

AMERICA MOVIL SAB DE CV/

Form 424B2

July 11, 2012

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Filed Pursuant to Rule 424(b)(2)

Registration No. 333-182394

Calculation of Registration Fee

	Title of Each Class of Securities Offered	Aggregate Offering Price	Amount of Registration Fee⁽¹⁾
3.125% Senior Notes due 2022		\$1,250,000,000	\$143,250.00
4.375% Senior Notes due 2042		\$750,000,000	\$85,950.00

(1) The registration fee is calculated in accordance with Rule 457(r) of the Securities Act of 1933.

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PROSPECTUS SUPPLEMENT

(To Prospectus Dated June 28, 2012)

América Móvil, S.A.B. de C.V.

U.S.\$1,250,000,000 3.125% Senior Notes due 2022

U.S.\$750,000,000 4.375% Senior Notes due 2042

We are offering U.S.\$1,250,000,000 aggregate principal amount of our 3.125% senior notes due 2022 (the 2022 notes) and U.S.\$750,000,000 aggregate principal amount of our 4.375% senior notes due 2042 (the 2042 notes and, together with the 2022 notes, the notes).

We will pay interest on each series of notes on January 16 and July 16 of each year, beginning on January 16, 2013. The 2022 notes will mature on July 16, 2022. The 2042 notes will mature on July 16, 2042.

The notes will rank equally in right of payment with all of our other unsecured and unsubordinated debt obligations from time to time outstanding. The notes will not be guaranteed by any of our subsidiaries.

In the event of certain changes in the applicable rate of Mexican withholding taxes on interest, we may redeem the notes of either series, in whole but not in part, at a price equal to 100% of their principal amount plus accrued interest to the redemption date. We may redeem, in whole or in part, the notes of either series at any time by paying the greater of the principal amount of the notes to be redeemed and the applicable make-whole amount, plus accrued interest to the redemption date. See Description of Notes Optional Redemption in this prospectus supplement.

We will apply to list the notes on the New York Stock Exchange.

Investing in the notes involves risks. See Risk Factors beginning on page S-10 of this prospectus supplement and page 4 of the accompanying prospectus.

	Price to Public ⁽¹⁾	Underwriting Discounts	Price to Underwriters	Proceeds to América Móvil ⁽¹⁾
3.125% Senior Notes due 2022	99.4900%	0.1875%	99.3025%	U.S.\$ 1,241,281,250
4.375% Senior Notes due 2042	98.2440%	0.2500%	97.9940%	U.S.\$ 734,955,000

(1) Plus accrued interest, if any, from July 16, 2012.

THIS PROSPECTUS SUPPLEMENT AND THE ACCOMPANYING PROSPECTUS ARE SOLELY OUR RESPONSIBILITY AND HAVE NOT BEEN REVIEWED OR AUTHORIZED BY THE COMISIÓN NACIONAL BANCARIA Y DE VALORES (THE MEXICAN NATIONAL BANKING AND SECURITIES COMMISSION, OR CNBV). THE TERMS AND CONDITIONS OF THIS

OFFER WILL BE NOTIFIED TO THE CNBV FOR INFORMATIONAL PURPOSES ONLY AND SUCH NOTICE DOES NOT CONSTITUTE A CERTIFICATION AS TO THE INVESTMENT VALUE OF THE NOTES OR OUR SOLVENCY. THE NOTES MAY NOT BE OFFERED OR SOLD IN MEXICO, ABSENT AN AVAILABLE EXCEPTION UNDER ARTICLE 8 OF THE LEY DEL MERCADO DE VALORES (MEXICAN SECURITIES MARKET LAW). IN MAKING AN INVESTMENT DECISION, ALL INVESTORS, INCLUDING ANY MEXICAN CITIZEN WHO MAY ACQUIRE NOTES FROM TIME TO TIME, MUST RELY ON THEIR OWN EXAMINATION OF US.

Neither the U.S. Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or determined if this prospectus supplement or the accompanying prospectus is truthful or complete. Any representation to the contrary is a criminal offense.

Delivery of the notes will be made in book-entry form through The Depository Trust Company (DTC) on or about July 16, 2012.

Joint Book-Running Managers

Goldman, Sachs & Co.

Morgan Stanley

Co-Managers

Citigroup

Mitsubishi UFJ Securities

Mizuho Securities

The date of this prospectus supplement is July 9, 2012

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We are responsible for the information contained in this prospectus supplement, the accompanying prospectus and the documents incorporated by reference therein. Neither we nor any of the underwriters has authorized any person to give you any other information, and neither we nor any of the underwriters takes any responsibility for any other information that others may give you. This document may only be used where it is legal to sell these securities. You should not assume that the information contained in this prospectus supplement, the accompanying prospectus and the documents incorporated by reference is accurate as of any date other than their respective dates. Our business, financial condition, results of operations and prospects may have changed since those dates. We are not making an offer of these securities in any jurisdiction where the offer is not permitted.

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This summary highlights key information described in greater detail in this prospectus supplement or the accompanying prospectus, including the documents incorporated by reference. You should read carefully the entire prospectus supplement, the accompanying prospectus and the documents incorporated by reference before making an investment decision.

AMÉRICA MÓVIL

We provide telecommunications services in 18 countries. We are the largest provider of wireless communications services in Latin America, based on the number of subscribers, with the largest market share in Mexico and the third-largest in Brazil, in each case based on the number of subscribers. We also have major fixed-line operations in Mexico, Brazil and 12 other countries. The table below provides a summary of the principal businesses we conduct and the principal brand names we use in each country where we operated as of March 31, 2012.

Country	Principal Brands	Principal Businesses
Mexico	<i>Telcel</i> <i>Telmex</i>	Wireless Fixed line
Argentina	<i>Claro</i>	Wireless, fixed line
Brazil	<i>Claro</i> <i>Embratel</i> <i>Net</i>	Wireless Fixed line, satellite, Pay TV Pay TV
Chile	<i>Claro</i>	Wireless, fixed line, Pay TV
Colombia	<i>Comcel</i> <i>Telmex</i>	Wireless Fixed line, Pay TV
Costa Rica	<i>Claro</i>	Wireless
Dominican Republic	<i>Claro</i>	Wireless, fixed line, Pay TV
Ecuador	<i>Claro</i>	Wireless, fixed line, Pay TV
El Salvador	<i>Claro</i>	Wireless, fixed line, Pay TV
Guatemala	<i>Claro</i>	Wireless, fixed line, Pay TV
Honduras	<i>Claro</i>	Wireless, fixed line, Pay TV
Nicaragua	<i>Claro</i>	Wireless, fixed line, Pay TV
Panama	<i>Claro</i>	Wireless, Pay TV
Paraguay	<i>Claro</i>	Wireless
Peru	<i>Claro</i>	Wireless, fixed line, Pay TV
Puerto Rico	<i>Claro</i>	Wireless, fixed line, Pay TV
Uruguay	<i>Claro</i>	Wireless, fixed line
United States	<i>Tracfone</i>	Wireless

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The following table sets forth, as of March 31, 2012, the number of our wireless subscribers and our revenue generating units, or RGUs, in the countries where we operate. RGUs consist of fixed lines, broadband accesses and cable or direct-to-home pay television (Pay TV) units. The table includes total subscribers and RGUs of all of our consolidated subsidiaries and affiliates, without adjustment where our equity interest is less than 100%.

The table reflects the geographic segments we use in our consolidated financial statements, including the following: (a) Southern Cone refers to Argentina, Chile, Paraguay and Uruguay; (b) Andean Region refers to Ecuador and Peru; (c) Central America refers to Costa Rica, El Salvador, Guatemala, Honduras, Nicaragua and Panama; and (d) Caribbean refers to the Dominican Republic and Puerto Rico.

	March 31, 2012 (in thousands)
Wireless subscribers:	
Mexico	66,737
Brazil	61,596
Southern Cone	26,671
Colombia	29,020
Andean Region	22,761
Central America	13,405
United States	20,131
Caribbean	5,648
 Total wireless subscribers	 245,969
RGUs:	
Mexico	22,668
Brazil	25,182
Southern Cone	1,376
Colombia	3,734
Andean Region	930
Central America	3,693
Caribbean	2,155
 Total RGUs	 59,737

Our principal operations are:

Mexico Wireless. Our subsidiary Radiomóvil Dipsa, S.A. de C.V. (Telcel), which operates under the name *Telcel*, is the largest provider of wireless telecommunications services in Mexico, based on the number of subscribers.

Mexico Fixed Line. Our subsidiary Teléfonos de México, S.A.B. de C.V. (Telmex) is the only nationwide provider of fixed-line telephony services in Mexico.

Brazil. Several of our subsidiaries operating under the unified brand *Claro* together constitute one of the three largest providers of wireless telecommunications services in Brazil, based on the number of subscribers. Our subsidiary Embratel Participações S.A., together with its subsidiaries, is one of the leading providers of telecommunications services in Brazil, and our subsidiary Net Serviços de Comunicação, S.A. is the largest cable television operator in Brazil. Together they offer triple-play services in Brazil, with a cable television network that passed 15.3 million homes as of March 31, 2012.

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Southern Cone. We provide wireless telecommunications services in Argentina, Paraguay, Uruguay and Chile, operating under the *Claro* brand. We also provide fixed-line telecommunications services in Argentina, Chile and Uruguay under the *Claro* brand. In Chile, we offer nationwide Pay TV services under the *Claro* brand.

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Colombia. We provide wireless telecommunications services under the *Comcel* brand in Colombia, where we are the largest wireless provider, based on the number of subscribers. We also provide fixed-line telecommunications and Pay TV services in Colombia under the *Telmex* brand, where our network passed 6.0 million homes as of March 31, 2012.

Andean Region. We provide wireless telecommunications services in Peru and Ecuador under the *Claro* brand. We also provide fixed-line telecommunications and Pay TV services in Peru, where our network passed 821,000 homes, and Ecuador, where our network passed 426,000 homes as of March 31, 2012.

Central America. We provide fixed-line and wireless telecommunications and Pay TV services in Guatemala, El Salvador, Honduras and Nicaragua. We also provide wireless telecommunications and Pay TV services in Panama and wireless telecommunications services in Costa Rica. Our Central American subsidiaries provide all services under the *Claro* brand.

United States. Our subsidiary TracFone Wireless Inc. is engaged in the sale and distribution of prepaid wireless services and wireless phones throughout the United States, Puerto Rico and the U.S. Virgin Islands.

Caribbean. We provide fixed-line, wireless telecommunications and Pay TV services in the Dominican Republic and Puerto Rico, where we are the largest telecommunications services providers, based on the number of subscribers. Our Caribbean subsidiaries provide all services under the *Claro* brand.

Recent Developments

Revocation of Fine Against Telcel by the Mexican Federal Antitrust Commission

On May 2, 2012, Telcel was notified of a resolution issued by the Mexican Federal Antitrust Commission (*Comisión Federal de Competencia*, or *Cofeco*) that revoked the Ps.11,989 million fine imposed by Cofeco in April 2011 for alleged monopolistic practices in the mobile termination market. As a condition to the revocation of the fine, Telcel must comply with certain undertakings that were proposed by it to Cofeco in March 2012. These undertakings are described in our 2011 Form 20-F (as defined below). Certain of the operators that were parties to that proceeding have challenged the revocation of the fine.

Investment in KPN

Between May and July 2012, our subsidiary AMOV Europa B.V. (*AMOV*) conducted a partial tender offer in cash to all holders of ordinary shares of Koninklijke KPN N.V. (*KPN*). KPN is the leading telecommunications service provider in The Netherlands, which offers fixed-line and wireless telecommunications services, internet and Pay TV to consumers, and end-to-end telecommunications services to business customers. We also purchased shares of KPN prior to commencing and during the offer. Following the closing of the tender offer on July 3, 2012, América Móvil and AMOV held a total of 393,283,000 shares (representing a total of approximately 27.7% of all outstanding shares of KPN). The total aggregate cost of our investment in KPN was approximately 3,070 million (Ps.53,255 million).

Investment in Telekom Austria

On June 15, 2012, we agreed to acquire approximately 21% of the outstanding shares of Telekom Austria AG (*Telekom Austria*) from Marathon Zwei Beteiligungs GmbH, a wholly-owned subsidiary of RPR Privatstiftung, a private trust established by Mr. Ronny Pecik. Under the agreement, we acquired 5% of the outstanding shares of Telekom Austria, and upon receipt of certain governmental approvals and other authorizations customary in this type of transaction, we have agreed to acquire additional shares representing approximately 16% of the outstanding shares of Telekom Austria. We have not disclosed the price of this acquisition, but based on recent market prices of

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Telekom Austria shares the total purchase price would be approximately 875 million (Ps.15.0 billion). The acquisition of the additional shares is expected to close during 2012. Telekom Austria is the largest telecommunications company in Austria, and also provides telecommunications services in Belarus, Bulgaria, Croatia, Liechtenstein, Macedonia, Serbia and Slovenia.

Acquisition of Simple Mobile, Inc.

On June 19, 2012, our subsidiary Tracfone Wireless Inc. acquired 100% of the mobile virtual network business of Simple Mobile, Inc. for approximately U.S.\$118 million (Ps.1,652 million). Simple Mobile, Inc. is one of the fastest growing mobile virtual network operators (MVNOs) in the United States, with more than 2.5 million customer activations.

Consent Solicitation and Offers to Guarantee Certain Telmex Bonds

On June 28, 2012, we commenced a solicitation (the *Consent Solicitation*) to holders of Telmex's 5.50% Senior Notes due 2015, with an outstanding aggregate principal amount of US.\$554,823,000, 8.75% Senior Notes due 2016, with an outstanding aggregate principal amount of Ps.4,500,000,000 and 5.500% Senior Notes due 2019, with an outstanding aggregate principal amount of U.S.\$377,382,000 (together, the *Telmex Notes*) to consent to amend Telmex's reporting covenants and other provisions in the indentures governing the Telmex Notes in exchange for our guarantee of the Telmex Notes and a consent fee. If the terms and conditions of the Consent Solicitation are satisfied, our guarantees of the Telmex Notes will be our unsecured and unsubordinated obligations and will rank equally in right of payment with all of our other unsecured and unsubordinated debt (including guarantees of subsidiaries' indebtedness). The Consent Solicitation expires on July 12, 2012 unless extended or earlier terminated.

Offering of 3.000% Senior Notes due 2021

On July 2, 2012 we agreed to sell 1,000,000,000 aggregate principal amount of our 3.000% Senior Notes due 2021 (the *3.000% Senior Notes due 2021*), which we expect to issue on or about July 12, 2012. The 3.000% Senior Notes due 2021 will be our senior unsecured and unsubordinated obligations and will rank equally in right of payment with all of our other unsecured and unsubordinated debt (including guarantees of subsidiaries' indebtedness).

América Móvil, S.A.B. de C.V. is a *sociedad anónima bursátil de capital variable* organized under the laws of Mexico with its principal executive offices at Lago Zurich 245, Edificio Telcel, Colonia Granada Ampliación, Delegación Miguel Hidalgo, 11529, México D.F., México. Our telephone number at this location is (5255) 2581-4449.

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SUMMARY OF THE OFFERING

The following summary contains basic information about the notes and is not intended to be complete. It does not contain all the information that is important to you. For a more complete description of the terms and conditions of the notes, see Description of Notes in this prospectus supplement and Description of Debt Securities in the accompanying prospectus.

Issuer	América Móvil, S.A.B. de C.V.
Notes Offered	U.S.\$1,250,000,000 aggregate principal amount of 3.125% Senior Notes due 2022. U.S.\$750,000,000 aggregate principal amount of 4.375% Senior Notes due 2042.
Issue Price	99.490%, plus accrued interest, if any, from July 16, 2012 for the 2022 notes. 98.244%, plus accrued interest, if any, from July 16, 2012 for the 2042 notes.
Issue Date	The notes will be issued on July 16, 2012.
Maturity	The 2022 notes will mature on July 16, 2022. The 2042 notes will mature on July 16, 2042.
Interest Rate	The 2022 notes will bear interest at the rate of 3.125% per year from July 16, 2012. The 2042 notes will bear interest at the rate of 4.375% per year from July 16, 2012.
Interest Payment Dates	Interest on each series of notes will be payable on January 16 and July 16 of each year, beginning on January 16, 2013.
Ranking	The notes will be our unsecured and unsubordinated obligations and will rank equally in right of payment with all of our other unsecured and unsubordinated debt. The notes will be effectively subordinated to all of our existing and future secured obligations and to all existing and future liabilities of our subsidiaries. All of our outstanding debt securities that were issued in the Mexican and international markets through mid-September 2011 are unconditionally guaranteed by Telcel. Accordingly, the holders of those outstanding debt securities will have priority over the holders of the notes with respect to claims to the assets of Telcel. The notes do not restrict our ability or the ability of our subsidiaries to incur additional indebtedness in the future.

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As of March 31, 2012, we had, on an unconsolidated basis (parent company only),
unsecured and unsubordinated indebtedness of (a)

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approximately Ps.272.8 billion (U.S.\$21.3 billion) excluding guarantees of subsidiaries indebtedness and (b) approximately Ps.283.4 billion (U.S.\$22.1 billion) including guarantees of subsidiaries indebtedness. As of March 31, 2012, our subsidiaries had indebtedness (excluding guarantees of indebtedness of us and our other subsidiaries) of approximately Ps.105.6 billion (U.S.\$8.2 billion).

Use of Proceeds

We intend to use the net proceeds from the sale of the notes for the repayment of indebtedness, principally the indebtedness incurred after March 31, 2012 under our existing revolving credit facilities in order to finance our recent investments and acquisition. See Recent Developments , Use of Proceeds and Capitalization in this prospectus supplement.

Further Issuances

We may, from time to time without the consent of holders of the notes of a series, issue additional notes on the same terms and conditions as the notes of that series, which additional notes will increase the aggregate principal amount of, and will be consolidated and form a single series with, the notes of that series.

Payment of Additional Amounts

If you are not a resident of Mexico for tax purposes, payments of interest on the notes to you will generally be subject to Mexican withholding tax at a rate of 4.9%. See Taxation Mexican Tax Considerations in this prospectus supplement and in the accompanying prospectus. We will pay additional amounts in respect of those payments of interest so that the amount you receive after Mexican withholding tax is paid equals the amount that you would have received if no such Mexican withholding tax had been applicable, subject to some exceptions as described under Description of Notes Payment of Additional Amounts in this prospectus supplement and Description of Debt Securities Payment of Additional Amounts in the accompanying prospectus.

Optional Redemption

We may redeem any of the notes of either series at any time in whole or in part by paying the greater of the principal amount of the notes to be redeemed and the applicable make-whole amount, plus accrued interest to the redemption date, as described under Description of Notes Optional Redemption in this prospectus supplement and Description of Debt Securities Optional Redemption in the accompanying prospectus.

Tax Redemption

If, due to changes in Mexican laws relating to Mexican withholding taxes, we are obligated to pay additional amounts on the notes of either series in excess of those attributable to a Mexican withholding tax rate of 4.9%, we may redeem the outstanding notes of that series, in whole but not in part, at any time, at a price equal to 100% of their principal amount plus accrued interest to the redemption date.

Listing

We will apply to list the notes on the New York Stock Exchange. However, we will not be required to maintain these listings.

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CUSIP	The CUSIP for the 2022 notes is 02364WBD6. The CUSIP for the 2042 notes is 02364WBE4.
ISIN	The ISIN for the 2022 notes is US02364WBD65. The ISIN for the 2042 notes is US02364WBE49.
Form and Denominations	The notes will be issued only in registered form without coupons and in minimum denominations of U.S.\$200,000 and integral multiples of U.S.\$1,000 in excess thereof.
Trustee, Registrar, Principal Paying Agent and Transfer Agent	The Bank of New York Mellon.
Governing Law	The indenture, the supplemental indentures relating to the notes and the notes will be governed by the laws of the State of New York.
Risk Factors	Before making an investment decision, prospective purchasers of notes should consider carefully all of the information included in this prospectus supplement and the accompanying prospectus, including, in particular, the information under Risk Factors in this prospectus supplement and the accompanying prospectus.
Conflicts of Interest	Affiliates of certain of the underwriters will receive more than 5% of the net proceeds of this offering, and, accordingly, this offering is being made in compliance with the requirements of Rule 5121 of the Financial Industry Regulatory Authority (FINRA). Because the notes to be offered will be rated investment grade, pursuant to Rule 5121, the appointment of a qualified independent underwriter is not necessary.

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PRESENTATION OF FINANCIAL INFORMATION

This prospectus supplement incorporates by reference our audited consolidated financial statements as of December 31, 2010 and 2011 and for each of the years ended December 31, 2009, 2010 and 2011, which are included in our annual report on Form 20-F for the year ended December 31, 2011. This prospectus supplement also incorporates by reference our unaudited consolidated financial data as of March 31, 2012 and for the three months ended March 31, 2011 and 2012, which are included in our report on Form 6-K filed with the U.S. Securities and Exchange Commission (the "SEC") on June 28, 2012. See "Incorporation of Certain Documents by Reference" in this prospectus supplement.

Our consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board as of December 31, 2011. Our consolidated financial statements are presented in Mexican pesos. Our date of transition to IFRS was January 1, 2009. The financial statements of our non-Mexican subsidiaries have been translated to Mexican pesos. Note 2(b)(ii) to our audited consolidated financial statements describes how we translate the financial statements of our non-Mexican subsidiaries.

References herein to "Mexican pesos" or "Ps." are to the lawful currency of Mexico. References herein to "U.S. dollars" or "U.S.\$" are to the lawful currency of the United States. References herein to "euro" or "€" are to the lawful currency of the member states of the European Monetary Union that have adopted or that will adopt the single currency in accordance with the Treaty Establishing the European Community, as amended by the Treaty on European Union.

This prospectus supplement contains translations of various Mexican peso amounts into U.S. dollars at specified rates solely for your convenience. You should not construe these translations as representations by us that the Mexican peso amounts actually represent the U.S. dollar amounts or could be converted into U.S. dollars at the rate indicated. Unless otherwise indicated, we have translated U.S. dollar amounts from Mexican pesos at the exchange rate of Ps.12.8039 to U.S.\$1.00, which was the rate reported by *Banco de México* for March 31, 2012, as published in the Official Gazette of the Federation (*Diario Oficial de la Federación*, or "Official Gazette").

INCORPORATION OF CERTAIN DOCUMENTS BY REFERENCE

This prospectus supplement incorporates important information about us that is not included in or delivered with the prospectus supplement. The SEC allows us to incorporate by reference the information we file with it, which means that we can disclose important information to you by referring you to those documents. The information incorporated by reference is considered to be part of this prospectus supplement, and certain later information that we file with the SEC will automatically update and supersede this information. We incorporate by reference the following documents:

our annual report on Form 20-F for the year ended December 31, 2011, filed with the SEC on April 30, 2012 (SEC File No. 001-16269) (our 2011 Form 20-F);

our report on Form 6-K, filed with the SEC on June 28, 2012 (SEC File No. 001-16269), containing our operating and financial review as of March 31, 2012 and for the three months ended March 31, 2012 and 2011;

any future annual reports on Form 20-F filed with the SEC after the date of this prospectus supplement and prior to the termination of the offering of the securities offered by this prospectus supplement; and

any future reports on Form 6-K that we file with the SEC after the date of this prospectus supplement and prior to the termination of the offering of the securities offered by this prospectus supplement that are identified in such reports as being incorporated by reference in our Registration Statement on Form F-3 (SEC File No. 333-182394).

Any statement contained in any of the foregoing documents shall be deemed to be modified or superseded for purposes of this prospectus supplement to the extent that a statement contained in this prospectus supplement modifies or supersedes such statement. Any such statement so modified or superseded shall not be deemed, except as so modified or superseded, to constitute a part of this prospectus supplement.

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You may request a copy of any and all of the information that has been incorporated by reference in this prospectus supplement and that has not been delivered with this prospectus supplement, at no cost, by writing or telephoning us at Lago Zurich 245, Edificio Telcel, Colonia Granada Ampliación, Delegación Miguel Hidalgo, 11529, México D.F., México, Attention: Investor Relations, telephone (5255) 2581-4449.

We file reports, including annual reports on Form 20-F, and other information with the SEC pursuant to the rules and regulations of the SEC that apply to foreign private issuers. You may read and copy any materials filed with the SEC at its Public Reference Room at 100 F Street, N.E. Washington, D.C. 20549. You may obtain information on the operation of the Public Reference Room by calling the SEC at 1-800-SEC-0330. Any filings we make electronically will be available to the public over the Internet at the SEC's web site at www.sec.gov.

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You should refer to the risk factors discussed under **Risk Factors** in the accompanying prospectus and **Item 3 Risk Factors** in our 2011 Form 20-F incorporated by reference in this prospectus supplement.

EXCHANGE RATES

Mexico has a free market for foreign exchange, and the Mexican government allows the Mexican peso to float freely against the U.S. dollar. We cannot assure you that the Mexican government will maintain its current policies with regard to the Mexican peso or that the Mexican peso will not depreciate or appreciate significantly in the future.

The following table sets forth, for the periods indicated, the high, low, average and period-end noon buying rates in New York City for cable transfers payable in Mexican pesos published by the Federal Reserve Bank of New York, expressed in Mexican pesos per U.S. dollar. The rates have not been restated in constant currency units and therefore represent nominal historical figures.

Period	High	Low	Average⁽¹⁾	Period End
2007	11.2692	10.6670	10.9253	10.9169
2008	13.9350	9.9166	11.2124	13.8320
2009	15.4060	12.6318	13.5777	13.0576
2010	13.1940	12.1556	12.6352	12.3825
2011	14.2542	11.5050	12.4270	13.9510
December	13.9927	13.4890		13.9510
2012				
January	13.7502	12.9251		13.0356
February	12.9514	12.6250		12.7941
March	12.9900	12.6280		12.8115
April	13.2290	12.7301		12.9900
May	14.3045	12.8877		14.3045
June	14.3650	13.4110		13.4110

(1) Annual averages are calculated from month-end rates.

The noon buying rate published by the Federal Reserve Bank of New York on June 29, 2012 (the latest practicable date prior to the date hereof) was Ps.13.4110 to U.S.\$1.00.

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USE OF PROCEEDS

The net proceeds from the sale of the notes, after payment of underwriting discounts and transaction expenses, are expected to be approximately U.S.\$1,976 million. We intend to use the net proceeds from the sale of the notes for the repayment of indebtedness, principally the indebtedness incurred after March 31, 2012 under our existing revolving credit facilities in order to finance our recent investments and acquisition. See

Prospectus Supplement Summary Recent Developments and Capitalization in this prospectus supplement. Our indebtedness under these credit facilities matures between 2014 and 2016 and bears interest based on LIBOR. For additional information about this indebtedness, see our 2011 Form 20-F, which is incorporated by reference in this prospectus supplement. Affiliates of Goldman, Sachs & Co., Morgan Stanley & Co. LLC and other underwriters are lenders under these credit facilities.

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The following table sets forth our consolidated capitalization as of March 31, 2012 and as adjusted to reflect the issuance and sale of the notes offered hereby and 1,000,000,000 principal amount of our 3.000% Senior Notes due 2021, which we expect to issue on or about July 12, 2012. During the second quarter of 2012, we borrowed approximately U.S.\$1.6 billion (Ps.21,065 million) and 1.2 billion (Ps.20,745 million) under our existing revolving credit facilities in order to finance our recent investments and acquisition. See Prospectus Supplement Summary Recent Developments in this prospectus supplement. We intend to repay indebtedness under these revolving credit facilities with the net proceeds from the sale of the notes offered hereby and the 3.000% Senior Notes due 2021. See Use of Proceeds in this prospectus supplement. The following table does not reflect the indebtedness incurred under our existing revolving credit facilities after March 31, 2012 or the application of the net proceeds of this offering or the offering of the 3.000% Senior Notes due 2021.

U.S. dollar amounts in the table are presented solely for your convenience using the exchange rate of Ps.12.8039 to U.S.\$1.00, which was the rate reported by *Banco de México* for March 31, 2012, as published in the Official Gazette.

	As of March 31, 2012			
	Actual (millions of Mexican pesos)	(millions of U.S. dollars)	As adjusted (millions of Mexican pesos)	(millions of U.S. dollars)
Debt:				
Denominated in U.S. dollars:				
Export credit agency credits	Ps. 7,091	U.S.\$ 554	Ps. 7,091	U.S.\$ 554
Other bank loans	10,100	789	10,100	789
5.500% Notes due 2014	10,179	795	10,179	795
5.750% Notes due 2015	9,118	712	9,118	712
3.625% Senior Notes due 2015	9,603	750	9,603	750
5.500% Senior Notes due 2015	7,104	555	7,104	555
2.375% Senior Notes due 2016	25,608	2,000	25,608	2,000
5.625% Notes due 2017	7,466	583	7,466	583
5.000% Senior Notes due 2019	9,603	750	9,603	750
5.500% Senior Notes due 2019	4,832	378	4,832	378
5.000% Senior Notes due 2020	27,206	2,125	27,206	2,125
7.5% Senior Notes due 2020	4,481	350	4,481	350
3.125% Senior Notes due 2022 offered hereby			16,005	1,250
6.375% Notes due 2035	12,565	981	12,565	981
6.125% Notes due 2037	4,728	369	4,728	369
6.125% Senior Notes due 2040	25,608	2,000	25,608	2,000
4.375% Senior Notes due 2042 offered hereby			9,603	750
Total	175,292	13,691	200,900	15,691
Denominated in Mexican pesos:				
Domestic senior notes (<i>certificados bursátiles</i>)	57,997	4,530	57,997	4,530
8.75% Senior Notes due 2016	4,500	351	4,500	351
9.00% Senior Notes due 2016	5,000	391	5,000	391
8.46% Senior Notes due 2036	7,872	615	7,872	615
Other bank loans	55	4	55	4
Total	75,424	5,891	75,424	5,891

(Table continued on next page)

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	As of March 31, 2012			
	Actual (millions of Mexican pesos)	(millions of U.S. dollars)	As adjusted (millions of Mexican pesos)	(millions of U.S. dollars)
Denominated in euro:				
Export credit agency credits	Ps. 158	U.S.\$ 12	Ps. 158	U.S.\$ 12
3.75% Senior Notes due 2017	17,084	1,334	17,084	1,334
4.75% Senior Notes due 2022	12,813	1,001	12,813	1,001
4.125% Senior Notes due 2019	17,084	1,334	17,084	1,334
3.000% Senior Notes due 2021*			17,084	1,334
Total	47,139	3,681	64,223	5,015
Denominated in pounds sterling:				
5.75% Senior Notes due 2030	13,323	1,041	13,323	1,041
5.00% Senior Notes due 2026	10,248	800	10,248	800
Total	23,571	1,841	23,571	1,841
Denominated in Japanese yen:				
1.23% Senior Notes due 2014	1,066	83	1,066	83
1.53% Senior Notes due 2016	788	62	788	62
2.95% Senior Notes due 2039	2,009	157	2,009	157
Other bank loans	3,073	240	3,073	240
Total	6,936	542	6,936	542
Denominated in Colombian pesos	4,448	347	4,448	347
Denominated in Brazilian reais	18,910	1,477	18,910	1,477
Denominated in other currencies	26,711	2,086	26,711	2,086
Total debt	378,431	29,556	421,123	32,890
Less short-term debt and current portion of long-term debt	30,719	2,399	30,719	2,399
Total long-term debt	Ps. 347,712	U.S.\$ 27,157	Ps. 390,404	U.S.\$ 30,491
Equity:				
Capital stock	96,418	7,530	96,418	7,530
Total retained earnings	184,227	14,388	184,227	14,388
Other comprehensive income items	6,624	518	6,624	518
Non-controlling interest	10,795	843	10,795	843
Total equity	298,064	23,279	298,064	23,279
Total capitalization (total long-term debt plus equity)	Ps. 645,776	U.S.\$ 50,436	Ps. 688,468	U.S.\$ 53,770

* We expect to issue the 3.000% Senior Notes due 2021 on or about July 12, 2012.

As of March 31, 2012, we had, on an unconsolidated basis (parent company only), unsecured and unsubordinated indebtedness of (a) approximately Ps.272.8 billion (U.S.\$21.3 billion) excluding guarantees of subsidiaries indebtedness and (b) approximately Ps.283.4 billion (U.S.\$22.1 billion) including guarantees of subsidiaries indebtedness. As of March 31, 2012, our subsidiaries had indebtedness (excluding guarantees of indebtedness of us and our other subsidiaries) of approximately Ps.105.6 billion (U.S.\$8.2 billion).

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DESCRIPTION OF NOTES

The following description of the specific terms and conditions of the notes supplements the description of the general terms and conditions set forth under *Description of Debt Securities* in the accompanying prospectus. It is important for you to consider the information contained in the accompanying prospectus and this prospectus supplement before making an investment in the notes. If any specific information regarding the notes in this prospectus supplement is inconsistent with the more general terms and conditions of the notes described in the accompanying prospectus, you should rely on the information contained in this prospectus supplement.

In this section of this prospectus supplement, references to *we*, *us* and *our* are to América Móvil, S.A.B. de C.V. only and do not include our subsidiaries or affiliates. References to *holders* mean those who have notes registered in their names on the books that we or the trustee maintain for this purpose, and not those who own beneficial interests in notes issued in book-entry form through DTC or in notes registered in street name. Owners of beneficial interests in the notes should refer to *Form of Securities, Clearing and Settlement* in the accompanying prospectus.

The 2022 notes and the 2042 notes will constitute separate series of notes. The discussion of provisions of the notes, including, among others, *Optional Redemption* below and *Description of the Debt Securities Defaults, Remedies and Waiver of Defaults*, *Modification and Waiver* and *Defeasance* in the accompanying prospectus, applies to each series separately.

General

Base Indenture and Supplemental Indenture

The notes will be issued under a base indenture, dated as of June 28, 2012, and under additional supplemental indentures in respect of the 2022 notes and the 2042 notes, respectively. References to the *indenture* are to the base indenture as supplemented by the applicable supplemental indenture. The indenture is an agreement between us and The Bank of New York Mellon, as trustee.

The notes will not be guaranteed by any of our subsidiaries. All of our outstanding debt securities that were issued in the Mexican and international markets through mid-September 2011 are unconditionally guaranteed by Telcel.

Trustee

The trustee has the following two main roles:

First, the trustee can enforce your rights against us if we default in respect of the notes. There are some limitations on the extent to which the trustee acts on your behalf, which are described under *Description of Debt Securities Defaults, Remedies and Waiver of Defaults* in the accompanying prospectus.

Second, the trustee performs administrative duties for us, such as making interest payments and sending notices to holders of notes.

Principal and Interest

The aggregate principal amount of the 2022 notes will initially be U.S.\$1,250,000,000. The 2022 notes will mature on July 16, 2022. The 2022 notes will bear interest at a rate of 3.125% per year from July 16, 2012.

The aggregate principal amount of the 2042 notes will initially be U.S.\$750,000,000. The 2042 notes will mature on July 16, 2042. The 2042 notes will bear interest at a rate of 4.375% per year from July 16, 2012.

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Interest on each series of notes will be payable on January 16 and July 16 of each year, beginning on January 16, 2013, to the holders in whose names the notes are registered at the close of business on January 1 or July 1 immediately preceding the related interest payment date.

We will pay interest on the notes on the interest payment dates stated above and at maturity. Each payment of interest due on an interest payment date or at maturity will include interest accrued from and including the last date to which interest has been paid or made available for payment, or from the issue date, if none has been paid or made available for payment, to but excluding the relevant payment date. We will compute interest on the notes on the basis of a 360-day year consisting of twelve 30-day months.

Business day means each Monday, Tuesday, Wednesday, Thursday and Friday that is (a) not a day on which banking institutions in New York City or Mexico City generally are authorized or obligated by law, regulation or executive order to close and (b) a day on which banks and financial institutions in Mexico are open for business with the general public.

If any payment is due on the notes on a day that is not a business day, we will make the payment on the next business day. Payments postponed to the next business day in this situation will be treated under the indenture as if they were made on the original payment date. Postponement of this kind will not result in a default under the notes or the indenture, and no interest will accrue on the postponed amount from the original payment date to the next business day.

Ranking of the Notes

We are a holding company, and our principal assets are shares that we hold in our subsidiaries. The notes will not be secured by any of our assets or properties. As a result, by owning the notes, you will be one of our unsecured creditors. The notes will not be subordinated to any of our other unsecured debt obligations. In the event of a bankruptcy or liquidation proceeding against us, the notes would rank equally in right of payment with all our other unsecured and unsubordinated debt.

As of March 31, 2012, we had, on an unconsolidated basis (parent company only), unsecured and unsubordinated indebtedness of (a) approximately Ps.272.8 billion (U.S.\$21.3 billion) excluding guarantees of subsidiaries' indebtedness and (b) approximately Ps.283.4 billion (U.S.\$22.1 billion) including guarantees of subsidiaries' indebtedness. As of March 31, 2012, our subsidiaries had indebtedness (excluding guarantees of indebtedness of us and our other subsidiaries) of approximately Ps.105.6 billion (U.S.\$8.2 billion).

Claims of creditors of our subsidiaries, including trade creditors and bank and other lenders, will have priority over the holders of the notes in claims to assets of our subsidiaries. All of our outstanding debt securities that were issued in the Mexican and international markets through mid-September 2011 are unconditionally guaranteed by Telcel. Accordingly, the holders of those outstanding debt securities will have priority over the holders of the notes with respect to claims to the assets of Telcel.

Stated Maturity and Maturity

The day on which the principal amount of the notes of a series is scheduled to become due is called the stated maturity of the principal of the notes of that series. On the stated maturity of the principal for the notes, the full principal amount of the notes will become due and payable. The principal may become due before the stated maturity by reason of redemption or acceleration after a default. The day on which the principal actually becomes due, whether at the stated maturity or earlier, is called the maturity of the principal.

We also use the terms stated maturity and maturity to refer to the dates when interest payments become due. For example, we may refer to a regular interest payment date when an installment of interest is scheduled to become due as the stated maturity of that installment. When we refer to the stated maturity or the maturity of the notes without specifying a particular payment, we mean the stated maturity or maturity, as the case may be, of the principal.

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Form and Denominations

The notes of each series will be issued only in registered form without coupons in minimum denominations of U.S.\$200,000 and integral multiples of U.S.\$1,000 in excess thereof.

Except in limited circumstances, the notes will be issued in the form of global notes. See *Form of Securities, Clearing and Settlement Global Securities* in the accompanying prospectus.

Further Issues

We reserve the right, from time to time without the consent of holders of the notes of either series, to issue additional notes of a series on terms and conditions identical to those of the notes of that series (except for issue date, issue price and the date from which interest will accrue and, if applicable, first to be paid), which additional notes will increase the aggregate principal amount of, and will be consolidated and form a single series with the notes of that series.

Payment of Additional Amounts

We are required by Mexican law to deduct Mexican withholding taxes from payments of interest to investors who are not residents of Mexico for tax purposes as described under *Taxation Mexican Tax Considerations*.

Subject to the limitations and exceptions described in *Description of Debt Securities Payment of Additional Amounts* in the accompanying prospectus, we will pay to holders of the notes all additional amounts that may be necessary so that every net payment of interest or principal or premium, if any, to the holder will not be less than the amount provided for in the notes. By net payment, we mean the amount that we or our paying agent will pay the holder after deducting or withholding an amount for or on account of any present or future taxes, duties, assessments or other governmental charges imposed with respect to that payment by a Mexican taxing authority. See *Description of Debt Securities Payment of Additional Amounts* in the accompanying prospectus.

Any references in this prospectus supplement to principal, premium, if any, interest or other amounts payable in respect of the notes by us will be deemed to also refer to any additional amounts that may be payable in accordance with the provisions described under *Description of Debt Securities Payment of Additional Amounts* in the accompanying prospectus.

Optional Redemption

We will not be permitted to redeem the notes before their stated maturity, except as set forth below. The notes will not be entitled to the benefit of any sinking fund (meaning that we will not deposit money on a regular basis into any separate account to repay your notes). In addition, you will not be entitled to require us to repurchase your notes from you before the stated maturity.

Optional Redemption With Make-Whole Amount

We will have the right at our option to redeem either series of notes in whole or in part, at any time or from time to time prior to their maturity, on at least 30 days but not more than 60 days notice, at a redemption price equal to the greater of (1) 100% of the principal amount of the notes to be redeemed and (2) the sum of the present values of each remaining scheduled payment of principal and interest thereon (exclusive of interest accrued to the date of redemption) discounted to the redemption date on a semi-annual basis (assuming a 360-day year consisting of twelve 30-day months) at the Treasury Rate plus 25 basis points (in the case of the 2022 notes) or 30 basis points (in the case of the 2042 notes) (the *Make-Whole Amount*), plus in each case accrued interest on the principal amount of the notes being redeemed to the redemption date.

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Treasury Rate means, with respect to any redemption date, the rate per annum equal to the semi-annual equivalent yield to maturity or interpolated maturity (on a day count basis) of the Comparable Treasury Issue, assuming a price for the Comparable Treasury Issue (expressed as a percentage of its principal amount) equal to the Comparable Treasury Price for such redemption date.

Comparable Treasury Issue means the United States Treasury security or securities selected by an Independent Investment Banker as having an actual or interpolated maturity comparable to the remaining term of the series of notes to be redeemed that would be utilized, at the time of selection and in accordance with customary financial practice, in pricing new issues of corporate debt securities of a comparable maturity to the remaining term of such series of notes.