

# 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 23, 2016
2. SEC Identification Number  
AS095002283
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



## 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

2016 Annual Stockholders' Meeting

#### Background/Description of the Disclosure

This is to inform the investing public that at the meeting of the Board of Directors held today, March 31, 2016, the Board approved the holding of the 2016 Annual Stockholders' Meeting on July 27, 2016.

#### Type of Meeting

- Annual  
 Special

<b>Date of Approval by Board of Directors</b>	Mar 31, 2016
<b>Date of Stockholders' Meeting</b>	Jul 27, 2016
<b>Time</b>	9:30AM
<b>Venue</b>	Turf Room, Manila Polo Club, McKinley Road, Forbes Park, Makati City
<b>Record Date</b>	Jun 13, 2016
<b>Agenda</b>	<p>The following are the items in the Agenda:</p> <ol style="list-style-type: none"><li>1. Call to Order</li><li>2. Report on Attendance and Quorum</li><li>3. Approval of Minutes of Previous Stockholders' Meeting</li><li>4. Management Report for the year ended December 31, 2015</li><li>5. Ratification of all Acts of the Board of Directors and Officers during the preceding year</li><li>6. Appointment of Independent Auditor</li><li>7. Election of Directors including two Independent Directors</li><li>8. Amendments of the following provisions of the Corporation's By-Laws:<ol style="list-style-type: none"><li>a. Article II Sec. 1 – to change the Annual Stockholders' Meeting date to every third Tuesday of May of each year</li><li>b. Article VI Sec. 1 – to add the Corporate Governance Committee as one of the Board Committees</li><li>c. Article VI Sec. 6 (new provision) – to add the composition and duties of the Corporate Governance Committee</li></ol></li><li>9. Other Matters</li><li>10. Adjournment</li></ol>

**Inclusive Dates of Closing of Stock Transfer Books**

<b>Start Date</b>	N/A
<b>End Date</b>	N/A

**Other Relevant Information**

We amend the Item 8 of the Agenda to present provisions in the By-Laws that stockholders will approve in the Annual Stockholders' Meeting on July 27, 2016. Further, we attach the Notice of Annual Stockholders' Meeting with corresponding details and rationale for each item in the Agenda.

**Filed on behalf by:**

<b>Name</b>	Herbert Consunji
<b>Designation</b>	Chief Finance Officer



**DMCI HOLDINGS**  
I N C O R P O R A T E D

## NOTICE OF ANNUAL MEETING OF STOCKHOLDERS

3rd Floor  
DACON Building  
2281 Don Chino Roces Ave.  
Makati City 1231, Philippines

Telephone  
(632) 888 • 3000  
Facsimile  
(632) 816 • 7362  
E-Mail  
investors.dmciholdings@gmail.com

Dear Stockholders:

Please be notified that the annual meeting of stockholders of DMCI Holdings, Inc. (the "Corporation") will be held on July 27, 2016, 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, 2015
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 Independent Directors
8. Amendment of the following provisions of the By-Laws
  - a. *Article II Sec. 1 – to change the Annual Stockholders' Meeting date to every third Tuesday of May of each year*
  - b. *Article VI Sec. 1 – to add the Corporate Governance Committee as one of the Board Committees*
  - c. *Article VI Sec. 6 (new provision) – to add the composition and duties of the Corporate Governance Committee*
9. Other Matters
10. Adjournment

The minutes of the 2015 annual stockholders' meeting are posted in the Corporation's website. Copies thereof will be distributed to stockholders during the July 27, 2016 annual stockholders' meeting.

Stockholders of record as of June 13, 2016 will be entitled to notice of and to vote at the said annual meeting or any adjournment or postponement thereof.

Deadline for submission of proxies is on July 16, 2016. Validation of proxies shall be held on July 22, 2016 at the principal office of the Corporation.


Subsidiaries and Associates:  
D.M. Consunji, Inc.  
DMCI Project Developers, Inc.  
DMCI Power Corporation  
DMCI Mining Corporation  
Semirara Mining and Power Corporation  
Wire Rope Corporation of the Phils.  
ENK Plc.  
DMCI - MPIC Water Co.

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.

May 23, 2016

For the Board of Directors:



ATTY. NOEL A. LAMAN  
Corporate Secretary

May 23, 2016

For the Board of Directors:

ATTY. NOEL A. LAMAN  
Corporate Secretary

## AGENDA DETAILS AND RATIONALE

1. Call to Order. The Chairman of the Board of Directors, Mr. Isidro A. Consunji, will call the meeting to order.
2. Certification of Notice and Quorum. The Corporate Secretary, Atty. Noel A. Laman, will certify that copies of the Notice were sent to the stockholders of record, and will certify the number of shares present at the meeting, for the purpose of determining the presence of quorum for the transaction of corporate business.

3. Approval/ratification of the minutes of the annual meeting of stockholders held on July 29, 2015. The minutes of the July 29, 2015 annual stockholders' meeting are posted in the company's website. Hardcopies will also be distributed during the meeting. The stockholders will be requested to approve the said minutes. The proposed resolution reads as follows:

*"RESOLVED, That the stockholders of DMCI Holdings, Inc. (the "Corporation") hereby approve the minutes of the annual stockholders' meeting of the Corporation held on July 29, 2015.*

4. Approval of the Management Report for the year ending December 31, 2015. The President will report on the performance of the company for the year 2015. The proposed resolution reads as follows:

*"RESOLVED, That the stockholders of DMCI Holdings, Inc. (the "Corporation") hereby approve the Management Report for the year ending December 31, 2015."*

5. Ratification of Acts of Directors and Officer. Resolutions, contracts, and acts of the board of directors and management for ratification refer to those passed or undertaken by them during the year and for the day to day operations of the Company as contained or reflected in the attached annual report and financial statements and more specifically identified in item 9 (2) of the Information Statement. The proposed resolution reads as follows:

*"RESOLVED, That the stockholders of DMCI Holdings, Inc. approve, ratify and confirm all the acts, decisions and resolutions of the Board of Directors and officers of the Corporation made or undertaken from July 29, 2015 and until the date of this meeting as they are reflected in the books and records of the Corporation."*

6. Appointment of Independent Auditors. The stockholders will be requested to approve the appointment of SyCip, Gorres, Velayo & Co. as independent auditors of the Corporation. The proposed resolution reads as follows:

*"RESOLVED, That the stockholders of DMCI Holdings, Inc. approve, ratify and confirm, as they do hereby, the appointment of SyCip Gorres Velayo & Co. as the external auditors of the Corporation for the current year. "*

7. Election of Directors. The profiles / business experience of the candidates to the Board of Directors are provided in the information statement. The candidates for this year are as follows:

Regular Directors:

ISIDRO A. CONSUNJI  
CESAR A. BUENAVENTURA  
JORGE A. CONSUNJI  
VICTOR A. CONSUNJI  
HERBERT M. CONSUNJI  
MA. EDWINA C. LAPERAL  
LUZ CONSUELO A. CONSUNJI

Independent Directors:

HONORIO O. REYES-LAO  
ANTONIO JOSE U. PERIQUET

8. Amendment of the Corporation's By-Laws
- a. Article II Sec. 1 – to change the date of the Corporation's annual stockholders' meeting from last Wednesday of July to third Tuesday of May of each year.
  - b. Article VI Sec. 1 - to add the **Corporate Governance Committee** as one of the Board committees.
  - c. Article VI Sec. 6 (new provision) – to add the composition and duties of the Corporate Governance Committee.
9. Other Matters. The stockholders to propose such other matters.
10. Adjournment. After all the businesses have been considered, the meeting shall be adjourned.