

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)
Mar 31, 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 4-4 - Amendments to By-Laws
References: SRC Rule 17 (SEC Form 17-C) and
Section 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

Amendments to By-Laws

Background/Description of the Disclosure

Subject to stockholders' ratification, the Board of Directors of the Corporation approved the amendment of the provisions of the Corporation's Bylaws, relative to full compliance with the best practices on Corporate Governance and to align them with the existing Charters and Policies of the Corporation.

Date of Approval by Board of Directors	Mar 31, 2016
Date of Approval by Stockholders	TBA
Other Relevant Regulatory Agency, if applicable	None
Date of Approval by Relevant Regulatory Agency, if applicable	N/A
Date of Approval by Securities and Exchange Commission	TBA

Amendment(s)

Article and Section Nos.	From	To
Article VI Sec. 1 (first paragraph)	Please refer to the attached	Please refer to the attached
Article VI Sec. 6 (new provision)	Please refer to the attached	Please refer to the attached

Rationale for the amendment(s)

The amendments to the By-Laws will align with the best practices of Corporate Governance, Board Charter and adhere with other policies of the Corporation.

The timetable for the effectivity of the amendment(s)

Expected date of filing the amendments to the By-Laws with the SEC	TBA
Expected date of SEC approval of the Amended By-Laws	TBA

Effect(s) of the amendment(s) to the business, operations and/or capital structure of the Issuer, if any

None

Other Relevant Information

Please refer to the attached file with the complete details of the amendments to the By-laws subject to stockholders' approval.

Filed on behalf by:

Name	Herbert Consunji
Designation	Chief Finance Officer

AMENDMENTS TO THE CORPORATION'S BY-LAWS AS APPROVED BY THE BOARD OF DIRECTORS ON MARCH 31, 2016, SUBJECT TO STOCKHOLDERS' APPROVAL ON JULY 27, 2016

ARTICLE	FROM	TO
Article VI Sec. 1	The Board of Directors shall constitute Committees in aid of good corporate governance, namely: Audit Committee, Nomination Committee, Compensation Committee, and Risk Oversight Committee	The Board of Directors shall constitute Committees in aid of good corporate governance, namely: Audit Committee, Nomination Committee, Compensation Committee, Risk Oversight Committee and <u>Corporate Governance Committee.</u>
Article VI Sec. 6 (new provision)		<p><u>SECTION 6. Corporate Governance Committee. The Corporate Governance Committee shall be composed of at least three (3) members of the Board, majority of whom shall be independent directors of the Company. The Board shall designate one member, who must be an independent director, to serve as the Committee Chairman. It shall have the following duties and responsibilities:</u></p> <ul style="list-style-type: none"> • <u>Formulate policies that will promote compliance with all rules, laws, regulations and company policies</u> • <u>Review and implement the Company's corporate governance activities and programs</u> • <u>Monitor and facilitate the Company's compliance with all rules and policies</u> • <u>Conduct annual review of the effectiveness of the Officers and employees in fulfilling their responsibilities</u> • <u>Formulate policies that will promote compliance with all rules, laws, regulations and company policies</u> • <u>Review and implement the</u>

		<p><u>Company's corporate governance activities and programs</u></p> <ul style="list-style-type: none">• <u>Monitor and facilitate the Company's compliance with all rules and policies</u>• <u>Conduct an annual self-assessment on compliance with corporate governance principles, policies, and provisions.</u>
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