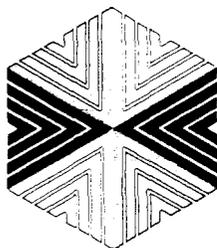


82-4211



GRUPO CONTINENTAL, S. A.

November 6, 2002.

U.S. Securities and Exchange Commission
Office of International Corporate Finance
450 Fifth Street, N.W.
Mail Stop 3-9
Washington, D.C. 20549
U.S.A.



02060262

SUPL

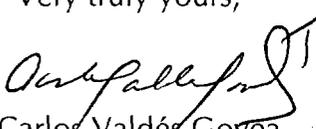
02/03/19 10:00:00

Ladies and Gentlemen:

Enclosed herewith we are sending a printed copy of the consolidated financial statements together with the notes thereto (annexes numbers 1 to 12) of Grupo Continental, S.A., as of September 30, 2002.

The above mentioned information is being provided to maintain the exemption from registration under the Securities Exchange Act of 1934 afforded by Rule 12g3-2(b) for Grupo Continental, S.A. (file number 82-4211).

Very truly yours,


Carlos Valdés Govea
Vicepresidente Ejecutivo
Administración

PROCESSED

DEC 30 2002

**THOMSON
FINANCIAL**

Encl.
CVG'regs
GC'88



MEXICAN STOCK EXCHANGE
SIFIC / ICS

STOCK EXCHANGE CODE: CONTAL

Quarter: 3 **82,4211**
2002

GRUPO CONTINENTAL, S.A.

CONSOLIDATED FINANCIAL STATEMENT

AT SEPTEMBER 30 OF 2002 AND 2001

(Thousands of Pesos)

Final Printing

| REF S | CONCEPTS | QUARTER OF PRESENT | | QUARTER OF PREVIOUS | |
|----------|---|--------------------|------------|---------------------|------------|
| | | Amount | % | Amount | % |
| 1 | TOTAL ASSETS | 8,405,971 | 100 | 7,743,123 | 100 |
| 2 | CURRENT ASSETS | 3,389,344 | 40 | 2,556,434 | 33 |
| 3 | CASH AND SHORT-TERM INVESTMENTS | 2,158,138 | 26 | 1,525,186 | 20 |
| 4 | ACCOUNTS AND DOCUMENTS RECEIVABLE (NET) | 223,063 | 3 | 192,092 | 2 |
| 5 | OTHER ACCOUNTS AND DOCUMENTS RECEIVABLE | 212,987 | 3 | 80,532 | 1 |
| 6 | INVENTORIES | 788,266 | 9 | 752,204 | 10 |
| 7 | OTHER CURRENT ASSETS | 6,890 | 0 | 6,420 | 0 |
| 8 | LONG-TERM | 759,657 | 9 | 1,005,543 | 13 |
| 9 | ACCOUNTS AND DOCUMENTS RECEIVABLE (NET) | 0 | 0 | 240,655 | 3 |
| 10 | INVESTMENT IN SHARES OF SUBSIDIARIES AND NON-CONSOLIDATED | 726,472 | 9 | 735,760 | 10 |
| 11 | OTHER INVESTMENTS | 33,185 | 0 | 29,128 | 0 |
| 12 | PROPERTY, PLANT AND EQUIPMENT | 3,570,488 | 42 | 3,417,660 | 44 |
| 13 | PROPERTY | 2,159,342 | 26 | 2,063,730 | 27 |
| 14 | MACHINERY AND INDUSTRIAL | 2,168,769 | 26 | 2,122,669 | 27 |
| 15 | OTHER EQUIPMENT | 1,973,892 | 23 | 1,919,768 | 25 |
| 16 | ACCUMULATED DEPRECIATION | 2,768,544 | 33 | 2,696,222 | 35 |
| 17 | CONSTRUCTION IN PROGRESS | 37,029 | 0 | 7,715 | 0 |
| 18 | DEFERRED ASSETS (NET) | 684,813 | 8 | 761,864 | 10 |
| 19 | OTHER ASSETS | 1,669 | 0 | 1,622 | 0 |
| 20 | TOTAL LIABILITIES | 1,876,287 | 100 | 1,945,045 | 100 |
| 21 | CURRENT LIABILITIES | 760,372 | 41 | 751,373 | 39 |
| 22 | SUPPLIERS | 269,422 | 14 | 312,222 | 16 |
| 23 | BANK LOANS | 0 | 0 | 0 | 0 |
| 24 | STOCK MARKET LOANS | 0 | 0 | 0 | 0 |
| 25 | TAXES TO BE PAID | 149,325 | 8 | 85,347 | 4 |
| 26 | OTHER CURRENT LIABILITIES | 341,625 | 18 | 353,804 | 18 |
| 27 | LONG-TERM LIABILITIES | 0 | 0 | 0 | 0 |
| 28 | BANK LOANS | 0 | 0 | 0 | 0 |
| 29 | STOCK MARKET LOANS | 0 | 0 | 0 | 0 |
| 30 | OTHER LOANS | 0 | 0 | 0 | 0 |
| 31 | DEFERRED LOANS | 888,523 | 47 | 947,973 | 49 |
| 32 | OTHER LIABILITIES | 227,392 | 12 | 245,699 | 13 |
| 33 | CONSOLIDATED STOCK HOLDERS' EQUITY | 6,529,684 | 100 | 5,798,078 | 100 |
| 34 | MINORITY INTEREST | 4,054 | | 5,603 | |
| 35 | MAJORITY INTEREST | 6,525,630 | 100 | 5,792,475 | 100 |
| 36 | CONTRIBUTED CAPITAL | 801,308 | 12 | 801,061 | 14 |
| 37 | PAID-IN CAPITAL STOCK (NOMINAL) | 15,000 | 0 | 15,000 | 0 |
| 38 | RESTATEMENT OF PAID-IN CAPITAL STOCK | 753,640 | 12 | 753,640 | 13 |
| 39 | PREMIUM ON SALES OF SHARES | 32,668 | 1 | 32,421 | 1 |
| 40 | CONTRIBUTIONS FOR FUTURE CAPITAL INCREASES | 0 | 0 | 0 | 0 |
| 41 | CAPITAL INCREASE (DECREASE) | 5,724,322 | 88 | 4,991,414 | 86 |
| 42 | RETAINED EARNINGS AND CAPITAL RESERVE | 5,982,347 | 92 | 5,396,840 | 93 |
| 43 | REPURCHASE FUND OF SHARES | 227,066 | 3 | 210,388 | 4 |
| 44 | EXCESS (SHORTFALL) IN RESTATEMENT OF STOCK HOLDERS' EQUITY | (1,466,083) | (22) | (1,485,188) | (26) |
| 45 | NET INCOME FOR THE YEAR | 980,992 | 15 | 869,374 | 15 |

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODE: CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3 YEAR:2002

CONSOLIDATED FINANCIAL STATEMENT
BREAKDOWN OF MAIN CONCEPTS
(Thousands of Pesos)

Final Printing

| REF | CONCEPTS | QUARTER OF PRESENT FINANCIAL YEAR | | QUARTER OF PREVIOUS FINANCIAL YEAR | |
|-----|---|-----------------------------------|------------|------------------------------------|------------|
| | | Amount | % | Amount | % |
| 3 | CASH AND SHORT-TERM INVESTMENTS | 2,158,138 | 100 | 1,525,186 | 100 |
| 46 | CASH | 56,249 | 3 | 55,463 | 4 |
| 47 | SHORT-TERM INVESTMENTS | 2,101,889 | 97 | 1,469,723 | 96 |
| 18 | DEFERRED ASSETS (NET) | 684,813 | 100 | 761,864 | 100 |
| 48 | AMORTIZED OR REDEEMED EXPENSES | 180,836 | 26 | 222,428 | 29 |
| 49 | GOODWILL | 503,977 | 74 | 539,436 | 71 |
| 50 | DEFERRED TAXES | 0 | 0 | 0 | 0 |
| 51 | OTHERS | 0 | 0 | 0 | 0 |
| 21 | CURRENT LIABILITIES | 760,372 | 100 | 751,373 | 100 |
| 52 | FOREING CURRENCY LIABILITIES | 22,400 | 3 | 25,098 | 3 |
| 53 | MEXICAN PESOS LIABILITIES | 737,972 | 97 | 726,275 | 97 |
| 24 | STOCK MARKET LOANS | 0 | 100 | 0 | 100 |
| 54 | COMMERCIAL PAPER | 0 | 0 | 0 | 0 |
| 55 | CURRENT MATURITIES OF MEDIUM TERM NOTES | 0 | 0 | 0 | 0 |
| 56 | CURRENT MATURITIES OF BONDS | 0 | 0 | 0 | 0 |
| 26 | OTHER CURRENT LIABILITIES | 341,625 | 100 | 353,804 | 100 |
| 57 | OTHER CURRENT LIABILITIES WITH COST | 0 | 0 | 0 | 0 |
| 58 | OTHER CURRENT LIABILITIES WITHOUT COST | 341,625 | 100 | 353,804 | 100 |
| 27 | LONG-TERM LIABILITIES | 0 | 100 | 0 | 100 |
| 59 | FOREING CURRENCY LIABILITIES | 0 | 0 | 0 | 0 |
| 60 | MEXICAN PESOS LIABILITIES | 0 | 0 | 0 | 0 |
| 29 | STOCK MARKET LOANS | 0 | 100 | 0 | 100 |
| 61 | BONDS | 0 | 0 | 0 | 0 |
| 62 | MEDIUM TERM NOTES | 0 | 0 | 0 | 0 |
| 30 | OTHER LOANS | 0 | 100 | 0 | 100 |
| 63 | OTHER LOANS WITH COST | 0 | 0 | 0 | 0 |
| 64 | OTHER LOANS WITHOUT COST | 0 | 0 | 0 | 0 |
| 31 | DEFERRED LOANS | 888,523 | 100 | 947,973 | 100 |
| 65 | NEGATIVE GOODWILL | 0 | 0 | 0 | 0 |
| 66 | DEFERRED TAXES | 888,523 | 100 | 947,973 | 100 |
| 67 | OTHERS | 0 | 0 | 0 | 0 |
| 32 | OTHER LIABILITIES | 227,392 | 100 | 245,699 | 100 |
| 68 | RESERVES | 227,392 | 100 | 245,699 | 100 |
| 69 | OTHERS LIABILITIES | 0 | 0 | 0 | 0 |
| 44 | EXCESS (SHORTFALL) IN RESTATEMENT OF STOCK HOLDERS' EQUITY | (1,466,083) | 100 | (1,485,188) | 100 |
| 70 | ACCUMULATED INCOME DUE TO MONETARY POSITION | 0 | 0 | 0 | 0 |
| 71 | INCOME FROM NON-MONETARY POSITION ASSETS | (1,466,083) | (100) | (1,485,188) | (100) |

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODE: **CONTAL**
GRUPO CONTINENTAL, S.A.

QUARTER:3 YEAR:2002

CONSOLIDATED FINANCIAL STATEMENT
OTHER CONCEPTS
(Thousands of Pesos)

Final Printing

| REF S | CONCEPTS | QUARTER OF PRESENT FINANCIAL YEAR | QUARTER OF PREVIOUS FINANCIAL YEAR |
|----------|--------------------------------------|--------------------------------------|---------------------------------------|
| | | Amount | Amount |
| 72 | WORKING CAPITAL | 2,628,972 | 1,805,061 |
| 73 | PENSIONS FUND AND SENIORITY PREMIUMS | 0 | 0 |
| 74 | EXECUTIVES (*) | 64 | 64 |
| 75 | EMPLOYERS (*) | 5,044 | 5,055 |
| 76 | WORKERS (*) | 9,409 | 9,375 |
| 77 | CIRCULATION SHARES (*) | 749,956,800 | 748,778,200 |
| 78 | REPURCHASED SHARES (*) | 43,200 | 1,221,800 |

(*) THESE CONCEPTS SHOULD BE EXPRESSED IN UNITS.

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODE: CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3 YEAR: 2002

CONSOLIDATED EARNING STATEMENT
FROM JANUARY THE 1st TO SEPTEMBER 30 OF 2002 AND 2001
(Thousands of Pesos)

Final Printing

| REF | CONCEPTS | QUARTER OF PRESENT FINANCIAL YEAR | | QUARTER OF PREVIOUS FINANCIAL YEAR | |
|-----|---|-----------------------------------|-----|------------------------------------|-----|
| | | Amount | % | Amount | % |
| 1 | NET SALES | 7,323,177 | 100 | 7,290,589 | 100 |
| 2 | COST OF SALES | 3,162,501 | 43 | 3,218,637 | 44 |
| 3 | GROSS INCOME | 4,160,676 | 57 | 4,071,952 | 56 |
| 4 | OPERATING | 2,656,707 | 36 | 2,582,257 | 35 |
| 5 | OPERATING INCOME | 1,503,969 | 21 | 1,489,695 | 20 |
| 6 | TOTAL FINANCING COST | (96,063) | (1) | (74,300) | (1) |
| 7 | INCOME AFTER FINANCING COST | 1,600,032 | 22 | 1,563,995 | 21 |
| 8 | OTHER FINANCIAL OPERATIONS | (21,142) | 0 | (25,711) | 0 |
| 9 | INCOME BEFORE TAXES AND WORKERS' PROFIT SHARING | 1,621,174 | 22 | 1,589,706 | 22 |
| 10 | RESERVE FOR TAXES AND WORKERS' PROFIT SHARING | 709,635 | 10 | 782,101 | 11 |
| 11 | NET INCOME AFTER TAXES AND WORKERS' PROFIT SHARING | 911,539 | 12 | 807,605 | 11 |
| 12 | SHARE IN NET INCOME OF SUBSIDIARIES AND NON-CONSOLIDATED ASSOCIATES | 68,459 | 1 | 62,555 | 1 |
| 13 | CONSOLIDATED NET INCOME OF CONTINUOUS | 979,998 | 13 | 870,160 | 12 |
| 14 | INCOME OF DISCONTINUOUS OPERATIONS | 0 | 0 | 0 | 0 |
| 15 | CONSOLIDATED NET INCOME BEFORE EXTRAORDINARY ITEMS | 979,998 | 13 | 870,160 | 12 |
| 16 | EXTRAORDINARY ITEMS NET EXPENSES (INCOME) | 0 | 0 | 0 | 0 |
| 17 | NET EFFECT AT THE BEGINNING OF THE YEAR BY CHANGES IN ACCOUNTING PRINCIPLES | 0 | 0 | 0 | 0 |
| 18 | NET CONSOLIDATED INCOME | 979,998 | 13 | 870,160 | 12 |
| 19 | NET INCOME OF MINORITY INTEREST | (994) | | 786 | 0 |
| 20 | NET INCOME OF MAJORITY INTEREST | 980,992 | 13 | 869,374 | 12 |

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODE: CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3 YEAR: 2002

CONSOLIDATED EARNING STATEMENT
BREAKDOWN OF MAIN CONCEPTS
(Thousands of Pesos)

Final Printing

| REF R | CONCEPTS | QUARTER OF PRESENT FINANCIAL YEAR | | QUARTER OF PREVIOUS FINANCIAL | |
|-----------|--|--------------------------------------|------------|----------------------------------|------------|
| | | Amount | % | Amount | % |
| 1 | NET SALES | 7,323,177 | 100 | 7,290,589 | 100 |
| 21 | DOMESTIC | 7,322,777 | 100 | 7,289,132 | 100 |
| 22 | FOREIGN | 400 | 0 | 1,457 | 0 |
| 23 | TRANSLATED INTO DOLLARS (***) | 41 | 0 | 149 | 0 |
| 6 | TOTAL FINANCING COST | (96,063) | 100 | (74,300) | 100 |
| 24 | INTEREST PAID | 9,797 | 10 | 15,685 | 21 |
| 25 | EXCHANGE LOSSES | 0 | 0 | 0 | 0 |
| 26 | INTEREST EARNED | 60,963 | 63 | 119,119 | 160 |
| 27 | EXCHANGE PROFITS | 103,106 | 107 | 281 | 0 |
| 28 | GAIN DUE TO MONETARY POSITION | 58,209 | 61 | 29,415 | 40 |
| 8 | OTHER FINANCIAL OPERATIONS | (21,142) | 100 | (25,711) | 100 |
| 29 | OTHER NET EXPENSES (INCOME) NET | (21,142) | (100) | (25,711) | (100) |
| 30 | (PROFIT) LOSS ON SALE OF OWN SHARES | 0 | 0 | 0 | 0 |
| 31 | (PROFIT) LOSS ON SALE OF SHORT-TERM INVESTMENTS | 0 | 0 | 0 | 0 |
| 10 | RESERVE FOR TAXES AND WORKERS' PROFIT SHARING | 709,635 | 100 | 782,101 | 100 |
| 32 | INCOME TAX | 579,617 | 82 | 564,731 | 72 |
| 33 | DEFERED INCOME TAX | (30,058) | (4) | 35,447 | 5 |
| 34 | WORKERS' PROFIT SHARING | 160,424 | 23 | 181,977 | 23 |
| 35 | DEFERED WORKERS' PROFIT SHARING | (348) | 0 | (54) | 0 |

(***) THOUSANDS OF DOLLARS

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODE: CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3 YEAR: 2002

CONSOLIDATED EARNING STATEMENT
OTHER CONCEPTS
(Thousands of Pesos)

Final Printing

| REF R | CONCEPTS | QUARTER OF PRESENT FINANCIAL YEAR Amount | QUARTER OF PREVIOUS FINANCIAL YEAR Amount |
|----------|-------------------------------------|--|---|
| 36 | TOTAL SALES | 7,397,162 | 7,360,605 |
| 37 | NET INCOME OF THE YEAR | 999,860 | 891,935 |
| 38 | NET SALES (**) | 9,697,292 | 9,810,692 |
| 39 | OPERATION INCOME (**) | 1,915,025 | 1,978,739 |
| 40 | NET INCOME OF MAYORITY INTEREST(**) | 1,255,241 | 1,134,735 |
| 41 | NET CONSOLIDATED INCOME (**) | 1,253,692 | 1,144,766 |

(**) THE RESTATED INFORMATION ON THE LAST TWELVE MONTHS SHOULD BE USED

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODE: CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3 YEAR: 2002

CONSOLIDATED FINANCIAL STATEMENT
FROM JANUARY THE 1st TO SEPTEMBER 30 OF 2002 AND 2001
(Thousands of Pesos)

Final Printing

| REF C | CONCEPTS | QUARTER OF PRESENT FINANCIAL YEAR | QUARTER OF PREVIOUS FINANCIAL YEAR |
|----------|---|--------------------------------------|---------------------------------------|
| | | Amount | Amount |
| 1 | CONSOLIDATED NET INCOME | 979,998 | 870,160 |
| 2 | +(-) ITEMS ADDED TO INCOME WHICH DO NOT REQUIRE USING CASH | 128,570 | 199,619 |
| 3 | CASH FLOW FROM NET INCOME OF THE YEAR | 1,108,568 | 1,069,779 |
| 4 | CASH FLOW FROM CHANGE IN WORKING CAPITAL | 79,698 | (195,057) |
| 5 | CASH GENERATED (USED) IN OPERATING ACTIVITIES | 1,188,266 | 874,722 |
| 6 | CASH FLOW FROM EXTERNAL FINANCING | 27,395 | (195,812) |
| 7 | CASH FLOW FROM INTERNAL FINANCING | (573,603) | (400,394) |
| 8 | CASH FLOW GENERATED (USED) BY FINANCING | (546,208) | (596,206) |
| 9 | CASH FLOW GENERATED (USED) IN INVESTMENT ACTIVITIES | (256,675) | (14,726) |
| 10 | NET INCREASE (DECREASE) IN CASH AND SHORT-TERM INVESTMENTS | 385,383 | 263,790 |
| 11 | CASH AND SHORT-TERM INVESTMENTS AT THE BEGINNING OF PERIOD | 1,772,755 | 1,261,396 |
| 12 | CASH AND SHORT-TERM INVESTMENTS AT THE END OF PERIOD | 2,158,138 | 1,525,186 |

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODE: CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3 YEAR: 2002

CONSOLIDATED FINANCIAL STATEMENT
BREAKDOWN OF MAIN CONCEPTS
(Thousands of Pesos)

Final Printing

| REF C | CONCEPTS | QUARTER OF PRESENT FINANCIAL YEAR | QUARTER OF PREVIOUS FINANCIAL YEAR |
|----------|---|--------------------------------------|---------------------------------------|
| | | Amount | Amount |
| 2 | + (-) ITEMS ADDED TO INCOME WHICH DO NOT REQUIRE USING CASH | 128,570 | 199,619 |
| 13 | DEPRECIATION AND AMORTIZATION FOR THE YEAR | 217,764 | 216,982 |
| 14 | + (-) NET INCREASE (DECREASE) IN PENSIONS FUND AND SENIORITY PREMIUMS | 8,833 | 10,917 |
| 15 | + (-) NET LOSS (PROFIT) IN MONEY EXCHANGE | 0 | 0 |
| 16 | + (-) NET LOSS (PROFIT) IN ASSETS AND LIABILITIES ACTUALIZATION | 0 | 0 |
| 17 | + (-) OTHER ITEMS | (98,027) | (28,280) |
| 4 | CASH FLOW FROM CHANGE IN WORKING CAPITAL | 79,698 | (195,057) |
| 18 | + (-) DECREASE (INCREASE) IN ACCOUNT RECEIVABLE | 81,485 | (4,742) |
| 19 | + (-) DECREASE (INCREASE) IN INVENTORIES | 37,318 | (43,345) |
| 20 | + (-) DECREASE (INCREASE) IN OTHER ACCOUNT RECEIVABLE | 0 | 0 |
| 21 | + (-) INCREASE (DECREASE) IN SUPPLIER ACCOUNT | (108,490) | (86,268) |
| 22 | + (-) INCREASE (DECREASE) IN OTHER LIABILITIES | 69,385 | (60,702) |
| 6 | CASH FLOW FROM EXTERNAL FINANCING | 27,395 | (195,812) |
| 23 | + SHORT-TERM BANK AND STOCK MARKET FINANCING | 0 | 0 |
| 24 | + LONG-TERM BANK AND STOCK MARKET FINANCING | 0 | 0 |
| 25 | + DIVIDEND RECEIVED | 76,444 | 32,620 |
| 26 | + OTHER FINANCING | 0 | 47,280 |
| 27 | (-) BANK FINANCING AMORTIZATION | 0 | 0 |
| 28 | (-) STOCK MARKET AMORTIZATION | 0 | 0 |
| 29 | (-) OTHER FINANCING AMORTIZATION | (49,049) | (275,712) |
| 7 | CASH FLOW FROM INTERNAL FINANCING | (573,603) | (400,394) |
| 30 | + (-) INCREASE (DECREASE) IN CAPITAL STOCKS | 0 | 0 |
| 31 | (-) DIVIDENS PAID | (573,603) | (400,394) |
| 32 | + PREMIUM ON SALE OF SHARES | 0 | 0 |
| 33 | + CONTRIBUTION FOR FUTURE CAPITAL INCREASES | 0 | 0 |
| 9 | CASH FLOW GENERATED (UTILIZED) IN INVESTMENT ACTIVITIES | (256,675) | (14,726) |
| 34 | + (-) DECREASE (INCREASE) IN STOCK INVESTMENTS OF A PERMANENT NATURE | 0 | 0 |
| 35 | (-) ACQUISITION OF PROPERTY, PLANT AND EQUIPMENT | (272,001) | (238,048) |
| 36 | (-) INCREASE IN CONSTRUCTIONS IN PROGRESS | 0 | 0 |
| 37 | + SALE OF OTHER PERMANENT INVESTMENTS | 0 | 0 |
| 38 | + SALE OF TANGIBLE FIXED ASSETS | 0 | 0 |
| 39 | + (-) OTHER ITEMS | 15,326 | 223,322 |

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODE: CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3 YEAR: 2002

RATIOS
CONSOLIDATED

Final Printing

| REF | CONCEPTS | QUARTER OF PRESENT FINANCIAL YEAR | QUARTER OF PREVIOUS FINANCIAL YEAR |
|-----|--|--------------------------------------|---------------------------------------|
| P | | | |
| | YIELD | | |
| 1 | NET INCOME TO NET SALES | 13.38 % | 11.94 % |
| 2 | NET INCOME TO STOCK HOLDERS' EQUITY (**) | 19.24 % | 19.59 % |
| 3 | NET INCOME TO TOTAL ASSETS (**) | 14.91 % | 14.78 % |
| 4 | CASH DIVIDENDS TO PREVIOUS YEAR NET INCOME | 51.12 % | 38.48 % |
| 5 | INCOME DUE TO MONETARY POSITION TO NET INCOME | (5.94) % | (3.38) % |
| | ACTIVITY | | |
| 6 | NET SALES TO NET ASSETS (**) | 1.15 times | 1.27 times |
| 7 | NET SALES TO FIXED ASSETS (**) | 2.72 times | 2.87 times |
| 8 | INVENTORIES ROTATION (**) | 5.36 times | 5.64 times |
| 9 | ACCOUNTS RECEIVABLE IN DAYS OF SALES | 7 days | 6 days |
| 10 | PAID INTEREST TO TOTAL LIABILITIES WITH COST (**) | 0.00 % | 15.51 % |
| | LEVERAGE | | |
| 11 | TOTAL LIABILITIES TO TOTAL ASSETS | 22.32 % | 25.12 % |
| 12 | TOTAL LIABILITIES TO STOCK HOLDERS' EQUITY | 0.29 times | 0.34 times |
| 13 | FOREIGN CURRENCY LIABILITIES TO TOTAL LIABILITIES | 1.19 % | 1.29 % |
| 14 | LONG-TERM LIABILITIES TO FIXED ASSETS | 0.00 % | 0.00 % |
| 15 | OPERATING INCOME TO INTEREST PAID | 153.51 times | 94.98 times |
| 16 | NET SALES TO TOTAL LIABILITIES (**) | 5.17 times | 5.04 times |
| | LIQUIDITY | | |
| 17 | CURRENT ASSETS TO CURRENT LIABILITIES | 4.46 times | 3.40 times |
| 18 | CURRENT ASSETS LESS INVENTORY TO CURRENT LIABILITIES | 3.42 times | 2.40 times |
| 19 | CURRENTS ASSETS TO TOTAL LIABILITIES | 1.81 times | 1.31 times |
| 20 | AVAILABLE ASSETS TO CURRENT LIABILITIES | 283.83 % | 202.99 % |
| | CASH FLOW | | |
| 21 | CASH FLOW FROM NET INCOME TO NET SALES | 15.14 % | 14.67 % |
| 22 | CASH FLOW FROM CHANGES IN WORKING CAPITAL TO NET SALES | 1.09 % | (2.68) % |
| 23 | CASH GENERATED (USED) IN OPERATING TO INTEREST PAID | 121.29 times | 55.77 times |
| 24 | EXTERNAL FINANCING TO CASH GENERATED (USED) IN FINANCING | (5.02) % | 32.84 % |
| 25 | INTERNAL FINANCING TO CASH GENERATED (USED) IN FINANCING | 105.02 % | 67.16 % |
| 26 | ACQUISITION OF PROPERTY, PLANT AND EQUIPMENT TO CASH GENERATED (USED) IN INVESTMENT ACTIVITIES | 105.97 % | 1,616.52 |

(**) IN THESE RATIOS FOR THE DATA TAKE INTO CONSIDERATION THE LAST TWELVE MONTHS.

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODE: CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3 YEAR: 2002

DATA PER SHARE
CONSOLIDATED FINANCIAL STATEMENT

Final Printing

| REF D | CONCEPTS | QUARTER OF PRESENT FINANCIAL YEAR | QUARTER OF PREVIOUS FINANCIAL YEAR |
|----------|---|--------------------------------------|---------------------------------------|
| | | Amount | Amount |
| 1 | BASIC PROFIT PER ORDINARY SHARE (**) | \$ 1.67 | \$ 1.52 |
| 2 | BASIC PROFIT PER PREFERENT SHARE (**) | \$ 0.00 | \$ 0.00 |
| 3 | DILUTED PROFIT PER ORDINARY SHARE (**) | \$ 0.00 | \$ 0.00 |
| 4 | CONTINUOUS OPERATING PROFIT PER COMUN SHARE(**) | \$ 1.64 | \$ 1.53 |
| 5 | EFFECT OF DISCONTINUOUS OPERATING ON CONTINUOUS OPERATING PROFIT PER SHARE (**) | \$ 0.00 | \$ 0.00 |
| 6 | EFFECT OF EXTRAORDINARY PROFIT AND LOSS ON CONTINUOUS OPERATING PROFIT PER SHARE (**) | \$ 0.00 | \$ 0.00 |
| 7 | EFFECT BY CHANGES IN ACCOUNTING POLICIES ON CONTINUOUS OPERATING PROFIT PER SHARE (**) | \$ 0.00 | \$ 0.00 |
| 8 | CARRYING VALUE PER SHARE | \$ 8.70 | \$ 7.74 |
| 9 | CASH DIVIDEND ACUMULATED PER SHARE | \$ 0.75 | \$ 0.50 |
| 10 | DIVIDEND IN SHARES PER SHARE | 0.00 shares | 0.00 shares |
| 11 | MARKET PRICE TO CARRYING VALUE | 1.96 times | 1.56 times |
| 12 | MARKET PRICE TO BASIC PROFIT PER ORDINARY SHARE (**) | 10.17 times | 7.96 times |
| 13 | MARKET PRICE TO BASIC PROFIT PER PREFERENT SHARE (**) | 0.00 times | 0.00 times |

(**) TO CALCULATE THE DATA PER SHARE USE THE NET INCOME FOR THE LAST TWELVE MONTHS.

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODECONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3

YEAR: 2002

FINANCIAL STATEMENT NOTES (1)

CONSOLIDATED
Final Printing

S-32 OTHER LIABILITIES:

PENSION PLAN AND SENIORITY PREMIUMS LIABILITIES DERIVED OF THE APPLICATION OF
THE BULLETIN D-3 OF THE MEXICAN INSTITUTE OF PUBLIC ACCOUNTANTS.

| | |
|--------------------|------------|
| PENSION PLAN | \$ 172,069 |
| SENIORITY PREMIUMS | 55,323 |
| | ----- |
| | \$ 227,392 |
| | ===== |

S-42 RETAINED EARNINGS AND CAPITAL RESERVE

| | |
|-------------------|--------------|
| RETAINED EARNINGS | \$ 5,940,012 |
| LEGAL RESERVE | 42,335 |
| | ----- |
| | \$ 5,982,347 |
| | ===== |

S-43 REPURCHASE FUND OF SHARES

THE COMPANY HAS ESTABLISHED A REPURCHASE FUND OF ITS SHARES, WHICH IS SHOWED
IN THE ITEM S-43 OF THE FINANCIAL STATEMENTS, AS FOLLOWS:

SUMMARY:

| | |
|--------------------------|------------|
| HISTORICAL VALUE RESERVE | \$ 150,000 |
| SURPLUS FROM RESTATEMENT | 77,573 |
| REPURCHASE, NET | (506) |
| PAID COMMISIONS | (1) |
| | ----- |
| T O T A L | \$ 227,066 |
| | ===== |

AT SEPTEMBER 30, 2002, THE COMPANY OWNS 43,200 REPURCHASE FUND OF SHARES. THE
LIMIT RELOCATION WILL BE BETWEEN DECEMBER 2002 AND JANUARY 2003.

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODECONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3 YEAR: 2002

FINANCIAL STATEMENT NOTES (1)

PAGE2
CONSOLIDATED
Final Printing

| | | |
|-------|--|----------------|
| S-71 | INCOME FROM NON-MONETARY POSITION ASSETS | |
| ----- | | |
| | INCOME FROM NON-MONETARY POSITION ASSETS | \$ (552,063) |
| | EFFECT ACUMULATED DEFERRED INCOME TAXES | (914,020) |
| | | ----- |
| | | \$ (1,466,083) |
| | | ===== |

| | | |
|-------|---|--|
| S-31 | DEFERRED CREDITS | |
| ----- | | |
| S-66 | DEFERRED INCOME TAXES | |
| ----- | | |
| R-10 | RESERVE FOR TAXES AND WORKERS' PROFIT SHARING | |
| ----- | | |

THIS INCLUDE A LIABILITIES BY:

| | |
|--|------------|
| DEFERRED INCOME TAXES (D-4) | \$ 781,770 |
| DEFERRED INCOME TAXES FISCAL | 105,345 |
| STATUTORY EMPLOYEES PROFIT SHARING (D-4) | 1,408 |
| | ----- |
| | \$ 888,523 |
| | ===== |

EFFECTIVE JANUARY 1ST. 2002, THE CHANGES TO THE INCOME TAX REPRESENT A GRADUAL DECREASE TO THE INCOME TAX RATE FROM 35% ON 2002 TO 32% ON 2005. THE ACCUMULATED EFFECT AT THE BEGINNING OF 2002 WAS OF 44 MILLIONS OF PESOS, REDUCING THE LIABILITY OF DEFERRED INCOME TAXES RECOGNIZED A CREDIT TO THE NET INCOME FOR THE YEAR.

(1) THIS REPORT CONTAINS THE NOTES CORRESPONDING TO THE FINANCIAL STATEMENT AMOUNTS, INCLUDING THEIR BREAKDOWN OF MAIN CONCEPTS AND OTHER CONCEPTS.

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODE: CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3 YEAR: 2002

DIRECTOR REPORT (1)

ANNEX 1

CONSOLIDATED
Final Printing

ECONOMIC OVERVIEW

The worldwide economy volatility continues, according to the experts, due to the slow economic recovery in the United States and the increase of war conflicts.

The effect for Mexico is a delay in the growth process of our economy, which has been stressed by the internal difficulties provoked by the democratic transition process.

OPERATION RESULTS

During the July-September period, the sales volume, including bonuses and samples, was 88 million unit cases, 0.8% more than last year. The January-September accrued volume was 261 million unit cases, 4.1% more than last year.

Net profits increased in the third quarter by 13.0% in comparison to the same quarter last year, reaching \$345 million pesos. The operation margin represents 20.1% with respect to our net sales.

In the nine months of the current year, net profits increased by 12.8%, reaching \$981 million pesos and a profit per share of \$1.31 pesos.

The relevant activities have been the following:

Introduction of 1-liter Coca-Cola in non-returnable Pet bottle, which allows us to grasp more occasions of consumption and anticipate a more competitive environment.

Expansion of coverage with the introduction of Ciel water in 20-liter home jug presentation in the City of Durango.

Continuous improvement in the service to our customers, thanks to information systems, training programs and channel marketing systems.

Introduction of 400-milliliter Nestea in non-returnable Pet.

CAPITAL RESOURCES

Fixed asset investments made by our Group accrued as of the closing of the quarter amounted to \$272 million Pesos. They were made with funds from operation flow and include the modernization and extension of bottling lines for new products, vehicles of different characteristics allocated to the distribution fleet, service vehicles, trucklifts, lands, construction of new production and distribution centers, computer infrastructure and network servers.

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODE: **CONTAL**
GRUPO CONTINENTAL, S.A.
PAGE 2

QUARTER: 3 YEAR: 2002

DIRECTOR REPORT (1)

ANNEX 1

CONSOLIDATED
Final Printing

LIQUIDITY

From January to September, the operation flow was \$1,722 million Pesos, with a 1% growth in real terms, compared to the same period last year.

The liquidity and leverage ratios continue to be excellent, as shown in the financial statements which are a part of this information.

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODE:CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3

YEAR: 2002

FINANCIAL STATEMENT NOTES (1)

ANNEX 2

CONSOLIDATED
Final Printing

ACTIVITY OF THE COMPANY

Grupo Continental, S. A. (the "Company") is a holding of companies who are principally engaged in the manufacture and sale of soft drinks and purified water, through 17 franchises granted by The Coca-Cola Company, operating in seven States of Mexico.

1.- PRINCIPAL ACCOUNTANT AND FINANCIAL POLICIES

BASIS OF CONSOLIDATION

The consolidated financial statements include the accounts of the Company and all of its subsidiaries, each of which is more than 50% owned by the Company. All material intercompany balances and transactions have been eliminated in consolidation.

The subsidiaries of Grupo Continental, S.A. included in the consolidated financial statement, are listed in the annex 3 of the financial information.

The significant accounting policies followed by the Company, all of which are based on accounting principles generally accepted in Mexico ("Mexican GAAP"), are summarized below:

a) Recognition of the effects of inflation

The consolidated and individual financial statements of the Company have been prepared in accordance with Bulletin B-10, which recognizes the effects of inflation and, accordingly, the consolidated and individual financial statements have been restated to constant December 31, 2001 Mexican pesos ("\$"), to correspond with the date of the latest financial statements issued by the Company, using the Mexican National Consumer Price Index ("NCPI"), published by the Banco de Mexico. The accompanying consolidated and individual financial statements are therefore comparable with each other since each is stated in Mexican pesos of the same purchasing power.

b) Cash and cash equivalents

Cash and cash equivalents consist of cash and unsecured short-term investments with banks, which are payable on demand and bear interest at variable rates, and have original maturities of three months or less. The carrying amounts are stated at cost, which approximates market value.

c) Inventories and cost of sales

Inventories are stated at the lower of replacement cost or realizable value. Cost of sales is stated utilizing the replacement cost at time of sale.

FINANCIAL STATEMENT NOTES (1)

ANNEX 2

d) Investments

Investments in subsidiaries and associated companies are valued by applying the equity method for purposes of presentation in the individual financial statements. Investments in non-marketable securities are expressed at the restated cost, which involves restating historical amounts by applying factors derived from the NCPI.

e) Property, plant and equipment

Property, plant and equipment are recorded at acquisition cost. Acquisitions are restated by applying factors derived from NCPI. Depreciation is calculated using the straight-line method, based on the useful lives of the assets.

f) Cost of cases and bottles

All cases and bottles held at the company's plants and warehouses are recorded as inventory at the lower of deposit value or replacement cost. When the cases and bottles are broken are charged to income as selling or general expenses (bottles broken during production are charged to cost of sales). The results that are obtained expensing bottles and cases in this manner are not materially different from the results that would be obtained if the Company amortized these bottles and cases over their estimated useful lives of approximately four years. (1.5 years for plastic bottles and 4 years for glass bottles and polycarbonate 20-liter bottles).

The cost of cases and bottles provided to retailers without deposit, in connection with promotional campaigns for new container sizes (net of the portion of such costs paid by The Coca-Cola Company pursuant to cooperative marketing arrangements), is included in other non-current assets on the consolidated balance sheet and it is amortized over their estimated useful life mentioned in the preceding paragraph.

g) Goodwill

The difference of the amount paid and the book value of shares of subsidiaries and associated companies acquired, represents the goodwill. It is restated by applying to historical amounts, factors derived from the NCPI. Goodwill is amortized on a straight-line method in a period not exceeding 20 years.

h) Income tax and employees' statutory profit sharing

On January 1st, 2002 was published on the Diario Oficial de la Federacion the new Income Tax that establish changes in the tax rates.

FINANCIAL STATEMENT NOTES (1)

ANNEX 2

Effective January 1st, 2002 the Company and its subsidiaries adopted the guidelines established by the circular No. 56 issued by the Mexican Institute of Public Accountants that establish changes on the tax rates. The accumulated effect at the beginning of 2002 was approximately of 44 millions of pesos, reducing the liability of deferred income taxes and recognized a credit to the net income for the year.

i) Pension plans and employee severance benefits

Seniority premiums to which employees are entitled upon termination of employment after 15 years of services, as mandated by the Mexican Labor Law, are recognized as expenses as such premiums accrue, based on actuarial computation.

The Company provides defined benefit pension plans that cover non-union employees of almost all the subsidiaries. The Company provides the pension plans to eligible employees with at least 10 years of service and 60 years of age and remains in effect at least for the following ten years, and until death. The amount of payment under the pension benefits is based on the average net salary for the last 12 months of service, and is reduced by the amount of payment of the benefits received by the employees from the Mexican Institute of Social Security. The Company makes annual contributions to the pension trust, based on actuarial estimations.

Two subsidiaries provide benefit pension plans covering union employees, with at least 25 years of services and 60 years of age and remains in effect until death. The amount of payment under the pension benefits equals to 50% of the salary in effect at the date of retirement.

The cost of seniority premiums and the pension plans are calculated on an actuarial basis. It recognized a cost or income net at each exercise, as well as recognition of corresponding liabilities and assets (in the event of over funding). These costs are computed based on the services rendered and projected salaries.

Other compensations based on length of service and to which employees may be entitled in the event of dismissal or death, in accordance with the Mexican Labor Law, are charged to income in the year in which they become payable.

j) Transactions in U.S. dollars (See Note 6)

Transactions in U.S. dollars are recorded at the rate of exchange prevailing on the date the transaction is entered into. Assets and liabilities denominated in such currency are stated at the Mexican peso equivalent resulting from applying the rate of exchange prevailing at year-end. Exchange gains or losses are included in results of operations.

FINANCIAL STATEMENT NOTES (1)

ANNEX 2

k) Surplus from restatement of shareholders' equity

Items comprising shareholders' equity are restated by applying factors derived from NCPI to historical amounts. The restated figures represent the shareholders' investment in Mexican pesos with purchasing power at the balance sheet date.

The surplus from restatement of shareholders' equity primarily represents the gain or loss from holding non-monetary assets, and is determined by comparing the replacement values to those values obtained from applying factors derived from the NCPI in the restatement of non-monetary assets.

l) Comprehensive income

Effective 2001, is included in the Statement of Shareholders' Equity be shown the "Comprehensive income", which represents the whole actuation of the Company during the years that are presented. This item is represented by the net income of the year, the gain or loss from holding non-monetary assets corresponding to the year and the effect of deferred income taxes should be recorded in the shareholders' equity.

m) Gain or loss on net monetary position

Gain on net monetary position represents the effects of inflation, as measured by changes in the NCPI, on the company's monetary assets and liabilities at the beginning of each month.

n) Advertising and promotional expenses and other income from The Coca-Cola Company

During the periods covered by these financial statements, pursuant to annual cooperative marketing budgets, The Coca-Cola Company has made co-payments equal to approximately half of the cost of certain advertising and promotional programs, including the cost of bottles and cases provided to retailers without deposit in connection with reverse promotions, and the Company, together with other Mexican Coca-Cola bottlers, has made co-payments in connection with national advertising campaigns based on the population of their respective territories, equal to an aggregate of approximately half of the cost of such campaigns. The company's advertising and promotional expenses only reflect the portion of such costs. Funds expended by the Company in respect of The Coca-Cola Company's portion of such expenses, are reflected as accounts receivable from The Coca-Cola Company and accordingly, have no income statement effect. The Coca-Cola Company generally pays such receivables within 60 days.

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODE: CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3

YEAR: 2002

FINANCIAL STATEMENT NOTES (1)

ANNEX 2

PAGE 5
CONSOLIDATED
Final Printing

o) Income per share

Income per share is calculated by dividing majority net income, by the weighted average shares outstanding during each year presented. The weighted average shares outstanding during September 2002 were 749,867,836 and 748,651,777 on September 2001.

2.- PROPERTY, PLANT AND EQUIPMENT (See anex 4)

Depreciation is calculated using the straight-line method, based on the useful lives of the assets as well as by the maintenance conditions and obsolescence determined by the actual marker for each one of the properties.

Different concepts of capital assets are depreciated as follows:

ANNUAL DEPRECIATION RATES

| | |
|-------------------------------|-------|
| Building | 1.6% |
| Industrial equipment | 6.5% |
| Anticontamination equipment | 4.7% |
| Transportation equipment | 5.9% |
| Furniture and other equipment | 12.4% |

3.- STOCK MARKET LOANS

N/A

4.- EMPLOYEE SEVERANCE BENEFITS

Pension plan and seniority premiums liabilities derived of the application of the Bulletin D-3 of The Mexican Institute of Public Accountants.

| | |
|--------------------|------------|
| Pension Plan | \$ 172,069 |
| Seniority Premiums | 55,323 |
| | ----- |
| | \$ 227,392 |
| | ===== |

5.- CONSOLIDATED STOCK HOLDERS' EQUITY

SHAREHOLDERS' EQUITY

The capital stock is represented by 750,000,000 common shares, with a par value of two cents each, fully subscribed and paid.

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODE:CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3

YEAR: 2002

FINANCIAL STATEMENT NOTES (1)

ANNEX 2

PAGE 6
CONSOLIDATED
Final Printing

At September 30, 2002, the Company owns 43,200 repurchase fund of shares. The limit relocation will be between December 2002 and January 2003.

Dividends are not subject to withholding income taxes as long as they are paid from "net taxable income" or "CUFIN". Also, the stock reimbursements that exceed proportionally the account of capital contributed (CUCA), are considered dividends and subject to the mentioned procedure, and in such case to the payment of taxes.

The unconsolidated annual net income of the Company and of each subsidiary is subject to the legal requirement of appropriating 5% thereof to increase the legal reserve of the relevant Company until this reserve represents 20% of such company's nominal capital stock. As of September 30, 2002, the company's legal reserve stood at 3 million nominal Mexican pesos, representing 20% of the nominal capital stock of the Company. The legal reserve is included in the retained earnings and capital reserve (S-42) of the Consolidated Financial Statement.

MINORITY INTEREST

The Company owns practically the 100% of the capital stock of the subsidiaries and 51% of Servicios Ejecutivos Continental, S.A. The minority interest represents the equity in subsidiaries owned by minority shareholders, shown in the consolidated balance sheet after the majority shareholders' equity. The consolidated statement of income arrives at the consolidated net income and majority and minority portions are shown after the consolidated net income.

6.- REPURCHASE FUND OF SHARES

The Company has established a repurchase fund of its shares, which is showed in the item S-43 of the financial statements, as follows:

SUMMARY:

| | |
|--------------------------|------------|
| Historical value reserve | \$ 150,000 |
| Surplus from restatement | 77,573 |
| Repurchase, net | (506) |
| Paid commissions | (1) |
| | ----- |
| T O T A L | \$ 227,066 |
| | ===== |

At September 30, 2002, the Company owns 43,200 repurchase fund of shares. The limit relocation will be between December 2002 and January 2003.

MEXICAN STOCK EXCHANGE
SIFIC / ICS

STOCK EXCHANGE CODE:CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3

YEAR: 2002

FINANCIAL STATEMENT NOTES (1)

ANNEX 2

PAGE 7
CONSOLIDATED
Final Printing

7.- TOTAL FINANCING COST

See the breakdown of main concepts in the Consolidated Income Statement.

8.- DEFERRED INCOME TAXES

At September 30, 2002, there are the accumulate effects:

S-71 INCOME FROM NON-MONETARY POSITION ASSETS

| | |
|---|----------------|
| Income from non-monetary position Assets | \$ (552,063) |
| Effect Acumulated Deferred income Taxes (D-4) | (914,020) |
| | ----- |
| | \$ (1,466,083) |
| | ===== |

S-31 Deferred credits

S-66 Deferred income taxes

R-10 Reserve for taxes and workers' profit sharing

This include a liabilities by:

| | |
|--|------------|
| Deferred Income taxes (D-4) | \$ 781,770 |
| Deferred Income taxes fiscal | 105,345 |
| Statutory employees profit sharing (D-4) | 1,408 |
| | ----- |
| | \$ 888,523 |
| | ===== |

Effective January 1st. 2002, the changes to the income tax represent a gradual decrease to the income tax rate from 35% on 2002 to 32% on 2005. The accumulated effect at the beginning of 2002 was of 44 millions of pesos, reducing the liability of deferred income taxes recognized a credit to the net income for the year.

9.- EXTRAORDINARY ITEMS

N/A

10.- DISCONTINUED OPERATIONS

N/A

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODE:CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3

YEAR: 2002

FINANCIAL STATEMENT NOTES (1)

ANNEX 2

PAGE 8
CONSOLIDATED
Final Printing

11.- EFFECT OF CHANGES IN MEXICAN GAAP

N/A

12.- MONTHLY NET INCOME (HISTORIC AND UPDATED)

| MONTH | NET INCOME OF MAJORITY INTEREST OF THE YEAR (HISTORIC) | NET INCOME OF MAJORITY INTEREST OF THE MONTH (HISTORIC) | NCPI (CLOSING) | NCPI (SOURCE) | NET INCOME OF MAJORITY INTEREST OF THE MONTH (UP DATED) |
|--------|--|---|-------------------|------------------|---|
| Oct-01 | 81,267 | 81,267 | 136,587.1 | 130,735.5 | 84,904 |
| Nov-01 | 190,898 | 109,631 | 136,587.1 | 131,228.0 | 114,108 |
| Dec-01 | 263,283 | 72,385 | 136,587.1 | 131,409.7 | 75,237 |
| Jan-02 | 322,547 | 59,264 | 136,587.1 | 132,622.8 | 61,035 |
| Feb-02 | 373,067 | 50,520 | 136,587.1 | 132,537.5 | 52,064 |
| Mar-02 | 449,585 | 76,518 | 136,587.1 | 133,215.5 | 78,455 |
| Apr-02 | 605,025 | 155,440 | 136,587.1 | 133,943.2 | 158,508 |
| May-02 | 756,708 | 151,683 | 136,587.1 | 134,214.7 | 154,364 |
| Jun-02 | 886,703 | 129,995 | 136,587.1 | 134,869.0 | 131,651 |
| Jul-02 | 980,952 | 94,249 | 136,587.1 | 135,256.2 | 95,176 |
| Aug-02 | 1,101,175 | 120,223 | 136,587.1 | 135,770.5 | 120,946 |
| Sep-02 | 1,229,968 | 128,793 | 136,587.1 | 136,587.1 | 128,793 |
| | | ----- 1,229,968 ===== | | | ----- 1,255,241 ===== |

13.- REMARKABLE ISSUES

N/A

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODE: CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3 YEAR: 2002

RELATIONS OF SHARES INVESTMENTS

ANNEX 3

CONSOLIDATED
Final Printing

| COMPANY NAME (1) | MAIN ACTIVITIES | NUMBER OF SHARES | WNERSHI (2) | TOTAL AMOUNT (Thousands of Pesos) | |
|--|--------------------|------------------|-------------|-----------------------------------|-------------------|
| | | | | QUISITIO COST | PRESENT VALUE (3) |
| SUBSIDIARIES | | | | | |
| 1 EMBOTELLADORA AGUASCALIENTES, S.A. DE C.V. | BOTTLING PLANT | 149,999 | 99.99 | 8,422 | 120,457 |
| 2 EMBOTELLADORA AMECA, S.A. DE C.V. | BOTTLING PLANT | 49,999 | 99.99 | 164 | 105,601 |
| 3 EMBOTELLADORA DE COAHUILA, S.A. DE C.V. | BOTTLING PLANT | 149,999 | 99.99 | 14,026 | 120,305 |
| 4 EMBOTELLADORA GOMEZ PALACIO, S.A. DE C.V. | BOTTLING PLANT | 499,999 | 99.99 | 4,494 | 110,302 |
| 5 EMBOTELLADORA GUADIANA, S.A. DE C.V. | BOTTLING PLANT | 119,999 | 99.99 | 7,723 | 118,115 |
| 6 EMBOTELLADORA GUADALUPE VICTORIA, S.A. DE C.V. | BOTTLING PLANT | 17,499,999 | 99.99 | 19,673 | 124,141 |
| 7 EMBOTELLADORA LA BUFA, S.A. DE C.V. | BOTTLING PLANT | 12,999,999 | 99.99 | 15,639 | 136,244 |
| 8 EMBOTELLADORA LA FAVORITA, S.A. DE C.V. | BOTTLING PLANT | 5,299,999 | 99.99 | 11,746 | 525,809 |
| 9 EMBOTELLADORA LAGUNERA, S.A. DE C.V. | BOTTLING PLANT | 1,904,999 | 99.99 | 5,571 | 147,189 |
| 10 EMBOTELLADORA LAS TROJES, S.A. DE C.V. | BOTTLING PLANT | 13,637,027 | 99.99 | 16,508 | 169,051 |
| 11 EMBOTELLADORA LOS ALTOS, S.A. DE C.V. | BOTTLING PLANT | 349,999 | 99.99 | 5,676 | 137,214 |
| 12 EMBOTELLADORA RIO VERDE, S.A. DE C.V. | BOTTLING PLANT | 49,999 | 99.99 | 1,410 | 36,574 |
| 13 EMBOTELLADORA SAN LUIS, S.A. DE C.V. | BOTTLING PLANT | 99,999 | 99.99 | 8,712 | 154,297 |
| 14 EMBOTELLADORA TANGAMANGA, S.A. DE C.V. | BOTTLING PLANT | 50,409,118 | 99.99 | 18,536 | 195,324 |
| 15 EMBOTELLADORA FRESNILLO, S.A. DE C.V. | BOTTLING PLANT | 849,999 | 99.99 | 3,176 | 103,246 |
| 16 EMBOTELLADORA ZAPOPAN, S.A. DE C.V. | BOTTLING PLANT | 18,999,999 | 99.99 | 22,038 | 243,781 |
| 17 EMBOTELLADORA DE TECOMAN, S.A. DE C.V. | BOTTLING PLANT | 33,391,749 | 99.99 | 159,791 | 178,958 |
| 18 INMOBILIARIA FAVORITA, S.A. DE C.V. | REAL STATE COMPANY | 18,290,060 | 99.99 | 23,969 | 492,631 |
| 19 FOMENTO DE AGUASCALIENTES, S.A. DE C.V. | REAL STATE COMPANY | 17,203,089 | 99.99 | 14,315 | 136,019 |
| 20 CONCENTRADOS INDUSTRIALES, S.A. DE C.V. | CHEMISTRY FACTORY | 499,999 | 99.99 | 846 | 25,554 |
| 21 FOMENTO DURANGO, S.A. DE C.V. | REAL STATE COMPANY | 2,108,017 | 99.99 | 568 | 90,613 |
| 22 FOMENTO MAYRAN, S.A. DE C.V. | REAL STATE COMPANY | 2,130,817 | 99.99 | 1,033 | 76,491 |
| 23 FOMENTO POTOSINO, S.A. DE C.V. | REAL STATE COMPANY | 49,999 | 99.99 | 475 | 22,379 |
| 24 FOMENTO RIO NAZAS, S.A. DE C.V. | REAL STATE COMPANY | 49,999 | 99.99 | 1,315 | 39,470 |
| 25 FOMENTO SAN LUIS, S.A. DE C.V. | REAL STATE COMPANY | 52,370,655 | 99.99 | 50,853 | 122,399 |

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODE: CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3 YEAR: 2002

RELATIONS OF SHARES INVESTMENTS

ANNEX 3

PAGE 2
CONSOLIDATED
Final Printing

| COMPANY NAME (1) | MAIN ACTIVITIES | NUMBER OF SHARES | WNERSHI (2) | TOTAL AMOUNT (Thousands of Pesos) | |
|---|--------------------|------------------|-------------|-----------------------------------|-------------------|
| | | | | CCQUISITIO COST | PRESENT VALUE (3) |
| 26 FOMENTO ZACATECANO, S.A. DE C.V. | REAL STATE COMPANY | 7,559,999 | 99.99 | 10,024 | 88,128 |
| 27 GROSSMAN Y ASOCIADOS, S.A. DE C.V. | REAL STATE COMPANY | 109,999 | 99.99 | 2,281 | 116,346 |
| 28 MERCADOTECNIA DE OCCIDENTE, S.A. DE C.V. | ADVERTISING AGENCY | 5,782,061 | 99.99 | 6,027 | 47,335 |
| 29 SOCIEDAD INDUSTRIAL, S.A. DE C.V. | SERVICES COMPANY | 77,789,998 | 99.99 | 76,442 | 394,204 |
| 30 SERVICIOS EJECUTIVOS CONTINENTAL, S.A. | SERVICES COMPANY | 5,304,000 | 51.00 | 2,728 | 4,480 |
| 31 OTRAS SUBSIDIARIAS (4) (NO. DE SUBS.:) | | 1 | 0.00 | 0 | 0 |
| TOTAL INVESTMENT IN SUBSIDIARIES | | | | 514,181 | 4,382,657 |
| ASSOCIATEDS | | | | | |
| 1 INDUSTRIA ENVASADORA DE QUERETARO, S.A. DE C.V. | SOFT DRINK CANNER | 84,609 | 16.92 | 8,670 | 56,827 |
| 2 ANDAMIOS ATLAS, S.A. DE C.V. | SCAFFOLD COMPANY | 1,065,139 | 26.01 | 6,524 | 43,133 |
| 3 PROMOTORA INDUSTRIAL AZUCARERA, S.A. DE C.V. | HOLDING COMPANY | 12,700,791 | 49.00 | 65,075 | 626,512 |
| | | | | 0 | 0 |
| TOTAL INVESTMENT IN ASSOCIATEDS | | | | 80,269 | 726,472 |
| OTHER PERMANENT INVESTMENTS | | | | | 33,185 |
| TOTAL | | | | | 5,142,314 |

NOTES

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE COD CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3 YEAR: 2002

PROPERTY, PLANT AND EQUIPMENT
(Thousands of Pesos)

ANNEX 4

CONSOLIDATED
Final Printing

| CONCEPT | ACQUISITION COST | ACCUMULATED DEPRECIATION | CARRYING VALUE | REVALUATION | DEPRECIATION ON REVALUATION | CARRYING VALUE (+) REVALUATION (-) DEPRECIATION |
|--------------------------------|------------------|--------------------------|------------------|------------------|-----------------------------|---|
| DEPRECIATION ASSETS | | | | | | |
| PROPERTY | 351,847 | 39,224 | 312,623 | 1,229,130 | 452,923 | 1,088,830 |
| MACHINERY | 740,691 | 237,886 | 502,805 | 1,376,532 | 926,961 | 952,376 |
| TRANSPORT EQUIPMENT | 705,135 | 211,683 | 493,452 | 777,732 | 612,998 | 658,186 |
| OFFICE EQUIPMENT | 20,874 | 8,773 | 12,101 | 32,474 | 28,281 | 16,294 |
| COMPUTER EQUIPMENT | 64,542 | 34,382 | 30,160 | 23,535 | 20,154 | 33,541 |
| OTHER | 211,418 | 109,903 | 101,515 | 131,895 | 85,376 | 148,034 |
| DEPRECIABLES TOTAL | 2,094,507 | 641,851 | 1,452,656 | 3,571,298 | 2,126,693 | 2,897,261 |
| NOT DEPRECIATION ASSETS | | | | | | |
| GROUNDS | 66,438 | 0 | 66,438 | 488,806 | 0 | 555,244 |
| CONSTRUCTIONS IN PROCESS | 37,029 | 0 | 37,029 | 123 | 0 | 37,152 |
| OTHER | 76,210 | 0 | 76,210 | 4,621 | 0 | 80,831 |
| NOT DEPRECIABLE TOTAL | 179,677 | 0 | 179,677 | 493,550 | 0 | 673,227 |
| TOTAL | 2,274,184 | 641,851 | 1,632,333 | 4,064,848 | 2,126,693 | 3,570,488 |

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODE: CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3 YEAR: 2002

TRADE BALANCE AND MONETARY POSITION IN FOREIGN EXCHANGE
(Thousands of Pesos)

ANNEX 6

CONSOLIDATED
Final Printing

| TRADE BALANCE | DOLARS (1) | | OTHER CURRENCIES | | TOTAL |
|----------------------------------|---------------------|--------------------|---------------------|--------------------|--------------------|
| | THOUSANDS OF DOLARS | THOUSANDS OF PESOS | THOUSANDS OF DOLARS | THOUSANDS OF PESOS | THOUSANDS OF PESOS |
| 1. INCOME | | | | | |
| EXPORTS | 41 | 400 | 0 | 0 | 400 |
| OTHER | 0 | 0 | 0 | 0 | 0 |
| TOTAL | 41 | 400 | | | 400 |
| 2. EXPENDITURE | | | | | |
| IMPORT (RAW MATERIALS) | 0 | 0 | 0 | 0 | 0 |
| INVESTMENTS | 1,483 | 13,765 | 1,154 | 11,684 | 25,449 |
| OTHER | 4,043 | 39,356 | 0 | 0 | 39,356 |
| TOTAL | 5,526 | 53,121 | 1,154 | 11,684 | 64,805 |
| NET BALANCE | (5,485) | (52,721) | (1,154) | (11,684) | (64,405) |
| FOREING MONETARY POSITION | | | | | |
| TOTAL ASSETS | 104,475 | 1,063,215 | 0 | 0 | 1,063,215 |
| LIABILITIES POSITION | 2,201 | 22,400 | | | 22,400 |
| SHORT TERM LIABILITIES POSITION | 2,201 | 22,400 | 0 | 0 | 22,400 |
| LONG TERM LIABILITIES POSITION | 0 | 0 | 0 | 0 | 0 |
| NET BALANCE | 102,274 | 1,040,815 | | | 1,040,815 |

NOTES

THE EXCHANGE RATE ON THE INFORMATION DATE IS \$10.1767 MEXICAN PESOS PER ONE U.S. DOLLAR PUBLISHED BY BANCO DE MEXICO IN THE "DIARIO OFICIAL DE LA FEDERACION" THE LAST WORKING DAY OF THE REPORTED MONTH.

(1) EXPENSES IN OTHER CURRENCY:
THE EXCHANGE RATE FOR THE 1,338 EUROS IS \$7.980 MEXICAN PESOS PER ONE EURO,
FOR THE 6 SWISS FRANCS IS \$6.4415 MEXICAN PESOS PER SWISS FRANC.

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODE: CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3

YEAR: 2002

INTEGRATION AND INCOME
CALCULATION BY MONETARY POSITION (1)
(Thousands of Pesos)

ANNEX 7

CONSOLIDATED
Final Printing

| MONTH | MONETARY ASSETS | MONETARY LIABILITIES | (ASSET) LIABILITIES MONETARY POSITION | MONTHLY INFLATION | MONTHLY (PROFIT) AND LOSS |
|-----------------|--------------------|-------------------------|---|----------------------|---------------------------------|
| JANUARY | 2,229,999 | 917,715 | (1,312,284) | 0.92 | (12,114) |
| FEBRUARY | 2,353,117 | 863,911 | (1,489,206) | 0.06 | 958 |
| MARCH | 2,429,570 | 880,108 | (1,549,462) | 0.51 | (7,925) |
| APRIL | 2,555,235 | 909,748 | (1,645,487) | 0.55 | (9,050) |
| MAY | 2,730,168 | 1,505,981 | (1,224,187) | 0.20 | (2,482) |
| JUNE | 2,190,319 | 848,992 | (1,341,327) | 0.48 | (6,539) |
| JULY | 2,309,692 | 839,812 | (1,469,880) | 0.28 | (4,219) |
| AUGUST | 2,374,016 | 824,770 | (1,549,246) | 0.38 | (5,890) |
| SEPTEMBER | 2,565,415 | 893,410 | (1,672,005) | 0.60 | (10,032) |
| ACTUALIZATION: | 0 | 0 | 0 | 0.00 | (916) |
| CAPITALIZATION: | 0 | 0 | 0 | 0.00 | 0 |
| FOREIGN CORP.: | 0 | 0 | 0 | 0.00 | 0 |
| OTHER | 0 | 0 | 0 | 0.00 | 0 |
| TOTAL | | | | | (58,209) |

NOTES

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODE: CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3 YEAR: 2002

BONDS AND MEDIUM TERM NOTES LISTING IN STOCK MARKET (1)

ANNEX 8

CONSOLIDATED
Final Printing

FINANCIAL LIMITED BASED IN ISSUED DEED AND/OR TITLE

=== NOT APPLY ===

ACTUAL SITUATION OF FINANCIAL LIMITED

=== NOT APPLY ===

BONDS AND/OR MEDIUM TERM NOTES CERTIFICATE

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODE: CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3 YEAR: 2002

PLANTS, COMMERCE CENTERS OR DISTRIBUTION CENTERS

ANNEX 9

CONSOLIDATED
Final Printing

| PLANT OR CENTER | ECONOMIC ACTIVITY | PLANT CAPACITY (1) | UTILIZATION (%) |
|-----------------------------|----------------------|--------------------------|--------------------|
| ZONA OCCIDENTE | BOTTLING PLANT | 46,335 | 69 |
| ZONA CENTRO | BOTTLING PLANT | 32,569 | 63 |
| ZONA NORTE | BOTTLING PLANT | 23,607 | 68 |
| TOTAL GRUPO | BOTTLING PLANT | 102,511 | 67 |
| CONCENTRADOS IND., SA DE CV | CHEMISTRY FACTORY | 526 | 54 |

NOTES

- THE INSTALLED CAPACITY PRESENTED IS QUARTERLY.
- THE INSTALLED CAPACITY ANNUAL ASCEND TO 410 MILLIONS UNIT CASES.
- THE READY TO DRINK NON ALCOHOLIC BEVERAGES INSTALLED CAPACITY IS SHOWED IN THOUSANDS UNIT CASES (ONE CASE IS COMPRISED OF 24 236.560 ML. BOTTLERS).
- THE INSTALLED CAPACITY BY CONCENTRADOS INDUSTRIALES IS SHOWED IN THOUSANDS OF LITERS PER QUARTER.

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODE: CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3 YEAR: 2002

MAIN RAW MATERIALS

ANNEX 10

CONSOLIDATED
Final Printing

| DOMESTIC | MAIN SUPPLIERS | FOREIGN | MAIN SUPPLIERS | DOM. SUBST. | COST PRODUCTION (%) |
|-----------------|---|---------|----------------|-------------|---------------------|
| CONCENTRATE | COCA-COLA DE MEXICO | | | SI | 36.75 |
| SUGAR | P.I.A.S.A. (ASOCIADA) | | | SI | 20.91 |
| ONE WAY PACKAGE | VITRO, S. A. | | | SI | 16.97 |
| BOTTLE CAP | TAPON CORONA D GUADALAJARA SA CROWN CORK DE MEXICO, SA TAPAS INNOVATIVAS, SA DE CV | | | SI | 3.70 |

NOTES

MEXICAN STOCK EXCHANGE
SIFIC / ICS

STOCK EXCHANGE CODE: CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3 YEAR: 2002

SELLS DISTRIBUTION BY PRODUCT

ANNEX 11

DOMESTIC SELLS

CONSOLIDATED
Final Printing

| MAIN PRODUCTS | TOTAL PRODUCTION | | NET SELLS | | MARKET SHARE (%) | MAIN COSTUMERS | |
|--|------------------|-----------|-----------|-----------|------------------|--|----------|
| | VOLUME | AMOUNT | VOLUME | AMOUNT | | TRADEMARKS | |
| READY TO DRINK NON ALCOHOLIC BEVERAGES (NARTD) | 252,958 | 3,131,334 | 256,086 | 7,312,236 | 27.60 | COCA-COLA, COCA-COLA LIGHT, FANTA, SPRITE, FRESCA, LIFT, DELAWARE, SPRITE LIGHT, SENZAO, CIEL, POWERade, QUATRO, MICKEY AVENTURAS, NESTEA, CIEL DIVERSAS | RETAILER |
| OTHERS | | | | 10,541 | | | SUNDRY |
| TOTAL | | 3,131,334 | | 7,322,777 | | | |

82-4211

MEXICAN STOCK EXCHANGE
SIFIC / ICS

STOCK EXCHANGE CODE: CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3 YEAR: 2002

SELLS DISTRIBUTION BY PRODUCT

ANNEX 11

PAGE 2

CONSOLIDATED
Final Printing

FOREIGN SELLS

| MAIN PRODUCTS | TOTAL PRODUCTION | | NET SELLS | | DESTINATION | MAIN | |
|-----------------------------|------------------|--------|-----------|--------|-------------|------------|-----------|
| | VOLUME | AMOUNT | VOLUME | AMOUNT | | TRADEMARKS | CUSTOMERS |
| CHEMISTRY ANALYSIS SERVICES | | | | | COSTA RICA | COINSA | SUNDRY |
| TOTAL | | | | 400 | | | |

NOTES

THE FOLLOWING OBSERVATIONS ARE FOR NATIONAL SALES:

- THE PRODUCTION VOLUME AND SALES OF THE MAIN SOFT DRINK PRODUCTS ARE DETERMINED IN THOUSANDS UNIT CASES (ONE CASE IS COMPRISED OF 24 236.560 ML. BOTTLES).
- THE WATER JUG HAS A 20 LITER CAPACITY.
- THE SALE IN THE READY TO DRINK NON ALCOHOLIC BEVERAGES MARKET IS ESTIMATED FOR US.

82-4211

ANNEX 12
CEDULE FOR THE DETERMINATION OF THE NET FISCAL EARNINGS ACCOUNT (NFEA)
(Thousands of Pesos)

82-4211

NFEA BALANCE FOR PREVIOUS PERIOD FOR WHICH IS DETERMINED

NFEA BALANCE TO DECEMBER 31st OF : 2001

1,926,086

Number of shares Outstanding at the Date of the NFEA:
(Units)

750,000,000

ARE THE FIGURES FISCALLY AUDITED?

ARE THE FIGURES FISCALLY

DIVIDENDS COLLECTED IN THE PERIOD

| QUARTER | SERIES | NUMBER OF SHARES OUTSTANDING | DATE OF SETTLEMENT | AMOUNT |
|---------|--------|---------------------------------|--------------------|-----------|
| III | 0 | 0.00 | 12/09/2002 | 171.00 |
| III | 0 | 0.00 | 14/08/2002 | 732.00 |
| II | 0 | 0.00 | 17/05/2002 | 36,750.00 |
| III | 0 | 0.00 | 17/09/2002 | 36,750.00 |
| II | 0 | 0.00 | 18/04/2002 | 732.00 |

DETERMINATION OF THE NFEA OF THE PRESENT YEAR

NFE FROM THE PERIOD FROM JANUARY 1 TO 30 OF SEPTIEMBRE OF 2002

| | |
|-------------------------|---|
| FISCAL EARNINGS | 0 |
| - DETERMINED INCOME | 0 |
| + DEDUCTED WORKER'S PRO | 0 |
| - DETERMINED WORKE | 0 |
| - DETERMINED RFE | 0 |
| - NON DEDUCTABLES | 0 |
| NFE OF PERIOD : | 0 |

BALANCE OF THE NFEA AT THE END OF THE PERIOD

(Present year Information)

NFEA BALANCE TO 30 OF SEPTIEMBRE OF 2002

2,075,223

Number of shares Outstanding at the Date of the NFEA:
(Units)

750,000,000

ANNEX 12
CEDULE FOR THE DETERMINATION OF THE NET FISCAL EARNINGS ACCOUNT (NFEA)
(Thousands of Pesos)

MODIFICATION BY COMPLEMENTARY

NFEA BALANCE TO DECEMBER 31st OF : 2000

Number of shares Outstanding at the Date of the NFEA :
(Units)

0

0

82-4211

ANNEX 12 - A
CEDULE FOR THE DETERMINATION OF THE NET FISCAL EARNINGS ACCOUNT REINVERTED (NFEAR)
 (Thousands of Pesos)

NFEAR BALANCE FOR PREVIOUS PERIOD FOR WHICH IS DETERMINED

NFEAR BALANCE TO DECEMBER 31st OF: 2001 843,765

Number of Shares Outstanding at the Date of the NFEAR: 750,000,000
 (Units)

ARE FIGURES FISCALLY AUDITED?

ARE FIGURES FISCALLY CONSOLIDATED?

DIVIDENDS PAIDOUT IN THE PERIOD THAT COMES FROM DE NFEAR

| QUARTER | SERIES | NUMBER OF SHARES OUTSTANDING | DATE OF SETTLEMENT | AMOUNT |
|---------|--------|------------------------------|--------------------|------------|
| II | N/A | 0.00 | 10/05/2002 | 560,914.00 |
| II | N/A | 0.00 | 21/05/2002 | 8.00 |
| II | N/A | 0.00 | 03/06/2002 | 1.00 |
| II | N/A | 0.00 | 10/06/2002 | 30.00 |

DETERMINATION OF THE NFEAR OF THE PRESENT YEAR

NFEAR FROM THE PERIOD TO 31 OF DICIEMBRE OF 2001

| | |
|--------------------------------|---|
| FISCAL EARNINGS: | 0 |
| + DEDUCTED WORKER'S PROFIT SHA | 0 |
| - DETERMINED INCOME TAX: | 0 |
| - NON-DEDUCTABLES | 0 |

| | |
|---|---|
| - (+) EARNINGS (LOSS) FROM FOREING OF PROFIT: | 0 |
| DETERMINATED RFE OF THE FISCAL YEAR | 0 |
| - INCOME TAX (DEFERED ISR): | |
| * FACTOR TO DETERMINE THE NFEAR: | 0 |
| NFEAR FROM THE PERIOD | 0 |

BALANCE OF THE NFEAR AT THE END OF THE PERIOD

NFEAR BALANCE TO : 30 OF SEPTIEMBRE OF 2002 305,602

Number of shares Outstanding at the Date of the NFEAR 750,000,000
 (Units)

MODIFICATION BY COMPLEMENTARY

NFEAR BALANCE TO DECEMBER 31st OF: 0000 0

Number of shares Outstanding at the Date of the NFEAR 0
 (Units)

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODE: CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3 YEAR: 2002

CONSOLIDATED
Final Printing

INTEGRATION OF THE PAID SOCIAL CAPITAL STOCK

CHARACTERISTICS OF THE SHARES

| SERIES | NOMINAL VALUE | VALID CUPON | NUMBER OF SHARES | | | | CAPITAL STOCK (Thousands of Pesos) | |
|--------------|------------------|----------------|--------------------|----------|----------|--------------------|---------------------------------------|----------|
| | | | PORTION | PORTION | MEXICAN | SUSCRIPTION | FIXED | VARIABLE |
| * | 0.02000 | 0 | 749,956,800 | | | 749,956,800 | 15,000 | |
| TOTAL | | | 749,956,800 | 0 | 0 | 749,956,800 | 15,000 | 0 |

TOTAL NUMBER OF SHARES REPRESENTING THE PAID-IN CAPITAL STOCK ON THE DATE OF SENDING THE INFORMATION

749,956,800

SHARES PROPORTION BY :

CPO'S :
UNITS :
ADRS's :
GDRS's :
ADS's :
GDS's :

REPURCHASED OWN SHARES

| SERIES | NUMBER OF SHARES | MARKET VALUE OF THE SHARE | |
|--------|---------------------|---------------------------|------------|
| | | AT REPURCHASE | AT QUARTER |
| * | 43,200 | 14.20000 | 17.02000 |

MEXICAN STOCK EXCHANGE
SIFIC / ICS

82-4211

STOCK EXCHANGE CODE: CONTAL
GRUPO CONTINENTAL, S.A.

QUARTER: 3

YEAR: 2002

CONSOLIDATED
Final Printing

DECLARATION FROM THE COMPANY OFFICIALS RESPONSABLE FOR THE INFORMATION.

I HEREBY SWEAR THAT THE FINANCIAL INFORMATION HERE IN SUPPLIED TO THIS STOCK EXCHANGE, CORRESPONDING TO THE PERIOD FROM **1 OF JANUARY TO 30 OF SEPTEMBER OF 2002 AND 2001** IS THAT OBTAINED FROM OUR AUTHORIZED ACCOUNTING REGISTERS AND IS THE RESULT OF THE APPLICATION OF THE ACCOUNTING PRINCIPLES AND NORMS ACCEPTED AND STATED BY THE MEXICAN INSTITUTE OF PUBLIC ACCOUNTANTS AND IN THE PROVISIONS OF THE MEXICAN NATIONAL BANK AND STOCK COMMISSION (COMISION NACIONAL BANCARIA Y DE VALORES).

THE ACCOUNTING PRINCIPLES USED BY THIS COMPANY AND THE PROCESSING OF DATA FOR THE PERIOD TO WHICH THE SAID INFORMATION REFERS WERE APPLIED USING THE SAME BASES AS FOR THE SIMILAR PERIOD OF THE PREVIOUS YEAR.

C.P. MARCOS AGUILAR ROMO
SECRETARIO DEL CONSEJO DE ADMINISTRACION

C.P. CARLOS VALDES GOVEA
CONSEJERO

TAMPICO, TAMP, AT NOVEMBER 6 OF 2002

CLAVE DE COTIZACION: CONTAL

FECHA: 6/11/200 12:01

DATOS GENERALES DE LA EMISORA

RAZON SOCIAL: GRUPO CONTINENTAL, S.A.
DOMICILIO: AVENIDA HIDALGO NO. 2303
COLONIA: SMITH
C. POSTAL: 89140
CIUDAD Y ESTADO: TAMPICO ,TAMP
TELEFONO: 01-833 241-25-00
FAX: 01-833 241-25-77 AUTOMATICO: X
E-MAIL: info@contal.com
DIRECCION DE INTERNET: www.contal.com

DATOS FISCALES DE LA EMISORA

RFC EMPRESA: GCO7901128N8
DOMICILIO: AVENIDA HIDALGO NO. 2303
COLONIA: SMITH
C. POSTAL: 89140
CIUDAD Y ESTADO: TAMPICO ,TAMP

RESPONSABLE DE PAGO

NOMBRE: - ROBERTO MARTINEZ GARZA
DOMICILIO: AVENIDA HIDALGO NO. 2303
COLONIA: SMITH
C. POSTAL: 89140
CIUDAD Y ESTADO: TAMPICO ,TAMP
TELEFONO: 01-833 241-25-00
FAX: 01-833 241-25-77

DATOS DE LOS FUNCIONARIOS

PUESTO BMV: PRESIDENTE DEL CONSEJO DE ADMINISTRACION
PUESTO: PRESIDENTE DEL CONSEJO DE ADMINISTRACION
NOMBRE: - CYNTHIA H. GROSSMAN -
DOMICILIO: AVENIDA HIDALGO NO. 2303
COLONIA: SMITH
C. POSTAL: 89140
CIUDAD Y ESTADO: TAMPICO TAMP
TELEFONO: 01-833 213-37-21
FAX: 01-833 217-02-95 Y 01-833 241-25-77
E-MAIL: info@contal.com

PUESTO BMV: DIRECTOR GENERAL
PUESTO: PRESIDENTE EJECUTIVO
NOMBRE: - MARCOS AGUILAR ROMO
DOMICILIO: AVENIDA HIDALGO NO. 2303
COLONIA: SMITH
C. POSTAL: 89140
CIUDAD Y ESTADO: TAMPICO TAMP

BOLSA MEXICANA DE VALORES, S.A. DE C.V.
SIFIC / ICS

82-4211

CLAVE DE COTIZACION: CONTAL

FECHA: 6/11/200 12:01

TELEFONO: 01-833 241-25-00
FAX: 01-833 241-25-77
E-MAIL: maguilar@contal.com

PUESTO BMV: DIRECTOR DE FINANZAS
PUESTO: VICEPRESIDENTE EJECUTIVO
NOMBRE: - MIGUEL ANGEL RABAGO VITE
DOMICILIO: AVENIDA HIDALGO NO. 2303
COLONIA: SMITH
C. POSTAL: 89140
CIUDAD Y ESTADO: TAMPICO TAMP
TELEFONO: 01-833 241-25-14
FAX: 01-833 241-25-77
E-MAIL: mrabago@contal.com

PUESTO BMV: RESPONSABLE DE ENVIO DE INFORMACION FINANCIERA TRIMESTRAL
PUESTO: PRESIDENTE EJECUTIVO
NOMBRE: - MARCOS AGUILAR ROMO
DOMICILIO: AVENIDA HIDALGO NO. 2303
COLONIA: SMITH
C. POSTAL: 89140
CIUDAD Y ESTADO: TAMPICO TAMP
TELEFONO: 01-833 241-25-00
FAX: 01-833 241-25-77
E-MAIL: maguilar@contal.com

PUESTO BMV: SEGUNDO RESPONSABLE DE ENVIO DE INFORMACION FINANCIERA TRIMESTRAL
PUESTO: VICEPRESIDENTE EJECUTIVO
NOMBRE: - CARLOS VALDES GOVEA
DOMICILIO: AVENIDA HIDALGO NO. 2303
COLONIA: SMITH
C. POSTAL: 89140
CIUDAD Y ESTADO: TAMPICO TAMP
TELEFONO: 01-833 241-25-00
FAX: 01-833 241-25-77
E-MAIL: cvaldes@contal.com

PUESTO BMV: RESPONSABLE DEL AREA JURIDICA
PUESTO: DIRECTOR DE ASUNTOS JURIDICOS
NOMBRE: - ROBERTO MARTINEZ GARZA
DOMICILIO: AVENIDA HIDALGO NO. 2303
COLONIA: SMITH
C. POSTAL: 89140
CIUDAD Y ESTADO: TAMPICO TAMP
TELEFONO: 01-833 241-25-00
FAX: 01-833 241-25-77
E-MAIL: rmartinez@contal.com

PUESTO BMV: SECRETARIO DEL CONSEJO DE ADMINISTRACION
PUESTO: PRESIDENTE EJECUTIVO
NOMBRE: - MARCOS AGUILAR ROMO

BOLSA MEXICANA DE VALORES, S.A. DE C.V.
SIFIC / ICS

82-4211

CLAVE DE COTIZACION: CONTAL

FECHA: 6/11/200 12:01

DOMICILIO: AVENIDA HIDALGO NO. 2303
COLONIA: SMITH
C. POSTAL: 89140
CIUDAD Y ESTADO: TAMPICO TAMP
TELEFONO: 01-833 241-25-00
FAX: 01-833 241-25-77
E-MAIL: maguilar@contal.com

PUESTO BMV: PROSECRETARIO DEL CONSEJO DE ADMINISTRACION
PUESTO: NO APLICA
NOMBRE: N.A. NO APLICA NO APLICA NO APLICA
DOMICILIO: AVENIDA HIDALGO NO. 2303
COLONIA: SMITH
C. POSTAL: 89140
CIUDAD Y ESTADO: TAMPICO TAMP
TELEFONO: 01-833 241-25-00
FAX: 01-833 241-25-77
E-MAIL: info@contal.com

PUESTO BMV: RESPONSABLE DE INFORMACION A INVERSIONISTAS
PUESTO: VICEPRESIDENTE EJECUTIVO
NOMBRE: - MIGUEL ANGEL RABAGO VITE
DOMICILIO: AVENIDA HIDALGO NO. 2303
COLONIA: SMITH
C. POSTAL: 89140
CIUDAD Y ESTADO: TAMPICO TAMP
TELEFONO: 01-833 241-25-14
FAX: 01-833 241-25-77
E-MAIL: mrabago@contal.com

PUESTO BMV: ACREDITADO PARA ENVIO DE INFORMACION VIA EMISNET
PUESTO: PRESIDENTE EJECUTIVO
NOMBRE: - MARCOS AGUILAR ROMO
DOMICILIO: AVENIDA HIDALGO NO. 2303
COLONIA: SMITH
C. POSTAL: 89140
CIUDAD Y ESTADO: TAMPICO TAMP
TELEFONO: 01-833 241-25-00
FAX: 01-833 241-25-77
E-MAIL: maguilar@contal.com

PUESTO BMV: ACREDITADO PARA ENVIO DE EVENTOS RELEVANTES VIA EMISNET
PUESTO: VICEPRESIDENTE EJECUTIVO
NOMBRE: - CARLOS VALDES GOVEA
DOMICILIO: AVENIDA HIDALGO NO. 2303
COLONIA: SMITH
C. POSTAL: 89140
CIUDAD Y ESTADO: TAMPICO TAMP
TELEFONO: 01-833 241-25-00
FAX: 01-833 241-25-77
E-MAIL: cvaldes@contal.com