

## Third Quarter Results 2009

Mexico City, October 23, 2009 - Grupo México, S.A.B. de C.V. ("Grupo México" - BMV: GMEXICOB) reports its results for the third quarter of 2009 ("3Q09").

### Grupo México Financial Highlights in Dollars<sup>1</sup>

- **Consolidated sales** reached \$1.396 billion, an increase of 31.9% over 2Q09, which is principally due to increases in mining production and improved metals prices. The transportation division reported a 2.4% increase in sales compared to 2Q09.
- The **cost of sales** was \$693.9 million, 17.7% lower than 3Q08, due to greater productivity and operating efficiency, lower fuel prices (-22%), energy costs (-47%), and costs for repair materials (-10%).
- The **EBITDA** was \$687.8 million, equal to 49.3% of sales. The EBITDA increased 54.9% over 2Q09 and decreased 21% compared to 3Q08. The EBITDA for the transportation division reached \$66.3 million.
- **Net consolidated earnings** were \$285.8 million, which represents an increase of 20% over 2Q09. Compared to 3Q08, this figure fell 16.4%.
- The **total consolidated debt** is \$1.653 billion, with a cash and banks balance of \$1.693 billion. The majority of this debt is long term, while debt service for the next 12 months only amounts to \$46 million.

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GMEXICO

### Financial Highlights of Grupo Mexico

(Thousand US Dollars)			Third Quarter		Variance		January - September		Variance	
	1Q09	2Q09	2009	2008	\$	%	2009	2008	\$	%
Sales	824,059	1,058,977	<b>1,396,374</b>	1,737,633	(341,259)	(19.6)	<b>3,279,410</b>	5,231,954	(1,952,544)	(37.3)
Cost of Sales	516,984	581,338	<b>693,990</b>	842,828	(148,838)	(17.7)	<b>1,792,314</b>	2,257,535	(465,221)	(20.6)
Operating Income	179,637	347,103	<b>566,556</b>	745,313	(178,757)	(24.0)	<b>1,093,294</b>	2,525,832	(1,432,538)	(56.7)
EBITDA	276,134	444,168	<b>687,828</b>	870,307	(182,479)	(21.0)	<b>1,408,130</b>	2,846,954	(1,438,824)	(50.5)
Margin EBITDA (%)	33.5%	41.9%	<b>49.3%</b>	50.1%			<b>42.9%</b>	54.4%		
Net Income	18,507	238,194	<b>285,831</b>	342,106	(56,275)	(16.4)	<b>542,531</b>	1,246,366	(703,835)	(56.5)
Earnings Per Share US\$	0.002	0.031	<b>0.037</b>	4.4%			<b>0.070</b>	0.162		
Investments / Capex	85,985	186,218	<b>138,765</b>	189,741	(50,976)	(26.9)	<b>410,968</b>	461,682	(50,714)	(11.0)
Shares Outstanding (000)	7,610,000	7,686,100	<b>7,785,000</b>	7,689,000	96,000	1.2	<b>7,785,000</b>	7,689,000	96,000	1.2

\*As of September 30, 2009

<sup>1</sup> All figures are presented in U.S. dollars ("US\$") legal currency of the United States of America ("USA"), under U.S. GAAP, unless otherwise stated.

## Highlights

- **Dividend Payment.-** On October 21, 2009, the Board of Directors approved a dividend payment of \$0.17 pesos per outstanding share, to be paid in a single exhibition to shareholders on November 25, 2009.

### Mining Division

- **Asarco LLC<sup>2</sup>.** On August 31, 2009, Judge Richard Schmidt of the Bankruptcy Court recommended the reorganization plan submitted by the GMexico subsidiary Americas Mining Corporation (AMC) upon finding this plan superior to that submitted by Sterlite Industries. The case has now been remitted to the District Court Judge Andrew S. Hanen in Brownsville, Texas, for final decision. Upon confirmation of the plan, control of ASARCO will return to AMC and AMC will simultaneously be released from any liability or contingency, thus permitting the release of the guarantees posted. AMC will also receive tax benefits amounting to approximately US \$800 million. ASARCO will retain its right to sue Sterlite for damages resulting from a breach of the purchase agreement for Asarco assets worth \$2.600 billion.

Judge Hanen held a hearing on October 19 to hear the objections of the Union, Asarco, and the State of Arizona. Judge Hanen expressed that his decision will be independent of any negotiation between the Union and AMC. GMexico is confident that the recommendation of Judge Schmidt, issued through two consecutive decisions, will be confirmed as it adheres to law and was issued after an exhaustive review of the facts and evidences presented, added to the current Union favorable collective bargaining agreement that will be in effect until 2011. The Judge is expected to issue his decision before December 1st, 2009.

On recovering Asarco, Grupo México will incorporate 200,000 tons to its annual copper production, to become the world leader in reserves and one of the world's largest copper producers.

- **Cost Reduction.-** Our mining division continues to reduce cash costs, from 50.9 cents per pound for copper (including by-products) in 2Q09, to 27.4 cents in 3Q09. This improvement is the result of increased productivity and operating efficiencies, and also higher prices for by-products.
- **Increased Production.-** Mined, smelted, and refined copper increased 1.3%, 8.3%, and 5.6%, respectively, compared to 3Q08. Also, SCC increased its molybdenum production by 14.3%.
- **Sustainable Development.-** SCC has implemented various environmental conservation programs at its facilities in Mexico and Peru. Various initiatives include water treatments and recycling, reforestation programs, dust and emission treatment, etc. These efforts received recognition from Newsweek, in the September 21 issue, where SCC ranked in the magazine's environmental ranking of the greenest and

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<sup>2</sup> Asarco's operation in the USA stopped being consolidated as of August 9, 2005.

cleanest companies in America. SCC was ranked 6th on the list of basic materials companies, ahead of all other copper producers.

The dust and emissions treatment plant at La Caridad, Sonora started operations in September. This Plan processes waste from the metallurgic complex and stabilizes this waste in the pits at the SX/EW plant, in addition to recovering metals and values contained in this waste. Thanks to this process, Mexicana de Cobre received an award from the *SEMARNAT* and the *COPARMEX* in September, for having achieved First Place in the category of Hazardous Waste in the Second National Waste Recycling Contest organized by these agencies.

- **Capital Expenditures.-** Capital expenditures made as of September 30, 2009 totaled \$411 million. The total budget for Tía María is \$934 million, of which \$250 million has been spent to date. The project is expected to be completed in 2011 and will produce 120,000 tons of copper cathode per year. \$72.0 million have been invested in the Toquepala expansion; this project will increase production by 100,000 tons of copper per year starting 2012.

### Transportation Division

- **Increased Freight.-** Despite adverse economic conditions, Ferromex has increased freight transportation with various of its key customers. Unit trains carrying iron ore for Ternium increased 9% in the first 9 months; and also, peso revenues increased 25.2% and 20.6% for Crown Imports and CFE freight, respectively.
- **Capital Expenditures.-** The investment of \$89.7 million in the Railroad Division including Ferrosur, has been principally allocated to improving track, railroad communication systems, and improvements to safety systems.
- **Ferrosur.-** Over the last 9 months, Ferrosur increased its net ton/kms 42% and loaded cars for the grain segment by 23%. It also increased its net ton/kms 26% and loaded cars for the energy segment by 34%, with new traffics of oil products.
- **Ferrobucle.-** The Ferrobucle service, which is provided through two sea vessels adapted with railroad tracks, doubled its capacity after constructing a second platform to load 120 railroad cars on each voyage. This service allows Ferrosur to have its own border crossing with the US, without requiring the use of other railroads to be able to reach the US. Additionally, the service from Coatzacoalcos to Mobile, Alabama takes 3 days, 4 days less than by rail.
- **Intermodal.-** We continue with the development of this segment to provider value added services to railroad traffic, such as door to door services, storage, and crossdocking.

### Infrastructure and Construction Division

- **Río Grijalva Tunnels.-** This division has advanced with the project to construct two deviation tunnels on the Río Grijalva, which started January 5. The project reports an advance of 32% to date, which is on schedule. Due to changes in the project engineering ordered by the *CFE*, the project was rescheduled and construction is expected to be completed by September 15, 2010.

- **Projects in Development.-** This division continues to actively evaluate projects that would create value for the Group, such as the construction of a new container terminal at the port of Manzanillo (TEC II); and a deviation project for the railroad at the Laguna de Cuyutlán, in order to service the liquid gas terminal (LNG) in Colima.

Also, through our Engineering firm Consutec, together with our Construction Company, GMexico continues to evaluate key-in-hand projects for industrial and infrastructure projects, seeking to expand this division with water and oil well drilling services, and also related value added services (such as directional drilling and cementing).

## Financing

The financing cost as of September 30, 2009 was \$92.9 million, 22.4% less than 2Q08. Interests earned on the investment of available cash reached \$71.1 million, which produced a net financing cost of \$21.8 million.

## Debt Profile

(US\$000)	As of September 30				
	2009			2008	
	Gross Debt	Cash & Banks	Net Debt	Gross Debt	Var. Debt
Southern Copper Corporation	1,285,182	413,280	871,902	1,294,911	(0.8)
Infraestructura y Transportes México (ITM)	-	101,728	(101,728)	-	-
GFM - Ferromex	368,146	84,239	283,907	587,377	(37.3)
Grupo México (Holding)	-	1,094,440	(1,094,440)	-	-
<b>Grupo México (Consolidated)</b>	<b>1,653,328</b>	<b>1,693,687</b>	<b>(40,359)</b>	<b>1,882,288</b>	<b>(12.2)</b>

GMexico ended the quarter with a negative net debt of \$40.3 million. GMexico maintains a long term debt amortization schedule. The first significant payment will be due in 2015 (\$200 million).

Ferrosur debt was \$142.1 million as of September 30, 2009 which, on considering a cash and banks balance of \$64.2 million, represents a net debt of \$77.9 million.

## Mining Division

### Metals Market

During 3Q09, prices for our metals continued their upward trend which began at the start of the year. Chinese consumption, the gradual recovery of the developed economies, the weak dollar, and the flow of investment to the commodities sector contributed to greater average prices for the 3Q09 than those of the 2Q09: 25% in copper, 59% in molybdenum, 19% in zinc, and 7% in silver.

We anticipate the volatility of metals prices will continue in the short term, but continuing with the upward trend for the remaining of the year. We are confident that from 2010 on, there will be a positive outlook for copper, based on probable restrictions on offerings in the face of the eminent economic recovery by the developed countries and the sustained growth of the emerging economies.

### Average Metals Prices

		Second Quarter		Var. %	January - June		Var. %
		2009	2008		2009	2008	
Copper	(\$cts/Pound)	265.76	348.35	(23.7)	210.93	361.64	(41.7)
Molybdenum	(\$dlls/Pound)	14.50	33.27	(56.4)	10.78	33.01	(67.3)
Zinc	(\$cts/Pound)	79.90	80.30	(0.5)	66.63	95.46	(30.2)
Silver	(\$dlls/Ounce)	14.76	14.92	(1.1)	13.71	16.57	(17.3)
Gold	(\$dlls/Ounce)	960.06	869.58	10.4	930.09	897.43	3.6
Lead	(\$cts/Pound)	87.44	86.74	0.8	930.09	897.43	3.6
Sulfuric Acid	(\$dlls/Ton)	48.15	144.31	(66.6)	49.09	107.11	(54.2)

Source: Copper, Zinc and Gold - LME; Silver - COMEX;  
Molybdenum - Metals Week Dealer Oxide, Sulfuric Acid - SCC

## Southern Copper Corporation Financial Highlights

(Thousand US Dollars)	Third Quarter		Variance		January - September		Variance	
	2009	2008	US\$000	%	2009	2008	US\$000	%
Sales	1,151,769	1,440,077	(288,308)	(20.0)	2,598,276	4,401,079	(1,802,803)	(41.0)
Cost of Sales	529,893	645,798	(115,905)	(17.9)	1,324,824	1,716,845	(392,021)	(22.8)
Operating Income	508,731	675,946	(167,215)	(24.7)	956,055	2,333,073	(1,377,018)	(59.0)
EBITDA	591,756	781,164	(189,408)	(24.2)	1,197,885	2,601,101	(1,403,216)	(53.9)
Margin EBITDA (%)	51.4%	54.2%			46.1%	59.1%		
Net Income	312,451	417,802	(105,351)	(25.2)	566,111	1,531,252	(965,141)	(63.0)
Investments / Capex	117,634	146,080	(28,446)	(19.5)	334,238	346,077	(11,839)	(3.4)

3Q09 sales reached \$1.151 billion, compared to \$1.440 billion for the same period in 2008. This decrease was due to lower metals prices, however this was mitigated by larger volumes of products sold (copper 6.7%, molybdenum 12.4%, zinc 1.9%, silver 5.5%, sulfuric acid 15.8%, and gold 35.4%).

## Mining Production and Sales

		Third Quarter		Variance		January - September		Variance	
		2009	2008	US\$000	%	2009	2008	US\$000	%
Copper	(m.t.)								
Production		120,240	118,657	1,583	1.3	359,288	363,768	(4,480)	(1.2)
Sales		137,620	128,948	8,672	6.7	380,777	366,968	13,809	3.8
Molybdenum	(m.t.)								
Production		5,191	4,541	650	14.3	13,635	12,363	1,272	10.3
Sales		5,134	4,566	568	12.4	13,566	12,504	1,062	8.5
Zinc	(m.t.)								
Production		27,822	26,880	942	3.5	82,504	79,214	3,290	4.2
Sales		26,111	25,612	499	1.9	77,967	74,024	3,943	5.3
Silver	(kg.)								
Production		103,613	94,509	9,104	9.6	306,012	286,442	19,570	6.8
Sales		153,931	145,953	7,978	5.5	411,232	345,634	65,598	19.0

The quarterly production at our smelters and refineries reported significant increases in all metals compared to 3Q08, as a result of the implementation of operating efficiencies.

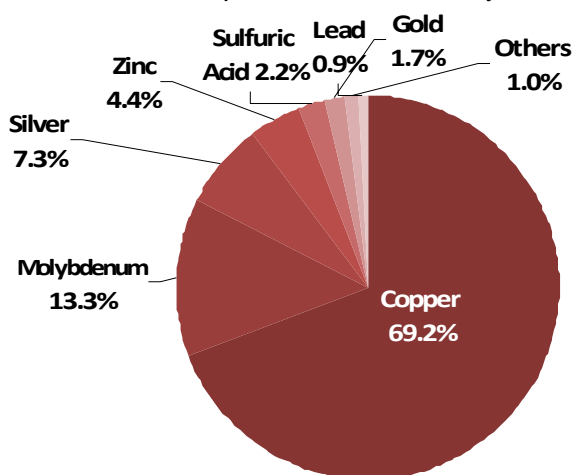
Copper production during the quarter was 120,240 tons, representing an increase of 1.3% over 3Q08, due to greater production at the La Caridad mine (+1,206 tons) and at the Peru mines (+333 tons), principally because of better ore grades and recovery at these mines.

Molybdenum production continues to increase. Production was 5,191 tons in 3Q09, compared to a production of 4,541 tons in 3Q08. This 14.3% increase is due to higher ore grades at the La Caridad mine and better recovery at Cuajone.

Mined zinc production in 3Q09 was 27,822 tons, 3.5% higher than 3Q08, while refined zinc increased 4.2% due to better performance by the refinery at San Luis Potosí.

## Sales Distribution

Participation in cumulative sales as of September 30, 2009, by metal, is shown below:



## Projects and Exploration

SCC continued with its investment program during 3Q09 under a rigorous budget control. For the Tía María Project, the budget was reduced by approximately \$266 million from \$1.200 billion to \$934 million. Of this amount, a total of \$250.4 million had been disbursed as of September 30, 2009. The basic engineering and the environmental impact study have been completed. Current work on the project includes detailed engineering studies and the start of fabrication of principal equipment, as well as construction projects for roads and platforms. Upon completion, Tía María is expected to produce 120,000 tons of copper cathode per year.

As of 3Q09 close, SCC has invested \$74.9 million in expansion projects at the Toquepala Concentrator Plant. The evaluation of the engineering studies is in its final phase and the environmental impact studies will start in 4Q09.

## Transportation Division Financial Highlights Infraestructura y Transportes México

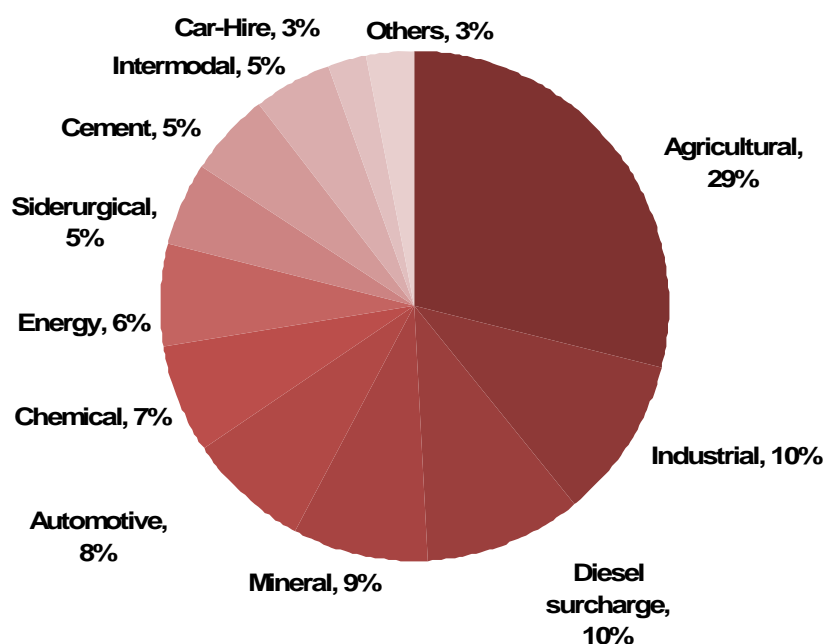
(Miles de Dólares)	Tercer Trimestre		Variación		Enero - Septiembre		Variación	
	2009	2008	US\$000	%	2009	2008	US\$000	%
Vol. Transportado (MillonTons/Km	10,040	10,715	(675)	(6.3)	28,892	30,669	(1,777)	(5.8)
Ventas	237,604	295,504	(57,900)	(19.6)	668,147	823,463	(155,316)	(18.9)
Costo de Ventas	158,830	192,953	(34,123)	(17.7)	448,876	519,330	(70,454)	(13.6)
Utilidad de Operación	47,811	65,634	(17,823)	(27.2)	131,266	199,545	(68,279)	(34.2)
EBITDA	66,342	93,666	(27,324)	(29.2)	192,608	279,274	(86,666)	(31.0)
Margen EBITDA (%)	27.9%	31.7%			28.8%	33.9%		
Utilidad Neta	28,029	40,703	(12,674)	(31.1)	87,644	128,388	(40,744)	(31.7)
Inversiones - (Capex)	21,131	43,661	(22,530)	(51.6)	76,730	115,605	(38,875)	(33.6)

**Note: ITM does not consolidate Ferrosur**

The average peso/dollar exchange rate for the third quarter of 2009 was \$13.26, compared to \$10.31 for the same period in 2008 (28.6%).

As a result of the drop in industrial activity, the net ton-kilometers transported in 3Q09 were 6.3% less than 3Q08, decreasing from 10.040 billion to 10.715 billion. Revenues for the Transportation Division in dollar terms decreased 19.6% to reach \$237.6 million in 3Q09, compared to revenues of \$295.5 million in 3Q08. This is due to a \$67.5 million loss on foreign exchange and a price increase of \$9.6 million, due to the combination of better rates and traffic, including international traffic billed in dollars. Revenues in pesos increased 3.5%, going from \$3,025 million pesos in 3Q08 to \$3,129.4 million pesos in 3Q09

Participation in 3Q09 revenues, by segment, is shown as follows:



The cost of sales in 3Q09 was \$158.8 million, 17.7% lower than 3Q08. This decrease is due to a \$45.4 million loss on foreign exchange and an \$11.3 million increase in activity and price, noting: a 26.1% increase in the peso price of diesel, which was partially mitigated by better performance from our locomotives.

The EBITDA for 3Q09 was \$66.3 million, 29.2% less than 3Q08. The EBITDA was 6.0% lower compared to 2Q09.

Capital expenditures totaled \$76.7 million as of September 30, 2009, 33.6% lower than during the same period in 2008. These investments were made principally in track improvements, construction, and siding expansions, and to improve operating efficiency and safety.

Ferrosur sales for 3Q09 were \$57.9 million, 17% less than 3Q08 due to the impact of the depreciation of the peso and a 4.2% decrease in millions of net ton-kilometers transported, from 1.805 billion in 3Q08 to 1.730 billion in 3Q09.

The EBITDA for Ferrosur for 3Q09 was \$14.3 million, compared to \$17.4 million in 2008. Net earnings for 3Q09 were \$5.2 million, 4.2% less than that reached in 3Q08.

## Company Profile

**Grupo México** (“GMéxico”) is a holding company, whose principal activities are: (i) mining, being of the world’s largest integrated copper producers; (ii) railroad services, with the widest coverage in Mexico, and (iii) engineering, procurement, and construction services. These Business Lines are grouped under the following subsidiaries:

GMéxico’s **mining division** consolidates the operations of Southern Copper Corporation (“SCC”) in Mexico and Peru and is one of the world’s largest integrated copper producers and holds the largest copper reserves of any publicly traded company globally and is listed on the New York and Peruvian stock exchanges. SCC stockholders, directly or through subsidiaries, are: Grupo México (80%) and other stockholders (20%). The company operates mining units, metallurgical plants, and conducts exploration projects in Peru, Mexico, and Chile. Asarco operations in the United States were deconsolidated as of August 9, 2005.

GMéxico’s **transportation division** is represented by its subsidiary Infraestructura y Transportes México, S.A. de C.V. (“ITM”). Its main subsidiaries are Grupo Ferroviario Mexicano, S.A. de C.V. (“GFM”), Ferrocarril Mexicano, S.A. de C.V. (“Ferromex”), Intermodal México, S.A. de C.V., and Texas Pacifico, LP, Inc.. Ferromex is the largest railroad company in Mexico with the widest coverage. Ferromex has a network of 8,111 kilometers of track covering approximately 71% of Mexico. Ferromex lines connect to five border points with the United States, and also to four ports on the Pacific Coast and two on the Gulf of Mexico. Ferromex is controlled by Grupo México, holding 55.5%, Union Pacific 26%, and Grupo Carso-Sinca Inbursa 18.5%. On November 24, 2005, Grupo México incorporated Ferrosur, through Infraestructura y Transportes Ferroviarios, S.A. de C.V. (“ITF”); this acquisition is reported on the ITM and Grupo México financial statements under the participation method. Ferrosur has a track network of 1,813 kilometers covering the Central and Southeastern part of the country, serving principally the states of Tlaxcala, Puebla, Veracruz, and Oaxaca, and has access to the ports of Veracruz and Coatzacoalcos on the Gulf of Mexico. Ferrosur is controlled by Grupo México, holding 74.99%, and Grupo Carso-Sinca Inbursa with 25.01%.

GMéxico’s **infrastructure division** is represented by its subsidiary México Constructora Industrial, SA de C.V. (“MCI”). MCI’s activities include engineering, procurement, and infrastructure construction works, and is wholly controlled by GMéxico.

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*This report includes forward-looking statements. In addition to the risk and uncertainties noted in the report, there are certain factors that could cause results to differ materially from those anticipated by some of the statements made. Many of these risks and uncertainties are related to factors beyond the reasonable control of Grupo México or that can not be accurately estimated, such as future market conditions, metals prices, the behavior of other market stakeholders and the actions of government regulators. Grupo Mexico does not assume any obligation whatsoever regarding the publication of a review to these projections to reflect events or circumstances occurring after the date of this report.*

**GRUPO MEXICO (GM)**  
**CONSOLIDATED FINANCIAL STATEMENTS (US GAAP)**

(Thousands of US Dollars)	Quarters			Accumulated		
	Q3-09	Q3-08	Variance	2009	2008	Variance
<b>STATEMENT OF EARNINGS</b>						
<b>Net Sales</b>	<b>1,396,374</b>	<b>1,737,633</b>	<b>(341,259)</b>	<b>3,279,410</b>	<b>5,231,954</b>	<b>(1,952,544)</b>
Cost of Sales	693,990	842,828	(148,838)	1,792,314	2,257,535	(465,221)
Gross Profit	702,384	894,805	(192,421)	1,487,096	2,974,419	(1,487,323)
Gross Margin	50%	51%		45%	57%	
Administrative expenses	33,788	41,987	(8,199)	97,851	134,378	(36,527)
<b>EBITDA</b>	<b>687,828</b>	<b>870,307</b>	<b>(182,479)</b>	<b>1,408,130</b>	<b>2,846,954</b>	<b>(1,438,824)</b>
Depreciation and Amortization	102,040	107,305	(5,265)	295,951	314,209	(18,258)
<b>Operating Income</b>	<b>566,556</b>	<b>745,513</b>	<b>(178,958)</b>	<b>1,093,294</b>	<b>2,525,832</b>	<b>(1,432,538)</b>
Operating Margin	41%	43%		33%	48%	
Interest expense	30,708	40,751	(10,043)	90,704	124,455	(33,751)
Interest capitalized	3,287	(2,305)	5,592	2,156	(4,834)	6,990
Interest income	(18,498)	(22,215)	3,717	(71,102)	(75,284)	4,182
Financial Coverage	518	13,742	(13,224)	(4,309)	11,436	(15,745)
Other expense, net	(11,212)	(11,249)	37	(21,400)	(7,885)	(13,516)
<b>Earnings before Tax</b>	<b>561,753</b>	<b>726,790</b>	<b>(165,036)</b>	<b>1,097,245</b>	<b>2,477,944</b>	<b>(1,380,699)</b>
Taxes	202,693	262,835	(60,142)	412,047	797,025	(384,978)
Participation of partner	(5,755)	(6,430)	675	(19,184)	(23,266)	4,082
Minority Interest	78,984	128,279	(49,295)	161,851	457,819	(295,968)
<b>Net Earnings</b>	<b>285,831</b>	<b>342,106</b>	<b>(56,275)</b>	<b>542,531</b>	<b>1,246,366</b>	<b>(703,835)</b>
<b>BALANCE SHEET</b>						
Cash and cash equivalents	1,693,687	2,700,759	(1,007,072)	1,693,687	2,700,759	(1,007,072)
Marketable securities	32,799	107,997	(75,199)	32,799	107,997	(75,199)
Notes and Accounts receivable	583,078	533,058	50,020	583,078	533,058	50,020
Inventories	440,501	521,787	(81,286)	440,501	521,787	(81,286)
Prepaid and others current assets	275,618	277,317	(1,699)	275,618	277,317	(1,699)
<b>Total Current Assets</b>	<b>3,025,683</b>	<b>4,140,919</b>	<b>(1,115,236)</b>	<b>3,025,683</b>	<b>4,140,919</b>	<b>(1,115,236)</b>
Property, net	5,073,100	4,973,621	99,479	5,073,100	4,805,589	267,511
Leachable material, net	119,520	168,032	(48,512)	119,520	168,032	(48,512)
Other Long term Assets	622,667	533,954	88,713	622,667	533,954	88,713
<b>Total Assets</b>	<b>8,840,970</b>	<b>9,816,526</b>	<b>(975,556)</b>	<b>8,840,970</b>	<b>9,648,494</b>	<b>(807,524)</b>
Current portion of long-term debt	41,665	164,109	(122,444)	41,665	164,109	(122,444)
Accumulated Liabilities	798,758	837,527	(38,769)	798,758	837,527	(38,769)
<b>Current Liabilities</b>	<b>840,422</b>	<b>1,001,635</b>	<b>(161,213)</b>	<b>840,422</b>	<b>1,001,635</b>	<b>(161,213)</b>
Long-term Debt	1,611,663	1,718,179	(106,516)	1,611,663	1,718,179	(106,516)
Other non-current Liabilities	317,454	524,809	(207,356)	317,454	524,809	(207,356)
<b>Total Liabilities</b>	<b>2,769,539</b>	<b>3,244,624</b>	<b>(475,085)</b>	<b>2,769,539</b>	<b>3,244,624</b>	<b>(475,085)</b>
<b>Stockholders Equity</b>	<b>2,000,446</b>	<b>2,000,446</b>	<b>-</b>	<b>2,000,446</b>	<b>2,000,446</b>	<b>-</b>
Other equity accounts	(141,300)	(25,988)	(115,312)	(141,300)	(25,988)	(115,312)
Retaining Earnings	2,978,688	3,078,874	(100,186)	2,978,688	3,078,874	(100,186)
<b>Total Stockholders' equity</b>	<b>4,837,833</b>	<b>5,053,331</b>	<b>(215,498)</b>	<b>4,837,833</b>	<b>5,053,331</b>	<b>(215,498)</b>
Minority Interest	1,233,598	1,518,570	(284,973)	1,233,598	1,518,570	(284,973)
<b>Total Liabilities and Stockholders' Equity</b>	<b>8,840,970</b>	<b>9,816,526</b>	<b>(975,556)</b>	<b>8,840,970</b>	<b>9,816,526</b>	<b>(975,556)</b>
<b>CASH FLOW</b>						
Net Income	285,831	342,106	(56,275)	542,531	1,246,366	(703,835)
Depreciation and Amortization	102,040	107,305	(5,265)	295,951	314,209	(18,258)
Deferred Income Taxes	(16,585)	(2,457)	(14,128)	28,923	(26,348)	55,271
Capitalized leachable material	-	-	-	-	(2,246)	2,246
Minority Interest	78,984	128,279	(49,295)	161,851	457,819	(295,968)
Operating assets and liabilities	145,494	257,974	(112,480)	(348,144)	(58,572)	(289,572)
Other Net	(28,857)	(40,571)	11,714	(7,990)	(40,394)	32,404
<b>Net cash provide by operating activities</b>	<b>566,907</b>	<b>792,636</b>	<b>(225,729)</b>	<b>673,122</b>	<b>1,890,834</b>	<b>(1,217,712)</b>
Add property & equipment	(130,832)	(185,569)	54,737	(390,673)	(436,178)	45,505
<b>Operating cash flow</b>	<b>436,075</b>	<b>607,067</b>	<b>(170,992)</b>	<b>282,449</b>	<b>1,454,656</b>	<b>(1,172,207)</b>
Debt incurred	-	-	-	-	-	-
Debt amortization	(11,096)	(11,964)	868	(48,207)	(201,150)	152,943
Purchase of marketable securities	7,933	(10,483)	18,416	54,517	9,905	44,612
Dividends paid	(149,790)	(440,128)	290,338	(323,890)	(1,138,194)	814,304
Other Net	-	-	-	-	(27,539)	27,539
Capital Reimbursement	11,352	(32,965)	44,317	(91,143)	(93,069)	1,926
<b>Net cash used in financing activities</b>	<b>(141,601)</b>	<b>(495,540)</b>	<b>353,939</b>	<b>(408,723)</b>	<b>(1,450,047)</b>	<b>1,041,324</b>
Effect of exchange rate changes on cash	(17,337)	14,686	(32,023)	(24,709)	31,292	(56,001)
<b>Increase in cash &amp; cash equivalent</b>	<b>277,137</b>	<b>126,213</b>	<b>150,924</b>	<b>(150,983)</b>	<b>35,901</b>	<b>(186,884)</b>
<b>Cash &amp; cash equivalents at begin yr.</b>	<b>1,416,550</b>	<b>2,574,546</b>	<b>(1,157,996)</b>	<b>1,844,670</b>	<b>2,664,858</b>	<b>(820,188)</b>
<b>Cash &amp; cash equivalents at yr. end</b>	<b>1,693,687</b>	<b>2,700,759</b>	<b>(1,007,072)</b>	<b>1,693,687</b>	<b>2,700,759</b>	<b>(1,007,072)</b>

**SOUTHERN COPPER CORPORATION & SUBSIDIARIES**  
**CONSOLIDATED FINANCIAL STATEMENTS (US GAAP)**

(Thousands of US Dollars)	<b>Quarters</b>			<b>Accumulated</b>		
<b>STATEMENT OF EARNINGS</b>	<b>Q3-09</b>	<b>Q3-08</b>	<b>Variance</b>	<b>2009</b>	<b>2008</b>	<b>Variance</b>
<b>Net Sales</b>	<b>1,151,769</b>	<b>1,440,077</b>	<b>(288,307)</b>	<b>2,598,276</b>	<b>4,401,079</b>	<b>(1,802,802)</b>
Cost of Sales	529,893	645,798	(115,905)	1,324,824	1,716,845	(392,021)
Exploration	7,075	8,452	(1,377)	17,498	25,504	(8,006)
Gross Profit	614,801	785,827	(171,025)	1,255,954	2,658,730	(1,402,775)
Gross Margin	53%	55%		48%	60%	
Administrative expenses	23,804	25,937	(2,133)	60,697	77,318	(16,621)
<b>EBITDA</b>	<b>591,757</b>	<b>781,164</b>	<b>(189,407)</b>	<b>1,197,885</b>	<b>2,601,101</b>	<b>(1,403,216)</b>
Depreciation and Amortization	82,266	83,943	(1,677)	239,202	248,339	(9,137)
<b>Operating Income</b>	<b>508,731</b>	<b>675,946</b>	<b>(167,215)</b>	<b>956,056</b>	<b>2,333,072</b>	<b>(1,377,017)</b>
Operating Margin	44%	47%		37%	53%	
Interest expense	28,413	25,610	2,803	72,246	80,275	(8,029)
Interest capitalized	-	(2,305)	2,305	-	(4,834)	4,834
Interest income	(845)	(9,764)	8,919	(6,018)	(39,360)	33,342
Financial Coverage	37	13,621	(13,584)	(4,144)	12,700	(16,844)
Other expense (income), net	(760)	(21,274)	20,513	(2,628)	(19,689)	17,061
<b>Earnings before Tax</b>	<b>481,886</b>	<b>670,058</b>	<b>(188,172)</b>	<b>896,599</b>	<b>2,303,981</b>	<b>(1,407,382)</b>
Taxes	167,661	249,700	(82,039)	327,099	764,614	(437,515)
Minority Interest	1,774	2,556	(782)	3,390	8,115	(4,726)
<b>Net Earnings</b>	<b>312,451</b>	<b>417,802</b>	<b>(105,351)</b>	<b>566,111</b>	<b>1,531,252</b>	<b>(965,141)</b>
<b>BALANCE SHEET</b>						
Cash and cash equivalents	413,280	1,175,648	(762,368)	413,280	1,175,648	(762,368)
Marketable securities	-	-	-	-	-	-
Notes and Accounts receivable	451,988	414,486	37,502	451,988	414,486	37,502
Inventories	417,657	492,521	(74,864)	417,657	492,521	(74,864)
Prepaid and others current assets	166,058	267,446	(101,388)	166,058	267,446	(101,388)
<b>Total Current Assets</b>	<b>1,448,983</b>	<b>2,350,100</b>	<b>(901,118)</b>	<b>1,448,983</b>	<b>2,350,100</b>	<b>(901,118)</b>
Property, net	4,040,217	3,759,345	280,872	4,040,217	3,759,345	280,872
Leachable material, net	119,520	168,032	(48,512)	119,520	168,032	(48,512)
Other Long term Assets	67,800	69,234	(1,434)	67,800	69,234	(1,434)
<b>Total Assets</b>	<b>5,676,520</b>	<b>6,346,711</b>	<b>(670,192)</b>	<b>5,676,520</b>	<b>6,346,711</b>	<b>(670,192)</b>
Current portion of long-term debt	10,000	10,000	-	10,000	10,000	-
Accumulated Liabilities	389,783	633,329	(243,546)	389,783	633,329	(243,546)
<b>Current Liabilities</b>	<b>399,783</b>	<b>643,329</b>	<b>(243,546)</b>	<b>399,783</b>	<b>643,329</b>	<b>(243,546)</b>
Long-term Debt	1,275,182	1,284,911	(9,729)	1,275,182	1,284,911	(9,729)
Other non-current Liabilities	329,911	506,243	(176,332)	329,911	506,243	(176,332)
<b>Total Liabilities</b>	<b>2,004,876</b>	<b>2,434,483</b>	<b>(429,607)</b>	<b>2,004,876</b>	<b>2,434,483</b>	<b>(429,607)</b>
<b>Stockholders Equity</b>	<b>8,846</b>	<b>8,846</b>	<b>-</b>	<b>8,846</b>	<b>8,846</b>	<b>-</b>
Other equity accounts	410,611	578,588	(167,977)	410,611	578,588	(167,977)
Retaining Earnings	3,235,359	3,309,008	(73,649)	3,235,359	3,309,008	(73,649)
<b>Total Stockholders' equity</b>	<b>3,654,816</b>	<b>3,896,442</b>	<b>(241,626)</b>	<b>3,654,816</b>	<b>3,896,442</b>	<b>(241,626)</b>
Minority Interest	16,828	15,786	1,042	16,828	15,786	1,042
<b>Total Liabilities and Stockholders' Equity</b>	<b>5,676,520</b>	<b>6,346,711</b>	<b>(670,191)</b>	<b>5,676,520</b>	<b>6,346,711</b>	<b>(670,191)</b>
<b>CASH FLOW</b>						
<b>Net Income</b>	<b>312,451</b>	<b>417,802</b>	<b>(105,351)</b>	<b>566,111</b>	<b>1,531,252</b>	<b>(965,141)</b>
Depreciation and Amortization	82,266	83,944	(1,678)	239,202	248,338	(9,136)
Deferred Income Taxes	(13,274)	4,440	(17,714)	40,116	(10,290)	50,406
Capitalized leachable material	-	-	-	-	(2,246)	2,246
Minority Interest	1,774	2,556	(782)	3,390	8,115	(4,725)
Operating assets and liabilities	7,121	204,987	(197,866)	(570,824)	(168,205)	(402,618)
Other Net	(9,715)	(13,388)	3,672	18,731	5,528	13,202
<b>Net cash provide by operating activities</b>	<b>380,623</b>	<b>700,341</b>	<b>(319,718)</b>	<b>296,726</b>	<b>1,612,492</b>	<b>(1,315,766)</b>
Add property & equipment	(109,701)	(80,797)	(28,904)	(313,942)	(261,373)	(52,569)
<b>Operating cash flow</b>	<b>270,922</b>	<b>619,544</b>	<b>(348,622)</b>	<b>(17,216)</b>	<b>1,351,119</b>	<b>(1,368,335)</b>
Debt incurred	42	61	(19)	140	182	(42)
Debt amortization	-	-	-	(5,000)	(155,025)	150,025
Dividends paid	(84,850)	(503,468)	418,618	(224,128)	(1,416,362)	1,192,233
Purchase of marketable securities	-	-	-	-	-	-
Purchase of share SCC	(337)	(68,498)	68,161	(71,743)	(68,423)	(3,320)
Other	7,271	9,099	(1,828)	39,742	23,349	16,393
<b>Net cash used in financing activities</b>	<b>(77,874)</b>	<b>(562,806)</b>	<b>484,932</b>	<b>(260,989)</b>	<b>(1,616,279)</b>	<b>1,355,289</b>
Effect of exchange rate changes on cash	(15,308)	(31,348)	16,040	(25,256)	31,535	(56,791)
<b>Net increase (decrease) cash &amp; cash eq.</b>	<b>177,740</b>	<b>25,390</b>	<b>152,350</b>	<b>(303,461)</b>	<b>(233,625)</b>	<b>(69,836)</b>
<b>Cash &amp; cash equivalents at begin yr.</b>	<b>235,540</b>	<b>1,150,259</b>	<b>(914,720)</b>	<b>716,740</b>	<b>1,409,272</b>	<b>(692,532)</b>
<b>Cash &amp; cash equivalents at yr. end</b>	<b>413,280</b>	<b>1,175,649</b>	<b>(762,369)</b>	<b>413,279</b>	<b>1,175,647</b>	<b>(762,368)</b>

**INFRAESTRUCTURA Y TRANSPORTES MEXICO SA DE CV Y SUBSIDIARIAS**  
**CONSOLIDATED FINANCIAL STATEMENTS (US GAAP)**

(Thousands of US Dollars)

	Quarters			Accumulated		
	Q3-09	Q3-08	Variance	2009	2008	Variance
<b>STATEMENT OF EARNINGS</b>						
<b>Net Sales</b>	<b>237,604</b>	<b>295,504</b>	<b>(57,900)</b>	<b>668,147</b>	<b>823,463</b>	<b>(155,316)</b>
Cost of Sales	158,830	192,953	(34,123)	448,876	519,330	(70,454)
Gross Profit	78,774	102,551	(23,777)	219,271	304,133	(84,862)
Gross Margin	33%	35%		33%	37%	
Administrative expenses	11,410	14,291	(2,881)	32,361	39,713	(7,352)
<b>EBITDA</b>	<b>66,342</b>	<b>93,666</b>	<b>(27,324)</b>	<b>192,608</b>	<b>279,274</b>	<b>(86,666)</b>
Depreciation and Amortization	19,553	22,626	(3,073)	55,644	64,875	(9,231)
<b>Operating Income</b>	<b>47,811</b>	<b>65,634</b>	<b>(17,823)</b>	<b>131,266</b>	<b>199,545</b>	<b>(68,279)</b>
Operating Margin	20%	22%		20%	24%	
Interest expense	5,130	11,316	(6,186)	17,883	36,001	(18,118)
Interest income	(1,666)	(4,543)	2,877	(5,805)	(11,809)	6,004
Financial Coverage	481	121	360	(165)	(1,264)	1,099
Other Income, net	2,577	(2,050)	4,627	(6,465)	(17,093)	10,628
<b>Earnings before Tax</b>	<b>41,289</b>	<b>60,790</b>	<b>(19,501)</b>	<b>125,818</b>	<b>193,710</b>	<b>(67,892)</b>
Taxes	11,352	15,075	(3,723)	34,144	52,442	(18,298)
Minority Interest	(7,659)	(11,441)	3,782	(23,203)	(36,137)	12,934
<b>Profit before Extraordinary loss</b>	<b>22,278</b>	<b>34,274</b>	<b>(11,996)</b>	<b>68,471</b>	<b>105,131</b>	<b>(36,660)</b>
Participation in Subsidiary not consolidated and Associated	(5,751)	(6,429)	678	(19,173)	(23,257)	4,084
<b>Net Earnings</b>	<b>28,029</b>	<b>40,703</b>	<b>(12,674)</b>	<b>87,644</b>	<b>128,388</b>	<b>(40,744)</b>
<b>BALANCE SHEET</b>						
Cash and cash equivalents	185,967	270,108	(84,141)	185,967	270,108	(84,141)
Notes and Accounts receivable	120,373	137,891	(17,518)	120,373	137,891	(17,518)
Inventories	21,244	28,568	(7,324)	21,244	28,568	(7,324)
Prepaid and others current assets	35,658	65,715	(30,057)	35,658	65,715	(30,057)
<b>Total Current Assets</b>	<b>363,242</b>	<b>502,282</b>	<b>(139,040)</b>	<b>363,242</b>	<b>502,282</b>	<b>(139,040)</b>
Property, Plant and Equipment Net	947,617	1,107,774	(160,157)	947,617	1,107,774	(160,157)
Other Long term Assets	445,164	513,248	(68,084)	445,164	513,248	(68,084)
<b>Total Assets</b>	<b>1,756,023</b>	<b>2,123,304</b>	<b>(367,281)</b>	<b>1,756,023</b>	<b>2,123,304</b>	<b>(367,281)</b>
Current portion of long-term debt	31,665	154,109	(122,444)	31,665	154,109	(122,444)
Accumulated Liabilities	117,309	132,685	(15,376)	117,309	132,685	(15,376)
<b>Current Liabilities</b>	<b>148,974</b>	<b>286,794</b>	<b>(137,820)</b>	<b>148,974</b>	<b>286,794</b>	<b>(137,820)</b>
Long-term Debt	336,481	433,268	(96,787)	336,481	433,268	(96,787)
Other non-current Liabilities	(17,790)	(17,773)	(17)	(17,790)	(17,773)	(17)
Other Liabilities	3,821	4,953	(1,132)	3,821	4,953	(1,132)
<b>Total Liabilities</b>	<b>471,486</b>	<b>707,242</b>	<b>(235,756)</b>	<b>471,486</b>	<b>707,242</b>	<b>(235,756)</b>
<b>Stockholders Equity</b>	<b>89,290</b>	<b>89,290</b>	<b>-</b>	<b>89,290</b>	<b>89,290</b>	<b>-</b>
Other equity accounts	(2,416)	228,094	(230,510)	(2,416)	228,094	(230,510)
Retaining Earnings	979,997	866,329	113,668	979,997	866,329	113,668
<b>Total Stockholders' equity</b>	<b>1,066,871</b>	<b>1,183,713</b>	<b>(116,842)</b>	<b>1,066,871</b>	<b>1,183,713</b>	<b>(116,842)</b>
Minority Interest	217,666	232,349	(14,683)	217,666	232,349	(14,683)
<b>Total Liabilities and Stockholders' Equity</b>	<b>1,756,023</b>	<b>2,123,304</b>	<b>(367,281)</b>	<b>1,756,023</b>	<b>2,123,304</b>	<b>(367,281)</b>
<b>CASH FLOW</b>						
<b>Net Income</b>	<b>28,029</b>	<b>40,703</b>	<b>(12,674)</b>	<b>87,644</b>	<b>128,388</b>	<b>(40,744)</b>
Depreciation and Amortization	19,553	22,626	(3,073)	55,644	64,875	(9,231)
Deferred Income Taxes	(2,177)	(11,368)	9,191	(11,118)	(20,528)	9,410
Minority Interest	7,659	11,441	(3,782)	23,203	36,137	(12,934)
Operating assets and liabilities	28,940	57,955	(29,015)	20,141	13,581	6,560
Other Net	(3,504)	88	(3,592)	(17,320)	(12,678)	(4,642)
<b>Net cash provide by operating activities</b>	<b>78,500</b>	<b>121,445</b>	<b>(42,945)</b>	<b>158,194</b>	<b>209,775</b>	<b>(51,581)</b>
Add property & equipment	(21,131)	(43,661)	22,530	(76,730)	(115,605)	38,875
<b>Operating cash flow</b>	<b>57,369</b>	<b>77,784</b>	<b>(20,415)</b>	<b>81,464</b>	<b>94,170</b>	<b>(12,706)</b>
Debt incurred	-	-	-	-	-	-
Debt amortization	(11,096)	(11,964)	868	(30,707)	(33,625)	2,918
Dividends paid	-	-	-	-	(13,415)	13,415
Other	93	(7,097)	7,190	(4,078)	180	(4,258)
<b>Net cash used in financing activities</b>	<b>(11,003)</b>	<b>(19,061)</b>	<b>8,058</b>	<b>(34,785)</b>	<b>(46,860)</b>	<b>12,075</b>
Effect of exchange rate changes on cash	(2,030)	(8,842)	6,812	547	(44)	591
<b>Net increase (decrease) cash &amp; cash eq.</b>	<b>44,336</b>	<b>49,881</b>	<b>(5,545)</b>	<b>47,226</b>	<b>47,266</b>	<b>(40)</b>
<b>Cash &amp; cash equivalents at begin yr.</b>	<b>141,631</b>	<b>220,227</b>	<b>(78,596)</b>	<b>138,741</b>	<b>222,842</b>	<b>(84,101)</b>
<b>Cash &amp; cash equivalents at yr. end</b>	<b>185,967</b>	<b>270,108</b>	<b>(84,141)</b>	<b>185,967</b>	<b>270,108</b>	<b>(84,141)</b>