

COVER SHEET

A S O 9 5 0 0 2 2 8 3

SEC Registration Number

D M C I H O L D I N G S , I N C .

(Company's Full Name)

3 R D F L R . D A C O N B L D G . 2 2 8 1

P A S O N G T A M O E X T . M A K A T I S I T Y

(Business Address: No., Street City / Town / Province)

HERBERT M. CONSUNJI

Contact Person

888-3000

Company Telephone Number

(Last Wednesday of July)

1 2

Month

3 1

Day

Fiscal Year

SEC Form 23-B

FORM TYPE

0 7

Month

2 6

Day

Annual Meeting

N.A.

Secondary License Type, If Applicable

C F D

Dept Requiring this Doc

Amended Articles Number / Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes

**SECURITIES AND EXCHANGE COMMISSION
Metro Manila, Philippines**

FORM 23-B

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES
Filed pursuant to Section 23 of the Securities Regulation Code

Check box if no longer subject to filing requirement

1. Name and Address of Reporting Person DFC HOLDINGS, INC.			2. Issuer Name and Trading Symbol DMCI HOLDINGS, INC. (DMC)			7. Relationship of Reporting Person to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Tax Identification Number		5. Statement for		<input type="checkbox"/> Director ___10% Owner <input type="checkbox"/> Officer ___X___ Other (give title below) (specify below)	
3/F DMCI Plaza, 2281 Don Chino Roces Avenue			006-913-753		May 2009		Significant shareholder of the Corporation _____	
(Street)			4. Citizenship		6. If Amendment, Date of Original (Month/Year)			
Makati City, 1231			FILIPINO					
(City)			(Province)			(Postal Code)		

Table 1 - Equity Securities Beneficially Owned

1. Class of Equity Security	2. Transaction Date (Month/Day/Year)	4. Securities Acquired (A) or Disposed of (D)			3. Amount of Securities Owned at End of Month		4. Ownership Form: Direct (D) or Indirect (I) *	6. Nature of Indirect Beneficial Ownership	
		Amount	(A) or (D)	Price	%	Number of Shares			
DMC Common Shares	5/6/2009	230,000	A	4.70	5.2505%	139,426,789	I		
		426,000	A	4.75	5.2665%	139,852,789	I		
		200,000	A	4.80	5.2741%	140,052,789	I		
	5/7/2009	40,000	A	4.85	5.2756%	140,092,789	I		
		400,000	A	4.90	5.2906%	140,492,789	I		
		620,000	A	4.95	5.3140%	141,112,789	I		
	5/8/2009	534,000	A	5.00	5.3341%	141,646,789	I		
		200,000	A	5.10	5.3416%	141,846,789	I		
		960,000	A	4.95	5.3778%	142,806,789	I		
			150,000	A	5.00	5.3834%	142,956,789	I	
			100,000	A	5.10	5.3872%	143,056,789	I	

(Print or Type Responses)

If the change in beneficial ownership is 50% of the previous shareholdings or is equal to 5% of the outstanding capital stock of the issuer, provide the disclosure requirements set forth on page 3 of this form.

Reminder: Report on a separate line for each class of equity securities beneficially owned directly or indirectly.

- (1) A person is directly or indirectly the beneficial owner of any equity security with respect to which he has or shares:
 - (A) Voting power which includes the power to vote, or to direct the voting of, such security; and/or
 - (B) Investment power which includes the power to dispose of, or to direct the disposition of, such security.
- (2) A person will be deemed to have an indirect beneficial interest in any equity security which is:
 - (A) held by members of a person's immediate family sharing the same household;
 - (B) held by a partnership in which such person is a general partner;
 - (C) held by a corporation of which such person is a controlling shareholder; or
 - (D) subject to any contract, arrangement or understanding which gives such person voting power or investment power with respect to such security.

(continued)

1. Class of Equity Security	2. Transaction Date (Month/Day/Year)	4. Securities Acquired (A) or Disposed of (D)			3. Amount of Securities Owned at End of Month		4. Ownership Form: Direct (D) or Indirect (I) *	6. Nature of Indirect Beneficial Ownership
		Amount	(A) or (D)	Price	%	Number of Shares		
DMC Common Shares	5/11/2009	280,000	A	5.00	5.3977%	143,336,789	I	
		40,000	A	5.10	5.3993%	143,376,789	I	
	5/12/2009	25,000	A	4.90	5.4002%	143,401,789	I	
		332,000	A	4.9289	5.4127%	143,733,789	I	
		85,000	A	4.95	5.4159%	143,818,789	I	
	5/13/2009	510,000	A	5.00	5.4351%	144,328,789	I	
		278,000	A	5.10	5.4456%	144,606,789	I	
		158,000	A	5.20	5.4515%	144,764,789	I	
		30,000	A	5.30	5.4526%	144,794,789	I	
	5/14/2009	1,705,000	A	5.29	5.5169%	146,499,789	I	
		861,000	A	6.30	5.5493%	147,360,789	I	
		81,000	A	5.10	5.5523%	147,441,789	I	
		100,000	A	5.30	5.5561%	147,541,789	I	
		488,000	A	5.50	5.5745%	148,029,789	I	
		15,000	A	5.80	5.5750%	148,044,789	I	
	5/15/2009	150,000	A	6.10	5.5807%	148,194,789	I	
		200,000	A	6.20	5.5882%	148,394,789	I	
		135,000	A	6.30	5.5933%	148,529,789	I	
		96,000	A	6.40	5.5969%	148,625,789	I	
		30,000	A	6.60	5.5980%	148,655,789	I	
		1,234,000	A	6.70	5.6445%	149,889,789	I	
		1,130,000	A	6.80	5.6871%	151,019,789	I	
		1,233,000	A	6.90	5.7335%	152,252,789	I	
		50,000	A	7.00	5.7354%	152,302,789	I	
	5/18/2009	70,000	A	6.70	5.7380%	152,372,789	I	
		100,000	A	4.70	5.7418%	152,472,789	I	
		100,000	A	4.75	5.7456%	152,572,789	I	
		100,000	A	4.80	5.7493%	152,672,789	I	
	5/21/2009	250,000	A	6.20	5.7587%	152,922,789	I	
		150,000	A	6.30	5.7644%	153,072,789	I	
		100,000	A	6.40	5.7681%	153,172,789	I	
		20,000	A	6.10	5.7689%	153,192,789	I	
	5/25/2009	100,000	A	6.30	5.7727%	153,292,789	I	
		30,000	A	6.40	5.7738%	153,322,789	I	
		1,000,000	A	6.4078	5.8115%	154,322,789	I	
		501,000	A	6.70	5.8303%	154,823,789	I	
	5/26/2009	215,000	A	6.60	5.8384%	155,038,789	I	
		30,000	A	6.70	5.8395%	155,068,789	I	
		105,000	A	6.80	5.8435%	155,173,789	I	
		1,800,000	A	7.0111	5.9113%	156,973,789	I	
		373,000	A	7.10	5.9253%	157,346,789	I	
	5/27/2009	50,000	A	7.20	5.9272%	157,396,789	I	
		89,000	A	7.30	5.9306%	157,485,789	I	
		50,000	A	7.60	5.9324%	157,535,789	I	
	5/29/2009	125,000	A	7.10	5.9372%	157,660,789	I	
		40,000	A	7.20	5.9387%	157,700,789	I	
		60,000	A	7.30	5.9409%	157,760,789	I	
			"Nothing follows"					

**DISCLOSURE REQUIREMENTS
IN CASE OF MATERIAL CHANGES IN BENEFICIAL OWNERSHIP
(50% INCREASE/DECREASE OR EQUIVALENT TO 5% OF THE OUTSTANDING CAPITAL STOCK OF ISSUER)**

Item 1. Security and Issuer

State the title of the class of equity securities to which this Form relates and the name and address of the principal executive offices of the issuer of such securities.

Item 2. Identity and Background

If the person filing this Form is a corporation, partnership, syndicate or other group of persons, state its name, the province, country or other place of its organization, its principal business, the address of its principal office and the information required by (d) and (e) of this Item. If the person filing this statement is a natural person, provide the information specified in (a) through (f) of this Item with respect to such person(s).

- a. Name;
- b. Residence or business address;
- c. Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted;
- d. Whether or not, during the last five years, such person has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) and, if so, give the dates, nature of conviction, name and location of court, any penalty imposed, or other disposition of the case;
- e. Whether or not, during the last five years, such person was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction, domestic or foreign, and as a result of such proceeding was or is subject to any order, judgment or decree, not subsequently reversed, suspended or vacated, permanently or temporarily enjoining, barring, suspending or otherwise limiting involvement in any type of business, securities, commodities or banking; and
- f. Citizenship.

Item 3. Purpose of Transaction

State the purpose or purposes of the acquisition of securities of the issuer. Describe any plans or proposals which the reporting persons may have which relate to or would result in:

- a. The acquisition by any person of additional securities of the issuer, or the disposition of securities of the issuer;
- b. An extraordinary corporate transaction, such as a merger, reorganization or liquidation, involving the issuer or any of its subsidiaries;
- c. A sale or transfer of a material amount of assets of the issuer or of any of its subsidiaries;
- d. Any change in the present board of directors or management of the issuer, including any plans or proposals to change the number or term of directors or to fill any existing vacancies on the board;
- e. Any material change in the present capitalization or dividend policy of the issuer;
- f. Any other material change in the issuer's business or corporate structure;
- g. Changes in the issuer's charter, bylaws or instruments corresponding thereto or other actions which may impede the acquisition of control of the issuer by any person;
- h. Causing a class of securities of the issuer to be delisted from a securities exchange;
- i. Any action similar to any of those enumerated above.

Item 4. Interest in Securities of the Issuer

- a. State the aggregate number and percentage of the class of securities identified pursuant to Item 1 beneficially owned (identifying those shares which there is a right to acquire within thirty (30) days from the date of this report) by each person named in Item 2. The abovementioned information should also be furnished with respect to persons who, together with any of the persons named in Item 2, comprise a group.