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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549



FORM 6-K

REPORT OF FOREIGN ISSUER PURSUANT TO RULES 13a-16 OR 15d-16  
UNDER THE SECURITIES EXCHANGE ACT OF 1934

For the month of July, 2002

GRUPO TELEVISA, S.A.

(Translation of registrant's name into English)

Av. Vasco de Quiroga No. 2000, Colonia Sante Fe 01210 Mexico, D.F.

(Address of principal executive offices)

PROCESSED  
JUL 17 2002  
THOMSON  
FINANCIAL

(Indicate by check mark whether the registrant files or will file annual reports  
under cover Form 20-F or Form 40-F.)

Form 20-F  X

Form 40-F

(Indicate by check mark whether the registrant by furnishing the information  
contained in this Form is also furnishing the information to the Commission pursuant to  
Rule 12g3-2(b) under the Securities Exchange Act of 1934.)

Yes

No  X

(If "Yes" is marked indicate below the file number assigned to the registrant in  
connection with Rule 12g-3-2(b): 82  .)

CRGH

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 TELEVISA, S.A.

(Registrant)

Dated: July 1, 2002

By /s/ Jorge Lutteroth Echegoyen

Name: Jorge Lutteroth Echegoyen

Title: Controller, Vice-President



**FOR IMMEDIATE RELEASE**

**GRUPO TELEVISIA, S.A. ANNOUNCES EXCHANGE OFFER**

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Mexico City, June 28, 2002 – Grupo Televisa, S.A. (“Televisa”) (NYSE: TV; BMV:TLEVISA CPO) today announced its offer to exchange up to U.S.\$300,000,000 of its outstanding 8.5% Senior Notes due 2032 for a like principal amount of its 8.5% Senior Exchange Notes due 2032, which have been registered under the Securities Act of 1933, as amended. The exchange offer will expire at 5:00 p.m., New York City time, on Tuesday, July 30, 2002. Televisa does not contemplate any extensions of the exchange offer at this time.

Grupo Televisa S.A., is the largest media company in the Spanish-speaking world, and a major player in the international entertainment business. It has interests in television production and broadcasting, programming for pay television, international distribution of television programming, direct-to-home satellite services, publishing and publishing distribution, cable television, radio production and broadcasting, professional sports and show business promotions, paging services, feature film production and distribution, dubbing, and the operation of a horizontal Internet portal. Grupo Televisa also has an unconsolidated equity stake in Univision, the leading Spanish-language television company in the United States.

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**Investor Contacts:**

**In Mexico:**

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Colonia Santa Fe  
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(5255) 5261-2000

**In U.S. & Europe:**

**Adam Miller/Robert Malin**  
Abernathy MacGregor Group  
501 Madison Avenue  
New York, NY 10022  
(212)371-5999

**Grupo Televisa, S.A. Av. Vasco de Quiroga 2000 C.P. 01210 México, D.F**