Financial Results 1Q12

April 27th, 2012

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Presentation of Financial Information

This report presents unaudited financial information as of March 31, 2012, as referred to in "Disposiciones de Carácter General Aplicables a la Información Financiera de las Instituciones de Crédito" (General Resolutions Applicable to Financial Information of Credit Institutions) for BBVA Bancomer S.A., in accordance with the generally accepted accounting principles for Mexican banking institutions (the "Mexican Banking GAAP").

Certain amounts and percentages included in this document have been subject to rounding adjustments. Accordingly, figures shown for the same category presented in different tables may vary slightly and figures shown as totals in certain tables may not be an arithmetical aggregation of the figures preceding them.

Financial information contained in this document has been prepared in accordance with the accounting principles and regulations prescribed by the "Comisión Nacional Bancaria y de Valores" (the National Banking and Securities Commission or CNBV), that is, the Mexican Banking GAAP. Mexican Banking GAAP differs from Mexican Financial Reporting Standards, as published by the "Consejo Mexicano para la Investigación y Desarrollo de Normas de Información Financiera" (the Mexican Board for the Research and Development of Financial Reporting Standards, or CINIF). Mexican Banking GAAP also differs from generally accepted accounting principles in the United States of America, or U.S. GAAP, and SEC guidelines applicable to banking institutions in the United States.

Unless specified otherwise, in accordance with Mexican Banking GAAP, our financial statements and other financial information contained in this document are presented on a consolidated basis. In accordance with Mexican Banking GAAP, only those subsidiaries that operate in the financial sector or that provide auxiliary or complementary services are consolidated for the purpose of presenting our consolidated financial information. Our other affiliates are accounted for under the equity method, representing less than 1% of our total equity. Bancomer´s Consolidated subsidiaries are: BBVA Bancomer Financial Holdings, Inc., Opcion Volcan, S.A. de C.V., Desitel, Tecnología y Sistemas, S.A. de C.V., Afore Bancomer, S.A. de C.V., Fideicomiso No. 29764-8 Socio Liquidador de Operaciones Financieras Derivadas Posición de Terceros, Fideicomiso No. 29763-0 Socio Liquidador de Operaciones Financieras Derivadas Posición Propia, Adquira México, S. A. de C. V., Visacom, S. A. de C. V., Financiera Ayudamos, S. A. de C. V. and Unidad de Avalúos México, S. A. de C. V.

Highlights 1Q12

Decree and Payment of Cash Dividend of BBVA Bancomer and Subsidiaries

During 1Q12, BBVA Bancomer authorized the payment of an anual cash dividend of \$1.393122910682 per share. Payments are going to be quarterly. The first payment in March was of \$0.433034179942403 per share, although, the subsidiaries: Casa de Bolsa BBVA Bancomer, BBVA Bancomer Gestión, Seguros BBVA Bancomer y Afore BBVA Bancomer paid a dividend of \$0.7108948810, \$27,720.00, \$2,560.84558823529 y \$7.73705416603003, respectively, per share.

Accountant Criteria

In March, were effective the modifications on the accountant Criteria B-6 "Performing Loans". The most significant changes proceds from the Non performing loans sales, because of the treatment of restructure and renewals.

Financial Statements

Balance Sheet

Balance Sheet as of March 31th, 2012			
(Data in million MXN pesos)			
ASSETS		LIABILITIES AND STOCKHOLDERS' EQUITY	
Cash and cash equivalents	127,640	Deposits	649,681
Margin call accounts	4,098	Demand deposits	439,627
Securities	329,670	Time Deposits	150,482
Tading	219,048	The general public	134,917
Available for sale	95,796	Money market	15,565
Held to maturity	14,826	Bonds	59,572
Debtors from repurchase agreement	11	Interbank loans and loans from other entities	20,228
Derivatives	64,829	Payable on demand	4,227
Trading	58,356	Short-term	11,020
Hedging Transactions	6,473	Long-term	4,981
Valuation adjustments derived from hedges of financial assets	1,827	Creditors from repurchase agreements	225,366
Performing loans	611,360	Securities loans	22.005
Commercial loans	312,971	Collaterals sold or delivered in guarantee	32,995
Business or commercial activity Financial entities	211,730 7.701	Repurchase agreement	0 32.995
Government entities	93,540	Security loans Derivatives	62,391
Consumer	150,203	Trading	59,530
Mortgage	148,186	Hedge transactions	2,861
Non performing loans	20,820	Valuation adjustments derived from hedges of financial liabilities	3,652
Commercial loans	7,812	Other payables	60,987
Business or commercial activity	7,810	Employee profit sharing (PTU) payable	43
Financial entities	7,010	Transaction settlement creditors	29.713
Government entities	1	Creditors from collaterals received in cash	9.637
Consumer	5.712	Accrued liabilities and other	21,594
Mortgage	7.296	Subordinated debt	58.837
Total loans	632,180	Deferred credits and advanced collections	6,582
Allowance for loan losses	(25,642)	Total Liabilities	1,120,720
Total loans, net	606,538	Total Elabilities	1,120,720
Receivable benefits from securitization transactions	1,175	Stockholders' equity	
Receivable sundry debtors and prepayments net	58,171	Subscribed capital	39.864
Repossessed assets, net	4.249	Paid-in capital	24.138
Property, furniture and equipment, net	17,220	Share premium	15.726
Equity investments	2,705	Earned capital	75.103
Deferred taxes, net	4,692	Capital reserves	6,881
Other assets	13,591	Results of prior years	58.290
Deferred charges, prepaid expenses and intangibles	13,591	Unrealized gain on available-for-sale securities	2,602
Total Assets	1,236,416	Result from vauation of cash flow hedging instruments	1,308
	,,	Result from conversion of foreign subsidiaries	120
		Net income	5,902
		Majority stockholders' equity	114,966
		Non-controlling interest in consolidated subsidiaries	729
		Total stockholders' equity	115,696
		Total Liabilities and Stockholders' Equity	1,236,416

BBVA Bancomer	
Memorandum Accounts	Mar
Million of Pesos	2012
Contingent assets and liabilities	82
Credit commitments	233,311
Assets in trust or under mandate	888,315
In trust	319,848
Under mandate	568,467
Assets in custody or under administration	254,095
Collaterals received by the institution	49,017
Collaterals received and sold or pledged as collateral by the institution	49,017
Investment banking transactions on behalf of third parties, net	56,278
Accrued interest on non-performing loans	4,962
Other record accounts	1,443,304

The historical paid-in capital at March 31th, 2012 was of 4,243 million pesos.

This consolidated balance sheet was prepared according to the Accounting Criteria applicable to Credit Institutions issued by the Mexican National Banking and Securities Commission, in conformity with Articles 99, 101 and 102 of the Mexican Credit Institutions Law, of general and compulsory observance, consistently applied, reflecting the financial position of the institution as of the dates stated above, which were carried out and measured according to sound banking practices and applicable legal and administrative dispositions.

This consolidated balance sheet was approved by the Board of Directors under the responsibility of the signatories.

Income Statement

BBVA Bancomer	
Income Statement from January 1st to March 31th, 2012	
(Data in million MXN pesos)	
Interest income	24,671
Interest expense	(7,829)
Net interest income	16,843
Provisions for loan losses	(4,824)
Net interest income after provisions for loan losses	12,018
Fees on Service	7,196
Fees Paid	(2,081)
Total Fees	5,114
Trading income	959
Other operating income	168
Non-interest expense	(10,545)
Operating income	7,715
Share in net income of unconsolidated subsidiaries and affiliates	87
Income before tax	7,803
Current income tax	(181)
Deferred income tax	(1,627)
Income before discontinued operations	5,994
Discontinued operations	0
Income before controlling interest	5,994
Non-controlling interest	(92)
Net income	5,902

This consolidated Income Statement was prepared according to the Accounting Criteria applicable to Credit Institutions issued by the Mexican National Banking and Securities Commission, in conformity with Articles 99, 101 and 102 of the Mexican Credit institutions Law, of general and compulsory observance, consistently applied, reflecting the financial position of the institution for the years stated above, which were carried out and measured according to sound banking practices and applicable legal and administrative dispositions.

This consolidated Income Statement was approved by the Board of Directors under the responsibility of the signatories.

Statement of Cash Flows

BBVA Bancomer Statement of Cash Flows from January 1st to March 31th, 2012 (Data in million MXN pesos)		
Net income		5,902
Adjustments derived from items not involving cash flow		
Profit or loss derived from the valuation of investment and financing activities	(51)	
Depreciation of property, furniture and fixtures	341	
Amortization of intangible assets	293	
Provisions	1,311	
Income taxes	1,808	
Share in net income of unconsolidated subsidiaries and affiliated companies	(87)	
Noncontrolling interest	92	3,70 9,60 9
Operating activities		5,00.
Change in margin call accounts		(65
Change in investments in securities		1,86
Cnange in deptors from repurchase agreement		4,52
Change in derivatives (assets)		5,27
Change in loan portfolio (net)		(6,88
Change in receivable benefits from securitized transactions		
Change in repossessed assets		(14
Change in other operating assets		(15,87
Change in deposits		8,73
Change in interbank loans and other loans from other entities		39
Change in creditors from repurchase agreements		14,48
Change in collaterals sold or delivered in guarantee		8,27
Change in derivatives (liabilities)		(12,59
Change in subordinated debt		(1,24
Change in other operating liabilities		2,16
Change in hedging instruments (of hedge items related to operation activities)		4,04
Income taxes payment		(1,96
Net cash flows used in operating activities		10,39
investment activities		
Proceeds from the disposal of property, furniture and fixtures		5
Payments for the acquisition of property furniture and fixtures		(52
Proceeds from the disposal of equity investments		
Payments for the acquisition of equity investments		(3
Payments for the acquisition of intangible assets		(17
Net cash flows used in investment activities		(680
Financing activities		
Cash dividends paid		(6,56
Cash dividends paid of Afore Bancomer		(30
Net cash flows used in financing activities		(6,86
Net increase or decrease in cash and cash equivalents		12,45
Effects of changes in cash and cash equivalents		(21
Cash and cash equivalents at the beginning of the year		115,40
Cash and cash equivalents at the end of the year		127,64

This Consolidated Statement of Cash Flows was prepared according to the Accounting Criteria applicable to Credit Institutions issued by the Mexican National Banking and Securities Commission, in conformity with Articles 99, 101 and 102 of the Mexican Credit institutions Law, of general and compulsory observance, consistently applied, reflecting the cash flows of the institution for the years stated above, which were carried out and measured according to sound banking practices and applicable legal and administrative dispositions. This Consolidated Statement of Cash Flows was approved by the Board of Directors under the responsibility of the signatories.

Statement of Changes in Stockholders' Equity

BBVA Bancomer	Subscribe	d Capital			Earned	capital					
Statement of Changes in Stockholders' Equity Million pesos	Paid-in Capital	Share Premium	Capital Reserves	Results of Prior Years	Unrealized Gain on Available for Sale Securities	Result from Valuation of Cash Flow Hedging Instruments	Result from Conversion of Foreign Subsidiaries	Net Income	Majority stockholders' equity	Non controling Interest in Consolidated Subsidiaries	Total Stock- holders Equity
Balances at December 31, 2011	24,138	15,726	6,881	41,385	2,412	1,255	171	23,467	115,435	942	116,377
Movements due to stockholders' decision Transfer of net income to results of prior years Cash Dividends Paid Dividends Paid of Afore				23,467 (6,562)				(23,467)	- (6,562)	(304)	(6,562) (304)
Total	-	-	-	16,905	-	-	-	(23,467)	(6,562)	(304)	(6,866)
Comprehensive income movements											
Net income for the year Net income Results from valuation of available for sale securities Results from valuation of Cash Flow Hedging Instruments					190	53		5,902	5,902 190 53	92	5,994 190 53
Adjustment for valuation of associated companies										(1)	(1)
Result from Conversion of Foreign Subsidiaries							(51)		(51)		(51)
Total	-	-	-		190	53	(51)	5,902	6,094	91	6,185
Balances at March 31, 2012	24,138	15,726	6,881	58,290	2,602	1,308	120	5,902	114,967	729	115,696

The present Consolidated Statement of Changes in Stockholders' Equity was prepared according to the Accounting Criteria applicable to Credit Institutions issued by the Mexican National Banking and Securities Commission, in conformity with Articles 99, 101 y 102 of the Mexican Credit Institutions Law, of general and compulsory observance, consistently applied, reflecting the changes in stockholders' equity of the institution for the years stated above which were carried out and measured according to sound banking practices and applicable legal and administrative dispositions

This Consolidated Statement of Changes in Stockholders' Equity was approved by the Board of Directors under the responsibility of the signatories.

Balance Sheet (last 5 quarters)

BBVA Bancomer					
Assets	Mar	Jun	Sep	Dic	Mar
Million of pesos	2011	2011	2011	2011	2012
Cash and cash equivalents	100,330	99,389	101,511	115,400	127,640
Margin call accounts	2,324	2,961	2,992	3,546	4,098
Securities:	311,563	317,940	305,582	332,865	329,670
Tading	194,512	210,467	192,115	213,112	219,048
Available for sale	102,826	93,095	98,932	105,081	95,796
Held to maturity	14,225	14,378	14,534	14,671	14,826
Debtors from repurchase agreement	0	14	0	4,540	11
Derivatives	51,527	58,402	89,744	74,461	64,829
Trading	47,571	53,978	79,304	63,633	58,356
Hedging Transactions	3,956	4,424	10,441	10,828	6,473
Valuation adjustments derived from hedges of financial assets	1,119	1,563	1,246	969	1,827
Performing loans	576,669	563,705	581,786	610,216	611,360
Commercial loans	312,548	292,075	301,922	317,905	312,971
Business or commercial activity	213,917	202,780	211,736	218,536	211,730
Financial entities	8,299	8,095	7,530	7,425	7,701
Government entities	90,332	81,200	82,656	91,944	93,540
Consumer	122,841	129,546	136,659	146,734	150,203
Mortgage	141,280	142,084	143,205	145,577	148,186
Non performing loans	14,966	18,192	21,052	19,681	20,820
Commercial loans	4,767	6,685	7,591	7,556	7,812
Business or commercial activity	4,746	6,674	6,846	7,555	7,810
Financial entities	3	7	2	1	1
Government entities	18	4	744	0	1
Consumer	4,866	5,352	5,959	5,756	5,712
Mortgage	5,333	6,155	7,502	6,369	7,296
Total loans	591,635	581,896	602,838	629,897	632,180
Allowance for loan losses	(23,149)	(24,733)	(26,031)	(24,873)	(25,642)
Total loans, net	568,486	557,164	576,807	605,024	606,538
Receivable benefits from securitization transactions	1,209	1,192	1,189	1,175	1,175
Receivable sundry debtors and prepayments net	38,505	40,260	54,581	44,190	58,171
Repossessed assets, net	2,894	2,953	3,369	4,102	4,249
Property, furniture and equipment, net	15,290	15,627	16,287	17,086	17,220
Equity investments	2,446	2,380	2,490	2,591	2,705
Deferred taxes, net	8,429	7,702	8,188	6,367	4,692
Other assets	7,950	8,866	8,424	10,600	13,591
Deferred charges, prepaid expenses and intangibles	7,950	8,866	8,424	10,600	13,591
Total Assets	1,112,072	1,116,414	1,172,411	1,222,914	1,236,416

BBVA Bancomer					
Liabilities and Stockholders' Equity	Mar	Jun	Sep	Dic	Mar
Million of pesos	2011	2011	2011	2011	2012
Deposits	614,288	608,958	642,342	645,436	649,681
Demand deposits	377,524	390,099	406,620	437,572	439,627
Time Deposits	186,184	165,295	180,001	154,316	150,482
The general public	140,942	144,246	161,149	138,861	134,917
Money market	45,242	21,049	18,853	15,455	15,565
Bonds	50,580	53,564	55,722	53,548	59,572
Interbank loans and loans from other entities	36,903	18,373	25,515	20,306	20,228
Payable on demand	22,086	3,558	10,145	4,179	4,227
Short-term	10,045	9,872	10,143	11,052	11,020
Long-term	4,772	4,943	5,227	5,075	4,981
Creditors from repurchase agreements	169,087	188,318	157,003	210,884	225,366
Securities creditors	1	0	2	1	1
Collaterals sold or delivered in guarantee	14,308	13,140	22,966	24,723	32,995
Repurchase agreement	11	0	7	0	0
Security loans	14,297	13,140	22,959	24,723	32,995
Derivatives	54,935	62,948	93,548	74,721	62,391
Trading	53,708	61,152	90,450	72,121	59,530
Hedge transactions	1,227	1,796	3,098	2,600	2,861
Valuation adjustments derived from hedges of financial liabilities	632	1,177	3,040	3,134	3,652
Other payables	50,832	50,470	45,984	59,395	60,987
Employee profit sharing (PTU) payable	40	18	25	33	43
Transaction settlement creditors	22,124	21,932	15,048	24,404	29,713
Creditors from collaterals received in cash	11,435	9,396	10,496	10,187	9,637
Accrued liabilities and other	17,233	19,124	20,415	24,771	21,594
Subordinated debt	56,186	55,282	62,253	62,450	58,837
Deferred credits and advanced collections	6,106	5,583	5,393	5,487	6,582
Total Liabilities	1,003,278	1,004,249	1,058,047	1,106,538	1,120,720
Stockholders' equity					
Stockholders' equity Subscribed capital	39,864	39,864	39,864	39,864	39,864
	39,864 24,138	39,864 24,138	39,864 24,138	39,864 24,138	39,864 24,138
Subscribed capital		-		-	-
Subscribed capital Paid-in capital	24,138	24,138	24,138	24,138	24,138
Subscribed capital Paid-in capital Share premium	24,138 15,726	24,138 15,726	24,138 15,726	24,138 15,726	24,138 15,726
Subscribed capital Paid-in capital Share premium Earned capital	24,138 15,726 68,033	24,138 15,726 71,551	24,138 15,726 73,659	24,138 15,726 75,571	24,138 15,726 75,10 3
Subscribed capital Paid-in capital Share premium Earned capital Capital reserves	24,138 15,726 68,033 6,881	24,138 15,726 71,551 6,881	24,138 15,726 73,659 6,881	24,138 15,726 75,571 6,881	24,138 15,726 75,103 6,881
Subscribed capital Paid-in capital Share premium Earned capital Capital reserves Results of prior years	24,138 15,726 68,033 6,881 53,101	24,138 15,726 71,551 6,881 49,207	24,138 15,726 73,659 6,881 45,288	24,138 15,726 75,571 6,881 41,385	24,138 15,726 75,103 6,881 58,290
Subscribed capital Paid-in capital Share premium Earned capital Capital reserves Results of prior years Unrealized gain on available-for-sale securities	24,138 15,726 68,033 6,881 53,101 759	24,138 15,726 71,551 6,881 49,207 1,729	24,138 15,726 73,659 6,881 45,288 3,001	24,138 15,726 75,571 6,881 41,385 2,411	24,138 15,726 75,103 6,881 58,290 2,602
Subscribed capital Paid-in capital Share premium Earned capital Capital reserves Results of prior years Unrealized gain on available-for-sale securities Result from valuation of cash flow hedging instruments	24,138 15,726 68,033 6,881 53,101 759 1,497	24,138 15,726 71,551 6,881 49,207 1,729 1,924	24,138 15,726 73,659 6,881 45,288 3,001 2,007	24,138 15,726 75,571 6,881 41,385 2,411 1,255	24,138 15,726 75,103 6,881 58,290 2,602 1,308
Subscribed capital Paid-in capital Share premium Earned capital Capital reserves Results of prior years Unrealized gain on available-for-sale securities Result from valuation of cash flow hedging instruments Result from conversion of foreign subsidiaries	24,138 15,726 68,033 6,881 53,101 759 1,497	24,138 15,726 71,551 6,881 49,207 1,729 1,924 69	24,138 15,726 73,659 6,881 45,288 3,001 2,007	24,138 15,726 75,571 6,881 41,385 2,411 1,255	24,138 15,726 75,103 6,881 58,290 2,602 1,308 120
Subscribed capital Paid-in capital Share premium Earned capital Capital reserves Results of prior years Unrealized gain on available-for-sale securities Result from valuation of cash flow hedging instruments Result from conversion of foreign subsidiaries Net income Majority stockholders' equity Non-controlling interest in consolidated subsidiaries	24,138 15,726 68,033 6,881 53,101 759 1,497 77 5,718 107,897 897	24,138 15,726 71,551 6,881 49,207 1,729 1,924 69 11,741 111,415	24,138 15,726 73,659 6,881 45,288 3,001 2,007 168 16,314	24,138 15,726 75,571 6,881 41,385 2,411 1,255 171 23,467 115,435 942	24,138 15,726 75,103 6,881 58,290 2,602 1,308 120 5,902 114,966 729
Subscribed capital Paid-in capital Share premium Earned capital Capital reserves Results of prior years Unrealized gain on available-for-sale securities Result from valuation of cash flow hedging instruments Result from conversion of foreign subsidiaries Net income Majority stockholders' equity Non-controlling interest in consolidated subsidiaries Total Stockholders' Equity	24,138 15,726 68,033 6,881 53,101 759 1,497 77 5,718 107,897 897	24,138 15,726 71,551 6,881 49,207 1,729 1,924 69 11,741 111,415 750	24,138 15,726 73,659 6,881 45,288 3,001 2,007 168 16,314 113,523 842 114,365	24,138 15,726 75,571 6,881 41,385 2,411 1,255 171 23,467 115,435 942 116,377	24,138 15,726 75,103 6,881 58,290 2,602 1,308 120 5,902 114,966 729
Subscribed capital Paid-in capital Share premium Earned capital Capital reserves Results of prior years Unrealized gain on available-for-sale securities Result from valuation of cash flow hedging instruments Result from conversion of foreign subsidiaries Net income Majority stockholders' equity Non-controlling interest in consolidated subsidiaries	24,138 15,726 68,033 6,881 53,101 759 1,497 77 5,718 107,897 897	24,138 15,726 71,551 6,881 49,207 1,729 1,924 69 11,741 111,415	24,138 15,726 73,659 6,881 45,288 3,001 2,007 168 16,314 113,523 842	24,138 15,726 75,571 6,881 41,385 2,411 1,255 171 23,467 115,435 942	24,138 15,726 75,103 6,881 58,290 2,602 1,308 120 5,902 114,966 729
Subscribed capital Paid-in capital Share premium Earned capital Capital reserves Results of prior years Unrealized gain on available-for-sale securities Result from valuation of cash flow hedging instruments Result from conversion of foreign subsidiaries Net income Majority stockholders' equity Non-controlling interest in consolidated subsidiaries Total Stockholders' Equity Total Liabilities and Stockholders' Equity	24,138 15,726 68,033 6,881 53,101 759 1,497 77 5,718 107,897 897	24,138 15,726 71,551 6,881 49,207 1,729 1,924 69 11,741 111,415 750	24,138 15,726 73,659 6,881 45,288 3,001 2,007 168 16,314 113,523 842 114,365	24,138 15,726 75,571 6,881 41,385 2,411 1,255 171 23,467 115,435 942 116,377	24,138 15,726 75,103 6,881 58,290 2,602 1,308 120 5,902 114,966 729
Subscribed capital Paid-in capital Share premium Earned capital Capital reserves Results of prior years Unrealized gain on available-for-sale securities Result from valuation of cash flow hedging instruments Result from conversion of foreign subsidiaries Net income Majority stockholders' equity Non-controlling interest in consolidated subsidiaries Total Stockholders' Equity Total Liabilities and Stockholders' Equity	24,138 15,726 68,033 6,881 53,101 759 1,497 77 5,718 107,897 897 108,794	24,138 15,726 71,551 6,881 49,207 1,729 1,924 69 11,741 111,415 750 112,165 1,116,414	24,138 15,726 73,659 6,881 45,288 3,001 2,007 168 16,314 113,523 842 114,365 1,172,411	24,138 15,726 75,571 6,881 41,385 2,411 1,255 171 23,467 115,435 942 116,377 1,222,914	24,138 15,726 75,103 6,881 58,290 2,602 1,308 120 5,902 114,966 729 115,696 1,236,416
Subscribed capital Paid-in capital Share premium Earned capital Capital reserves Results of prior years Unrealized gain on available-for-sale securities Result from valuation of cash flow hedging instruments Result from conversion of foreign subsidiaries Net income Majority stockholders' equity Non-controlling interest in consolidated subsidiaries Total Stockholders' Equity Total Liabilities and Stockholders' Equity	24,138 15,726 68,033 6,881 53,101 759 1,497 77 5,718 107,897 897	24,138 15,726 71,551 6,881 49,207 1,729 1,924 69 11,741 111,415 750	24,138 15,726 73,659 6,881 45,288 3,001 2,007 168 16,314 113,523 842 114,365	24,138 15,726 75,571 6,881 41,385 2,411 1,255 171 23,467 115,435 942 116,377	24,138 15,726 75,103 6,881 58,290 2,602 1,308 120 5,902 114,966 729
Subscribed capital Paid-in capital Share premium Earned capital Capital reserves Results of prior years Unrealized gain on available-for-sale securities Result from valuation of cash flow hedging instruments Result from conversion of foreign subsidiaries Net income Majority stockholders' equity Non-controlling interest in consolidated subsidiaries Total Stockholders' Equity Total Liabilities and Stockholders' Equity BBVA Bancomer Memorandum Accounts Million of Pesos	24,138 15,726 68,033 6,881 53,101 759 1,497 77 5,718 107,897 897 108,794 1,112,072	24,138 15,726 71,551 6,881 49,207 1,729 1,924 69 11,741 111,415 750 112,165 1,116,414	24,138 15,726 73,659 6,881 45,288 3,001 2,007 168 16,314 113,523 842 114,365 1,172,411	24,138 15,726 75,571 6,881 41,385 2,411 1,255 171 23,467 115,435 942 116,377 1,222,914	24,138 15,726 75,103 6,881 58,290 2,602 1,308 120 5,902 114,966 729 115,696 1,236,416
Subscribed capital Paid-in capital Share premium Earned capital Capital reserves Results of prior years Unrealized gain on available-for-sale securities Result from valuation of cash flow hedging instruments Result from conversion of foreign subsidiaries Net income Majority stockholders' equity Non-controlling interest in consolidated subsidiaries Total Stockholders' Equity Total Liabilities and Stockholders' Equity BBVA Bancomer Memorandum Accounts Million of Pesos Contingent assets and liabilities	24,138 15,726 68,033 6,881 53,101 759 1,497 77 5,718 107,897 897 108,794 1,112,072	24,138 15,726 71,551 6,881 49,207 1,729 1,924 69 11,741 111,415 750 112,165 1,116,414	24,138 15,726 73,659 6,881 45,288 3,001 2,007 168 16,314 113,523 842 114,365 1,172,411	24,138 15,726 75,571 6,881 41,385 2,411 1,255 171 23,467 115,435 942 116,377 1,222,914	24,138 15,726 75,103 6,881 58,290 2,602 1,308 120 5,902 114,966 729 115,696 1,236,416
Subscribed capital Paid-in capital Share premium Earned capital Capital reserves Results of prior years Unrealized gain on available-for-sale securities Result from valuation of cash flow hedging instruments Result from conversion of foreign subsidiaries Net income Majority stockholders' equity Non-controlling interest in consolidated subsidiaries Total Stockholders' Equity Total Liabilities and Stockholders' Equity BBVA Bancomer Memorandum Accounts Million of Pesos	24,138 15,726 68,033 6,881 53,101 759 1,497 77 5,718 107,897 897 108,794 1,112,072	24,138 15,726 71,551 6,881 49,207 1,729 1,924 69 11,741 111,415 750 112,165 1,116,414	24,138 15,726 73,659 6,881 45,288 3,001 2,007 168 16,314 113,523 842 114,365 1,172,411	24,138 15,726 75,571 6,881 41,385 2,411 1,255 171 23,467 115,435 942 116,377 1,222,914	24,138 15,726 75,103 6,881 58,290 2,602 1,308 120 5,902 114,966 729 115,696 1,236,416
Subscribed capital Paid-in capital Share premium Earned capital Capital reserves Results of prior years Unrealized gain on available-for-sale securities Result from valuation of cash flow hedging instruments Result from conversion of foreign subsidiaries Net income Majority stockholders' equity Non-controlling interest in consolidated subsidiaries Total Stockholders' Equity Total Liabilities and Stockholders' Equity BBVA Bancomer Memorandum Accounts Million of Pesos Contingent assets and liabilities Credit commitments	24,138 15,726 68,033 6,881 53,101 759 1,497 77 5,718 107,897 897 108,794 1,112,072	24,138 15,726 71,551 6,881 49,207 1,729 1,924 69 11,741 111,415 750 112,165 1,116,414	24,138 15,726 73,659 6,881 45,288 3,001 2,007 168 16,314 113,523 842 114,365 1,172,411	24,138 15,726 75,571 6,881 41,385 2,411 1,255 171 23,467 115,435 942 116,377 1,222,914	24,138 15,726 75,103 6,881 58,290 2,602 1,308 120 5,902 114,966 729 115,696 1,236,416 Mar 2012 82 233,311
Subscribed capital Paid-in capital Share premium Earned capital Capital reserves Results of prior years Unrealized gain on available-for-sale securities Result from valuation of cash flow hedging instruments Result from conversion of foreign subsidiaries Net income Majority stockholders' equity Non-controlling interest in consolidated subsidiaries Total Stockholders' Equity Total Liabilities and Stockholders' Equity BBVA Bancomer Memorandum Accounts Million of Pesos Contingent assets and liabilities Credit commitments Assets in trust or under mandate	24,138 15,726 68,033 6,881 53,101 759 1,497 77 5,718 107,897 897 108,794 1,112,072 Mar 2011 97 204,377 825,894	24,138 15,726 71,551 6,881 49,207 1,729 1,924 69 11,741 111,415 750 112,165 1,116,414 Jun 2011 81 232,030 840,033	24,138 15,726 73,659 6,881 45,288 3,001 2,007 168 16,314 113,523 842 114,365 1,172,411 Sep 2011 82 215,388 842,509	24,138 15,726 75,571 6,881 41,385 2,411 1,255 171 23,467 115,435 942 116,377 1,222,914 Dec 2011 82 229,597 875,039	24,138 15,726 75,103 6,881 58,290 2,602 1,308 120 5,902 114,966 729 115,696 1,236,416 Mar 2012 82 233,311 888,315
Subscribed capital Paid-in capital Share premium Earned capital Capital reserves Results of prior years Unrealized gain on available-for-sale securities Result from valuation of cash flow hedging instruments Result from conversion of foreign subsidiaries Net income Majority stockholders' equity Non-controlling interest in consolidated subsidiaries Total Stockholders' Equity Total Liabilities and Stockholders' Equity BBVA Bancomer Memorandum Accounts Million of Pesos Contingent assets and liabilities Credit commitments Assets in trust or under mandate In trust Under mandate Assets in custody or under administration	24,138 15,726 68,033 6,881 53,101 759 1,497 77 5,718 107,897 108,794 1,112,072 Mar 2011 97 204,377 825,894 291,042 534,852 245,548	24,138 15,726 71,551 6,881 49,207 1,729 1,924 69 11,741 111,415 750 112,165 1,116,414 Jun 2011 81 232,030 840,033 303,032 537,001 245,213	24,138 15,726 73,659 6,881 45,288 3,001 2,007 168 16,314 113,523 842 114,365 1,172,411 Sep 2011 82 215,388 842,509 315,349 527,160 238,658	24,138 15,726 75,571 6,881 41,385 2,411 1,255 171 23,467 115,435 942 116,377 1,222,914 Dec 2011 82 229,597 875,039 307,500 567,539 248,434	24,138 15,726 75,103 6,881 58,290 2,602 1,308 120 5,902 114,966 729 115,696 1,236,416 Mar 2012 82 233,311 888,315 319,848 568,467 254,095
Subscribed capital Paid-in capital Share premium Earned capital Capital reserves Results of prior years Unrealized gain on available-for-sale securities Result from valuation of cash flow hedging instruments Result from conversion of foreign subsidiaries Net income Majority stockholders' equity Non-controlling interest in consolidated subsidiaries Total Stockholders' Equity Total Liabilities and Stockholders' Equity BBVA Bancomer Memorandum Accounts Million of Pesos Contingent assets and liabilities Credit commitments Assets in trust or under mandate In trust Under mandate Assets in custody or under administration Collaterals received by the institution	24,138 15,726 68,033 6,881 53,101 759 1,497 77 5,718 107,897 897 108,794 1,112,072 Mar 2011 97 204,377 825,894 291,042 534,852 245,548 122,287	24,138 15,726 71,551 6,881 49,207 1,729 1,924 69 11,741 111,415 750 112,165 1,116,414 Jun 2011 81 232,030 840,033 303,032 537,001 245,213 30,137	24,138 15,726 73,659 6,881 45,288 3,001 2,007 168 16,314 113,523 842 114,365 1,172,411 Sep 2011 82 215,388 842,509 315,349 527,160 238,658 40,356	24,138 15,726 75,571 6,881 41,385 2,411 1,255 171 23,467 115,435 942 116,377 1,222,914 Dec 2011 82 229,597 875,039 307,500 567,539 248,434 75,381	24,138 15,726 75,103 6,881 58,290 2,602 1,308 120 5,902 114,966 729 115,696 1,236,416 Mar 2012 82 233,311 888,315 319,848 568,467 254,095 49,017
Subscribed capital Paid-in capital Share premium Earned capital Capital reserves Results of prior years Unrealized gain on available-for-sale securities Result from valuation of cash flow hedging instruments Result from conversion of foreign subsidiaries Net income Majority stockholders' equity Non-controlling interest in consolidated subsidiaries Total Stockholders' Equity Total Liabilities and Stockholders' Equity BBVA Bancomer Memorandum Accounts Million of Pesos Contingent assets and liabilities Credit commitments Assets in trust or under mandate In trust Under mandate Assets in custody or under administration Collaterals received and sold or pledged as collateral by the institution	24,138 15,726 68,033 6,881 53,101 759 1,497 77 5,718 107,897 897 108,794 1,112,072 Mar 2011 97 204,377 825,894 291,042 534,852 245,548 122,287 121,107	24,138 15,726 71,551 6,881 49,207 1,729 1,924 69 11,741 111,415 750 112,165 1,116,414 Jun 2011 81 232,030 840,033 303,032 537,001 245,213 30,137 30,137	24,138 15,726 73,659 6,881 45,288 3,001 2,007 168 16,314 113,523 842 114,365 1,172,411 Sep 2011 82 215,388 842,509 315,349 527,160 238,658 40,356 40,356	24,138 15,726 75,571 6,881 41,385 2,411 1,255 171 23,467 115,435 942 116,377 1,222,914 Dec 2011 82 229,597 875,039 307,500 567,539 248,434 75,381 70,881	24,138 15,726 75,103 6,881 58,290 2,602 1,308 120 5,902 114,966 729 115,696 1,236,416 Mar 2012 82 233,311 888,315 319,848 568,467 254,095 49,017 49,017
Subscribed capital Paid-in capital Share premium Earned capital Capital reserves Results of prior years Unrealized gain on available-for-sale securities Result from valuation of cash flow hedging instruments Result from conversion of foreign subsidiaries Net income Majority stockholders' equity Non-controlling interest in consolidated subsidiaries Total Stockholders' Equity Total Liabilities and Stockholders' Equity BBVA Bancomer Memorandum Accounts Million of Pesos Contingent assets and liabilities Credit commitments Assets in trust or under mandate In trust Under mandate Assets in custody or under administration Collaterals received and sold or pledged as collateral by the institution Investment banking transactions on behalf of third parties, net	24,138 15,726 68,033 6,881 53,101 759 1,497 77 5,718 107,897 897 108,794 1,112,072 Mar 2011 97 204,377 825,894 291,042 534,852 245,548 122,287 121,107 27,986	24,138 15,726 71,551 6,881 49,207 1,729 1,924 69 11,741 111,415 750 112,165 1,116,414 Jun 2011 81 232,030 840,033 303,032 537,001 245,213 30,137 40,250	24,138 15,726 73,659 6,881 45,288 3,001 2,007 168 16,314 113,523 842 114,365 1,172,411 Sep 2011 82 215,388 842,509 315,349 527,160 238,658 40,356 40,356 49,058	24,138 15,726 75,571 6,881 41,385 2,411 1,255 171 23,467 115,435 942 116,377 1,222,914 Dec 2011 82 229,597 875,039 307,500 567,539 248,434 75,381 70,881 32,360	24,138 15,726 75,103 6,881 58,290 2,602 1,308 120 5,902 114,966 729 115,696 1,236,416 Mar 2012 82 233,311 888,315 319,848 568,467 254,095 49,017 49,017 56,278
Subscribed capital Paid-in capital Share premium Earned capital Capital reserves Results of prior years Unrealized gain on available-for-sale securities Result from valuation of cash flow hedging instruments Result from conversion of foreign subsidiaries Net income Majority stockholders' equity Non-controlling interest in consolidated subsidiaries Total Stockholders' Equity Total Liabilities and Stockholders' Equity BBVA Bancomer Memorandum Accounts Million of Pesos Contingent assets and liabilities Credit commitments Assets in trust or under mandate In trust Under mandate Assets in custody or under administration Collaterals received and sold or pledged as collateral by the institution	24,138 15,726 68,033 6,881 53,101 759 1,497 77 5,718 107,897 897 108,794 1,112,072 Mar 2011 97 204,377 825,894 291,042 534,852 245,548 122,287 121,107	24,138 15,726 71,551 6,881 49,207 1,729 1,924 69 11,741 111,415 750 112,165 1,116,414 Jun 2011 81 232,030 840,033 303,032 537,001 245,213 30,137 30,137	24,138 15,726 73,659 6,881 45,288 3,001 2,007 168 16,314 113,523 842 114,365 1,172,411 Sep 2011 82 215,388 842,509 315,349 527,160 238,658 40,356 40,356	24,138 15,726 75,571 6,881 41,385 2,411 1,255 171 23,467 115,435 942 116,377 1,222,914 Dec 2011 82 229,597 875,039 307,500 567,539 248,434 75,381 70,881	24,138 15,726 75,103 6,881 58,290 2,602 1,308 120 5,902 114,966 729 115,696 1,236,416 Mar 2012 82 233,311 888,315 319,848 568,467 254,095 49,017 49,017

Income Statement (last 5 quarters)

BBVA Bancomer Income Statement	1Q	20	3Q	40	1Q
Million of pesos	2011	2011	2011	2011	2012
Interest income	22,845	23,042	23,446	25,114	24,671
Interest expense	(7,455)	(7,624)	(7,603)	(8,300)	(7,829)
Net interest income	15,390	15,418	15,843	16,815	16,843
Provisions for loan losses	(4,617)	(5,172)	(5,718)	(4,504)	(4,824)
Net interest income after provisions for loan losses	10,773	10,246	10,125	12,310	12,018
Fees on Services	6,680	6,848	7,230	7,426	7,196
Fees Paid	(1,737)	(1,768)	(1,932)	(2,196)	(2,081)
Total Fees	4,943	5,080	5,298	5,230	5,114
Trading income	1,481	1,956	256	674	959
Other operating income	256	146	338	550	168
Non-interest expense	(9,711)	(9,620)	(9,814)	(9,987)	(10,545)
Operating income	7,742	7,807	6,205	8,777	7,715
Share in net income of unconsolidated subsidiaries and affiliates	7	88	103	94	87
Income before tax	7,749	7,896	6,308	8,870	7,803
Current income tax	(910)	(1,467)	(2,665)	(10)	(181)
Deferred income tax	(1,056)	(316)	1,022	(1,607)	(1,627)
Income before discontinued operations	5,783	6,113	4,665	7,253	5,994
Discontinued operations	-	-	-	-	_
Income before controlling interest	5,783	6,113	4,665	7,253	5,994
Non-controlling interest	(65)	(90)	(92)	(100)	(92)
Net income	5,718	6,023	4,573	7,153	5,902

Financial Ratios

BBVA Bancomer	1Q	2Q	3Q	4Q	1Q
Ratios	2011	2011	2011	2011	2012
Net interest margin (NIM)	4.1%	3.9%	3.8%	4.5%	4.2%
Efficiency	44.0%	42.6%	45.1%	42.9%	45.7%
Productivity	50.9%	52.8%	54.0%	52.4%	48.5%
ROE	21.0%	21.8%	16.2%	24.8%	20.3%
ROA	2.1%	2.2%	1.6%	2.4%	1.9%
Liquidity	97.1%	99.9%	92.0%	95.8%	97.3%
Total Net Capital / Credit Risk	26.9%	27.4%	27.2%	26.7%	26.1%
Basic Capital / Risk Weighted Assets	11.5%	11.5%	11.2%	11.3%	11.0%
Total Net Capital / Risk Weighted Assets	15.9%	15.6%	15.7%	15.8%	15.1%

Bancomer Rating by CNBV

At March 31th, 2012, BBVA Bancomer is positioned in category I, according to calculation made by Banco de Mexico, in accordance to the definition stated in fraction III of the rule I of the General Rules (*Reglas de Carácter General*) established in article 134 BIS of the Mexican Credit Institutions Law ("*Ley de Instituciones de Crédito*").

Financial Ratios

1) NIM:

Net interest income after provision for loan losses determined on annualized basis / Average earning assets, based on beginning and end of the period.

2) Efficiency:

Non-interest expense / (Net interest income +Total Fees + Trading income + Other operating income)

3) Productivity

Total Fees / Non-interest expense.

4) ROE:

Net Income determined on annualized basis / Average stockholders' equity, based on beginning and end of the period.

5) ROA:

Net Income determined on annualized basis / Average total assets, based on beginning and end of the periods.

6) Liquidity:

Liquid assets (cash and cash equivalents + trading + available for sale securities) / Liquid liabilities (demand deposits + interbank loans and loans from other entities payable on demand + interbank loans and loans from other entities of short term).

7) Total Net Capital / Credit Risk:

Total Net Capital / Assets subject to credit risk

8) Basic capital / Risk-Weighted Assets:

Basic Capital / Assets subject to credit, operational and market risk

9) Total Net capital / Risk-Weighted Assets:

Total Net Capital / Assets subject to credit, operational and market risk

Rating Loan Portfolio

BBVA Bancomer Performing Loan Rating	gs at March 31th , 2	012				
Concept	Performing Loans	Allowance for Loan Losses				
	Ammount	Commercial Loans	Consumer Loans	Mortgage Loans	Total Allowance for Loan Losses	
Excepted Rated	25,087					
Risk A	412,633	1,718	314	373	2,405	
Risk B	188,141	2,186	5,612	1,232	9,030	
Risk C	18,301	914	3,457	1,741	6,112	
Risk D	4,284	119	2,951	88	3,158	
Risk E	1,573	1,019	390	205	1,614	
Additionals		440	57	2,826	3,323	
Provisions	650,019	6,396	12,781	6,465	25,642	

Notes:

- 1. The amount for grading and setting up provisions corresponds to the last day of the month stated in balance sheet at March 31th, 2012.
- 2. Performing loans are graded in accordance to the rules issued by National Banking and Securities Commission (CNBV), and internal methodologies.

Ratings of Bancomer

BBVA Bancomer Ratings of Issuer

Standard and Poor's

	Long Term	Short Term	Outlook
Global Foreign Currency	BBB	A-3	Stable
Global Local Currency	BBB	A-3	Stable
National Scale	mxAAA	mxA-1+	Stable
Stand Alone Credit Profile (SACP)	a-		Stable

Moody's

	Long Term	Short Term	Outlook
Global Foreign Currency	Baa1	P-2	Stable
	Λ1	P-1	Review for
Global Local Currency	A1	P-I	Downgrade
National Scale	Aaa.mx	MX-1	Stable
	C		Review for
Bank Financial Strength Rating (BFSR)	C+		Downgrade

Fitch

	Long Term	Short Term	Outlook
Global Foreign Currency	A-	F1	Stable
Global Local Currency	A-	F1	Stable
National Scale	AAA(mex)	F1 + (mex)	Stable
Viability (VR)	a-		Stable

Bancomer's Issuances

BBVA Bancomer							
Bancomer Issuances							
	I	Amount			Year of	Period	
Instrument		(mill)	Issue Date	Due Date	Maturity	(years)	Rate
Surface Data							
Senior Debt Bank Bond 2da Emisión - BCMOOO1	\$	2,500	10-Nov-06	27-Oct-16	2016	10.0	8.60%
Bank Bond 3ra Issue UDIS (1.719) - BACOMER 07U	1	1.719	02-Feb-07	27-0ct-16 09-Jul-26	2016	19.4	4.36%
		522	30-Mar-07			19.4	
Bank Bond 3ra Issue UDIS (522) Reap - BACOMER 07U				09-Jul-26	2026 2020	19.3	4.36%
Bank Bond 7ma Issue UDIS (1,092) - BACOMER 10U		1,092	06-Sep-10	24-Ago-20			3.70%
Bank Bond 8va Issue - BACOMER 10	\$	1,078	06-Sep-10	24-Ago-20	2020	10.0	7.83%
Bank Bond 1ra Issue 2011 - BACOMER 11	\$	5,000	31-Ene-11	27-Ene-14	2014	3.0	TIIE28 + 0.20%
Bank Bond 1ra Issue 2011 - BACOMER 13062	\$	1,200	05-Abr-11	05-Feb-13	2013	1.8	TIIE28 + 0.14%
Senior Notes DIs 2011	١.	US\$750	10-Mar-11	10-Mar-16	2016	5.0	4.50%
Bank Bond 2da Issue 2011 - BACOMER 21145	\$	1,000	15-Abr-11	02-Abr-21	2021	10.0	TIIE28 + 0.80%
Bank Bond 3ra Issue 2011 - BACOMER 13225	\$	700	03-Jun-11	31-May-13	2013	2.0	TIIE28 + 0.10%
Bank Bond 2da Issue 2011 - BACOMER 11-2	\$	3,000	10-Jun-11	06-Jun-14	2014	3.0	TIIE28 + 0.20%
Subordinated Debentures							
Subordinated Debentures Tier 2 - BACOMER 06	\$	2,500	28-Sep-06	18-Sep-14	2014	8.0	TIIE28 + 0.30%
Capitalization Notes Tier 1 Dólares - USG09077AB73		US\$500	17-May-07	17-May-17	2017	15NC10	6.008%
Subordinated Notes Tier 2 Euros - XSO3OO999744		EU600	17-May-07	17-May-12	2012	10NC5	4.799%
Subordinated Debentures Tier 2 - BACOMER 08	\$	1,200	28-Jul-08	27-Jul-13	2013	10NC5	TIIE28 + 0.60%
Subordinated Debentures Tier 2 - BACOMER 08-2	\$	3,000	06-Oct-08	05-Oct-13	2013	10NC5	TIIE28 + 0.65%
Subordinated Debentures Tier 2 - BACOMER 08-3	\$	2,859	10-Dic-08	09-Dic-15	2015	12NC7	TIIE28 + 1.00%
Subordinated Debentures Tier 2 - BACOMER 09	\$	2,729	19-Jun-09	18-Jun-14	2014	10NC5	TIIE28 + 1.30%
Capitalization Notes Tier 1 Dólares		US\$1000	22-Abr-10	22-Abr-20	2020	10.0	7.250%
Subordinated Debenturesinadas Tier 2 Dólares		US\$1,250	10-Mar-11	10-Mar-21	2021	10.0	6.500%
Mortgage Securitization							
1st Issue - BACOMCB 07	\$	2,540	21-Dic-07	13-Mar-28	2028	20.2	9.05%
2nd Issue - BACOMCB 08	\$	1,114	14-Mar-08	14-Jul-28	2028	20.3	8.85%
3rd Issue Serie A2 UDIS - BACOMCB 08-2U		587	08-Ago-08	31-Ene-33	2033	24.5	5.53%
4th Issue - BACOMCB 08-2	\$	5,509	01-Dic-08	19-Ago-30	2030	21.7	9.91%
5th Issue Serie 2 - BACOMCB 09-2	\$	1,732	07-Ago-09	24-May-29	2029	19.8	8.04%
5th Issue Serie 3 - BACOMCB 09-3	\$	3,616	07-Ago-09	24-May-29	2029	19.8	10.48%
Others:		,		,			
Inter-American Development Bank Loan		US\$20	15/07/2010	15/11/2013	2013	3.3	LIBOR 6M + 1.25%

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CONTACTS

Investor Relations
Tel. (52 55) 5621-5721
(52 55) 5621-5459
Fax. (52 55) 5621-6161 Exts. 15721 & 15459
bancomerfixedincome.ir@bbva.bancomer.com
www.bancomer.com