

02 NOV 12 2002

**Grupo Dataflux, S.A. de C.V.**

Date: October 28, 2002

**U.S. Securities and Exchange Commission**  
Office of International Corporate Finance  
Division of Corporate Finance  
450 Fifth Street, RM. 3099  
Mail Stops 3-7  
Washington D.C. 20549  
FAX: (202) 942-9624



SUPPL

Re: Grupo Dataflux, S.A. de C.V. No. 82-4899

Dear Sirs:

Find attached 1 press release submitted to you in order to maintain our exemption pursuant to Rule 12g3-2(b) of the Securities and Exchange Act of 1934. Grupo Dataflux, S.A. de C.V. claims exemption under Rule 12g3-2(b) number 82-4899.

Sincerely,

Adrián González  
Grupo Dataflux  
Investor Relations

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FINANCIAL



## DATAFLUX REPORTS 3Q02 RESULTS

- Accumulated Operating Income increased 63% to Ps\$1.3 million --
- EBITDA grew 16% to Ps\$32.4 million --
- Operating Expenses decreased 10% --

Monterrey, Mexico, October 28, 2002 — Grupo Dataflux, S.A. de C.V. (BMV: Dataflx B, ADR I: GDFXY), a Mexican Education services company, today reported its third quarter 2002 results.

### September 2002 - Accumulated Results

Operating income registered Ps\$13.3 million pesos as of September 2002, coming from Ps\$8.2 million as of September 2001; this represents a 63% growth. EBITDA reached Ps\$32.4 million coming from Ps\$28.0 million as of June 2001, an increment of 16%.

Net Income Cash (net income excluding entries that does not impact cash flow) registered Ps\$25.1 million.

GRUPO DATAFLUX, S.A. DE C.V. AND ITS SUBSIDIARIES			
ACCUMULATED INCOME STATEMENT			
In Thousands of Pesos			
	Sep 01	Sep 02	Gwth %
Sales	484,485.0	472,809.0	-2%
Gross Income	165,752.0	155,672.0	-6%
Operating Income	8,200.0	13,340.0	63%
EBITDA	28,033.0	32,382.0	16%
Net Income	3,960.0	(1,217.0)	-131%
Net Income Cash	20,479.0	25,069.0	22%

Dataflux remains posting a strong Balance Sheet. As of September 2002 its interest bearing debt registers Ps\$36.1 million and net of cash assets its only Ps\$5.9 million.

"We remain with a strong financial condition, our Interest Bearing Debt to Equity is 0.06 times and our Interest Coverage bases on EBITDA is 13.8 times" commented Celestina Aguilar, Dataflux CFO.

### 2Q02 - Quarterly Results

Operating Income for the quarter registered Ps\$5.4 million pesos in 3Q02 coming from Ps\$4.3 million in 3Q01, a 24% growth.

Quarterly EBITDA reached Ps\$11.2 million coming from Ps\$10.7 million in 3Q01, posting a 5% increment.

**GRUPO DATAFLUX, S.A. DE C.V. AND ITS SUBSIDIARIES**  
**QUARTERLY INCOME STATEMENT**  
 In Thousands of Pesos

	<b>3Q01</b>	<b>3Q02</b>	<b>Gwth %</b>
Sales	147,490.0	155,094.0	5%
Gross Income	55,940.0	51,203.0	-8%
Operating Income	4,312.0	5,359.0	24%
EBITDA	10,668.0	11,239.0	5%
Net Income	(2,364.0)	(3,380.0)	43%
Net Income Cash	6,629.0	8,906.0	34%

**Education- CNCI**

"In this quarter, the CNCI reached 12 college locations and we keep working our way to run 33 college locations by the end of year 2003" commented Mr. Guillermo Salinas-Pliego, Dataflux COB.

"We are really pleased with the acceptance of our programs. More than 1,000 students enrolled in our winter college term. We are well on our way to reach our target of 2,600 students for 2003 " mentioned Mr. Alberto Hinojosa, Dataflux CEO.

CNCI recorded accumulated sales for the first nine months of 2002 of Ps\$151.1 million pesos. Its operating expenses decreased 11% to Ps\$107.5 million, leading to an accumulated operating of Ps\$14.4 million. CNCI reported an EBITDA of Ps\$30.4 million for the first nine months of the year.

"In this quarter our branch network reached 81 locations (12 dedicated to college education) in 33 cites (23 states) of the Mexican Republic. We have enough capacity to increase our traditional Computing and English student population and remain working to create a strong network of locations for our college and university programs" said Mr. Gilberto Caballero, CNCI's, CEO.

**Distribution - Makrocomputo (Colombia)**

"Despite of the current politic and economic turbulence in Colombia, Makrocomputo was able to post a solid growth" commented Juan D. Tovar, Dataflux's Distribution Division, CEO.

Accumulated sales registered Ps\$321.5 million Mexican pesos. Operating income reached Ps\$12.0 million compared to Ps\$7.4 million for the first nine months of 2001, a 61% increment. Accumulated EBITDA recorded Ps\$12.8 million with a 54% increment.

**Internet - Todito.com (non-consolidated operation)**

Todito's total sales were Ps\$94.3 million pesos for the first nine months of the year, a growth of 41% versus 2001. Its gross income grew 23% reaching Ps\$69.8 million.

Operating expenses registered Ps\$170.0 million, only Ps\$36.9 million out of this total were cash expenses, the remainder relates to TV advertising on TV Azteca. As a result, Todito registered an EBITDA of Ps\$33.0 million pesos.

## **Other Dataflux Consolidated Results**

**Accumulated Results-** Sales decreased 2% from Ps\$484.5 million as of September 2001 to Ps\$472.8 million as of September 2002. Operative expenses decreased 10% reaching Ps\$142.3 million. Dataflux's integral financing cost increased 307% from (Ps\$2.0) million to (Ps\$8.2) million as of September 2002, an increment mainly due to a FX loss of (Ps\$9.1) million pesos. Dataflux registered a net loss of (Ps\$1.2) million also mainly generated by the above mentioned foreign exchange loss.

**Quarterly Results-** Sales increased 5% from Ps\$147.5 million in 3Q01 to Ps\$155.1 million in 3Q02. Operative Expenses decreased 11% reaching Ps\$45.8 million. Dataflux's quarterly integral financing cost increased 318%, from (Ps\$1.5) million in 3Q01 to (Ps\$6.3) million in 3Q02, an increment mainly due to a FX loss of (Ps\$6.3) million in 3Q02. Dataflux registered a net loss of (Ps\$3.4) million also mainly generated by the above mentioned foreign exchange loss.

*With the exception of historical information, the matters discussed in this press release are forward-looking statements.*

### **Company Profile**

*Grupo Dataflux, S.A. de C.V. (BMV: Dataflux B) is a Mexican Education and Information Services company whose core holdings are CNCI, the largest network of schools in Mexico and Todito.com, a leading Spanish language Internet portal and marketplace targeting North American Spanish-speakers. It also offers PCs and peripherals distribution services in Colombia.*

# # #

### **Investor and Press Inquiries**

Celestina Aguilar, [Celestina\\_aguilar@dataflux.com.mx](mailto:Celestina_aguilar@dataflux.com.mx), Tel: 818.221.2000, Fax: 818.221.2091

TABLE 1

GRUPO DATAFLUX, S.A. DE C.V. AND ITS SUBSIDIARIES			
QUARTERLY INCOME STATEMENT			
In Thousands of Pesos			
	3Q01	3Q02	Gwth %
Sales	147,490.0	155,094.0	5%
Cost of Goods Sold	(91,550.0)	(103,891.0)	13%
<b>Gross Income</b>	<b>55,940.0</b>	<b>51,203.0</b>	<b>-8%</b>
Operating Expenses	(45,272.0)	(39,964.0)	-12%
Depreciation and Amortizations	(6,356.0)	(5,880.0)	-7%
<b>Operating Income</b>	<b>4,312.0</b>	<b>5,359.0</b>	<b>24%</b>
<b>EBITDA</b>	<b>10,668.0</b>	<b>11,239.0</b>	<b>5%</b>
Financial Expenses, net	(1,437.0)	(819.0)	-43%
FX Income, net	(460.0)	(6,282.0)	1266%
Monetary Position Gain, net	386.0	789.0	104%
	<b>(1,511.0)</b>	<b>(6,312.0)</b>	<b>318%</b>
Goodwill Amortization	(130.0)	(124.0)	-5%
<b>Earnings After Financial Entries</b>	<b>2,671.0</b>	<b>(1,077.0)</b>	<i>n.a.</i>
Other income (expenses), net	(2,424.0)	(1,138.0)	-53%
Taxes	(178.0)	(377.0)	112%
Deferred Taxes	-	-	
Discontinued Operations	(2,433.0)	(788.0)	-68%
<b>Net Income</b>	<b>(2,364.0)</b>	<b>(3,380.0)</b>	<b>43%</b>
<b>Net Income Cash</b>	<b>6,629.0</b>	<b>8,906.0</b>	<b>34%</b>

TABLE 2

GRUPO DATAFLUX, S.A. DE C.V. AND ITS SUBSIDIARIES			
ACCUMULATED INCOME STATEMENT			
In Thousands of Pesos			
	Sep 01	Sep 02	Gwth %
Sales	484,485.0	472,809.0	-2%
Cost of Goods Sold	(318,733.0)	(317,137.0)	-1%
<b>Gross Income</b>	<b>165,752.0</b>	<b>155,672.0</b>	<b>-6%</b>
Operating Expenses	(137,719.0)	(123,291.0)	-10%
Depreciation and Amortizations	(19,833.0)	(19,041.0)	-4%
<b>Operating Income</b>	<b>8,200.0</b>	<b>13,340.0</b>	<b>63%</b>
<b>EBITDA</b>	<b>28,033.0</b>	<b>32,382.0</b>	<b>16%</b>
Financial Expenses, net	(2,243.0)	(2,348.0)	5%
FX Income, net	(1,511.0)	(9,070.0)	500%
Monetary Position Gain, net	1,743.0	3,243.0	86%
	<b>(2,011.0)</b>	<b>(8,175.0)</b>	<b>307%</b>
Goodwill Amortization	(394.0)	(375.0)	-5%
<b>Earnings After Financial Entries</b>	<b>5,795.0</b>	<b>4,790.0</b>	<b>-17%</b>
Other income (expenses), net	(4,739.0)	(4,316.0)	-9%
Taxes	(572.0)	(649.0)	13%
Deferred Taxes	-	-	
Discontinued Operations	3,476.0	(1,042.0)	n.a.
<b>Net income</b>	<b>3,960.0</b>	<b>(1,217.0)</b>	<b>n.a.</b>
<b>Net Income Cash</b>	<b>20,479.0</b>	<b>25,069.0</b>	<b>22%</b>

**TABLE 3**

<b>GRUPO DATAFLUX, S.A. DE C.V. AND ITS SUBSIDIARIES</b>				
<b>BALANCE SHEET</b>				
<b>In Thousands of Pesos</b>				
<b>Assets</b>		<b>Sep-01</b>	<b>Sep-02</b>	<b>Gwth %</b>
<b>Current Assets:</b>				
Cash	\$	25,423	30,186	19%
Accounts Receivable		42,438	51,409	21%
Inventories		35,796	33,412	-7%
Affiliated Companies		913	849	-7%
Taxes Receivable		2,019	0	
Other Accounts Receivable		15,258	20,621	35%
<b>Current Assets</b>	<b>\$</b>	<b>121,847</b>	<b>136,477</b>	<b>12%</b>
Investment in Subsidiaries		471,103	383,684	-19%
Discontinued Operations		151,377	140,212	-7%
Fixed Assets, Net		134,242	118,845	-11%
Deferred Assets		21,516	20,574	-4%
Deferred Taxes		6,961	9,252	33%
<b>Total Assets</b>	<b>\$</b>	<b>907,046</b>	<b>809,044</b>	<b>-11%</b>
<b>Liabilities and Equity</b>				
<b>Short Term Liabilities:</b>				
Bank Loans	\$	2,287	8,474	271%
Accounts Payable		90,556	88,297	-2%
Other Accounts Payable		121,057	43,350	-64%
Taxes and Ints. Payable		0	4,229	
Deferred Liabilities		0	0	
<b>Short Term Liabilities</b>	<b>\$</b>	<b>213,900</b>	<b>144,350</b>	<b>-33%</b>
<b>Long Term Liabilities</b>	<b>\$</b>	<b>20,042</b>	<b>92,457</b>	<b>361%</b>
Deferred Liabilities		0	0	
<b>Total Liabilities</b>	<b>\$</b>	<b>233,942</b>	<b>236,807</b>	<b>1%</b>
<b>Equity</b>	<b>\$</b>	<b>45,005</b>	<b>45,095</b>	<b>0%</b>
Equity Inflationary Adjustment		32,243	32,248	0%
Premium on Stock's Subscription		384,299	384,487	0%
Inflationary Adjustment Deficit		(249,254)	(259,776)	4%
Retained Earnings		390,718	304,276	-22%
Reserve for Stock Repurchase Plan		23,292	22,194	-5%
Stocks Repurchased		(5,621)	(5,356)	-5%
Net Income		3,985	(1,214)	-130%
Initial Accumulated Deferred Taxes Effect		37,402	39,281	5%
		11,035	11,002	0%
<b>Total Equity</b>	<b>\$</b>	<b>673,104</b>	<b>572,237</b>	<b>-15%</b>
<b>Total Liabilities and Equity</b>	<b>\$</b>	<b>907,046</b>	<b>809,044</b>	<b>-11%</b>

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***Grupo Dataflux, S.A. de C.V.***

Date: October 14, 2002

**U.S. Securities and Exchange Commission**

Office of International Corporate Finance

Division of Corporate Finance

450 Fifth Street, R.M. 3099

Mail Stops 3-7

Washington D.C. 20549

FAX: (202) 942-9624

Re: Grupo Dataflux, S.A. de C.V. No. 82-4899

Dear Sirs:

Find attached 1 press release submitted to you in order to maintain our exemption pursuant to Rule 12g3-2(b) of the Securities and Exchange Act of 1934. Grupo Dataflux, S.A. de C.V. claims exemption under Rule 12g3-2(b) number 82-4899.

Sincerely,



Adrián González  
Grupo Dataflux  
Investor Relations



## **TODITO.COM ANNOUNCES THE LAUNCH OF TODITO – ePAID**

**--Leading Mexican Portal Offers A Safe Way For Paying Across Borders--**

### **FOR IMMEDIATE RELEASE**

**Mexico City, Mexico. – October 14th, 2002.** Todito.com, a leading Internet portal, ISP and virtual marketplace for Northamerican Spanish-speakers, announced today the launch of Todito – ePaid service through an alliance with eCatalystOne. Through Todito – ePaid, Todito’s Mexican and U.S.-based customers will be able to create prepaid, stored-value accounts for online shopping both locally and cross border.

Through Todito – ePaid, Todito’s Mexico and U.S.-based users now have the ability to open a prepaid account, depositing funds through any of the more than 1,800 branches of Banco Bital in Mexico and over 40,000 collection points in the U.S.. The Todito – ePaid account functions like an electronic wallet-- deposited funds can be used to make purchases in the more than 50 Mexico-based stores in Todito’s virtual mall, as well as in the ecommerce sites of top U.S. merchants such as amazon.com, barnes&noble.com, target.com, toysrus.com and more-- all of which have accepted Todito ePaid as a form of payment.

Todito – ePaid account holders can easily send funds to other Todito – ePaid accounts enabling person-to-person payments for auctions, as well as account-to-account money transfers in Mexico. Money transfers can also be made from a Todito – ePaid account to any bank account in Mexico. In addition, people can make cash withdrawals without having a bank account at any Scotiabank Invertal brach and other convenience points. This partnership enables Todito to offer prepaid ecommerce to Todito’s rapidly growing U.S. Hispanic user base, leveraging eCatalystOne’s affiliate network of over 40,000 U.S. cash collection points.

“Our vision is to empower the growing number of Mexican Internet users by providing a simple tool for prepaid, online commerce,” said Tim Parsa, Todito’s CEO. “Our partnership with eCatalystOne allows us to deliver on the promise of ecommerce for our users in both Mexico and the U.S.”

## **Company Profile**

**Todito.com, S.A. de C.V. is a leading Internet portal, ISP and virtual marketplace for North American Spanish-speakers, jointly owned by Grupo Dataflux, S.A. de C.V. (BMV: DATAFLX B) and TV Azteca, S.A. de C.V. (NYSE: TZA; BMV: TVAZTCA).**

### **Investor and Press Inquiries**

#### **Todito.com S.A. de C.V.**

Ruben Jordan  
Director of Finance and Investor Relations

**Todito.com, S.A. de C.V.**

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[www.toditoilimitado.com](http://www.toditoilimitado.com)

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***Grupo Dataflux, S.A. de C.V.***

Date: October 7, 2002

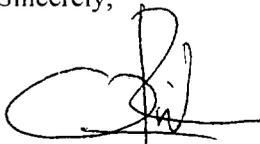
**U.S. Securities and Exchange Commission**  
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Re: Grupo Dataflux, S.A. de C.V. No. 82-4899

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Sincerely,



Adrián González  
Grupo Dataflux  
Investor Relations



**DATAFLUX - CNCI RECEIVED APPROVAL FROM MEXICAN "SEP" TO START OPERATING  
16 COLLEGE LOCATIONS**

**Monterrey, Mexico, October 7, 2002** — Grupo Dataflux, S.A. de C.V. (BMV: Dataflx B, ADR I: GDFXY), a Mexican Education services company, today announced that it received approval from the "Secretaria de Educacion Publica, SEP" (Mexican Education Ministry) to start operating 16 college locations.

"With these 16 additional education centers, we are now able to provide our students with college education through 28 locations" said Mr. Gilberto Caballero, CNCI's CEO.

In addition, Dataflux informed that the percentage of CNCI college students that has been approved by the Mexican SEP is 94%, this indicator sets the CNCI as a leading education institution in these education level in Mexico.

"We expect to have the largest chain of College locations in Mexico within 6 months", added Mr. Caballero.

CNCI provides technical training and college education through 85 locations in Mexico.

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*With the exception of historical information, the matters discussed in this press release are forward-looking statements.*

*Company Profile*

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# # #

**Investor and Press Inquiries**

Celestina Aguilar, Celestina\_aguilar@dataflux.com.mx, Tel: 818.221.2000, Fax: 818.221.2091

***Grupo Dataflux, S.A. de C.V.***

Date: October 3, 2002

**U.S. Securities and Exchange Commission**  
Office of International Corporate Finance  
Division of Corporate Finance  
450 Fifth Street, RM. 3099  
Mail Stops 3-7  
Washington D.C. 20549  
FAX: (202) 942-9624

Re: Grupo Dataflux, S.A. de C.V. No. 82-4899

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Sincerely,

A handwritten signature in black ink, appearing to read 'Adrián González', with a stylized flourish at the end.

Adrián González  
Grupo Dataflux  
Investor Relations



## DATAFLUX TO LAUNCH THE CNCI UNIVERSITY PROGRAM

**Monterrey, Mexico, October 1, 2002** — Grupo Dataflux, S.A. de C.V. (BMV: Dataflx B, ADR I: GDFXY), a Mexican Education and Information services company, today announced that its Education Division "Colegio Nacional de Capacitacion Intensiva" (CNCI) will launch the CNCI University Program in January 2003.

The Program will start with five professional careers: Management, Accounting, Systems Administration, Graphic Design, and Education. All careers are based on 4-month periods and will consist of 51 credits each. The monthly cost per career will be between Ps\$2,725 and Ps\$3,815 Mexican pesos.

"Although it will take 3 years for a student to graduate, we will provide them with yearly certifications on abilities and skills that will allow them to start working or improve their income possibilities while they attend our program" said Mr. Gilberto Caballero, CNCI's CEO.

"We are investing Ps\$20 million pesos on our first location and we aim to start operations on January 1, 2003." said Celestina Aguilar, Dataflux CFO.

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### Company Profile

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# # #

### **Investor and Press Inquiries**

Celestina Aguilar, [Celestina\\_aguilar@dataflux.com.mx](mailto:Celestina_aguilar@dataflux.com.mx), Tel: 818.221.2000, Fax: 818.221.2091