

AMERICA MOVIL SAB DE CV/
Form 424B2
April 16, 2019
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Filed Pursuant to Rule 424(b)(2)

Registration No. 333-227649

Calculation of Registration Fee

Title of Each Class of Securities Offered	Aggregate Offering Price	Amount of Registration Fee⁽¹⁾
3.625% Senior Notes due 2029	U.S.\$1,000,000,000	U.S.\$121,200
4.375% Senior Notes due 2049	U.S.\$1,250,000,000	U.S.\$151,500

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

Table of Contents**PROSPECTUS SUPPLEMENT****(To Prospectus Dated October 1, 2018)****América Móvil, S.A.B. de C.V.****U.S.\$1,000,000,000 3.625% Senior Notes due 2029****U.S.\$1,250,000,000 4.375% Senior Notes due 2049**

We are offering U.S.\$1,000,000,000 aggregate principal amount of our 3.625% senior notes due 2029 (the 2029 notes) and U.S.\$1,250,000,000 aggregate principal amount of our 4.375% senior notes due 2049 (the 2049 notes and, together with the 2029 notes, the notes).

We will pay interest on each series of notes on April 22 and October 22 of each year, beginning on October 22, 2019. The 2029 notes will mature on April 22, 2029. The 2049 notes will mature on April 22, 2049.

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 outstanding notes of either series, in whole but not in part, at a price equal to 100% of their principal amount plus accrued and unpaid interest thereon to the redemption date. We may, at our option, redeem the notes of either series, in whole at any time or in part from time to time, at the applicable redemption prices set forth under Description of Notes Optional Redemption in this prospectus supplement.

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

Investing in the notes involves risks. See Risk Factors beginning on page S-7 of this prospectus supplement and page 4 of the accompanying prospectus.

	Price to Public⁽¹⁾	Underwriting Discount	Price to Underwriters	Proceeds to América Móvil⁽²⁾
3.625% Senior Notes due 2029	99.3280%	0.1875%	99.1405%	U.S.\$ 991,405,000
4.375% Senior Notes due 2049	99.4370%	0.2500%	99.1870%	U.S.\$ 1,239,837,500

(1) Plus accrued interest, if any, from April 22, 2019.

(2) Before deducting expenses payable by us related to this offering.

THE NOTES HAVE NOT BEEN AND WILL NOT BE REGISTERED WITH THE NATIONAL SECURITIES REGISTRY (*REGISTRO NACIONAL DE VALORES*, OR THE *RNV*) MAINTAINED BY THE MEXICAN NATIONAL BANKING AND SECURITIES COMMISSION (*COMISIÓN NACIONAL BANCARIA Y DE VALORES*, OR THE *CNBV*), AND MAY NOT BE OFFERED PUBLICLY IN MEXICO. HOWEVER, WE EXPECT THAT THE NOTES WILL BE REGISTERED WITH THE INTERNATIONAL QUOTATION SYSTEM (*SISTEMA INTERNACIONAL DE COTIZACIONES*) MAINTAINED BY THE MEXICAN STOCK EXCHANGE (*BOLSA MEXICANA DE VALORES, S.A.B. DE C.V.*) AS SOON AS PRACTICABLE AFTER NINETY DAYS FOLLOWING THE INITIAL OFFERING OF THE NOTES. WE WILL NOTIFY THE CNBV OF THE OFFERING OF THE NOTES OUTSIDE OF MEXICO FOR INFORMATION AND STATISTICAL PURPOSES ONLY, AND THE DELIVERY OF SUCH NOTICE TO, AND THE RECEIPT THEREOF BY, THE CNBV IS NOT A REQUIREMENT FOR THE VALIDITY OF THE NOTES AND DOES NOT IMPLY ANY CERTIFICATION AS TO THE INVESTMENT QUALITY OF THE NOTES, OUR SOLVENCY, LIQUIDITY OR CREDIT QUALITY OR THE ACCURACY OR COMPLETENESS OF THE INFORMATION SET FORTH HEREIN. THE INFORMATION CONTAINED IN THIS PROSPECTUS SUPPLEMENT AND THE ACCOMPANYING PROSPECTUS IS EXCLUSIVELY OUR RESPONSIBILITY AND HAVE NOT BEEN REVIEWED OR AUTHORIZED BY THE CNBV. THE ACQUISITION OF THE NOTES BY AN INVESTOR WHO IS A RESIDENT OF MEXICO WILL BE MADE UNDER SUCH INVESTOR'S OWN RESPONSIBILITY.

None of the CNBV, the U.S. Securities and Exchange Commission (the *SEC*) or any U.S. state or foreign 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 April 22, 2019.

Joint Lead Managers and Joint Book-Running Managers

Citigroup

Morgan Stanley

Joint Book-Running Managers

Barclays

BofA Merrill Lynch

Global Coordinator

Citigroup

The date of this prospectus supplement is April 15, 2019.

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We are responsible for the information contained in this prospectus supplement, the accompanying prospectus and the documents incorporated by reference herein and 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 the notes. 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 the notes in any jurisdiction where the offer is not permitted.

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PROSPECTUS SUPPLEMENT SUMMARY

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

América Móvil

We provide telecommunications services in 25 countries. We are a leading telecommunications services provider in Latin America, ranking first in wireless, fixed-line, broadband and Pay TV services based on the number of revenue generating units (RGUs). Our largest operations are in Mexico and Brazil, which together account for over half of our total RGUs and where we have the largest market share based on RGUs. We also have operations in 16 other countries in the Americas and seven countries in Central and Eastern Europe. As of December 31, 2018, we had 275.8 million wireless subscribers and 84.1 million fixed RGUs.

América Móvil, S.A.B. de C.V. is a corporation (*sociedad anónima bursátil de capital variable*) organized under the laws of Mexico with its principal executive offices at Lago Zurich 245, Plaza Carso / Edificio Telcel, Colonia Ampliación Granada, Miguel Hidalgo, 11529, Mexico City, Mexico. Our telephone number is (5255) 2581-3700, ext. 4449 or 3935.

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.\$1,000,000,000 aggregate principal amount of 3.625% Senior Notes due 2029.
	U.S.\$1,250,000,000 aggregate principal amount of 4.375% Senior Notes due 2049.
Price to Public	99.3280% of principal amount, plus accrued interest, if any, from April 22, 2019 for the 2029 notes.
	99.4370% of principal amount, plus accrued interest, if any, from April 22, 2019 for the 2049 notes.

Issue Date

The notes will be issued on April 22, 2019.

Maturity Date

The 2029 notes will mature on April 22, 2029.

The 2049 notes will mature on April 22, 2049.

Interest Rate

Interest on the 2029 notes will accrue at the rate of 3.625% per year from April 22, 2019.

Interest on the 2049 notes will accrue at the rate of 4.375% per year from April 22, 2019.

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Interest Payment Dates

Interest on each series of the notes will be payable on April 22 and October 22 of each year, beginning on October 22, 2019.

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. Some of our outstanding debt securities that were issued in the Mexican and international markets are guaranteed by our subsidiary Radiomóvil Dipsa, S.A. de C.V. (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. In addition, some securities we have issued in the Mexican and international markets provide for a covenant and events of default relating to Telcel (specifically, relating to our continued control of Telcel and to defaults or insolvency events involving Telcel) that are not included in the notes offered hereby. The notes do not restrict our ability or the ability of our subsidiaries to incur additional indebtedness in the future.

As of December 31, 2018, we had, on an unconsolidated basis (parent company only), unsecured and unsubordinated indebtedness of approximately Ps.509.7 billion (U.S.\$25.9 billion) excluding guarantees of our subsidiaries' indebtedness. As of December 31, 2018, our subsidiaries had indebtedness (excluding guarantees of indebtedness of us and our other subsidiaries) of approximately Ps.129.2 billion (U.S.\$6.6 billion).

Use of Proceeds

We intend to use the net proceeds from the sale of the notes for the repayment of outstanding indebtedness. See **Use of Proceeds** 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 (except for issue date, issue price and the date from which interest will accrue and, if applicable, the date on which interest will first be paid), which additional notes of that series 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 Interest

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% or, in certain circumstances, 10%. See **Taxation Mexican Tax Considerations** in the accompanying prospectus. We will pay

additional interest 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 Interest in this prospectus supplement and Description of Debt Securities Payment of Additional Interest in the accompanying prospectus.

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Optional Redemption

Prior to the applicable par call date for each series of notes set forth below, we may, at our option, redeem the notes of such series, in whole at any time or in part from time to time, by paying the greater of the principal amount of each series of the notes to be redeemed and the applicable make-whole amount, plus accrued and unpaid interest thereon to the redemption date. On or after such dates, we may, at our option, redeem the outstanding notes of either or both series, in whole at any time or in part from time to time, at par plus accrued and unpaid interest thereon to the redemption date.

The par call date for the 2029 notes is January 22, 2029 (the date that is three months prior to the stated maturity of the 2029 notes). The par call date for the 2049 notes is October 22, 2048 (the date that is six months prior to the stated maturity of the 2049 notes).

See 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 interest on the notes of either series in excess of the additional interest 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 and unpaid interest thereon to the redemption date.

Listing

We will apply to list the notes on the NYSE. However, we will not be required to maintain such listing.

CUSIP

The CUSIP for the 2029 notes is 02364W BH7.

The CUSIP for the 2049 notes is 02364W BG9.

ISIN

The ISIN for the 2029 notes is US02364WBH79.

The ISIN for the 2049 notes is US02364WBG96.

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.

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

Trustee, Registrar and Transfer Agent Citibank, N.A.

Paying Agent Citibank, N.A., London Branch

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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.

Taxation

See **Taxation** in the accompanying prospectus for a summary of certain Mexican federal and U.S. federal income tax considerations.

Risk Factors

Before making an investment decision, prospective purchasers of the notes should consider carefully all of the information included in this prospectus supplement, the accompanying prospectus and the documents incorporated by reference herein, including, in particular, the information under **Risk Factors** in this prospectus supplement and the accompanying prospectus and under **Part III Risk Factors** in our 2018 Form 20-F (as defined herein), incorporated by reference herein.

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PRESENTATION OF FINANCIAL INFORMATION

This prospectus supplement incorporates by reference our audited consolidated financial statements as of December 31, 2017 and 2018 and for the years ended December 31, 2016, 2017 and 2018, which are included in our 2018 Form 20-F (as defined herein). See **Incorporation of Certain Information by Reference** in this prospectus supplement.

Our audited consolidated financial statements have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board as of December 31, 2018. Our audited consolidated financial statements are presented in Mexican pesos. The financial statements of our non-Mexican subsidiaries have been translated to Mexican pesos. Note 2(a)(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.

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 rates indicated. Unless otherwise indicated, we have translated U.S. dollar amounts from Mexican pesos at the exchange rate of Ps.19.6829 to U.S.\$1.00, which was the rate reported by *Banco de México* for settlement of obligations in foreign currencies on December 31, 2018, as published in the Mexican Official Gazette of the Federation (*Diario Oficial de la Federación*).

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INCORPORATION OF CERTAIN INFORMATION BY REFERENCE

This prospectus supplement incorporates important information about us that is not included in or delivered with this 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, 2018, filed with the SEC on April 12, 2019 (SEC File No. 001-16269) (our 2018 Form 20-F);

any future annual reports on Form 20-F filed with the SEC under the U.S. Securities Exchange Act of 1934, as amended (the Exchange Act), after the date of this prospectus supplement and prior to the termination of the offering of the notes; and

any future reports on Form 6-K that we file with, or furnish to, the SEC after the date of this prospectus supplement and prior to the termination of the offering of the notes offered by this prospectus supplement that are identified in such reports as being incorporated by reference in our Registration Statement on Form F-3ASR (SEC File No. 333-227649).

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, or in any subsequently filed document which also is incorporated by reference herein, modifies or supersedes such earlier 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.

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, Plaza Carso / Edificio Telcel, Colonia Ampliación Granada, Miguel Hidalgo, 11529, Mexico City, Mexico, Attention: Investor Relations, telephone (5255) 2581-3700, ext. 4449 or 3935.

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. 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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RISK FACTORS

You should refer to the risk factors discussed under **Risk Factors** in the accompanying prospectus and **Part III Risk Factors** in our 2018 Form 20-F, incorporated by reference in this prospectus supplement.

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USE OF PROCEEDS

The net proceeds from the sale of the notes, after payment of the underwriting discounts and transaction expenses, are expected to be approximately U.S.\$2,231 million. We intend to use the net proceeds from the sale of the notes for the repayment of outstanding indebtedness.

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The following table sets forth our consolidated capitalization as of December 31, 2018 and as adjusted to reflect the issuance and sale of the notes, but not the application of the net proceeds of the offering.

U.S. dollar amounts in the table are presented solely for your convenience using the exchange rate of Ps.19.6829 to U.S.\$1.00, which was the rate reported by *Banco de México* for the settlement of obligations in foreign currencies on December 31, 2018, as published in the Mexican Official Gazette of the Federation (*Diario Oficial de la Federación*).

	As of December 31, 2018			
	Actual (millions of (millions of Mexican pesos)		As Adjusted (millions of U.S. (millions of Mexican pesos) dollars) (unaudited)	
Debt Securities:				
Denominated in U.S. dollars:				
América Móvil 5.000% Senior Notes due 2019	Ps. 14,762	U.S.\$ 750	Ps. 14,762	U.S.\$ 750
Telmex 5.500% Senior Notes due 2019	7,428	378	7,428	378
América Móvil 5.000% Senior Notes due 2020	41,823	2,125	41,823	2,125
América Móvil 3.125% Senior Notes due 2022	31,493	1,600	31,493	1,600
América Móvil 6.375% Senior Notes due 2035	19,315	981	19,315	981
América Móvil 6.125% Senior Notes due 2037	7,267	369	7,267	369
América Móvil 6.125% Senior Notes due 2040	39,366	2,000	39,366	2,000
América Móvil 4.375% Senior Notes due 2042	22,635	1,150	22,635	1,150
América Móvil 3.625% Senior Notes due 2029 offered hereby			19,683	1,000
América Móvil 4.375% Senior Notes due 2049 offered hereby			24,604	1,250
Total	Ps. 184,089	U.S.\$ 9,353	Ps. 228,376	U.S.\$ 11,603
Denominated in Mexican pesos:				
América Móvil 6.000% Senior Notes due 2019	Ps. 10,000	U.S.\$ 508	Ps. 10,000	U.S.\$ 508
América Móvil 8.600% Domestic Senior Notes due 2020	7,000	356	7,000	356
América Móvil 6.450% Senior Notes due 2022	22,500	1,143	22,500	1,143
América Móvil 7.125% Senior Notes due 2024	11,000	559	11,000	559
América Móvil 0.000% Domestic Senior Notes due 2025	4,629	235	4,629	235
América Móvil 8.460% Senior Notes due 2036	7,872	400	7,872	400
Telmex 8.360% Domestic Senior Notes due 2037	5,000	254	5,000	254
Total	Ps. 68,001	U.S.\$ 3,455	Ps. 68,001	U.S.\$ 3,455

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	As of December 31, 2018			
	Actual		As Adjusted	
	(millions of Mexican pesos)	(millions of U.S. dollars)	(millions of Mexican pesos)	(millions of U.S. dollars)
	(unaudited)			
Denominated in Euros:				
América Móvil 4.125% Senior Notes due 2019	Ps. 22,559	U.S.\$ 1,146	Ps. 22,559	U.S.\$ 1,146
América Móvil B.V. 0.000% Exchangeable Bonds due 2020	64,108	3,257	64,108	3,257
América Móvil 3.000% Senior Notes due 2021	22,558	1,146	22,558	1,146
TKA 3.125% Senior Notes due 2021	17,569	892	17,569	892
TKA 4.000% Senior Notes due 2022	18,028	916	18,028	916
América Móvil 4.750% Senior Notes due 2022	16,919	860	16,919	860
TKA 3.500% Senior Notes due 2023	7,132	362	7,132	362
América Móvil 3.259% Senior Notes due 2023	16,919	860	16,919	860
América Móvil 1.500% Senior Notes due 2024	19,175	974	19,175	974
TKA 1.500% Senior Notes due 2026	16,919	860	16,919	860
América Móvil 2.125% Senior Notes due 2028	14,663	745	14,663	745
Total	Ps. 236,549	U.S.\$ 12,018	Ps. 236,549	U.S.\$ 12,018
Denominated in Pound sterling:				
América Móvil 5.000% Senior Notes due 2026	Ps. 12,551	U.S.\$ 638	Ps. 12,551	U.S.\$ 638
América Móvil 5.750% Senior Notes due 2030	16,316	829	16,316	829
América Móvil 4.948% Senior Notes due 2033	7,530	383	7,530	383
América Móvil 4.375% Senior Notes due 2041	18,826	956	18,826	956
Total	Ps. 55,223	U.S.\$ 2,806	Ps. 55,223	U.S.\$ 2,806
Denominated in Japanese yen:				
América Móvil 2.950% Senior Notes due 2039	Ps. 2,335	U.S.\$ 119	Ps. 2,335	U.S.\$ 119
Total	Ps. 2,335	U.S.\$ 119	Ps. 2,335	U.S.\$ 119
Denominated in Chilean pesos:				
América Móvil 3.961% Senior Notes due 2035	Ps. 3,905	U.S.\$ 198	Ps. 3,905	U.S.\$ 198
Total	Ps. 3,905	U.S.\$ 198	Ps. 3,905	U.S.\$ 198
Denominated in Brazilian reais:				
Claro Brasil 102.400% of CDI Domestic Senior Notes due 2019	Ps. 5,080	U.S.\$ 258	Ps. 5,080	U.S.\$ 258
Claro Brasil 103.250% of CDI Domestic Senior Notes due 2019	1,829	93	1,829	93
Claro Brasil 103.900% of CDI Domestic Senior Notes due 2019	5,080	258	5,080	258
Claro Brasil 102.900% of CDI Domestic Senior Notes due 2020	7,619	387	7,619	387
Claro Brasil 104.000% of CDI Domestic Senior Notes due 2021	5,587	284	5,587	284
	7,696	391	7,696	391

Claro Brasil 104.250% of CDI Domestic Senior Notes due
2021