

**SUMMARY OF THE RESOLUTIONS ADOPTED BY THE GENERAL ORDINARY
SHAREHOLDERS' MEETING OF GRUPO CARSO, S.A.B. DE C.V. HELD ON
APRIL 26, 2011**

GENERAL ORDINARY SHAREHOLDERS' MEETING

- A) It was noted that the Letter to the Shareholders was read at the Meeting by the Chairman of the Board of Directors.
- B) The report rendered by the CEO was admitted and approved according to the text that was submitted to the Meeting, with respect to the activities and operations of Grupo Carso, S.A.B. de C.V. during the tax year ending December 31, 2010.
- C) The reports concerning the principle policies, accounting criteria and information followed in preparing the financial information for the tax year 2010 were admitted and approved as submitted by the Board of Directors with respect to the operations and activities that it executed according to the provisions of the Securities Exchange Act.
- D) The report submitted by the Corporate Practices and Audit Committee was duly noted according to the text that was submitted to the Meeting.
- E) The report submitted by the External Auditor and the opinion of the Board of Directors about the report of the CEO were duly noted as provided by the Securities Exchange Act.
- F) The consolidated financial statements of Grupo Carso, S.A.B. de C.V. and subsidiaries for the tax year ending December 31, 2010 were admitted and completely approved.
- G) The following was approved:

DISTRIBUTION OF PROFITS

In thousands of pesos, except for dividends per share

Accrued earnings according to the audited financial statements as of December 31, 2010, which include the net profits for the tax year 2010 in the amount of \$7,064,064: \$25,337,611

Minus: earnings applied to repurchase its own shares during the period between January 1st and April 26th, 2011, as authorized by the General Ordinary Shareholders' Meeting held April 29, 2010: 25,776

Plus: cash derived from the implementation of the new Financial Reporting Standard C-4
INVENTORIES: 376,917

Minus: the amount that shall be applied to pay a dividend to the shareholders of \$ 0.50 for each outstanding share, from the balance of the Net Tax Profit Account, payable in two equal installments of \$0.25 per share, each: 1,150,997 (1)

No amount was separated for the legal reserve, since it was completely satisfied, according to the provisions of Article 20 of the General Law of Mercantile Companies.

The balance of the legal reserve, as of December 31, 2010, totals \$381,635.

The balance of the accrued earnings in addition to being available for the General Shareholders' Meetings is also available for the Board of Directors, except for the entire amount of the legal reserve. The Board of Directors is fully authorized to distribute all or part, at its discretion and as appropriate, to create or increase the reserves and/or to its distribution as dividend(s) to the shareholders of the Company: \$24,537,765 (2)

(1) Estimated amount considering a total of 2,301,994,500 outstanding shares as of the date of this Meeting.

(2) Amount subject to reductions for acquisitions of shares representing the capital stock according to the applicable resolutions of the Ordinary Shareholders' Meeting held April 29, 2010, which continue in full force or by the application of Financial Reporting Standards.

H) The installments corresponding to the cash dividend ordered by the Meeting, from the balance of the Net Tax Profit Account shall be paid as of May 17 and October 18, 2011 with coupons 23 and 24, respectively, of the certificates representing the capital stock in force when the corresponding payments are made.

I) The necessary accounting records were expressly authorized to be entered for the distribution of profits that was approved.

J) The term of the Board of Directors and the CEO was ratified expressly for the tax year 2010; and, consequently, the persons acting as board members during this year were released from any liability they could have incurred while lawfully performing their duties.

K) It was resolved to ratify the members of the Board of Directors of Grupo Carso, S.A.B. de C.V.; therefore, the board shall be comprised in the following manner:

DIRECTORS

- 1.- MR. CARLOS SLIM DOMIT
- 2.- MR. RUBÉN AGUILAR MONTEVERDE
- 3.- MR. ANTONIO COSÍO ARIÑO
- 4.- MR. ARTURO ELÍAS AYUB
- 5.- MR. CLAUDIO X. GONZÁLEZ LAPORTE
- 6.- MR. JOSÉ HUMBERTO GUTIÉRREZ OLVERA
- 7.- MR. DANIEL HAJJ ABOUMRAD
- 8.- MR. DAVID IBARRA MUÑOZ

ALTERNATE DIRECTORS

- MR. EDUARDO VALDÉS ACRA
- MR. JULIO GUTIÉRREZ TRUJILLO
- MR. ANTONIO COSÍO PANDO
- MR. ALFONSO SALEM SLIM
-
- MR. ANTONIO GÓMEZ GARCÍA
- MR. CARLOS HAJJ ABOUMRAD
- MR. FERNANDO G. CHICO PARDO

9.- MR. RAFAEL MOISÉS KALACH MIZRAHI	-----
10.- MR. JOSÉ KURI HARFUSH	MR. IGNACIO COBO GONZÁLEZ
11.- MR. JUAN ANTONIO PÉREZ SIMÓN	-----
12.- MR. FERNANDO SENDEROS MESTRE	-----
13.- MR. PATRICK SLIM DOMIT	MR. ALEJANDRO ABOUMRAD GABRIEL
14.- MR. MARCO ANTONIO SLIM DOMIT	MR. LUIS MANUEL HERNÁNDEZ GARCÍA
15.- MR. FERNANDO SOLANA MORALES	-----

L) It was noted that the profiles of the Board Members were submitted to the Meeting and it was confirmed that the Board of Directors may designate Provisional Board Members according to the Securities Exchange Act.

M) It was resolved that the Board Members shall hold office during the period between the date of the Meeting until the General Ordinary Shareholders' Meeting is held according to Article 172 of the General Law of Mercantile Companies, which shall be informed about the operations of the Company during the tax year 2011; notwithstanding the provisions of Article 24 of the Securities Exchange Act.

N) The following persons qualified as independent members of the Board of Directors: Mr. Rubén Aguilar Monteverde, Mr. Antonio Cosío Ariño, Mr. Claudio X. González Laporte, Mr. David Ibarra Muñoz, Mr. Rafael Moisés Kalach Mizrahi, Mr. José Kuri Harfush, Mr. Juan Antonio Pérez Simón, Mr. Fernando Senderos Mestre, Mr. Fernando Solana Morales, Mr. Julio Gutiérrez Trujillo, Mr. Antonio Cosío Pando, Mr. Fernando G. Chico Pardo, Mr. Ignacio Cobo González, Mr. Alejandro Aboumrad Gabriel and Mr. Luis Manuel Hernández García, based on the documentation submitted to the Company and as provided by Article 26 of the Securities Exchange Act.

O) It was resolved to ratify the officers of the Board of Directors as follows: Mr. Carlos Slim Domit, Chairman; Mr. Patrick Slim Domit, Vicechairman; Mr. Quintín Humberto Botas Hernández, Treasurer; Mr. Sergio F. Medina Noriega, Secretary; and Mr. Alejandro Archundia Becerra, Assistant Secretary; however, the last three persons do not form part of the Board. This was agreed notwithstanding the powers that the bylaws confer to the Board of Directors in terms of appointing the officers of said board.

P) It was resolved to ratify Mr. José Kuri Harfush as Chairman of the Corporate Practices and Audit Committee as well as the other members of such Committee, unless the Board of Directors subsequently agrees to change the members such Committee, in exercise of the authorities that it has been conferred, except in terms of the appointment of the Committee Chairman.

Q) It was resolved to pay \$18,900.00 pesos to each board member as well as the Secretary, and, as the case may be, Assistant Secretary for every Board Meeting they assist. This reimbursement shall be subject to the corresponding tax withholdings. The fees paid to the Board Members for their services as Chairman or committee members shall be determined in the future by the Board of Directors of the Company.

R) A transcription of the bylaws of Grupo Carso, S.A.B. de C.V. before a notary public has been authorized.

S) It was resolved to designate as the Special Representatives of the Meeting Mr. José Humberto Gutiérrez Olvera Zubizarreta, Mr. Quintín Humberto Botas Hernández, Mr. Sergio F. Medina Noriega and Mr. Alejandro Archundia Becerra, who shall be invested with extensive powers to: a) appear before the notary public of their choice to formalize all or part of the minutes of the meeting; b) file, by themselves or by their representatives, in the Public Registry of Commerce the necessary records; c) prepare and publish the notices that may be necessary with respect to the resolutions adopted by the Meeting; d) issue the certificates of the minutes or of any part thereof, as well as any certificate that may be necessary or advisable to be issued and that are related to the Meeting; e) carry out all of the actions that are necessary to obtain the transcription of the bylaws; and f) perform any actions or filings that are required so that the resolutions of the Meeting are properly and totally complied and formalized. Likewise, it was resolved that, in exercise of their powers, the CEO or any of the designated Special Representatives may act individually.