

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)
May 14, 2015
2. SEC Identification Number
AS0995002283
3. BIR Tax Identification No.
004-703-376
4. Exact name of issuer as specified in its charter
DMCI Holdings, Inc.
5. Province, country or other jurisdiction of incorporation
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office
3/F Dacon Bldg 2281 Don Chino Roces Avenue Makati City
Postal Code
1231
8. Issuer's telephone number, including area code
(632) 888 3000
9. Former name or former address, if changed since last report
N.A
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common	13,277,470,000
Preferred	3,780

11. Indicate the item numbers reported herein
Item No. 9

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the

Corporate Information Officer of the disclosing party.



DMCI Holdings, Inc.

DMC

PSE Disclosure Form 7-1 - Notice of Annual or Special Stockholders' Meeting
References: SRC Rule 17 (SEC Form 17-C) and
Sections 7 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

Notice of Annual Stockholders' Meeting

Background/Description of the Disclosure

The Corporation will hold its Annual Stockholders' Meeting on July 29, 2015, Wednesday, at 9:30am at the Turf Room, Manila Polo Club, McKinley Road, Forbes Park, Makati City. The Record Date for the ASM is set on June 17, 2015. The Board has appointed Castillo Laman Tan Pantaleon and San Jose Law Offices (CLTPSJ) and Securities Transfers Services, Inc. (STSI) as Committee of Inspectors while the Sycip, Gorres, Velayo & Co. (SGV) was appointed as Board of Canvassers.

Type of Meeting

- Annual
 Special

Date of Approval by Board of Directors	May 14, 2015
Date of Stockholders' Meeting	Jul 29, 2015
Time	9:30AM
Venue	Turf Room, Manila Polo Club, Forbes Park, Makati City
Record Date	Jun 17, 2015
Agenda	<p>The following are the items in the Agenda:</p> <ol style="list-style-type: none"> 1. Call to Order 2. Report on Attendance and Quorum 3. Approval of Minutes of Previous Stockholders' Meeting 4. Management Report for the year ended December 31, 2014 5. Ratification of all Acts of the Board of Directors and Officers during the preceding year 6. Appointment of Independent Auditor 7. Election of Directors including two Independent Directors 8. Amendment of the Corporation By-Laws (see attached full details) <ol style="list-style-type: none"> (a) Article III, Sec. 3 (b) Article III, Sec. 8 (Notice of Meetings) (c) Article III, Sec. 9 (d) Article III, Sec. 11

- (e) Article IV, Sec. 1
- (f) Article VI, Sec. 1 – to add the Risk Oversight Committee
- (g) Article VI, Sec. 5- to add the composition and duties of the Risk Management Committee.
- 9. Other Matters
- 10. Adjournment

Inclusive Dates of Closing of Stock Transfer Books

Start Date	N/A
End Date	N/A

Other Relevant Information

Amendments:

1. Change item numbers from 11 and 12 to 9 and 10.
2. Attached Notice of Meeting signed by the Corporate Secretary.

Filed on behalf by:

Name	Herbert Consunji
Designation	Chief Finance Officer



3rd floor
DACON Building
2281 Don Chino Roces Ave.
(formerly Pasong Tama Ext.)
Makati City 1231, Philippines

(632) 888 • 3000

Facsimile

(632) 816 • 7362

E-Mail

investor_inquiries@dmcinet.com

NOTICE OF ANNUAL MEETING OF STOCKHOLDERS

Dear Stockholders:

Please be notified that the annual meeting of stockholders of **DMCI Holdings, Inc.** (the "Corporation") will be held on **July 29, 2015 (Wednesday), at 9:30 A.M.**, at the Turf Room, Manila Polo Club, McKinley Road, Forbes Park, Makati City, with the following agenda:

1. Call to Order
2. Report on Attendance and Quorum
3. Approval of Minutes of Previous Stockholders' Meeting
4. Management Report for the year ended December 31, 2014
5. Ratification of all Acts of the Board of Directors and Officers during the preceding year
6. Appointment of Independent Auditor
7. Election of Directors including two Independent Directors
8. Amendment of the following provisions of the By-Laws:
 - (a) *Article III, Sec. 3 (last par) to provide that all nominations to the board should be submitted to the Board of Directors, with the consent of the nominees, at least **60 days** prior to the scheduled date of annual stockholders' meeting, in order to give the Nomination Committee sufficient time to screen the qualifications of the nominees;*
 - (b) *Article III, Sec. 8 (Notice of Meetings) to provide that notice of regular or special meeting shall be given by the Corporate Secretary by delivering the notice by hand, by mail or by **electronic mail**, at least **five (5) business days** before the scheduled date of board meeting;*
 - (c) *Article III, Sec. 9 to indicate that decisions of the Board shall require the affirmative vote of at least **2/3 of the members of the Board**.*
 - (d) *Article III, Sec. 11, to indicate that any resignation of a director should be in writing and delivered to the **Chairman of the Board** and the Corporate Secretary.*
 - (e) *Article IV, Sec. 1, to add in the definition of independent directors that he/ she should be independent of the substantial shareholders of the corporation, thus: "an independent director" shall mean a person who apart from his fees and shareholdings, is independent of management and **substantial shareholders** free from any business or other relationship which could, or could reasonably be perceived to, materially interfere with his exercise of independent judgment in carrying out his responsibilities as a director of the Corporation...xxx"*
 - (f) *Article VI, Sec. 1 – to add the **Risk Oversight Committee** as one of the Board committees.*
 - (g) *Article VI, Sec. 5- to add the composition and duties of the Risk Management Committee.*

Subsidiaries:

D.M. Conzumi, Inc.
DMCI Project Developers, Inc.
DMCI Power Corporation
DMCI Mining Corporation
Semirara Mining Corporation
DMCI-MPIC Water Co., Inc.
Wire Rope Corporation of the Phils.

9. Other Matters
10. Adjournment

Stockholders of record as of June 17, 2015 will be entitled to notice of, and to vote at said annual meeting or any adjournment or postponement thereof.

Deadline for submission of proxies is on July 18, 2015. Validation of proxies shall be held on July 24, 2015, at 2:00 p.m. at the principal office of the Corporation.

On the day of the meeting you, or your duly designated proxy, are hereby required to bring this Notice, and any form of identification (i.e. driver's license, company I.D., TIN card, etc.) to facilitate registration. Registration starts at exactly 8:30 a.m. and closes at 9:15 a.m.

Makati City, Metro Manila,

June 2, 2015.

For the Board of Directors:



ATTY. NOEL A. LAMAN

Corporate Secretary