

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

C H I N O R O C E S A V E . M A K A T I C I T Y

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

HERBERT M. CONSUNJI

Contact Person

8888-3000

Company Telephone Number

2nd Tuesday of July

1 2

Month

3 1

Day

Fiscal Year

**Notice of Stockholders' Meeting and
Agenda Rationale**

FORM TYPE

0 7

Month

1 4

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

SEC FORM 17-C

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

1. May 15, 2020
Date of Report (Date of earliest event reported)
2. SEC Identification Number ASO95-002283
3. BIR Tax Identification No. 004-703-376
4. DMCI Holdings, Inc.
Exact name of issuer as specified in its charter
5. Philippines
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. 3/F Dacon Building, 2281 Don Chino Roces Avenue, Makati City
Address of principal office
- 1231
Postal Code
8. (632) 8888-3000
Issuer's telephone number, including area code
9. Not applicable
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

<u>Title of Each Class</u>	<u>No. of Shares Outstanding</u>	<u>Amount</u>
Common Shares	13,277,470,000	Php13,277,470,000.00
Preferred Shares	960	960.00
TOTAL	13,277,470,960	Php13,277,470,960.00

11. Indicate the item numbers reported herein: Item 9

Item 9. Other Matters

In a disclosure made on March 23, 2020, the Board of Directors resolved to postpone the Annual Stockholders' Meeting (ASM) of the Corporation originally scheduled on May 19, 2020 in consideration of the health and safety concerns of the stockholders brought about by the COVID-19 global pandemic. The Board further resolved to hold the ASM on July 14, 2020 at 9:30AM.

Given the current emergency health crisis, we wish to inform the stockholders that the ASM will be conducted virtually or via remote communication. Details of which are explained in the attached Notice of Stockholders' Meeting and Agenda Rationale.

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

DMCI Holdings, Inc.
Issuer



Herbert M. Consunji

Executive Vice President & Chief Finance Officer

May 15, 2020



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 virtually on July 14, 2020, at 9:30 A.M. 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, 2019
- (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 the Independent Directors
- (8) Other Matters
- (9) Adjournment

Stockholders of record as of June 1, 2020 will be entitled to notice of and to vote at the said annual meeting or any adjournment or postponement thereof.

Given the current emergency health crisis, stockholders may only attend by remote communication, by voting in absentia, or by appointing the Chairman of the meeting as proxy. Stockholders who intend to attend the said meeting should notify the Corporation by sending an email to asm2020@dmcinet.com.

Deadline for submission of proxies is on July 3, 2020 via mail or email at asm2020@dmcinet.com. Validation of proxies shall be held on July 8, 2020, 2:00 p.m., at the principal office of the Corporation, or virtually, as may be necessary or required.

Participation via Remote Communication

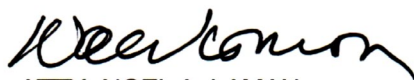
The conduct of the annual stockholders' meeting will be streamed live, and stockholders may attend, and participate at the annual meeting by remote communication by following the instructions below:

1. Starting June 11, 2020, stockholders who intend to participate remotely shall notify the Corporation by sending an email to asm2020@dmcinet.com and provide copy of valid identification on or before June 25, 2020.
2. The transfer agent shall verify and validate the IDs sent by stockholders entitled to participate at the meeting.
3. Upon validation, the stockholders shall be given the URL link and passcode and the designated ballots.
4. Duly accomplished proxies and ballots must be submitted by mail or by email to asm2020@dmcinet.com not later than July 3, 2020. No further changes on the ballots will be accommodated after the same are submitted.

Makati City, Metro Manila,

May 15, 2020

For the Board of Directors:



ATTY. NOELA A. LAMAN

Corporate Secretary

Access to Notice of Meeting, Agenda and Rationale, Proxy Form, Definitive Information Statements, Financial Statements, Minutes of Annual Stockholders' Meeting dated May 21, 2019 can be downloaded by scanning the QR Code provided herewith.

Likewise, you may also download it from the website by clicking this link:

http://www.dmciholdings.com/corporate_governance/page/2020-annual-stockholders-meeting

Hard copies of the DIS will be available upon request of the stockholder. You can submit your request by calling (632) 8888 3000 or by sending an email to asm2020@dmcinet.com



** DMCI Holdings, Inc. Dividend Policy: The Corporation is committed to provide reasonable economic returns to its shareholders with a dividend payout ratio of at least 25% of the preceding year's Consolidated Core Net Income, or the reported net income excluding all foreign exchange, mark-to-market gains and losses and non-recurring items. The Corporation may, from time to time, pay special dividends as a return of excess funds to shareholders as determined by the Board of Directors upon considering the investing and operating needs of the Corporation. The policy is subject to availability of retained earnings, and subject further to compliance with applicable laws, rules and regulations on dividend declarations.*

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 May 21, 2019. The minutes of the May 21, 2019 annual stockholders' meeting are posted on 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 May 21, 2019."

4. Approval of the Management Report for the year ending December 31, 2019. The President will report on the performance of the company for the year 2019. 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, 2019."

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 May 21, 2019 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
HERBERT M. CONSUNJI
MA. EDWINA C. LAPERAL
LUZ CONSUELO A. CONSUNJI
MARIA CRISTINA C. GOTIANUN

Independent Directors:

HONORIO O. REYES-LAO
ANTONIO JOSE U. PERIQUET

8. Other Matters. The stockholders to propose such other matters.
9. Adjournment. After all the businesses have been considered, the meeting shall be adjourned.