(e)o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION						
NUMBEF SHARES	México R OF	7	SOLE VOTING PC	OWER			
BENEFIC OWNED		8	16,264 L Shares (Se SHARED VOTINC				
EACH RE PERSON	EPORTIN	^{vG} 9	91,994,660 A Share SOLE DISPOSITIV	s and 8,820,356,620 L Shares (See Ite /E POWER	m 5)		
WITH		10	16,264 L Shares (Se SHARED DISPOS)	ITIVE POWER			
11	AGGR	EGATE AM		s and 8,820,356,620 L Shares (See Ite Y OWNED BY EACH REPORTING			
12	91,994,660 A Shares and 8,820,372,884 L Shares (See Item 5) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*x						
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
14	20.6 % of A Shares and 55.8% of L Shares (See Item 5)						
	IN						

CUSIP N		403780 L S 403400 A S		13D	Page 4 of 288		
1			ORTING PERSONS ATION NOS. OF ABO'	VE PERSONS (ENTITIES ONLY)			
2		Antonio Sli K THE APP		MEMBER OF A GROUP*		(a) o (b) o	
3 4		SE ONLY CE OF FUN	IDS*				
5		e Item 3) K BOX IF I	DISCLOSURE OF LEG	AL PROCEEDINGS IS REQUIRED P	URSUANT TO ITEM 2(d) or 2(e)o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION						
NUMBEI SHARES		7	SOLE VOTING PC	WER			
BENEFIC OWNED		8	16,264 L Shares (Se SHARED VOTING				
EACH RI PERSON		^{VG} 9	91,994,660 A Share SOLE DISPOSITIV	s and 8,820,356,620 L Shares (See Iter /E POWER	n 5)		
WITH		10	16,264 L Shares (Se SHARED DISPOSI				
11	AGGR	EGATE AN		s and 8,820,356,620 L Shares (See Iter LY OWNED BY EACH REPORTING			
12	CHECI	K BOX IF T	es and 8,820,372,884 L THE AGGREGATE AM ASS REPRESENTED F	ERTAIN SHARES*x			
13 14			and 55.8% of L Shares TING PERSON*	(See Item 5)			
Τſ	IN						

CUSIP N		9403780 L S 9403400 A S		13D	Page 5 of 288			
1			ORTING PERSO ATION NOS. C	ONS DF ABOVE PERSONS (ENT	TITIES ONLY)			
2		Slim Domi K THE APP		OX IF A MEMBER OF A G	ROUP*	(a) o (b) o		
3 4		SE ONLY CE OF FUN						
5		l PF (See Ite K BOX IF I		OF LEGAL PROCEEDINGS	S IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)o			
6	CITIZ	ENSHIP OR	PLACE OF O	RGANIZATION				
NUMBEF SHARES		· 7	SOLE VOT	TING POWER				
BENEFIC OWNED		8		L Shares (See Item 5) VOTING POWER				
EACH RE PERSON	EPORTII	^{NG} 9		A Shares and 8,820,356,620 POSITIVE POWER	L Shares (See Item 5)			
WITH		10		L Shares (See Item 5) DISPOSITIVE POWER				
11	AGGR	EGATE AN		A Shares and 8,820,356,620 FICIALLY OWNED BY EA				
12	91,994 CHEC	1) EXCLUDES CERTAIN SHARES*x						
12	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)							
14	20.6% of A Shares and 55.8% of L Shares (See Item 5) TYPE OF REPORTING PERSON*							
	IN	IN						

CUSIP N		03780 L Sh 03400 A Sh		13D	Page 6 of 288			
1			RTING PERSONS ATION NOS. OF ABOV	VE PERSONS (ENTITIES ONLY)				
2	María Soumaya Slim Domit CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*							
3 4		E ONLY E OF FUN	DS*			(b) o		
5	AF (See Item 3) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d)							
6	CITIZENSHIP OR PLACE OF ORGANIZATION							
NUMBER SHARES	México OF	7	SOLE VOTING PO	WER				
BENEFIC OWNED I		8	16,268 L Shares (Se SHARED VOTING					
EACH RE PERSON	PORTIN	^G 9	91,994,660 A Share SOLE DISPOSITIV	s and 8,820,356,620 L Shares (See If 'E POWER	em 5)			
WITH		10	16,268 L Shares (Se SHARED DISPOSI					
11	AGGRE	GATE AM		s and 8,820,356,620 L Shares (See It Y OWNED BY EACH REPORTIN				
12	91,994,660 A Shares and 8,820,372,888 L Shares (See Item 5) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*x							
12	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)							
14			and 55.8% of L Shares TING PERSON*	(See Item 5)				
*SFF ING	IN *SEE INSTRUCTIONS REFORE FILLING OUT!							

CUSIP N			hare ADSs Share ADSs	13D	Page 7 of 288			
1			ORTING PERSONS ATION NOS. OF ABO	VE PERSONS (ENTITIES ONLY)				
2	Vanessa Paola Slim Domit CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*							
3 4		SE ONLY CE OF FUI	NDS*			(b) o		
5		e Item 3) K BOX IF I	DISCLOSURE OF LEG	AL PROCEEDINGS IS REQUIRED P	URSUANT TO ITEM 2(d) or 2(e)o			
6	CITIZI	ENSHIP OF	R PLACE OF ORGANIZ	ZATION				
NUMBEI SHARES		, 7	SOLE VOTING PO	OWER				
BENEFIC OWNED		8	816,268 L Shares (SHARED VOTINC					
EACH RI PERSON		^{NG} 9	91,994,660 A Share SOLE DISPOSITIV	es and 8,820,356,620 L Shares (See Iter /E POWER	n 5)			
WITH		10	816,268 L Shares (SHARED DISPOS					
11	AGGR	EGATE AI		es and 8,820,356,620 L Shares (See Iter LY OWNED BY EACH REPORTING				
12	91,994,660 A Shares and 8,821,172,888 L Shares (See Item 5) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*x							
13	PERCENT OF CLASS REPRESEN			BY AMOUNT IN ROW (11)				
14	20.6% of A Shares and 55.8% of L Shares (See Item 5) TYPE OF REPORTING PERSON*							
	IN							

CUSIP No		3780 L Sha 3400 A Sha		13D	Page 8 of 288			
1			TING PERSONS TION NOS. OF AB	OVE PERSONS (EN	TITIES ONLY)			
2		Ionique Sli THE APPRO		A MEMBER OF A G	ROUP*	(a) o (b) o		
3 4	SEC USE SOURCE	ONLY OF FUND	S*					
5	CHECK E				S IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)o			
6		SHIP OK P	LACE OF ORGAN	NIZATION				
NUMBER SHARES	México OF	7	SOLE VOTING	POWER				
BENEFICI OWNED E		8	1,375,522 L Shar SHARED VOTII					
EACH RE	PORTING	9	91,994,660 A Sha SOLE DISPOSIT		0 L Shares (See Item 5)			
WITH		10	1,375,522 L Shar SHARED DISPO	res (See Item 5) DSITIVE POWER				
11	AGGREG	ATE AMC			0 L Shares (See Item 5) ACH REPORTING PERSON			
12				L Shares (See Item 5) AMOUNT IN ROW (1	1) EXCLUDES CERTAIN SHARES*x			
13	PERCEN	Γ OF CLAS	SS REPRESENTEI	D BY AMOUNT IN R	OW (11)			
14			nd 55.8% of L Shar NG PERSON*	res (See Item 5)				
	IN							