

EXPRESS, INC.
Form 8-K
March 22, 2011

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): March 22, 2011

EXPRESS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-34742
(Commission
File Number)

26-2828128
(IRS Employer
Identification No.)

Edgar Filing: EXPRESS, INC. - Form 8-K

1 Express Drive

Columbus, Ohio
(Address of principal executive offices)

(614) 474-4001

43230
(Zip Code)

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02 Results of Operations and Financial Condition.

On March 22, 2011, Express, Inc. issued a press release providing information regarding earnings for the thirteen and fifty-two week periods ended January 29, 2011. A copy of the press release is attached hereto as Exhibit 99.1.

The information, including Exhibit 99.1, in this Form 8-K is being furnished and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that Section. The information in this Form 8-K shall not be incorporated by reference into any filing under the Securities Act of 1933, except as shall otherwise be expressly set forth by specific reference in such filing.

Item 8.01 Other Events.

Express, Inc. will hold its 2011 annual meeting of stockholders on June 3, 2011.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

99.1 Press Release of Express, Inc. dated March 22, 2011.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Express, Inc.

By /s/ Matthew C. Moellering
Matthew C. Moellering
Executive Vice President, Chief Administrative Officer, Chief
Financial Officer, Treasurer and Secretary

Date: March 22, 2011

EXHIBIT INDEX

99.1 Press Release of Express, Inc. dated March 22, 2011.
160;

NATIONAL GEOGRAPHIC MAGAZINE

TU MAGAZINE

REBELDE MAGAZINE

SOY AGUILA MAGAZINE

VIVE PRESTIGE MAGAZINE

MUY INTERESANTE MAGAZINE

BIG BANG MAGAZINE

SOCCERMANIA MAGAZINE

COCINA FACIL MAGAZINE

PUBLISHING

898,454

FRABEL, S.A. DE C.V.

KIMBERLY CLARK DE MEXICO, S.A. DE C.V.

DILTEX, S.A. DE C.V.

FABRICAS DE CALZADO ANDREA, S.A. DE C.V.

FORD MOTOR COMPANY, S.A. DE C.V.

COMERCIALIZADORA DE CONTENIDOS A MOVILES, S.A. DE C.V.

MEDIA PLANNING, S.A. DE C.V.

BIMBO, S.A. DE C.V.

TELEFONOS DE MEXICO, S.A. DE C.V.

COMPAÑIA PROCTER & GAMBLE DE MEXICO, S. DE R.L DE C.V.
OTHER INCOME

18,676

VARIOUS
PUBLISHING DISTRIBUTION:

10,636
200,850

MAGAZINE:
GENERAL PUBLIC (AUDIENCE)

"MAESTRA DE PREESCOLAR"
DEALERS

"EL SOLITARIO"
COMMERCIAL CENTERS (MALLS)

"CONTENIDO"

"REVISTA DEL CONSUMIDOR"

"ENTREPRENEUR"

SKY MEXICO

DTH BROADCAST SATELLITE

7,109,585

SKY
SUBSCRIBERS
PAY PER VIEW

222,800

CHANNEL COMMERCIALIZATION

120,345

LG ELECTRONIC, S.A. DE C.V.

COMUNICACIONES NEXTEL DE MEXICO, S.A. DE C.V.

SOCIEDAD DE LA PUBLICIDAD DE DISTRIBUIDORES MITSUBISHI, S.C.

BANCO MERCANTIL DEL NORTE, S.A.

CABLE TELEVISION:

ANALOGIC AND DIGITAL SERVICE

1,630,186

CABLEVISION
SUBSCRIBERS
INTERNET SERVICES

212,894

SERVICE INSTALLATION

38,512

PAY PER VIEW

15,452

CHANNEL COMMERCIALIZATION

50,472

TELEFONOS DE MEXICO, S.A. DE C.V.
OTHER

37,227

BANCO MERCANTIL DEL NORTE, S.A.

UNIVERSIDAD TECNOLOGICA DE MEXICO, S.C.

RADIO:

ADVERTISED TIME SOLD

444,569

PEGASO, PCS, S.A. DE C.V.

COMPAÑÍA CERVECERA DEL TROPICO, S.A. DE C.V.

COOPERATIVA LA CRUZ AZUL, S.C.L.

BANCO NACIONAL DE MEXICO, S.A.

UNILEVER DE MEXICO, S DE R.L. DE C.V.

CERVECERIA CUAUHTEMOC MOCTEZUMA, S.A. DE C.V.

CORPORACION NORTEAMERICANA, S.A. DE C.V.

RADIORAMA, S.A. DE C.V.

BANCO MERCANTIL DEL NORTE, S.A.

MARCAS NESTLE, S.A. DE C.V.

OTHER BUSINESSES:

DISTRIBUTION, RENTALS, AND SALE

OF MOVIE RIGHTS

486,010

CINEPOLIS DEL PAÍS, S.A. DE C.V.

CINEMAS DE LA REPUBLICA, S.A. DE C.V.

OPERADORA DE CINEMAS, S.A. DE C.V.

MULTIMEDIOS CINEMAS, S.A. DE C.V.

CINEMARK DE MEXICO, S.A. DE C.V.

QUALITY FILMS, S. DE R.L. DE C.V.

GENERAL PUBLIC (AUDIENCE)
SPECIAL EVENTS AND SHOW PROMOTION

578,343

AMERICA, REAL SAN LUIS
GENERAL PUBLIC (AUDIENCE)

ESTADIO AZTECA
FEDERACION MEXICANA DE FUTBOL, A.C.
INTERNET SERVICES

278,946

ESMAS.COM
RADIOMOVIL DIPSA, S.A. DE C.V.

PEGASO PCS, S.A. DE C.V.

MYALERCOM, S.A.

IUSACELL, S.A. DE C.V.

TELEFONOS DE MEXICO, S.A DE C.V.

OPERADORA UNEFON, S.A. DE C.V.
GAMING

58,804

PLAY CITY
GENERAL PUBLIC (AUDIENCE)
FOREIGN SALES

INTERSEGMENT ELIMINATIONS

(12,396)

TELEVISION BROADCASTING:

ADVERTISING TIME SOLD

444,156

MCCANN ERICKSON, INC

BBD&O

SAATCHI & SAATCHI

MEDIAEDGE, CIA.

GSD&M ADVERTISING

STARCOM
OTHER INCOME

124,296

VARIOUS
PROGRAMMING FOR PAY TELEVISION:

SALES OF SIGNALS

312,976

DIRECTV ARGENTINA

GALAXY ENTERTAINMENT DE VZLA, C.A. DIRECTV.

DIRECTV CHILE TELEVISION

SUPER CABLE, AKL.

EHOSTAR
ADVERTISING TIME SOLD

57,732

MEDIA NETWORKS PERU, S.A.C.

CAPITAL MEDIA GROUP, INC.

LA KD ENTETAINMENT

NRD MEDIA
PROGRAMMING EXPORT:

PROGRAMMING AND ROYALTIES

2,110,923

TELEVISA
CORPORACION VENEZOLANA DE TELEVISION

TELEVISA
ANTENA 3 DE TELEVISION, S.A.

TELEVISA
CORPORACION TELEVEN, S.A.

TELEVISA
PROCTER & GAMBLE HELLAS, LTD

TELEVISA
ILLIMANI DE COMUNICACIONES, S.A.

TELEVISA
TELEARTE, S.A. EMPRESA DE RADIO COMUNICACIÓN

TELEVISA

PUBLISHING:

MAGAZINE CIRCULATION

40,517
564,261

T.V. Y NOVELAS MAGAZINE
GENERAL PUBLIC (AUDIENCE)

NATIONAL GEOGRAPHIC MAGAZINE
DEALERS

REBELDE MAGAZINE
COMMERCIAL CENTERS (MALLS)

VANIDADES MAGAZINE

COSMOPOLITAN MAGAZINE

TU MAGAZINE

CARAS MAGAZINE

MAXIM MAGAZINE

CONDORITO MAGAZINE

PUBLISHING

558,352

PROCTER & GAMBLE

P & G PRESTIGE

PARLUX INT'L

ESTEE LAUDER

JOHNSON & JOHNSON

CINGULAR WIRELESS
PUBLISHING DISTRIBUTION:

15,165
232,683

SELECCIONES MAGAZINE
GENERAL PUBLIC (AUDIENCE)

HOLA MAGAZINE
DEALERS

VEA MAGAZINE
COMMERCIAL CENTERS (MALLS)

SOHO MAGAZINE

CROMOS MAGAZINE

JET SET MAGAZINE

SEMANA MAGAZINE

DINERO MAGAZINE

OTHER BUSINESSES:

DISTRIBUTION OF FILM MOVIES

5,983

WARNER HOME VIDEO, INC.

NATIONAL AMUSEMENTS

ARCANGELO ENTERTAINMENT, INC.
TOTAL

37,931,841

**SALES DISTRIBUTION BY PRODUCT
FOREIGN SALES**

| AUDITED INFORMATION | NET SALES | | DESTINATION | TRADEMARKS | MAIN CUSTOMERS |
|---------------------------------------|------------------|---------------|--|--|--|
| MAIN PRODUCTS | VOLUME | AMOUNT | | | |
| FOREIGN SALES | | | | | |
| <u>TELEVISION</u> | | | | | |
| <u>BROADCASTING:</u> | | | | | |
| ADVERTISING TIME SOLD | | 88,505 | UNITED STATES OF AMERICA | | MCCANN ERICKSON, INC BBD&O SAATCHI & SAATCHI MEDIAEDGE, CIA. GSD&M ADVERTISING STARCOM |
| OTHER INCOME | | 93,831 | UNITED STATES OF AMERICA | | VARIOUS |
| <u>PROGRAMMING FOR PAY</u> | | | | | |
| <u>TELEVISION:</u> | | | | | |
| SALES OF SIGNALS | | 229,650 | SPAIN ARGENTINA CHILE GUATEMALA COLOMBIA UNITED STATES OF AMERICA | | DIRECTV ARGENTINA GALAXY ENTERTAINMENT DE VZLA, C.A. DIRECTV. DIRECTV CHILE TELEVISION SUPER CABLE, AKL. ECHOSTAR |
| <u>PROGRAMMING EXPORT:</u> | | | | | |
| PROGRAMMING AND ROYALTIES | | 2,110,923 | UNITED STATES OF AMERICA CENTRAL AMERICA CARIBBEAN | TELEVISA TELEVISA TELEVISA | CORPORACION VENEZOLANA DE TELEVISION ANTENA 3 DE TELEVISION, S.A. |

**CONSOLIDATED
Final Printing**

| | | | |
|--|------------------|---|---|
| | EUROPE | TELEVISA | CORPORACION TELEVEN, S.A. |
| | SOUTH AMERICA | TELEVISA | PROCTER & GAMBLE HELLAS, LTD |
| | AFRICA | TELEVISA | ILLIMANI DE COMUNICACIONES, S.A. |
| | ASIA | TELEVISA | TELEARTE, S.A. EMPRESA DE RADIO COMUNICACIÓN |
| <u>OTHER BUSINESSES:</u> | | | |
| DISTRIBUTION OF FILM MOVIES | 5,983 | UNITED STATES OF AMERICA | WARNER HOME VIDEO, INC. |
| | | | NATIONAL AMUSEMENTS ARCANGELO ENTERTAINMENT, INC. |
| <u>SUBSIDIARIES ABROAD TELEVISION BROADCASTING:</u> | | | |
| ADVERTISING TIME SOLD | 355,651 | UNITED STATES OF AMERICA | MCCANN ERICKSON, INC |
| | | | BBD&O SAATCHI & SAATCHI MEDIAEDGE, CIA. GSD&M ADVERTISING STARCOM VARIOUS |
| OTHER INCOME | 30,465 | UNITED STATES OF AMERICA | |
| <u>PROGRAMMING FOR PAY TELEVISION:</u> | | | |
| SALES OF SIGNALS | 83,326 | SPAIN ARGENTINA | DIRECTV ARGENTINA GALAXY ENTERTAINMENT DE VZLA, C.A. DIRECTV DIRECTV CHILE TELEVISION SUPER CABLE, AKL. ECHOSTAR |
| | | CHILE | |
| | | GUATEMALA COLOMBIA UNITED STATES OF AMERICA | |
| | 57,732 | | |

ADVERTISING TIME
SOLD

MEDIA NETWORKS
PERU, S.A.C.
CAPITAL MEDIA
GROUP, INC.
LA KD
ENTERTAINMENT
NRD MEDIA

PUBLISHING:

MAGAZINE
CIRCULATION

40,517

564,261 GUATEMALA
AND COSTA
RICA
UNITED
STATES OF
AMERICA
PANAMA

SOUTH
AMERICA
CENTRAL
AMERICA

T.V. Y NOVELAS
MAGAZINE

NATIONAL
GEOGRAPHIC
MAGAZINE
REBELDE
MAGAZINE
VANIDADES
MAGAZINE
COSMOPOLITAN
MAGAZINE
TU MAGAZINE
CARAS
MAGAZINE
MAXIM
MAGAZINE
CONDORITO
MAGAZINE

GENERAL PUBLIC
(AUDIENCE)

DEALERS

COMMERCIAL
CENTERS (MALLS)

PUBLISHING

558,352

PROCTER & GAMBLE
P & G PRESTIGE
PARLUX INT'L
ESTEE LAUDER
JOHNSON & JOHNSON
CINGULAR WIRELESS

**PUBLISHING
DISTRIBUTION:**

15,165

232,683 PANAMA

SOUTH
AMERICA

SELECCIONES
MAGAZINE
HOLA MAGAZINE

VEA MAGAZINE

CROMOS
MAGAZINE
JET SET
MAGAZINE
SEMANA
MAGAZINE
DINERO
MAGAZINE
SOHO MAGAZINE

GENERAL PUBLIC
(AUDIENCE)
DEALERS

COMMERCIAL
CENTERS (MALLS)

INTERSEGMENT
ELIMINATIONS

(12,396)

TOTAL

55,682 4,398,966

PROJECT, AMOUNT EXERCISED AND PROGRESS PERCENTAGE**AUDITED INFORMATION****CONSOLIDATED
Final Printing**

MAJOR INVESTMENT PROJECTS OF GRUPO TELEVISIA, S.A. AND ITS SUBSIDIARIES AT DECEMBER 31, 2006,
INCLUDE THE FOLLOWING (MILLIONS OF U.S. DOLLARS AND MEXICAN PESOS):

| DESCRIPTION | AUTHORIZED AMOUNT | | EXERCISED AMOUNT | | PROGRESS % |
|---|----------------------|-------|---------------------|-------|---------------|
| <u>U.S. DOLLAR DENOMINATED PROJECTS:</u> | | | | | |
| DIGITALIZATION OF THE CABLE TELEVISION NETWORK | U.S.\$ | 219.2 | U.S.\$ | 171.6 | 78% |
| GAMING BUSINESS PROJECTS | | 37.8 | | 15.1 | 40% |
| INFORMATION TECHNOLOGY PROJECTS OF CABLE TELEVISION | | 22.7 | | 18.4 | 81% |
| TECHNICAL EQUIPMENT FOR T.V. STATIONS | | 13.3 | | 10.4 | 78% |
| <u>MEXICAN PESOS DENOMINATED PROJECTS:</u> | | | | | |
| WAL MART PROJECT | PS. | 206.4 | PS. | 166.1 | 80% |
| INFORMATION TECHNOLOGY PROJECTS | | 37.9 | | 3.2 | 8% |
| GAMING BUSINESS PROJECTS | | 92.4 | | 27.4 | 30% |

INFORMATION RELATED TO BULLETIN B-15 (FOREIGN CURRENCY TRANSLATION)

**AUDITED
INFORMATION**

CONSOLIDATED

Final Printing

MONETARY ASSETS AND LIABILITIES OF MEXICAN COMPANIES DENOMINATED IN FOREIGN CURRENCIES ARE TRANSLATED AT THE PREVAILING EXCHANGE RATE AT THE BALANCE SHEET DATE. RESULTING EXCHANGE RATE DIFFERENCES ARE RECOGNIZED IN INCOME FOR THE YEAR, WITHIN INTEGRAL COST OF FINANCING.

ASSETS, LIABILITIES AND RESULTS OF OPERATIONS OF NON-MEXICAN SUBSIDIARIES ARE FIRST CONVERTED TO MEXICAN FRs, INCLUDING RESTATING TO RECOGNIZE THE EFFECTS OF INFLATION BASED ON THE INFLATION OF EACH FOREIGN COUNTRY, AND THEN TRANSLATED TO MEXICAN PESOS UTILIZING THE EXCHANGE RATE AS OF THE BALANCE SHEET DATE AT YEAR-END. RESULTING TRANSLATION DIFFERENCES ARE RECOGNIZED IN EQUITY AS PART OF THE OTHER COMPREHENSIVE INCOME OR LOSS. FINANCIAL STATEMENTS OF NON-MEXICAN OPERATIONS THAT ARE INTEGRAL TO MEXICAN OPERATIONS ARE CONVERTED TO MEXICAN FRs AND TRANSLATED TO MEXICAN PESOS BY UTILIZING THE EXCHANGE RATE OF THE BALANCE SHEET DATE AT YEAR-END FOR MONETARY ASSETS AND LIABILITIES, WITH THE RELATED ADJUSTMENT INCLUDED IN NET INCOME, AND HISTORICAL EXCHANGE RATES FOR NON-MONETARY ITEMS.

IN CONNECTION WITH ITS NET INVESTMENT IN SHARES OF UNIVISION, THE GROUP HAS DESIGNATED AS AN EFFECTIVE HEDGE OF FOREIGN EXCHANGE EXPOSURE THE OUTSTANDING PRINCIPAL AMOUNT OF A PORTION OF ITS U.S.-DOLLAR-DENOMINATED SENIOR NOTES DUE 2011, 2025 AND 2032, WHICH TOTAL PRINCIPAL AMOUNT WAS OF U.S.\$775.5 MILLION AND U.S.\$971.9 MILLION AS OF DECEMBER 31, 2005 AND 2006, RESPECTIVELY. CONSEQUENTLY, ANY FOREIGN EXCHANGE GAIN OR LOSS ATTRIBUTABLE TO THIS DESIGNATED HEDGING LONG-TERM DEBT, IS CREDITED OR CHARGED DIRECTLY TO EQUITY (OTHER COMPREHENSIVE INCOME OR LOSS).

THE GROUP'S FINANCIAL STATEMENTS FOR DECEMBER 31, 2005, HAVE BEEN RESTATED TO MEXICAN PESOS IN PURCHASING POWER AS OF DECEMBER 31, 2006, BY USING A RESTATEMENT FACTOR DERIVED FROM THE CHANGE IN THE NCPI, WHICH FOR 2005 WAS 1.0405. HAD THE ALTERNATIVE WEIGHTED AVERAGE FACTOR ALLOWED UNDER

MEXICAN FRs BEEN APPLIED TO RESTATE THE GROUP'S FINANCIAL STATEMENTS FOR DECEMBER 31, 2005, WHICH INCLUDED THE RESULTS OF MEXICAN AND NON-MEXICAN SUBSIDIARIES, THE RESTATEMENT FACTOR FOR DECEMBER 2005 WOULD HAVE BEEN 1.0407.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

AUDITED INFORMATION

CONSOLIDATED

Final Printing

MEXICO CITY, D.F., MAY 2, 2007—GRUPO TELEVISA, S.A.B. (NYSE:TV; BMV: TLEVISA CPO; “TELEVISA” OR “THE COMPANY”) TODAY ANNOUNCED AUDITED RESULTS FOR THE FOURTH QUARTER AND THE FULL YEAR 2006. THE RESULTS HAVE BEEN PREPARED IN ACCORDANCE WITH MEXICAN FINANCIAL REPORTING STANDARDS AND ARE ADJUSTED IN MILLIONS OF MEXICAN PESOS IN PURCHASING POWER AS OF DECEMBER 31, 2006.

NET SALES

CONSOLIDATED NET SALES INCREASED 12.2% TO PS.37,931.8 MILLION IN 2006 COMPARED WITH PS.33,797.6 MILLION IN 2005. THIS INCREASE WAS ATTRIBUTABLE TO REVENUE GROWTH IN OUR TELEVISION BROADCASTING, SKY MEXICO, CABLE TELEVISION, PUBLISHING, PAY TELEVISION NETWORKS, PROGRAMMING EXPORTS, RADIO, AND PUBLISHING DISTRIBUTION SEGMENTS. THESE INCREASES WERE PARTIALLY OFFSET BY A MARGINAL SALES DECREASE IN OUR OTHER BUSINESSES SEGMENT.

OPERATING INCOME

CONSOLIDATED OPERATING INCOME ROSE 22.3% TO PS.13,748.9 MILLION IN 2006 COMPARED WITH PS.11,240.6 MILLION IN 2005 DUE TO HIGHER SALES, WHICH WERE PARTIALLY OFFSET BY HIGHER COST OF SALES AND OPERATING EXPENSES.

NET INCOME

NET INCOME INCREASED 34.7% TO PS.8,586.2 MILLION IN 2006 COMPARED WITH PS.6,373.8 MILLION IN 2005. THE NET INCREASE OF PS.2,212.4 MILLION REFLECTED I) A PS.2,508.3 MILLION INCREASE IN OPERATING INCOME, II) A PS.754.6 MILLION DECREASE IN INTEGRAL COST OF FINANCING, III) A PS.272 MILLION DECREASE IN OTHER EXPENSE, NET, IV) A PS.526.6 MILLION REDUCTION IN CUMULATIVE LOSS OF ACCOUNTING CHANGE, AND V) A PS.539.8 MILLION DECREASE IN MINORITY INTEREST. THESE FAVORABLE CHANGES WERE PARTIALLY OFFSET BY I) A PS.375.2 MILLION INCREASE IN RESTRUCTURING AND NON-RECURRING CHARGES, II) A PS.1,244.8 MILLION INCREASE IN INCOME TAXES, AND III) A PS.768.9 MILLION DECREASE IN EQUITY IN RESULTS OF AFFILIATES.

FOURTH-QUARTER RESULTS AND FULL-YEAR RESULTS BY BUSINESS SEGMENT

THE FOLLOWING INFORMATION PRESENTS FOURTH-QUARTER RESULTS ENDED DECEMBER 31, 2006 AND 2005, AND FULL-YEAR RESULTS ENDED DECEMBER 31, 2006 AND 2005, FOR EACH OF OUR BUSINESS SEGMENTS. AMOUNTS ARE PRESENTED IN MILLIONS OF MEXICAN PESOS IN PURCHASING POWER AS OF DECEMBER 31, 2006.

TELEVISION BROADCASTING

FOURTH-QUARTER SALES INCREASED 1.4% TO PS.6,163.8 MILLION COMPARED WITH PS.6,081.5 MILLION IN THE SAME PERIOD OF 2005. **FULL-YEAR SALES** INCREASED 8.5% TO PS.20,972.1 MILLION COMPARED WITH PS.19,323.5 MILLION IN 2005. THE ANNUAL INCREASE WAS ATTRIBUTABLE TO I) THE BROADCAST OF THE 2006 FIFA WORLD CUP; II) POLITICAL ADVERTISING RELATED TO THE PRESIDENTIAL ELECTIONS IN MEXICO; AND III) HIGHER RATINGS IN OUR TELENOVELAS.

FOURTH-QUARTER OPERATING SEGMENT INCOME INCREASED 5.6% TO PS.3,187.1 MILLION COMPARED WITH PS.3,016.8 MILLION IN 2005, AND OPERATING SEGMENT INCOME MARGIN REACHED 51.7%. **FULL-YEAR OPERATING SEGMENT INCOME** INCREASED 15.1% TO PS.10,598 MILLION COMPARED WITH PS.9,211.4 MILLION IN 2005, AND OPERATING SEGMENT INCOME MARGIN REACHED 50.5%—AN ALL-TIME HIGH FOR A FULL YEAR—REFLECTING HIGHER SALES PARTIALLY OFFSET BY AN INCREASE IN COST OF SALES AND OPERATING EXPENSES.

PAY TELEVISION NETWORKS

FOURTH-QUARTER SALES INCREASED 4% TO PS.349.2 MILLION COMPARED WITH PS.335.8 MILLION IN THE SAME PERIOD OF 2005. **FULL-YEAR SALES** INCREASED 14.9% TO PS.1,329 MILLION COMPARED WITH PS.1,156.2 MILLION IN 2005. THE ANNUAL INCREASE REFLECTS I) HIGHER REVENUES FROM CHANNELS SOLD IN MEXICO AND LATIN AMERICA; II) HIGHER SALES IN TUTV, OUR PAY-TELEVISION JOINT VENTURE WITH UNIVISION; AND III) HIGHER ADVERTISING SALES.

FOURTH-QUARTER OPERATING SEGMENT INCOME ROSE 5.6% TO PS.189.5 MILLION COMPARED WITH PS.179.4 MILLION IN 2005, AND OPERATING SEGMENT INCOME MARGIN REACHED 54.3%. **FULL-YEAR OPERATING SEGMENT INCOME** INCREASED 26.6% TO PS.682.3 MILLION COMPARED WITH PS.539.1 MILLION IN 2005, AND OPERATING SEGMENT INCOME MARGIN REACHED 51.3%. THESE RESULTS WERE DRIVEN BY HIGHER SALES AND LOWER OPERATING EXPENSES, WHICH WERE PARTIALLY OFFSET BY AN INCREASE IN COST OF SALES.

PROGRAMMING EXPORTS

FOURTH-QUARTER SALES INCREASED 8.7% TO PS.556.4 MILLION COMPARED WITH PS.512 MILLION IN THE SAME PERIOD OF 2005. **FULL-YEAR SALES** INCREASED 8.1% TO PS.2,110.9 MILLION COMPARED WITH PS.1,952 MILLION IN 2005. THE ANNUAL INCREASE REFLECTS I) A 15.5% INCREASE IN THE ROYALTIES PAID TO THE COMPANY UNDER THE UNIVISION PROGRAM LICENSE AGREEMENT, WHICH AMOUNTED TO US\$126.9 MILLION IN 2006 (INCLUDING US\$7 MILLION FROM PUERTO RICO) COMPARED WITH US\$109.8 MILLION IN 2005; AND II) HIGHER PROGRAMMING SALES TO LATIN AMERICA AND EUROPE. THESE INCREASES WERE PARTIALLY OFFSET BY I) LOWER EXPORTS TO ASIA AND AFRICA; AND II) A NEGATIVE TRANSLATION EFFECT ON FOREIGN-CURRENCY-DENOMINATED SALES, WHICH AMOUNTED TO PS.61 MILLION.

FOURTH-QUARTER OPERATING SEGMENT INCOME INCREASED 21.1% TO PS.233.9 MILLION COMPARED WITH PS.193.2 MILLION IN 2005, AND OPERATING SEGMENT INCOME MARGIN REACHED 42%. **FULL-YEAR OPERATING SEGMENT INCOME** INCREASED 24.9% TO PS.869.3 MILLION COMPARED WITH PS.695.8 MILLION IN 2005, AND OPERATING SEGMENT INCOME MARGIN REACHED 41.2%. THESE RESULTS WERE DRIVEN BY HIGHER SALES AND LOWER COST OF SALES, WHICH WERE PARTIALLY OFFSET BY HIGHER OPERATING EXPENSES.

PUBLISHING

FOURTH-QUARTER SALES INCREASED 12.4% TO PS.880.7 MILLION COMPARED WITH PS.783.4 MILLION IN THE SAME PERIOD OF 2005. **FULL-YEAR SALES** INCREASED 10.7% TO PS.2,885.5 MILLION

COMPARED WITH PS.2,607.1 MILLION IN 2005. THE ANNUAL INCREASE REFLECTS I) SALES IN EDITORA CINCO, WHICH AMOUNTED TO PS.129.3 MILLION; AND II) HIGHER REVENUES FROM MAGAZINE CIRCULATION AND AN INCREASE IN ADVERTISING PAGES SOLD BOTH IN MEXICO AND ABROAD. THESE INCREASES WERE PARTIALLY OFFSET BY THE NEGATIVE TRANSLATION EFFECT OF FOREIGN-CURRENCY-DENOMINATED SALES AMOUNTING TO PS.21.5 MILLION.

FOURTH-QUARTER OPERATING SEGMENT INCOME ROSE 15.1% TO PS.213.8 MILLION COMPARED WITH PS.185.8 MILLION IN 2005, AND OPERATING SEGMENT INCOME MARGIN REACHED 24.3%. **FULL-YEAR OPERATING SEGMENT INCOME** INCREASED 11.3% TO PS.555.8 MILLION COMPARED WITH PS.499.5 MILLION IN 2005, AND OPERATING SEGMENT INCOME MARGIN REACHED 19.3%, DRIVEN BY HIGHER SALES, WHICH WERE PARTIALLY OFFSET BY HIGHER COST OF SALES AND OPERATING EXPENSES.

PUBLISHING DISTRIBUTION

FOURTH-QUARTER SALES INCREASED 3.7% TO PS.114.5 MILLION COMPARED WITH PS.110.4 MILLION IN THE SAME PERIOD OF 2005. **FULL-YEAR SALES** INCREASED 3.6% TO PS.433.5 MILLION COMPARED WITH PS.418.5 MILLION IN 2005. THE ANNUAL INCREASE REFLECTS HIGHER CIRCULATION ABROAD OF MAGAZINES PUBLISHED BY THE COMPANY AND BY THIRD PARTIES. THIS INCREASE WAS PARTIALLY OFFSET BY I) A LOWER CIRCULATION IN MEXICO OF MAGAZINES PUBLISHED BY THIRD PARTIES; AND II) THE NEGATIVE TRANSLATION EFFECT OF FOREIGN-CURRENCY-DENOMINATED SALES, WHICH AMOUNTED TO PS.5.2 MILLION.

FOURTH-QUARTER OPERATING SEGMENT LOSS INCREASED TO PS.0.8 MILLION COMPARED WITH OPERATING SEGMENT INCOME OF PS.4.5 MILLION REPORTED IN THE FOURTH QUARTER OF 2005. **FULL-YEAR OPERATING SEGMENT INCOME** INCREASED 160.9% TO PS.18 MILLION COMPARED WITH PS.6.9 MILLION IN 2005, AND OPERATING SEGMENT INCOME MARGIN REACHED 4.2%. THESE RESULTS REFLECT HIGHER SALES AND LOWER OPERATING EXPENSES, WHICH WERE PARTIALLY OFFSET BY HIGHER COST OF SALES.

SKY MEXICO

FOURTH-QUARTER SALES INCREASED 16.9% TO PS.1,894.6 MILLION COMPARED WITH PS.1,621.3 MILLION IN THE SAME PERIOD OF 2005. **FULL-YEAR SALES** INCREASED 19.6% TO PS.7,452.7 MILLION COMPARED WITH PS.6,229.2 MILLION IN 2005. THE ANNUAL INCREASE WAS MAINLY ATTRIBUTABLE TO A 14.4% INCREASE IN THE SUBSCRIBER BASE AND HIGHER ADVERTISING REVENUES. AS OF DECEMBER 31, 2006, THE NUMBER OF GROSS ACTIVE SUBSCRIBERS REACHED 1,430,100 (INCLUDING 91,100 COMMERCIAL SUBSCRIBERS), COMPARED WITH 1,250,600 (INCLUDING 70,100 COMMERCIAL SUBSCRIBERS) AS OF DECEMBER 31, 2005.

FOURTH-QUARTER OPERATING SEGMENT INCOME INCREASED 29.2% TO PS.922.7 MILLION COMPARED WITH PS.714.3 MILLION IN 2005, AND OPERATING SEGMENT INCOME MARGIN REACHED 48.7%. **FULL-YEAR OPERATING SEGMENT INCOME** INCREASED 35.8% TO PS.3,555.5 MILLION COMPARED WITH PS.2,618.8 MILLION IN 2005, AND OPERATING SEGMENT INCOME MARGIN REACHED 47.7%. THESE RESULTS CAME FROM HIGHER SALES, WHICH WERE PARTIALLY OFFSET BY HIGHER COST OF SALES AND OPERATING EXPENSES.

CABLE TELEVISION

FOURTH-QUARTER SALES INCREASED 36.9% TO PS.555.6 MILLION COMPARED WITH PS.405.7 MILLION IN THE SAME PERIOD OF 2005. **FULL-YEAR SALES** INCREASED 35.7% TO PS.1,984.7 MILLION

COMPARED WITH PS.1,462.1 MILLION IN 2005. THE ANNUAL INCREASE WAS ATTRIBUTABLE TO I) A 17.6% INCREASE IN THE SUBSCRIBER BASE, WHICH, AS OF DECEMBER 31, 2006, REACHED 496,520, ALL OF WHICH ARE DIGITAL SUBSCRIBERS, COMPARED WITH THE PREVIOUS YEAR'S SUBSCRIBER BASE OF 422,088 (INCLUDING 283,207 DIGITAL SUBSCRIBERS); II) A 57.5% INCREASE IN BROADBAND SUBSCRIBERS TO 96,035 COMPARED WITH 60,986 REPORTED FOR 2005; AND III) A 6% RATE INCREASE IN CABLEVISION VIDEO SERVICE PACKAGES EFFECTIVE MARCH 1, 2006.

FOURTH-QUARTER OPERATING SEGMENT INCOME INCREASED 28.1% TO PS.228.6 MILLION COMPARED WITH PS.178.5 MILLION IN 2005, AND OPERATING SEGMENT INCOME MARGIN REACHED 41.1%. **FULL-YEAR OPERATING SEGMENT INCOME** INCREASED 60.3% TO PS.816.8 MILLION COMPARED WITH PS.509.4 MILLION IN 2005, AND OPERATING SEGMENT INCOME MARGIN REACHED 41.2%. THESE RESULTS REFLECTED HIGHER SALES, WHICH WERE PARTIALLY OFFSET BY HIGHER COST OF SALES AND OPERATING EXPENSES.

RADIO

FOURTH-QUARTER SALES INCREASED 11.9% TO PS.125.6 MILLION COMPARED WITH PS.112.2 MILLION IN THE SAME PERIOD OF 2005. **FULL-YEAR SALES** INCREASED 23.9% TO PS.444.6 MILLION COMPARED WITH PS.358.7 MILLION IN 2005. THE ANNUAL INCREASE WAS ATTRIBUTABLE TO I) THE BROADCAST OF THE 2006 FIFA WORLD CUP, AND II) POLITICAL ADVERTISING RELATED TO THE PRESIDENTIAL ELECTIONS IN MEXICO. THESE INCREASES WERE PARTIALLY OFFSET BY LOWER SALES GENERATED BY OUR AFFILIATION AGREEMENT WITH RADIORAMA.

FOURTH-QUARTER OPERATING SEGMENT INCOME INCREASED 37.5% TO PS.35.9 MILLION COMPARED WITH PS.26.1 MILLION IN 2005, AND OPERATING SEGMENT INCOME MARGIN REACHED 28.6%. **FULL-YEAR OPERATING SEGMENT INCOME** INCREASED 74.2% TO PS.94.6 MILLION COMPARED WITH PS.54.3 MILLION IN 2005, AND OPERATING SEGMENT INCOME MARGIN REACHED 21.3%. THESE RESULTS REFLECTED HIGHER SALES, WHICH WERE PARTIALLY OFFSET BY HIGHER COST OF SALES AND OPERATING EXPENSES.

OTHER BUSINESSES

FOURTH-QUARTER SALES INCREASED 6.4% TO PS.368.7 MILLION COMPARED WITH PS.346.4 MILLION IN THE SAME PERIOD OF 2005. **FULL-YEAR SALES** INCREASED marginally, by 2.2%, TO PS.1,408.1 MILLION COMPARED WITH PS.1,377.8 MILLION IN 2005. THE ANNUAL DECREASE WAS ATTRIBUTABLE TO LOWER SALES IN OUR FEATURE-FILM DISTRIBUTION BUSINESS AS WELL AS IN OUR ESMAS.COM INTERNET PORTAL DUE TO LOWER SALES IN OUR SMS MESSAGING SERVICE. THESE DECREASES WERE PARTIALLY OFFSET BY HIGHER SALES IN OUR SPORTS AND GAMING BUSINESSES.

FOURTH-QUARTER OPERATING SEGMENT LOSS INCREASED TO PS.134.2 MILLION COMPARED WITH A LOSS OF PS.108.4 MILLION REPORTED IN THE PREVIOUS YEAR'S FOURTH QUARTER. **FULL-YEAR OPERATING SEGMENT LOSS** INCREASED TO PS.311.4 MILLION COMPARED WITH A LOSS OF PS.187.6 MILLION IN 2005. THESE RESULTS WERE ATTRIBUTABLE TO LOWER SALES AND HIGHER OPERATING EXPENSES, WHICH WERE PARTIALLY OFFSET BY LOWER COST OF SALES.

INTERSEGMENT SALES

INTERSEGMENT SALES FOR 2006 AND 2005, AMOUNTED TO PS.1,089.3 MILLION AND PS.1,087.5 MILLION, RESPECTIVELY.

CORPORATE EXPENSES

IN 2005, WE ADOPTED THE GUIDELINES OF THE INTERNATIONAL FINANCIAL REPORTING STANDARD 2, "SHARE-BASED PAYMENT," ISSUED BY THE INTERNATIONAL ACCOUNTING STANDARDS BOARD, WHICH REQUIRE ACCRUING IN STOCKHOLDERS' EQUITY THE SHARE-BASED COMPENSATION EXPENSE MEASURED AT FAIR VALUE AT THE TIME THE EQUITY BENEFITS ARE GRANTED TO OUR OFFICERS AND EMPLOYEES. IN 2006, WE RECOGNIZED A SHARE-BASED COMPENSATION EXPENSE OF APPROXIMATELY PS.235 MILLION AS A CORPORATE EXPENSE.

NON-OPERATING RESULTS

INTEGRAL COST OF FINANCING

THE NET EXPENSE ATTRIBUTABLE TO THE INTEGRAL COST OF FINANCING DECREASED BY PS.754.6 MILLION, OR 40.7%, TO PS.1,099.7 MILLION IN 2006 COMPARED WITH PS.1,854.3 MILLION IN 2005. THIS DECREASE REFLECTED PRIMARILY I) A PS.566.5 MILLION DECREASE IN NET FOREIGN-EXCHANGE LOSS RESULTING PRIMARILY FROM THE DIFFERENCE BETWEEN THE SPOT RATE AND THE FOREIGN-EXCHANGE RATE OF THE COUPON SWAPS ENTERED INTO BY US, IN CONJUNCTION WITH A 1.66% DEPRECIATION OF THE MEXICAN PESO AGAINST THE US DOLLAR IN 2006 COMPARED WITH A 4.69% APPRECIATION OF THE MEXICAN PESO AGAINST THE US DOLLAR IN 2005; II) A PS.283.5 MILLION DECREASE IN INTEREST EXPENSE, PRIMARILY DUE TO BOTH A LOWER AVERAGE AMOUNT OF OUTSTANDING DEBT AND A REDUCTION IN THE WEIGHTED-AVERAGE INTEREST RATE; AND III) A PS.124.4 MILLION INCREASE IN INTEREST INCOME PRIMARILY IN CONNECTION WITH A HIGHER AVERAGE AMOUNT OF TEMPORARY INVESTMENTS. THESE FAVORABLE VARIANCES WERE PARTIALLY OFFSET BY A PS.219.8 MILLION INCREASE IN LOSS FROM MONETARY POSITION RESULTING PRIMARILY FROM A HIGHER NET MONETARY ASSET POSITION, AND A HIGHER ANNUAL INFLATION RATE IN 2006 (4.05%) COMPARED WITH 2005 (3.3%).

RESTRUCTURING AND NON-RECURRING CHARGES

RESTRUCTURING AND NON-RECURRING CHARGES INCREASED BY PS.375.2 MILLION TO PS.614.4 MILLION IN 2006 COMPARED WITH PS.239.2 MILLION IN 2005. THIS INCREASE REFLECTED PRIMARILY THE RECOGNITION OF CERTAIN NON-RECURRING EXPENSES INCURRED IN CONNECTION WITH THE TENDER OFFER MADE BY SKY MEXICO IN THE SECOND QUARTER 2006 FOR MOST OF ITS SENIOR NOTES DUE 2013.

OTHER EXPENSE, NET

OTHER EXPENSE, NET, DECREASED BY PS.272 MILLION, OR 56.3%, TO PS.211 MILLION IN 2006 COMPARED WITH PS.483 MILLION IN 2005. THIS DECREASE REFLECTED PRIMARILY THE ABSENCE OF LOSS ON DISPOSITION OF BOTH INVESTMENTS AND FIXED ASSETS IN 2006, WHICH EFFECT WAS PARTIALLY OFFSET BY AN INCREASE IN ADVISORY AND PROFESSIONAL SERVICES. IN 2006, OTHER EXPENSE, NET, COMPRISES PRIMARILY DONATIONS AND ADVISORY AND PROFESSIONAL SERVICES.

INCOME TAXES

INCOME TAXES INCREASED BY PS.1,244.8 MILLION, TO PS.2,047.2 MILLION IN 2006 COMPARED WITH PS.802.4 MILLION IN 2005. THIS INCREASE REFLECTED BOTH A HIGHER INCOME TAX BASE AND A HIGHER EFFECTIVE INCOME TAX RATE.

EQUITY IN RESULTS OF AFFILIATES, NET

EQUITY IN RESULTS OF AFFILIATES, NET, DECREASED BY PS.768.9 MILLION TO AN EQUITY IN LOSSES OF AFFILIATES OF PS.602.2 MILLION IN 2006 COMPARED TO AN EQUITY IN EARNINGS OF AFFILIATES OF PS.166.7 MILLION IN 2005. THIS DECREASE REFLECTED PRIMARILY AN EQUITY IN LOSS OF LA SEXTA, OUR 40% INTEREST IN A FREE-TO-AIR TELEVISION CHANNEL IN SPAIN, WHICH STARTED OPERATIONS IN MARCH 2006.

CUMULATIVE LOSS EFFECT OF ACCOUNTING CHANGE

IN 2006, THIS LINE REFLECTED THE ABSENCE OF A CUMULATIVE LOSS OF ACCOUNTING CHANGE OF PS.526.6 MILLION, WHICH WAS RECOGNIZED IN 2005, IN CONNECTION WITH I) THE CUMULATIVE LOSS EFFECT OF PS.336.7 MILLION, IN CONNECTION WITH THE INITIAL ACCRUAL OF SHARE-BASED COMPENSATION EXPENSE FOR BENEFITS GRANTED TO EXECUTIVES AND EMPLOYEES UNDER THE TERMS OF OUR STOCK PURCHASE PLAN AND LONG-TERM RETENTION PLAN, IN ACCORDANCE WITH THE GUIDELINES OF IFRS 2, "SHARE-BASED PAYMENT," ISSUED BY THE INTERNATIONAL ACCOUNTING STANDARDS BOARD; AND II) THE CUMULATIVE LOSS EFFECT OF PS.189.9 MILLION, NET OF INCOME TAXES, IN CONNECTION WITH THE INITIAL ACCRUAL OF CERTAIN SEVERANCE PAYMENTS, IN ACCORDANCE WITH THE GUIDELINES OF REVISED BULLETIN D-3, "LABOR OBLIGATIONS," ISSUED BY THE MEXICAN INSTITUTE OF PUBLIC ACCOUNTANTS.

MINORITY INTEREST

MINORITY INTEREST IN CONSOLIDATED NET INCOME DECREASED BY PS.539.8 MILLION, OR 47.9%, TO PS.588.2 MILLION IN 2006 COMPARED WITH PS.1,128 MILLION IN 2005. THIS DECREASE REFLECTED PRIMARILY A LOWER PORTION OF NET INCOME ATTRIBUTABLE TO THE INTEREST HELD BY MINORITY EQUITY OWNERS IN THE SKY MEXICO BUSINESS.

OTHER RELEVANT INFORMATION

CAPITAL EXPENDITURES AND INVESTMENTS

IN 2006 OUR CAPITAL EXPENDITURES TOTALED US\$298.5 MILLION, INCLUDING US\$75.9 MILLION FOR OUR CABLE TELEVISION SEGMENT, US\$91.2 MILLION FOR SKY MEXICO, US\$22.5 MILLION FOR GAMING, AND US\$108.9 MILLION IN OUR TELEVISION BROADCASTING AND OTHER BUSINESS SEGMENTS. IN ADDITION, DURING 2006 WE MADE INVESTMENTS RELATED TO OUR 40% INTEREST IN LA SEXTA FOR AN AGGREGATE AMOUNT OF €103.4 MILLION EUROS.

IN NOVEMBER 2006, THE COMPANY INVESTED US\$258 MILLION IN LONG-TERM NOTES CONVERTIBLE INTO 99.99% OF THE EQUITY OF ALVAFIG S.A. DE C.V., WHICH HOLDS 49% OF THE EQUITY OF CABLEMÁS S.A. DE C.V. ("CABLEMÁS"). THE LONG-TERM NOTES HAVE A FIVE-YEAR MATURITY WITH A COUPON RATE OF 8% IN THE FIRST YEAR AND 10% IN SUBSEQUENT YEARS. CABLEMÁS IS THE SECOND LARGEST CABLE OPERATOR IN MEXICO OPERATING IN 48 CITIES. AS OF SEPTEMBER 30, 2006 CABLEMÁS' CABLE NETWORK SERVED 675,695 CABLE TELEVISION SUBSCRIBERS, 159,732 HIGH-SPEED INTERNET SUBSCRIBERS AND 20,616 IP-TELEPHONY LINES WITH APPROXIMATELY 1.9 MILLION HOMES PASSED. THE CONVERSION OF THE LONG-TERM NOTES INTO EQUITY IS SUBJECT TO APPROVAL BY THE REGULATORY AUTHORITIES IN MEXICO.

DEBT

THE TOTAL CONSOLIDATED DEBT AMOUNTED TO PS.18,781.7 MILLION AND PS.19,226.7 MILLION AS OF DECEMBER 31, 2006 AND 2005, RESPECTIVELY, WHICH INCLUDED A CURRENT PORTION OF LONG-TERM DEBT IN THE AMOUNT OF PS.986.4 MILLION AND PS.354.3 MILLION, RESPECTIVELY.

ADDITIONALLY, SKY MEXICO HAD A SATELLITE TRANSPONDER LEASE OBLIGATION IN THE AMOUNT OF PS.1,206.6 MILION AND PS.1,313.7 MILLION AS OF DECEMBER 31, 2006 AND 2005, RESPECTIVELY, WHICH INCLUDED A CURRENT PORTION OF PS.86.2 MILLION AND PS.78.7 MILLION, RESPECTIVELY.

AS OF DECEMBER 31, 2006 AND 2005, OUR CONSOLIDATED NET DEBT WAS PS.2,971 MILLION AND PS.3,849.7 MILLION, RESPECTIVELY.

UNIVISION

IN THIRD QUARTER 2006, WE ANNOUNCED OUR INTENTION TO HAVE OUR SHARES AND WARRANTS OF UNIVISION COMMON STOCK CASHED OUT IN CONNECTION WITH THE MERGER CONTEMPLATED BY A RELATED AGREEMENT ENTERED INTO BY UNIVISION AND AN ACQUIRING INVESTOR GROUP. ACCORDINGLY, BEGINNING JULY 1, 2006, WE I) CLASSIFIED OUR INVESTMENT IN SHARES OF UNIVISION COMMON STOCK AS A CURRENT AVAILABLE-FOR-SALE FINANCIAL ASSET; II) DISCONTINUED THE RECOGNITION OF ANY EQUITY METHOD RESULT RELATED TO THIS INVESTMENT; III) RECORDED THIS FINANCIAL ASSET AT FAIR VALUE, WITH UNREALIZED GAINS AND LOSSES INCLUDED IN THE GROUP'S CONSOLIDATED STOCKHOLDERS' EQUITY AS ACCUMULATED OTHER COMPREHENSIVE RESULT; AND IV) THIS FINANCIAL ASSET IS BEING HEDGED BY THE GROUP'S OUTSTANDING SENIOR NOTES DUE 2011, 2025 AND 2032, IN THE AGGREGATE AMOUNT OF APPROXIMATELY U.S.\$971.9 MILLION.

ON MARCH 29, 2007, AS A RESULT OF THE CLOSING OF THE MERGER BETWEEN UNIVISION AND AN INVESTOR ACQUIRING GROUP, ALL OF TELEVISA'S SHARES AND WARRANTS, WITH EXERCISE PRICES BELOW THE PER-SHARE MERGER CONSIDERATION, IN UNIVISION WERE CONVERTED INTO CASH IN AN AGGREGATE AMOUNT OF APPROXIMATELY U.S.\$1,094.4 MILLION.

SHARE BUYBACK PROGRAM

FROM JANUARY 1 THROUGH DECEMBER 31, 2006, WE REPURCHASED APPROXIMATELY 57.4 MILLION CPOS FOR PS.2,544.3 MILLION IN NOMINAL TERMS, OF WHICH APPROXIMATELY 3.7 MILLION CPOS WERE CANCELLED IN APRIL 2006. AT OUR UPCOMING SHAREHOLDER MEETING SCHEDULED FOR APRIL 2007, WE WILL PROPOSE TO SHAREHOLDERS TO CANCEL THE REMAINING 53.7 MILLION CPOS.

ADVERTISING SALES PLAN

AS OF DECEMBER 31, 2006, WE HAD RECEIVED AGGREGATE UPFRONT ADVERTISING DEPOSITS FOR TELEVISION ADVERTISING OF APPROXIMATELY PS.15,946 MILLION IN NOMINAL TERMS, REPRESENTING A 8.3% INCREASE IN REAL TERMS COMPARED WITH THE PRIOR YEAR. APPROXIMATELY 61.9% OF THE ADVANCE DEPOSITS AS OF DECEMBER 31, 2006, WERE IN THE FORM OF SHORT-TERM, NON-INTEREST-BEARING NOTES RECEIVABLE MATURING THE FOLLOWING YEAR, WITH THE REMAINDER CONSISTING OF CASH DEPOSITS. THE WEIGHTED-AVERAGE MATURITY OF THESE NOTES WAS 3.6 MONTHS.

TELEVISION RATINGS AND AUDIENCE SHARE

NATIONAL URBAN RATINGS AND AUDIENCE SHARE REPORTED BY IBOPE CONFIRM THAT, IN 2006, TELEVISA CONTINUED TO DELIVER STRONG RATINGS AND AUDIENCE SHARES. DURING WEEKDAY PRIME TIME (19:00 TO 23:00, MONDAY TO FRIDAY), AUDIENCE SHARE AMOUNTED TO 70.1%; IN PRIME TIME (16:00 TO 23:00, MONDAY TO SUNDAY), AUDIENCE SHARE AMOUNTED TO 69.5%; AND IN SIGN-ON TO SIGN-OFF (6:00 TO 24:00, MONDAY TO SUNDAY), AUDIENCE SHARE AMOUNTED TO 71.0%. IN 2006, TELEVISA AIRED 84% AND 83% OF THE TOP-200 AND TOP-100 RATED PROGRAMS, RESPECTIVELY.

OUTLOOK FOR 2007

FOR THE FULL-YEAR, WE EXPECT TELEVISION BROADCASTING SALES TO DECREASE MARGINALLY, DUE TO LAST YEAR'S NON-RECURRING POLITICAL AND WORLD CUP ADVERTISING, AND OPERATING SEGMENT INCOME MARGIN TO REMAIN ABOVE 50 PERCENT.

ABOUT TELEVISA

GRUPO TELEVISA, S.A.B., IS THE LARGEST MEDIA COMPANY IN THE SPANISH-SPEAKING WORLD AND A MAJOR PARTICIPANT IN THE INTERNATIONAL ENTERTAINMENT BUSINESS. IT HAS INTERESTS IN TELEVISION PRODUCTION AND BROADCASTING, PRODUCTION OF PAY TELEVISION NETWORKS, INTERNATIONAL DISTRIBUTION OF TELEVISION PROGRAMMING, DIRECT-TO-HOME SATELLITE SERVICES, PUBLISHING AND PUBLISHING DISTRIBUTION, CABLE TELEVISION, RADIO PRODUCTION AND BROADCASTING, PROFESSIONAL SPORTS AND LIVE ENTERTAINMENT, FEATURE FILM PRODUCTION AND DISTRIBUTION, GAMING, AND THE OPERATION OF A HORIZONTAL INTERNET PORTAL. GRUPO TELEVISA ALSO OWNS AN UNCONSOLIDATED EQUITY STAKE IN LA SEXTA, A FREE-TO-AIR TELEVISION VENTURE IN SPAIN.

DISCLAIMER

THIS ANNEX CONTAINS FORWARD-LOOKING STATEMENTS REGARDING THE COMPANY'S RESULTS AND PROSPECTS. ACTUAL RESULTS COULD DIFFER MATERIALLY FROM THESE STATEMENTS. THE FORWARD-LOOKING STATEMENTS IN THIS ANNEX SHOULD BE READ IN CONJUNCTION WITH THE FACTORS DESCRIBED IN "ITEM 3. KEY INFORMATION - FORWARD-LOOKING STATEMENTS" IN THE COMPANY'S ANNUAL REPORT ON FORM 20-F, WHICH, AMONG OTHERS, COULD CAUSE ACTUAL RESULTS TO DIFFER MATERIALLY FROM THOSE CONTAINED IN FORWARD-LOOKING STATEMENTS MADE IN THIS ANNEX AND IN ORAL STATEMENTS MADE BY AUTHORIZED OFFICERS OF THE COMPANY. READERS ARE CAUTIONED NOT TO PLACE UNDUE RELIANCE ON THESE FORWARD-LOOKING STATEMENTS, WHICH SPEAK ONLY AS OF THEIR DATES. THE COMPANY UNDERTAKES NO OBLIGATION TO PUBLICLY UPDATE OR REVISE ANY FORWARD-LOOKING STATEMENTS, WHETHER AS A RESULT OF NEW INFORMATION, FUTURE EVENTS OR OTHERWISE.

FINANCIAL STATEMENT NOTES**AUDITED INFORMATION****CONSOLIDATED
Final Printing**

GRUPO TELEVISIA, S.A.B.
 NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
 FOR THE YEARS ENDED DECEMBER 31, 2006 AND 2005
 (IN THOUSANDS OF MEXICAN PESOS IN PURCHASING POWER AS
 OF DECEMBER 31, 2006, EXCEPT PER CPO, PER SHARE, AND PER UDI AMOUNTS)

1. ACCOUNTING POLICIES:

THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS OF GRUPO TELEVISIA, S.A.B. (THE "COMPANY") AND ITS CONSOLIDATED ENTITIES (COLLECTIVELY, THE "GROUP"), AS OF DECEMBER 31, 2006 AND 2005, AND FOR THE YEARS ENDED ON THOSE DATES, ARE UNAUDITED. IN THE OPINION OF MANAGEMENT, ALL ADJUSTMENTS (CONSISTING PRINCIPALLY OF NORMAL RECURRING ADJUSTMENTS) NECESSARY FOR A FAIR PRESENTATION OF THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS HAVE BEEN INCLUDED THEREIN.

FOR PURPOSES OF THESE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS, CERTAIN INFORMATION AND DISCLOSURES, NORMALLY INCLUDED IN FINANCIAL STATEMENTS PREPARED IN ACCORDANCE WITH MEXICAN FINANCIAL REPORTING STANDARDS ("MEXICAN FRSS"), HAVE BEEN CONDENSED OR OMITTED. THESE CONDENSED CONSOLIDATED STATEMENTS SHOULD BE READ IN CONJUNCTION WITH THE GROUP'S CONSOLIDATED AND AUDITED FINANCIAL STATEMENTS AND NOTES THERETO FOR THE YEARS ENDED DECEMBER 31, 2005 AND 2006, WHICH INCLUDE, AMONG OTHER DISCLOSURES, THE GROUP'S MOST SIGNIFICANT ACCOUNTING POLICIES, WHICH HAVE BEEN APPLIED ON A CONSISTENT BASIS FOR THE YEAR ENDED DECEMBER 31, 2006.

2. PROPERTY, PLANT AND EQUIPMENT:

PROPERTY, PLANT AND EQUIPMENT AS OF DECEMBER 31, CONSISTED OF:

| | 2006 | | 2005 |
|-----------------------------|---------------|-----|--------------|
| BUILDINGS | Ps. 8,394,388 | Ps. | 8,287,664 |
| BUILDING IMPROVEMENTS | 1,632,675 | | 1,646,510 |
| TECHNICAL EQUIPMENT | 20,118,867 | | 18,698,870 |
| SATELLITE TRANSPONDERS | 1,694,099 | | 1,702,468 |
| FURNITURE AND FIXTURES | 576,030 | | 520,339 |
| TRANSPORTATION EQUIPMENT | 1,263,059 | | 1,150,699 |
| COMPUTER EQUIPMENT | 1,594,073 | | 1,471,032 |
| | 35,273,191 | | 33,477,582 |
| ACCUMULATED DEPRECIATION | (19,449,494) | | (17,870,662) |
| | 15,823,697 | | 15,606,920 |

| | | |
|--|----------------|----------------|
| LAND | 3,988,747 | 3,975,677 |
| CONSTRUCTION AND PROJECTS IN PROGRESS | 1,163,495 | 945,587 |
| | Ps. 20,975,939 | Ps. 20,528,184 |

DEPRECIATION CHARGED TO INCOME FOR THE YEARS ENDED DECEMBER 31, 2006 AND 2005, WAS PS.2,349,901 AND PS.2,168,828, RESPECTIVELY.

3. LONG-TERM DEBT SECURITIES:

AS OF DECEMBER 31, THE GROUP'S CONSOLIDATED LONG-TERM DEBT SECURITIES OUTSTANDING WERE AS FOLLOWS:

| LONG-TERM DEBT SECURITIES | 2006 | | 2005 | |
|---|--|------------------|--|------------------|
| | U.S. DOLLAR PRINCIPAL AMOUNTS (THOUSANDS) | MEXICAN PESOS | U.S. DOLLAR PRINCIPAL AMOUNTS (THOUSANDS) | MEXICAN PESOS |
| 11.875% SERIES "B" SENIOR NOTES DUE 2006 (A) | \$ - | Ps. - | \$ 5,343 | Ps. 59,078 |
| 8.000% SENIOR NOTES DUE 2011 (A) (B) | 71,951 | 777,251 | 75,484 | 834,643 |
| 6.625% SENIOR NOTES DUE 2025 (A) (B) | 600,000 | 6,481,500 | 600,000 | 6,634,328 |
| 8.500% SENIOR NOTES DUE 2032 (A) | 300,000 | 3,240,750 | 300,000 | 3,317,164 |
| 9.375% SENIOR NOTES DUE 2013 (C) | 11,251 | 121,539 | 300,000 | 3,317,164 |
| | \$ 983,202 | 10,621,040 | \$ 1,280,827 | 14,162,377 |
| 8.15% UDI-DENOMINATED NOTES DUE 2007 (B) (D) | | 980,246 | | 979,214 |
| | | Ps. 11,601,286 | | Ps. 15,141,591 |

(A) THESE SENIOR NOTES ARE UNSECURED OBLIGATIONS OF THE COMPANY, RANK EQUALLY IN RIGHT OF PAYMENT WITH ALL EXISTING AND FUTURE UNSECURED AND UNSUBORDINATED INDEBTEDNESS OF THE COMPANY, AND ARE JUNIOR IN RIGHT OF PAYMENT TO ALL OF THE EXISTING AND FUTURE LIABILITIES OF THE COMPANY'S SUBSIDIARIES. INTEREST ON SENIOR NOTES DUE 2011, 2025 AND 2032, INCLUDING ADDITIONAL AMOUNTS PAYABLE IN RESPECT OF CERTAIN MEXICAN WITHHOLDING TAXES, IS 8.41%, 6.97% AND 8.94% PER ANNUM, RESPECTIVELY, AND IS PAYABLE SEMI-ANNUALLY. THESE SENIOR NOTES MAY NOT BE REDEEMED PRIOR TO MATURITY, EXCEPT IN THE EVENT OF CERTAIN CHANGES IN LAW AFFECTING THE MEXICAN WITHHOLDING TAX TREATMENT OF CERTAIN PAYMENTS ON THE SECURITIES, IN WHICH CASE THE SECURITIES WILL BE REDEEMABLE, AS A WHOLE BUT NOT IN PART, AT THE OPTION OF THE COMPANY. THE SENIOR NOTES DUE 2011 AND 2032 WERE PRICED AT 98.793% AND 99.431%, RESPECTIVELY, FOR A YIELD TO MATURITY OF 8.179% AND 8.553%, RESPECTIVELY. THE AGREEMENT OF THESE SENIOR NOTES CONTAINS CERTAIN COVENANTS THAT LIMIT THE ABILITY OF THE COMPANY AND CERTAIN RESTRICTED SUBSIDIARIES ENGAGED IN TELEVISION BROADCASTING, PAY TELEVISION NETWORKS AND PROGRAMMING EXPORTS,

TO INCUR OR ASSUME LIENS, PERFORM SALE AND LEASEBACK TRANSACTIONS, AND CONSUMMATE CERTAIN MERGERS, CONSOLIDATIONS AND SIMILAR TRANSACTIONS. SUBSTANTIALLY ALL OF THESE SENIOR NOTES ARE REGISTERED WITH THE U.S. SECURITIES AND EXCHANGE COMMISSION.

(B) IN MARCH AND MAY 2005, THE COMPANY ISSUED SENIOR NOTES DUE 2025 IN THE AGGREGATE AMOUNT OF U.S.\$400 MILLION AND U.S.\$200 MILLION, RESPECTIVELY, WHICH WERE PRICED AT 98.081% AND 98.632%, RESPECTIVELY, FOR A YIELD TO MATURITY OF 6.802% AND 6.787%, RESPECTIVELY. THE NET PROCEEDS OF THE U.S.\$400 MILLION OFFERING, TOGETHER WITH CASH ON HAND, WERE USED TO FUND THE GROUP'S TENDER OFFERS MADE AND EXPIRED IN MARCH 2005 FOR ANY OR ALL OF THE SENIOR NOTES DUE 2011 AND THE MEXICAN PESOS EQUIVALENT OF UDI-DENOMINATED NOTES DUE 2007, AND PREPAID PRINCIPAL AMOUNT OF THESE SECURITIES IN THE AMOUNT OF APPROXIMATELY U.S.\$222.0 MILLION AND PS.2,935,097 (NOMINAL), RESPECTIVELY, REPRESENTING APPROXIMATELY 74% AND 76% OF THE OUTSTANDING PRINCIPAL AMOUNT OF THESE SECURITIES, RESPECTIVELY. THE NET PROCEEDS OF THE U.S.\$200 MILLION ISSUANCE WERE USED FOR CORPORATE PURPOSES, INCLUDING THE PREPAYMENT OF SOME OF THE GROUP'S OUTSTANDING INDEBTEDNESS.

(C) THESE SENIOR NOTES ARE UNSECURED AND UNSUBORDINATED INDEBTEDNESS OF SKY MEXICO. INTEREST ON THESE SENIOR NOTES, INCLUDING ADDITIONAL AMOUNTS PAYABLE IN RESPECT OF CERTAIN MEXICAN WITHHOLDING TAXES, IS 9.8580%, AND IS PAYABLE SEMI-ANNUALLY. SKY MEXICO MAY, AT ITS OWN OPTION, REDEEM THESE SENIOR NOTES, IN WHOLE OR IN PART, AT ANY TIME ON OR AFTER SEPTEMBER 19, 2008 AT REDEMPTION PRICES FROM 104.6875% TO 101.5625% BETWEEN SEPTEMBER 19, 2008 THROUGH SEPTEMBER 18, 2011, OR 100% COMMENCING ON SEPTEMBER 19, 2011, PLUS ACCRUED AND UNPAID INTEREST, IF ANY. IN APRIL 2006, SKY MEXICO CONCLUDED AN OFFER TO PURCHASE ALL OF THESE SENIOR NOTES WITH THE TENDER OF 96.25% OF THE OUTSTANDING PRINCIPAL AMOUNT OF THESE SENIOR NOTES IN THE AGGREGATE AMOUNT OF APPROXIMATELY U.S.\$324.3 MILLION. THIS TRANSACTION TOGETHER WITH RELATED FEES AND EXPENSES WERE FINANCED WITH TWO 10-YEAR BANK LOANS ENTERED INTO BY SKY MEXICO AND GUARANTEED BY THE COMPANY IN THE AGGREGATE PRINCIPAL AMOUNT OF PS.3,500,000, AND THE REMAINING WITH CASH ON HAND. ANNUAL INTEREST ON THIS MEXICAN PESO INDEBTEDNESS IS AT THE WEIGHTED AVERAGE OF 8.836% FOR THE FIRST THREE YEARS, AND FLUCTUATES BETWEEN 8.74% AND THE MEXICAN INTERBANK RATE PLUS 24 BASIS POINTS FOR THE LAST SEVEN YEARS, AND IS PAYABLE ON A MONTHLY BASIS.

(D) NOTES DENOMINATED IN MEXICAN INVESTMENT UNITS ("UNIDADES DE INVERSIÓN" OR "UDIS"), REPRESENTING 258,711,400 UDIS AS OF DECEMBER 31, 2006 AND 2005, RESPECTIVELY. INTEREST ON THESE NOTES IS PAYABLE SEMI-ANNUALLY. THE BALANCE AS OF DECEMBER 31, 2006 AND 2005 INCLUDES RESTAMENT OF PS.265,578 AND PS.235,581, RESPECTIVELY. THE UDI VALUE AS OF DECEMBER 31, 2006, WAS OF PS.3.788954 PER UDI.

IN CONNECTION WITH ITS NET INVESTMENT IN SHARES OF UNIVISION, THE GROUP HAS DESIGNATED AS AN EFFECTIVE HEDGE OF FOREIGN EXCHANGE EXPOSURE THE OUTSTANDING

PRINCIPAL AMOUNT OF A PORTION OF ITS U.S. - DOLLAR - DENOMINATED SENIOR NOTES DUE 2011, 2025 AND 2032, WHICH TOTAL PRINCIPAL AMOUNT WAS OF U.S.\$775.5 MILLION AND U.S.\$971.9 MILLION AS OF DECEMBER 31, 2005 AND 2006, RESPECTIVELY. CONSEQUENTLY, ANY FOREIGN EXCHANGE GAIN OR LOSS ATTRIBUTABLE TO THIS DESIGNATED HEDGING LONG-TERM DEBT WAS CREDITED OR CHARGED DIRECTLY TO EQUITY (OTHER COMPREHENSIVE INCOME OR LOSS) (SEE NOTES 7 AND 16).

IN JANUARY 2006, THE COMPANY REPURCHASED APPROXIMATELY U.S.\$3.5 MILLION, OF THE OUTSTANDING PRINCIPAL AMOUNT OF SENIOR NOTES DUE 2011 IN THE AGGREGATE AMOUNT OF APPROXIMATELY U.S.\$4.0 MILLION.

4. CONTINGENCIES:

IN JUNE 2003, THE COMPANY WAS NOTIFIED BY THE MEXICAN TAX AUTHORITY OF A FEDERAL TAX CLAIM MADE AGAINST THE COMPANY FOR APPROXIMATELY PS.960,657, INCLUDING PENALTIES AND SURCHARGES, FOR AN ALLEGED ASSET TAX LIABILITY FOR THE YEAR 1994. THE COMPANY BELIEVES IT HAS MERITORIOUS DEFENSE AGAINST THIS CLAIM.

DURING 2006 AND 2007, THE GROUP FILED PETITIONS WITH MEXICAN FEDERAL COURTS IN RESPONSE TO ASSERTIONS MADE BY THE MEXICAN TAX AUTHORITIES THAT THE GROUP OWED INCOME TAXES IN CONNECTION WITH CERTAIN ACQUISITION OF EXCLUSIVITY RIGHTS OF SOCCER PLAYERS FROM FOREIGN ENTITIES IN 1999, 2000, 2001 AND 2002. THE GROUP BELIEVES IT HAS CERTAIN MERITORIOUS DEFENSES ON THESE CLAIMS AND SUFFICIENT AMOUNTS FOR THE ACCOUNT OF SUCH INCOME TAXES HAVE BEEN PROVIDED.

THERE ARE OTHER VARIOUS LEGAL ACTIONS AND OTHER CLAIMS PENDING AGAINST THE GROUP INCIDENTAL TO ITS BUSINESSES AND OPERATIONS. IN THE OPINION OF THE GROUP'S MANAGEMENT, NONE OF THESE PROCEEDINGS WILL HAVE A MATERIAL ADVERSE EFFECT ON THE GROUP'S FINANCIAL POSITION OR RESULTS OF OPERATIONS.

5. STOCKHOLDERS' EQUITY:

THE MAJORITY STOCKHOLDERS' EQUITY AS OF DECEMBER 31, IS ANALYZED AS FOLLOWS:

| | 2006 | | 2005 | |
|--|------------------|-------------------|------------------|-------------------|
| | NOMINAL PESOS | RESTATED PESOS | NOMINAL PESOS | RESTATED PESOS |
| CAPITAL STOCK ISSUED | Ps. 2,483,923 | Ps. 10,126,212 | Ps. 2,524,174 | Ps. 10,290,302 |
| ADDITIONAL PAID-IN CAPITAL | 3,841,792 | 4,383,180 | 3,841,792 | 4,383,180 |
| LEGAL RESERVE | 1,197,574 | 2,058,060 | 1,018,068 | 1,871,279 |
| RESERVE FOR REPURCHASE OF SHARES | 1,682,757 | 4,459,258 | 2,255,655 | 5,977,422 |
| UNAPPROPRIATED EARNINGS | 7,485,931 | 16,715,254 | 3,285,844 | 12,313,812 |
| CUMULATIVE GAIN ON EQUITY OF ASSOCIATES | 2,874,981 | 3,498,743 | 3,397,806 | 4,021,568 |
| CUMULATIVE EFFECT OF DEFERRED TAXES | (2,197,681) | (3,107,621) | (2,197,681) | (3,107,621) |
| ACCUMULATED OTHER COMPREHENSIVE LOSS | — | (4,094,823) | — | (4,604,052) |
| NET INCOME FOR THE YEAR | — | 8,586,188 | 6,125,542 | 6,373,822 |
| SHARES REPURCHASED | (6,959,807) | (7,603,171) | (6,493,138) | (7,330,702) |

TOTAL MAJORITY
STOCKHOLDERS' EQUITY

Ps. 35,021,280

Ps. 30,189,010

IN APRIL 2006, THE COMPANY'S STOCKHOLDERS APPROVED (I) THE PAYMENT OF A DIVIDEND IN THE AGGREGATE AMOUNT OF PS.1,119,749 (PS.1,087,049 NOMINAL), WHICH CONSISTED OF NOMINAL PS.0.35 PER CPO AND NOMINAL PS.0.00299145 PER SHARE, NOT IN THE FORM OF A CPO, AND WAS PAID IN CASH IN MAY 2006; AND (II) THE CANCELLATION OF APPROXIMATELY 5,888.5 MILLION OF SHARES OF CAPITAL STOCK IN THE FORM OF APPROXIMATELY 50.3 MILLION CPOS, WHICH WERE REPURCHASED BY THE COMPANY IN 2004, 2005 AND 2006.

AS OF DECEMBER 31, 2006, THE NUMBER OF SHARES ISSUED, REPURCHASED AND OUTSTANDING IS PRESENTED AS FOLLOWS:

| | ISSUED | REPURCHASED | OUTSTANDING |
|--------------------------|-----------------|----------------|-----------------|
| S E R I E S " A " SHARES | 123,478,023,925 | 9,693,420,060 | 113,784,603,865 |
| S E R I E S " B " SHARES | 59,162,448,976 | 5,597,758,127 | 53,564,690,849 |
| S E R I E S " D " SHARES | 90,372,213,365 | 5,155,717,964 | 85,216,495,401 |
| S E R I E S " L " SHARES | 90,372,213,365 | 5,155,717,964 | 85,216,495,401 |
| | 363,384,899,631 | 25,602,614,115 | 337,782,285,516 |

THE COMPANY'S SHARES REPURCHASED, AS WELL AS THEIR NET COST, AS OF DECEMBER 31, 2006, ARE PRESENTED AS A CHARGE TO STOCKHOLDERS' EQUITY, AS FOLLOWS:

| | A, B, D, AND L SHARES | | TOTAL | NET COST |
|--|-----------------------|-------------------------|----------------|-----------------|
| | IN THE FORM OF CPOS | NOT IN THE FORM OF CPOS | | |
| REPURCHASE PROGRAM (1) OWNED BY A COMPANY'S SUBSIDIARY | 6,283,683,900 | - | 6,283,683,900 | PS. (2,435,490) |
| (2) (3) ACQUIRED BY A COMPANY'S TRUST (4) | 3,131,390,574 | 537,563,559 | 3,668,954,133 | (837,097) |
| ADVANCE FOR ACQUISITION OF SHARES | 7,819,753,968 | 7,830,222,114 | 15,649,976,082 | (3,821,971) |
| (2) | - | - | - | (508,613) |
| | 17,234,828,442 | 8,367,785,673 | 25,602,614,115 | PS. (7,603,171) |

(1) DURING 2006, THE COMPANY REPURCHASED 6,714,056,700 SHARES IN THE FORM OF 57,385,100 CPOS, IN THE AMOUNT OF PS.2,595,366 (PS.2,544,326 NOMINAL). IN APRIL 2006, THE COMPANY CANCELLED 5,888,469,600 SHARES IN THE FORM OF 50,328,800 CPOS IN THE AMOUNT OF PS.1,682,254 (PS.1,570,121 NOMINAL).

(2) IN CONNECTION WITH THE COMPANY'S STOCK PURCHASE PLAN.

(3) IN MARCH, JULY AND DECEMBER 2006, THE GROUP RELEASED 2,159,501,058 SHARES, 1,272,976,263 SHARES AND 436,685,301 SHARES, RESPECTIVELY, IN THE FORM OF 18,457,274, CPOS, 10,880,139 CPOS AND 3,732,353 CPOS, RESPECTIVELY, IN THE AMOUNT OF APPROXIMATELY PS.172,022, PS.190,862 AND PS.64,974,

RESPECTIVELY, IN CONNECTION WITH THE COMPANY'S STOCK PURCHASE PLAN.

- (4) IN CONNECTION WITH THE COMPANY'S LONG-TERM RETENTION PLAN. IN APRIL AND DECEMBER 2006, THE GROUP RELEASED 40,018,680 SHARES AND 1,091,999,844 SHARES IN THE FORM OF 342,040 CPOS AND 9,333,332 CPOS, RESPECTIVELY, IN THE AMOUNT OF PS.4,019 AND PS.109,667, RESPECTIVELY, IN CONNECTION WITH THIS PLAN.

THE GROUP ACCRUED IN MAJORITY STOCKHOLDER'S EQUITY A SHARE-BASED COMPENSATION EXPENSE OF PS.235,047 (PS.230,798 NOMINAL) FOR THE YEAR ENDED DECEMBER 31, 2006, WHICH AMOUNT WAS REFLECTED IN CONSOLIDATED INCOME AS CORPORATE EXPENSE (SEE NOTE 11).

ON MARCH 22, 2006, THE COMPANY CHANGED FROM 20 TO FIVE CPOS REPRESENTING EACH GLOBAL DEPOSITARY SHARE ("GDS").

6. RESERVE FOR REPURCHASE OF SHARES:

AS OF DECEMBER 31, 2006, THE COMPANY MAINTAINED A RESERVE FOR REPURCHASE OF SHARES, WHICH WAS APPROVED BY THE SHAREHOLDERS OF THE COMPANY IN PRIOR YEARS BY APPROPRIATING FROM ACCUMULATED EARNINGS THE AMOUNT OF PS.7,483,296. THIS RESERVE WAS USED IN 1999, 2000, 2003 AND 2006, IN THE AMOUNT OF PS.307,687, PS.687,804, PS.510,383 AND PS.1,518,164, RESPECTIVELY, IN CONNECTION WITH THE CANCELLATION OF SHARES REPURCHASED BY THE COMPANY.

IN ACCORDANCE WITH THE MEXICAN SECURITIES LAW, ANY AMOUNT OF SHARES REPURCHASED AND HELD BY THE COMPANY SHOULD BE RECOGNIZED AS A CHARGE TO STOCKHOLDERS' EQUITY, AND ANY CANCELLATION OF SHARES REPURCHASED SHOULD BE RECOGNIZED AS A REDUCTION OF THE COMPANY'S CAPITAL STOCK ISSUED FOR AN AMOUNT PROPORTIONATE TO THE SHARES CANCELLED.

7. INTEGRAL COST OF FINANCING:

INTEGRAL COST OF FINANCING FOR THE YEARS ENDED DECEMBER 31, CONSISTED OF:

| | 2006 | | 2005 |
|---|---------------|-----|-----------|
| INTEREST EXPENSE (1) | Ps. 1,937,591 | Ps. | 2,221,015 |
| INTEREST INCOME | (1,094,266) | | (969,905) |
| FOREIGN EXCHANGE LOSS, NET (2) | 190,516 | | 757,036 |
| LOSS (GAIN) FROM MONETARY POSITION, NET (3) | 65,850 | | (153,887) |
| | Ps. 1,099,691 | Ps. | 1,854,259 |

- (1) INCLUDES RESTATEMENT OF UDI-DENOMINATED DEBT SECURITIES OF PS.39,843 AND PS.39,620 NET IN THE YEARS ENDED DECEMBER 31, 2006 AND 2005, RESPECTIVELY.
- (2) NET OF FOREIGN EXCHANGE LOSS IN 2006 AND 2005, INCLUDES A NET LOSS FROM FOREIGN CURRENCY DERIVATE CONTRACTS OF PS.57,745 AND PS.741,128, RESPECTIVELY. A FOREIGN EXCHANGE GAIN IN 2005 OF PS.433,752 AND FOREIGN EXCHANGE LOSS OF PS.33,175 IN 2006, WERE HEDGED BY THE GROUP'S NET INVESTMENT IN UNIVISION GROUP AND RECOGNIZED IN STOCKHOLDERS' EQUITY AS OTHER COMPREHENSIVE RESULT (SEE NOTE 3).
- (3)

THE GAIN OR LOSS FROM MONETARY POSITION REPRESENTS THE EFFECTS OF INFLATION, AS MEASURED BY THE NCPI IN THE CASE OF MEXICAN COMPANIES, OR THE GENERAL INFLATION INDEX OF EACH COUNTRY IN THE CASE OF FOREIGN SUBSIDIARIES, ON THE MONETARY ASSETS AND LIABILITIES AT THE BEGINNING OF EACH MONTH. IT ALSO INCLUDES MONETARY LOSS IN 2006 AND 2005 OF PS.107,607 AND PS.138,620, RESPECTIVELY, ARISING FROM TEMPORARY DIFFERENCES OF NON-MONETARY ITEMS IN CALCULATING DEFERRED INCOME TAX.

8. DEFERRED TAXES:

THE DEFERRED INCOME TAX LIABILITY AS OF DECEMBER 31 WAS DERIVED FROM:

| | 2006 | | 2005 |
|---------------------------------|-----------------|-----|-------------|
| ASSETS: | | | |
| ACCRUED LIABILITIES | Ps. 647,742 | Ps. | 839,540 |
| GOODWILL | 778,200 | | 833,786 |
| TAX LOSS CARRYFORWARDS | 1,296,464 | | 1,295,617 |
| ALLOWANCE FOR DOUBTFUL | | | |
| ACCOUNTS | 274,974 | | 429,424 |
| CUSTOMER ADVANCES | 1,194,001 | | 1,434,881 |
| OTHERS ITEMS | 165,163 | | 230,409 |
| | 4,356,544 | | 5,063,657 |
| LIABILITIES: | | | |
| INVENTORIES | (618,652) | | (225,100) |
| PROPERTY, PLANT AND EQUIPMENT - | | | |
| NET | (1,072,480) | | (1,040,005) |
| OTHER ITEMS | (1,246,859) | | (1,351,651) |
| INNOVA | (890,301) | | (1,375,773) |
| | (3,828,292) | | (3,992,529) |
| DEFERRED-INCOME TAXS OF MEXICAN | | | |
| COMPANIES | 528,252 | | 1,071,128 |
| DEFERRED TAX OF FOREIGN | | | |
| SUBSIDIARIES | (115,354) | | (58,595) |
| ASSETS TAX | 1,402,658 | | 1,440,339 |
| VALUATION ALLOWANCE | (3,304,334) | | (2,659,111) |
| DEFERRED INCOME TAX LIABILITY | (1,488,778) | | (206,239) |
| EFFECT ON CHANGE OF INCOME TAX | | | |
| RATES | - | | 33,868 |
| DEFERRED TAX LIABILITY OF | | | |
| CONTINUING OPERATIONS | Ps. (1,488,778) | Ps. | (172,371) |

9. EXTRAORDINARY ITEMS:

NO EXTRAORDINARY ITEMS, AS DEFINED BY MEXICAN FRS BULLETIN A-7 "COMPARABILITY", WERE RECOGNIZED IN INCOME FOR THE YEARS ENDED DECEMBER 31, 2006 AND 2005.

10. DISCONTINUED OPERATIONS:

NO DISCONTINUED OPERATIONS, AS DEFINED BY MEXICAN FRS BULLETIN C-15 "IMPAIRMENT IN THE VALUE OF LONG-LIVED ASSETS AND THEIR DISPOSAL," WERE RECOGNIZED IN INCOME FOR

THE YEARS ENDED DECEMBER 31, 2006 AND 2005.

11. CUMULATIVE EFFECT OF ACCOUNTING CHANGES:

IN 2005, IN CONNECTION WITH THE ADOPTION OF THE GUIDELINES OF IFRS 2, "SHARE-BASED PAYMENT", THE GROUP RECOGNIZED A NON-TAXABLE CUMULATIVE LOSS EFFECT OF ACCOUNTING CHANGE, IN THE AMOUNT OF PS.336,648, WHICH WAS REFLECTED IN ITS CONSOLIDATED STATEMENT OF INCOME FOR THE YEAR ENDED DECEMBER 31, 2005 (SEE NOTE 5).

EFFECTIVE JANUARY 1, 2005, IN CONNECTION WITH THE ADOPTION OF CERTAIN PROVISIONS OF REVISED MEXICAN FRs BULLETIN D-3 RELATED TO RECOGNITION OF SEVERANCE INDEMNITIES, THE GROUP RECOGNIZED A CUMULATIVE LOSS EFFECT OF ACCOUNTING CHANGE IN THE AMOUNT OF PS.189,944, NET OF A RELATED INCOME TAX BENEFIT OF PS.81,405 IN ITS CONSOLIDATED STATEMENT OF INCOME FOR THE YEAR ENDED DECEMBER 31, 2005.

12. QUARTERLY NET RESULTS (HISTORICAL AND RESTATED):

THE QUARTERLY NET RESULTS FOR THE FOUR QUARTERS ENDED DECEMBER 31, 2006, ARE AS FOLLOWS:

| QUARTER | HISTORICAL NET RESULT (1) | | INDEX AT END OF PERIOD | RESTATED NET RESULT | |
|---------|---------------------------|---------------|------------------------------|---------------------|---------------|
| | ACCUMULATED | QUARTER | | ACCUMULATED | QUARTER |
| 1 / 06 | Ps. 1,293,608 | Ps. 1,293,608 | 117.309 | Ps. 1,334,475 | Ps. 1,334,475 |
| 2 / 06 | 3,598,281 | 2,307,431 | 117.059 | 3,719,883 | 2,385,408 |
| 3 / 06 | 6,149,532 | 2,486,361 | 119.170 | 6,244,738 | 2,524,855 |
| 4 / 06 | 8,586,188 | 2,341,450 | 121.015 | 8,586,188 | 2,341,450 |

(1) AS REPORTED IN EACH QUARTER.

13. INFORMATION BY SEGMENTS:

INFORMATION BY SEGMENTS FOR THE YEARS ENDED DECEMBER 31, 2006 AND 2005, WERE AS FOLLOWS:

| | TOTAL REVENUES | INTERSEGMENT REVENUES | CONSOLIDATED REVENUES | SEGMENT PROFIT (LOSS) |
|-------------------------|-------------------|--------------------------|--------------------------|-----------------------------|
| DECEMBER 2006: | | | | |
| TELEVISION BROADCASTING | Ps. 20,972,085 | Ps. 558,579 | Ps. 20,413,506 | Ps. 10,597,965 |
| PAY TELEVISION NETWORKS | 1,329,044 | 279,037 | 1,050,007 | 682,251 |
| PROGRAMMING EXPORTS | 2,110,923 | - | 2,110,923 | 869,289 |
| PUBLISHING | 2,885,448 | 18,997 | 2,866,451 | 555,785 |
| PUBLISHING DISTRIBUTION | 433,533 | 11,450 | 422,083 | 17,999 |
| SKY MEXICO | 7,452,730 | 90,426 | 7,362,304 | 3,555,478 |
| CABLE TELEVISION | 1,984,743 | 4,857 | 1,979,886 | 816,823 |
| RADIO | 444,569 | 42,829 | 401,740 | 94,565 |
| OTHER BUSINESSES | 1,408,086 | 83,145 | 1,324,941 | (311,316) |
| SEGMENTS TOTALS | 39,021,161 | 1,089,320 | 37,931,841 | 16,878,839 |

| | | | | |
|---|----------------|-------------|----------------|--------------------|
| RECONCILIATION TO CONSOLIDATED AMOUNTS: | | | | |
| ELIMINATIONS AND CORPORATE EXPENSES | | | | |
| | (1,089,320) | (1,089,320) | - | (450,879) |
| DEPRECIATION AND AMORTIZATION EXPENSES | | | | |
| | - | - | - | (2,679,066) |
| CONSOLIDATED TOTAL | Ps. 37,931,841 | Ps. - | Ps. 37,931,841 | Ps. 13,748,894 (1) |

DECEMBER 2005:

| | | | | |
|---|----------------|-------------|----------------|--------------------|
| TELEVISION BROADCASTING | Ps. 19,323,506 | Ps. 570,651 | Ps. 18,752,855 | Ps. 9,211,431 |
| PAY TELEVISION NETWORKS | 1,156,214 | 304,920 | 851,294 | 539,072 |
| PROGRAMMING EXPORTS | 1,951,951 | - | 1,951,951 | 695,785 |
| PUBLISHING | 2,607,052 | 40,134 | 2,566,918 | 499,525 |
| PUBLISHING DISTRIBUTION | 418,495 | 10,638 | 407,857 | 6,869 |
| SKY MEXICO | 6,229,173 | 33,240 | 6,195,933 | 2,618,809 |
| CABLE TELEVISION | 1,462,098 | 3,001 | 1,459,097 | 509,403 |
| RADIO | 358,706 | 53,322 | 305,384 | 54,316 |
| OTHER BUSINESSES | 1,377,882 | 71,608 | 1,306,274 | (187,682) |
| SEGMENTS TOTALS | 34,885,077 | 1,087,514 | 33,797,563 | 13,947,528 |
| RECONCILIATION TO CONSOLIDATED AMOUNTS: | | | | |
| ELIMINATIONS AND CORPORATE EXPENSES | | | | |
| | (1,087,514) | (1,087,514) | - | (189,867) |
| DEPRECIATION AND AMORTIZATION EXPENSES | | | | |
| | - | - | - | (2,517,015) |
| CONSOLIDATED TOTAL | Ps. 33,797,563 | Ps. - | Ps. 33,797,563 | Ps. 11,240,646 (1) |

(1) CONSOLIDATED TOTALS REPRESENTS CONSOLIDATED OPERATING INCOME.

14. SKY MEXICO:

IN THE FIRST QUARTER OF 2006, AFFILIATES OF DIRECTV COMPLETED THE ACQUISITION OF EQUITY INTERESTS IN SKY MEXICO, WHICH WERE FORMERLY HELD BY NEWS CORP, AND LIBERTY MEDIA. THIS ACQUISITION INCLUDED THE CAPITALIZATION OF THE PURCHASE PRICE OF THE LIST OF SUBSCRIBERS SOLD BY DIRECTV MEXICO TO SKY MEXICO IN THE AGGREGATE AMOUNT OF PS.641,538. AS A RESULT OF THESE TRANSACTIONS, THE GROUP'S EQUITY STAKE IN SKY MEXICO WAS REDUCED FROM 60% TO 52.7%, AND DIRECTV BECAME THE OWNER OF THE REMAINING 47.3% STAKE.

IN THE SECOND QUARTER OF 2006, THE GROUP EXERCISED ITS OPTION TO ACQUIRE TWO-THIRDS OF THE EQUITY INTEREST IN SKY MEXICO THAT DIRECTV ACQUIRED FROM LIBERTY MEDIA. THIS MINORITY INTEREST ACQUISITION AMOUNTED TO APPROXIMATELY U.S.\$58.7 MILLION, AND WAS FINANCED WITH CASH ON HAND. AFTER THIS TRANSACTION, THE GROUP'S INTEREST IN SKY MEXICO IS 58.7%, AND THE REMAINING 41.3% IS OWNED BY DIRECTV. UNDER MEXICAN FRs, THE GROUP RECOGNIZED THIS MINORITY INTEREST ACQUISITION AS A TRANSACTION BETWEEN MINORITY AND MAJORITY EQUITY OWNERS, AND THE EXCESS OF THE PURCHASE PRICE PAID OVER THE CARRYING VALUE OF THE NET ASSETS ACQUIRED WAS ACCOUNTED FOR AS A CAPITAL DISTRIBUTION.

15. INVESTMENTS:

IN THE YEAR ENDED DECEMBER 31, 2006, THE GROUP MADE EQUITY INVESTMENTS IN CONNECTION WITH ITS 40% INTEREST IN LA SEXTA, THE BROADCASTING TELEVISION VENTURE IN SPAIN, IN THE AMOUNT OF APPROXIMATELY 104.6 MILLION EUROS (PS.1,479,559).

IN NOVEMBER 2006, THE GROUP INVESTED U.S.\$258 MILLION (PS.2,837,331) IN DEBENTURES ISSUED BY ALVAFIG, S.A. DE C.V. ("ALVAFIG") AND CONVERTIBLE INTO 99.99% OF THE EQUITY OF ALVAFIG WHICH HOLDS 49% OF THE EQUITY OF CABLEMÁS, S.A. DE C.V. ("CABLEMÁS"). THIS DEBENTURES HAVE A FIVE-YEAR MATURITY WITH AN ANNUAL INTEREST OF 8% IN THE FIRST YEAR AND 10% IN THE REMAINING FOUR YEARS, WHICH IS PAYABLE ON A QUARTERLY BASIS. CABLEMÁS IS THE SECOND LARGEST CABLE OPERATOR IN MEXICO OPERATING IN 48 CITIES. THE CONVERSION OF THIS DEBENTURES INTO EQUITY OF ALVAFIG IS SUBJECT TO APPROVAL BY THE MEXICAN REGULATORY AUTHORITIES.

16. UNIVISION:

BEGINNING IN THE THIRD QUARTER 2006, THE GROUP ANNOUNCED ITS INTENTION TO HAVE ITS SHARES AND WARRANTS OF UNIVISION COMMON STOCK CASHED OUT IN CONNECTION WITH THE MERGER CONTEMPLATED BY A RELATED AGREEMENT ENTERED INTO BY UNIVISION AND AN ACQUIRING INVESTOR GROUP. ACCORDINGLY, BEGINNING JULY 1, 2006, THE GROUP (I) CLASSIFIED ITS INVESTMENT IN SHARES OF UNIVISION COMMON STOCK AS A CURRENT AVAILABLE-FOR-SALE FINANCIAL ASSET; (II) DISCONTINUED THE RECOGNITION OF ANY EQUITY RESULT RELATED TO THIS INVESTMENT; (III) RECORDED THIS FINANCIAL ASSET AT FAIR VALUE, WITH UNREALIZED GAINS AND LOSSES INCLUDED IN THE GROUP'S CONSOLIDATED STOCKHOLDERS' EQUITY AS ACCUMULATED OTHER COMPREHENSIVE RESULT; AND (IV) THIS FINANCIAL ASSET IS BEING HEDGED BY THE GROUP'S OUTSTANDING SENIOR NOTES DUE 2011, 2025 AND 2032, IN THE AGGREGATE AMOUNT OF APPROXIMATELY U.S.\$971.9 MILLION (SEE NOTE 3). THE PROPOSED MERGER WAS CONCLUDED BY UNIVISION ON MARCH 29, 2007, AND THE 30,107,534 SHARES OF UNIVISION COMMON STOCK OWNED BY THE GROUP WERE CONVERTED, LIKE ALL SHARES OF UNIVISION COMMON STOCK, INTO CASH AT U.S.\$36.25 PER SHARE. ALSO, UNDER THE TERMS OF THE MERGER AGREEMENT, ALL OF THE GROUP'S WARRANTS TO ACQUIRE SHARES OF UNIVISION COMMON STOCK WERE CANCELLED. THE AGGREGATE CASH AMOUNT RECEIVED BY THE GROUP IN CONNECTION WITH THE CLOSING OF THIS MERGER WAS OF APPROXIMATELY U.S.\$1,094.4 MILLION (PS.11,821,932).

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

GRUPO TELEVISIA, S.A.B.

(Registrant)

Dated May 7 , 2007

By:

/s/ Jorge Lutteroth Echegoyen

Name: Jorge Lutteroth Echegoyen

Title: Controller, Vice President