

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 C 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 17-C

FORM TYPE

0 7

Month

2 9

Day

Annual Meeting

N.A.

Secondary License Type, If Applicable

C F D

Dept Requiring this Doc

Amended Articles Number / Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

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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. July 29, 2015
Date of Report (Date of earliest event reported)
2. SEC Identification Number AS095-002283 3. BIR Tax Identification No. 004-703-376
4. DMCI Holdings, Inc.
Exact name of issuer as specified in its charter
5. Philippines 6. (SEC Use Only)
Province, country or other jurisdiction of Industry Classification Code:
incorporation
7. 3/F Dacon Building, 2281 Don Chino Roces Avenue, Makati City 1231
Address of principal office Postal Code
8. (632) 888-3000
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	3,780	3,780.00
TOTAL	13,277,473,780	Php13,277,473,780.00

11. Indicate the item numbers reported herein: Item 4

Item 4. Election of Registrant's Directors or Officers

We report on the matters that transpired during the annual stockholders' meeting of DMCI Holdings, Inc. (the "Corporation") held today, July 29, 2015.

1. **The following directors attended the meeting:**

ISIDRO A. CONSUNJI
HERBERT M. CONSUNJI
JORGE A. CONSUNJI
VICTOR A. CONSUNJI
MA. EDWINA C. LAPERAL
LUZ CONSUELO A. CONSUNJI (incoming director)
ANTONIO JOSE U. PERIQUET (*Independent Director*)
HONORIO O. REYES-LAO (*Independent Director*)

2. **Quorum: Stockholders Present**

Total Outstanding Common Shares	13,277,470,000	Percentage
Shares Present:		
By Proxy	10,716,249,735	80.71
In Person	3,703,000	0.03
Total Shares Present	10,719,952,735	80.74

3. **Poll voting**

The stockholders voted in favor of the following resolutions:

AGENDA	FOR	AGAINST	ABSTAIN
Approval of the Minutes of the previous Stockholders' Meeting	11,067,545,451	6,982,700	-
Approval of the Management Report	11,063,953,951	7,116,200	3,458,000
Ratification of Acts of Directors, Officers and Management of the Corporation	11,063,953,951	6,982,700	3,591,500
Appointment of SyCip Gorres & Velayo as external auditors	11,067,545,451	6,982,700	-
Amendment of Article III, Sec. 3, By-Laws	10,766,745,886	303,611,465	4,170,800
Amendment of Article III, Sec. 8, By-Laws	11,067,545,401	6,982,700	50
Amendment of Article III, Sec. 9, By-Laws	11,066,490,501	8,037,600	50
Amendment of Article III, Sec. 11, By-Laws	11,067,545,401	6,982,700	50

Amendment of Article IV, Sec. 1, By-Laws	11,067,545,401	6,982,700	50
Amendment of Article VI, Sec. 1, By-Laws	11,067,545,401	6,982,700	50
Amendment of Article VI, Sec. 5, By-Laws	11,067,545,401	6,982,700	50

The amendments to the Corporation's By-Laws which were approved by the stockholders representing at least a majority of the outstanding capital stock pertained to the following:

- (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.
- (b) Article III, Sec. 8 to provide that notice of regular or special board meetings 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.
- (f) Article VI, Sec. 1 – to add the **Risk Oversight Committee** as one of the Board committees.

4. Election of Directors

The following were elected as directors of the Corporation for the year 2015-2016:

NAME	No. of Votes
Regular Directors	
Herbert M. Consunji	11,051,681,755
Victor A. Consunji	11,048,956,930
Luz Consuelo A. Consunji	11,040,232,591
Jorge A. Consunji	11,017,133,788
Cesar A. Buenaventura	11,000,372,830
Isidro A. Consunji	10,997,619,490
Ma. Edwina C. Laperal	10,461,155,134
Independent Directors:	

Honorio O. Reyes-Lao	10,962,057,738
Antonio Jose U. Periquet	10,932,258,947

Likewise, immediately after the annual stockholders' meeting, the Board convened their organizational meeting and the following officers were elected for the year 2015-2016:

DAVID M. CONSUNJI	Chairman of the Board
CESAR A. BUENAVENTURA	Vice Chairman of the Board
ISIDRO A. CONSUNJI	President
HERBERT M. CONSUNJI	Vice President & Chief Finance Officer
	Compliance Officer
MA. EDWINA C. LAPERAL	Treasurer
CRISTINA C. GOTIANUN	Asst. Treasurer
VICTOR S. LIMLINGAN	Managing Director
NOEL A. LAMAN	Corporate Secretary
MA. PILAR PILARES-GUTIERREZ	Asst. Corporate Secretary

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


Brian T. Lim
Finance Officer

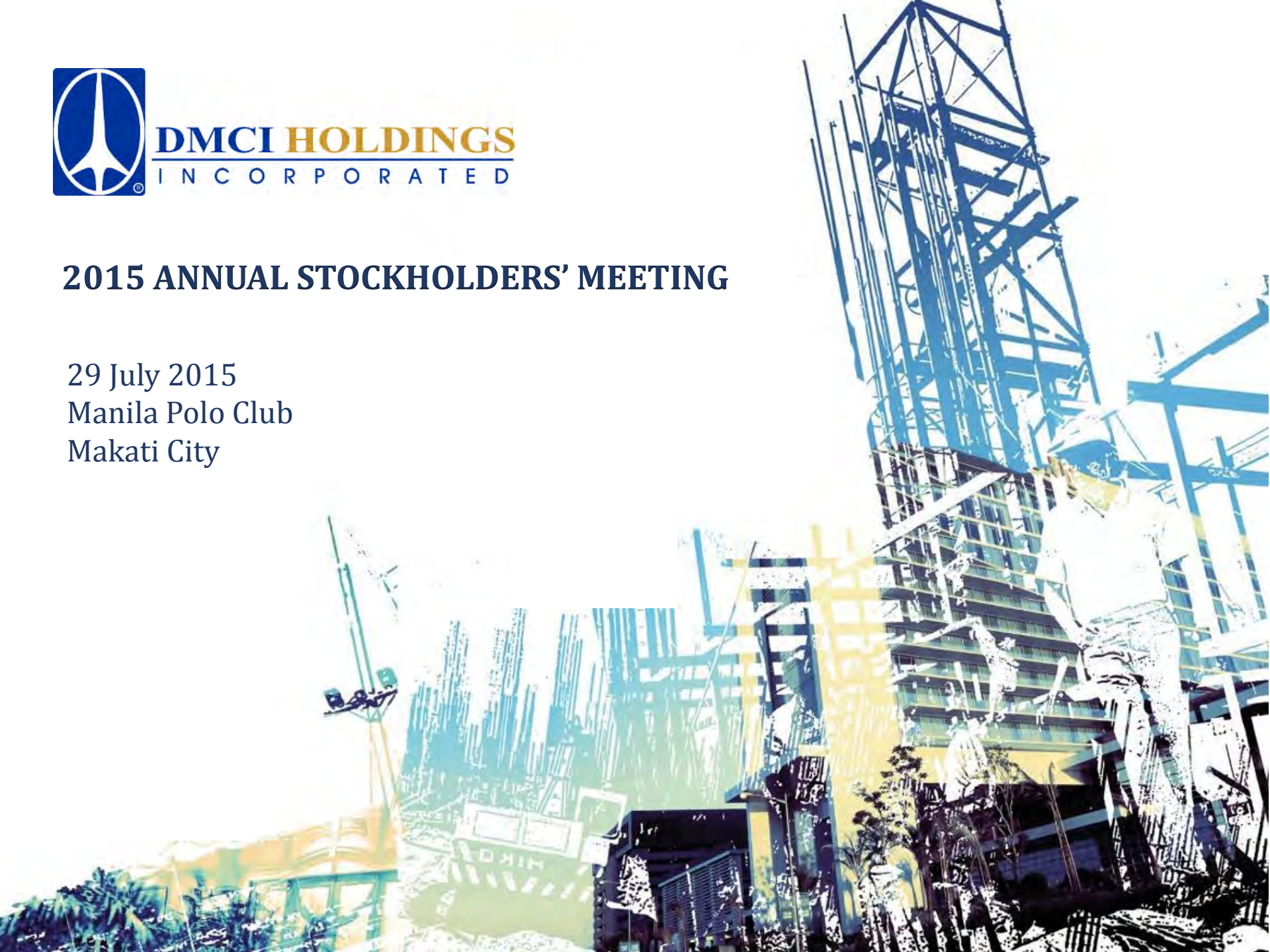
July 29, 2015



DMCI HOLDINGS
INCORPORATED

2015 ANNUAL STOCKHOLDERS' MEETING

29 July 2015
Manila Polo Club
Makati City



Our engineering and construction competencies allowed us to deliver remarkable value to our stakeholders.



Core Net Income Contributions

(in billion pesos)

	2013	% Contribution	2014	% Contribution	% YOY
DM Consunji Inc.	1.3	12	0.5	5	-62
DMCI Homes	2.7	25	3.2	32	22
Semirara	4.3	40	4.1	40	-4
DMCI Power	0.2	2	0.2	2	-3
DMCI Mining	0.2	2	0.4	3	114
Maynilad	1.8	17	2	19	7
Others	0.1	2	-0.1	-1	-170
Total	10.6		10.3		-3



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An industrial facility, likely a refinery or chemical plant, is shown at sunset. The sky is filled with orange and yellow clouds, and the sun is low on the horizon. In the foreground, there are several large, dark-colored cylindrical storage tanks with metal railings on top. A network of pipes and walkways with yellow railings is visible. In the background, there are more industrial structures, including a tall distillation column with a red and white metal frame. The overall scene is a detailed view of a large-scale industrial operation.

+11% P137.16B

Consolidated Total Assets

+11%

P63.58B

Consolidated Total Liabilities

+11%

P66.59B

Total Equity



P0.48

Total Dividend
per Share

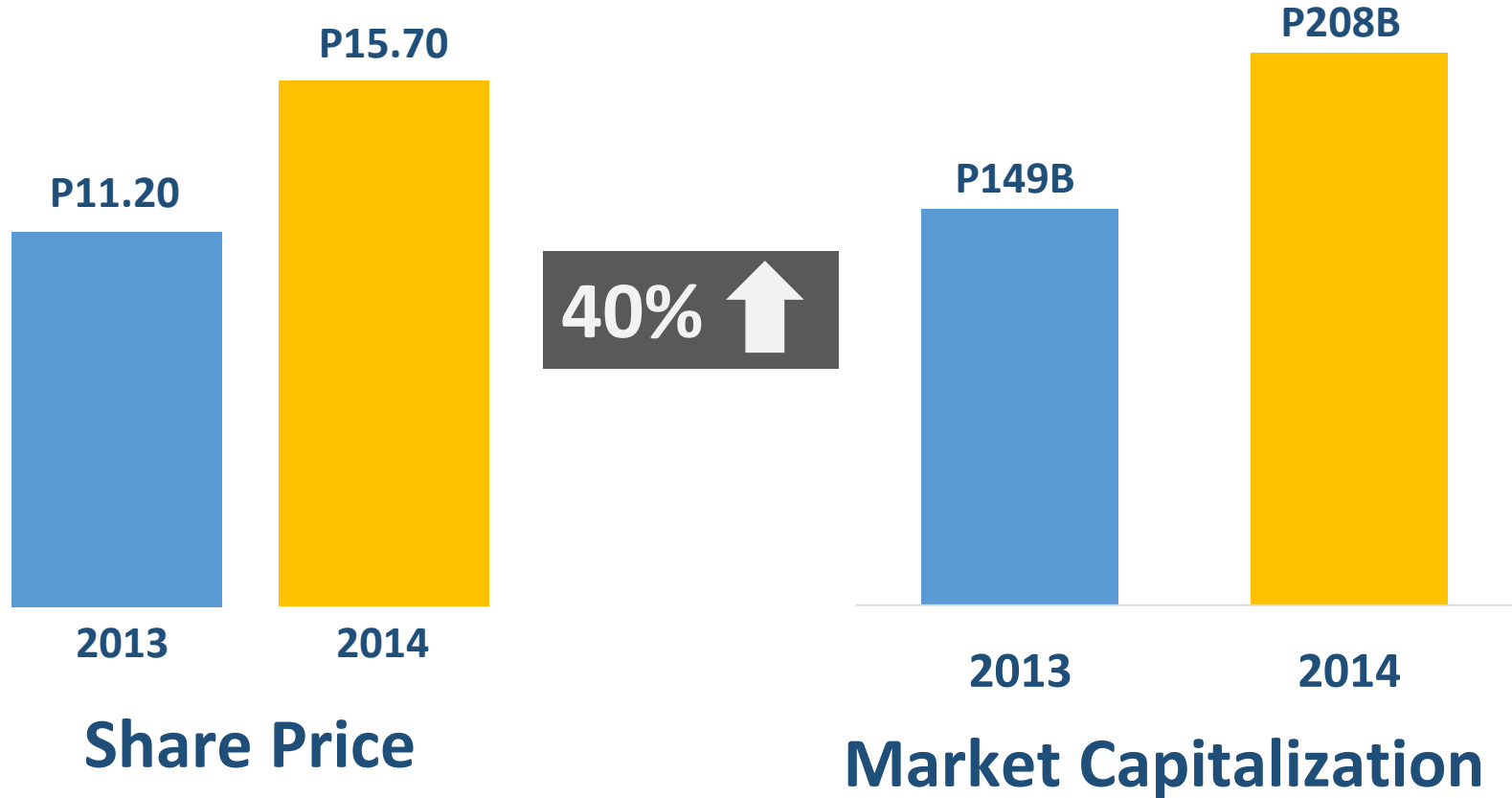
P6.37B

Cash Dividend
Payout

400%

Stock
Dividends

Delivering Value



Business Review



D.M. CONSUNJI, INC.
ENGINEERS • CONTRACTORS



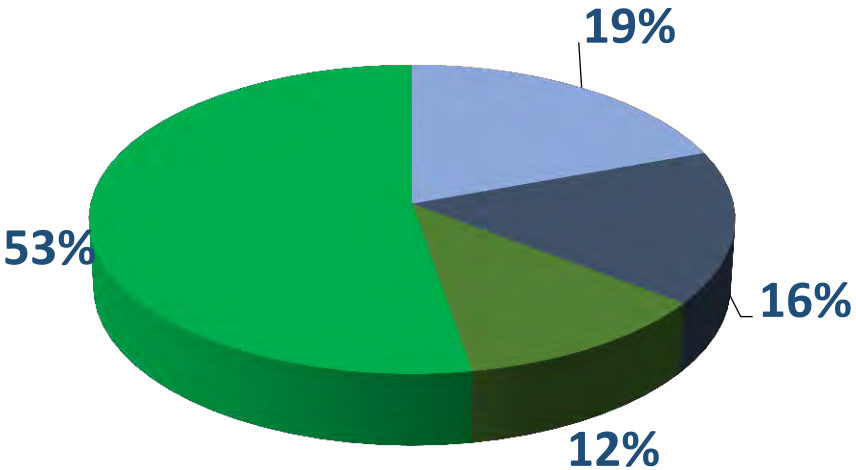
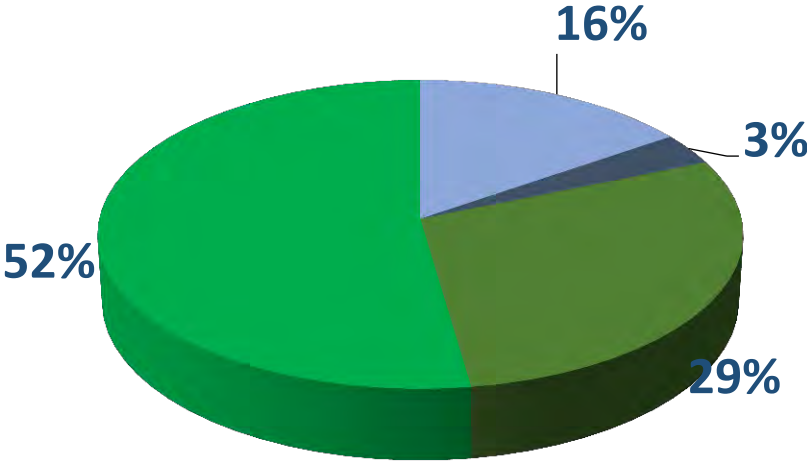
Order Book

2013

P21 billion

2014

P19 billion



Buildings Power Water Infra



Recently Awarded Projects

- Elevated guideway of LRT2 east Extension
- Two Sections of Skyway Stage 3

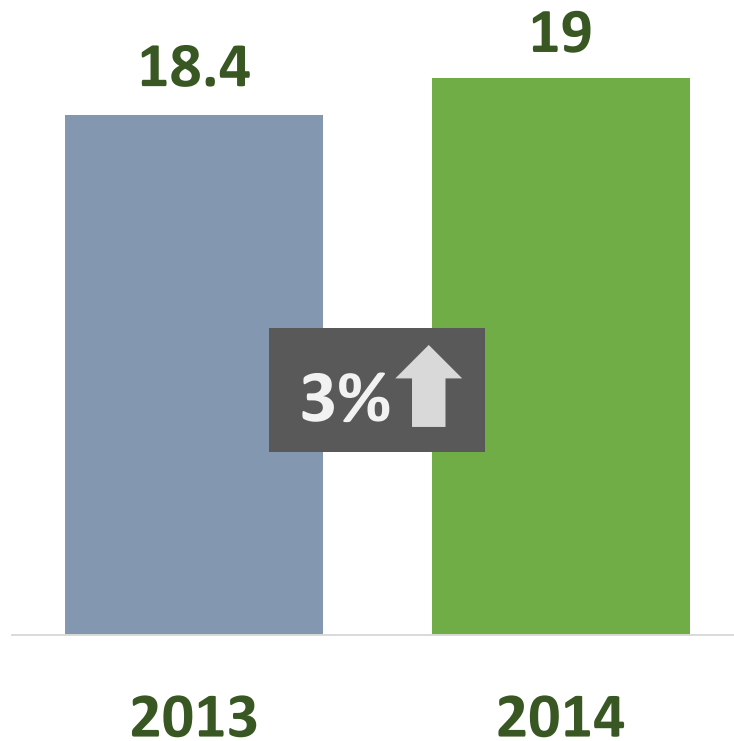


Business Review

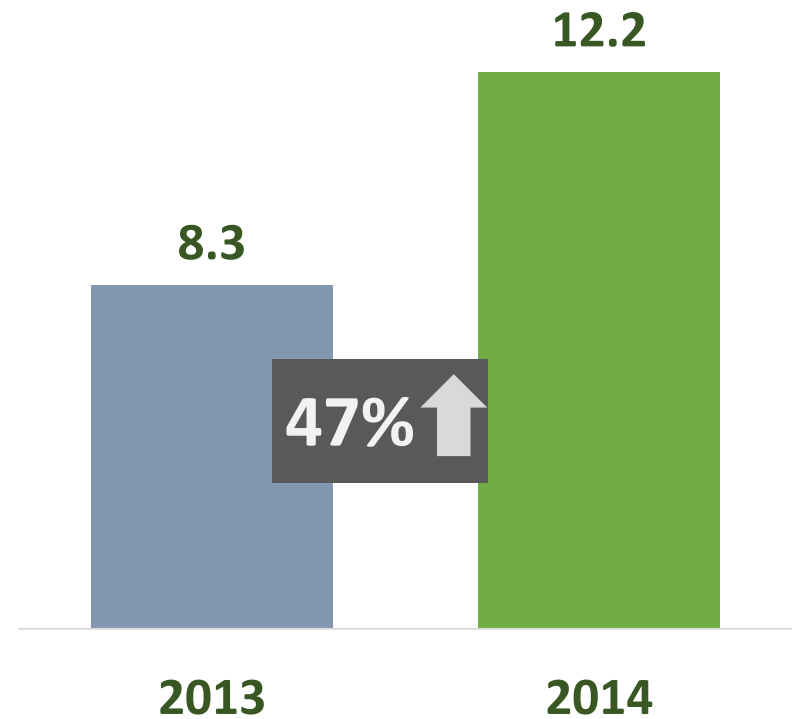


Sales & Reservations and CAPEX

(in billion pesos)



Sales & Reservations



Capital Expenditures



Growth Prospects

**Expand
in Provincial
Areas**

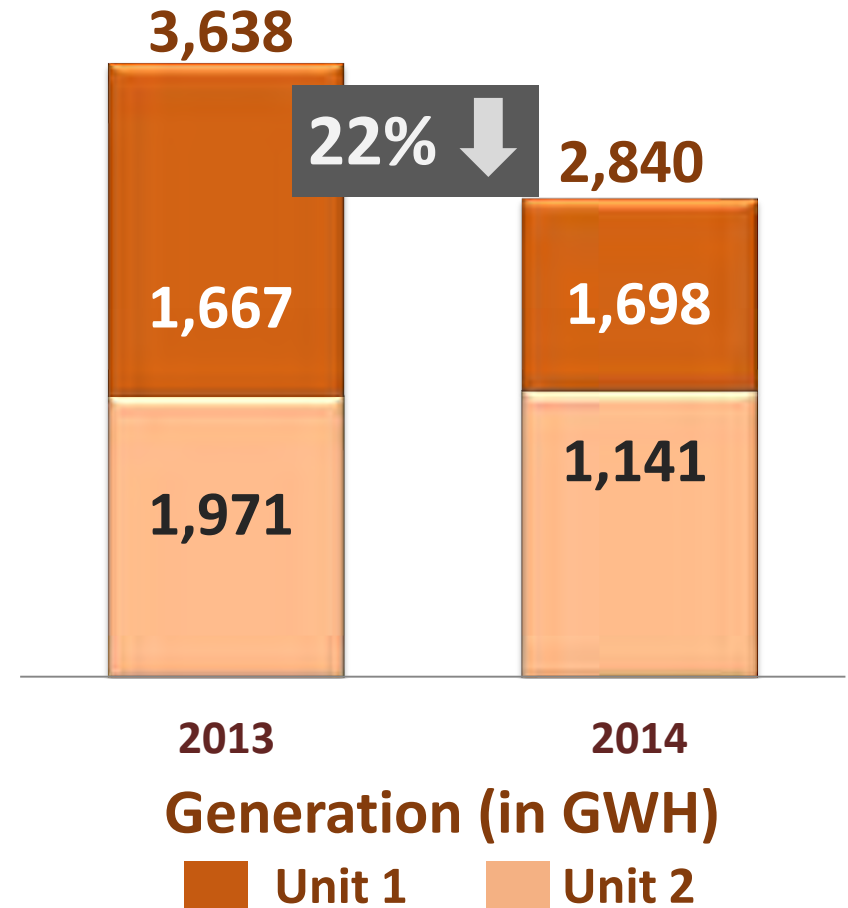
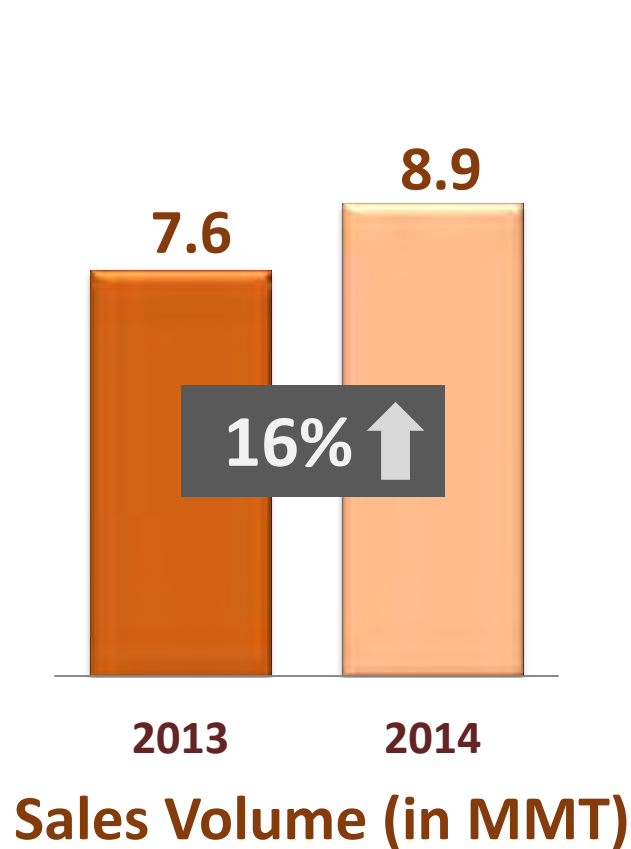
**Mass Housing
and Office
Leasing**



Business Review



Coal Sales and Generated Electricity



Growth Prospects

Coal exploration, planning and development
in Narra and Himalian

150 million MT total coal
reserve



**At least
650MW of
new capacity**



Business Review



DMCI POWER
CORPORATION





58.5MW

Total
Generating
Capacity

132.37GWh

Total Power
Sales

Growth Prospects



+27% 74.1MW

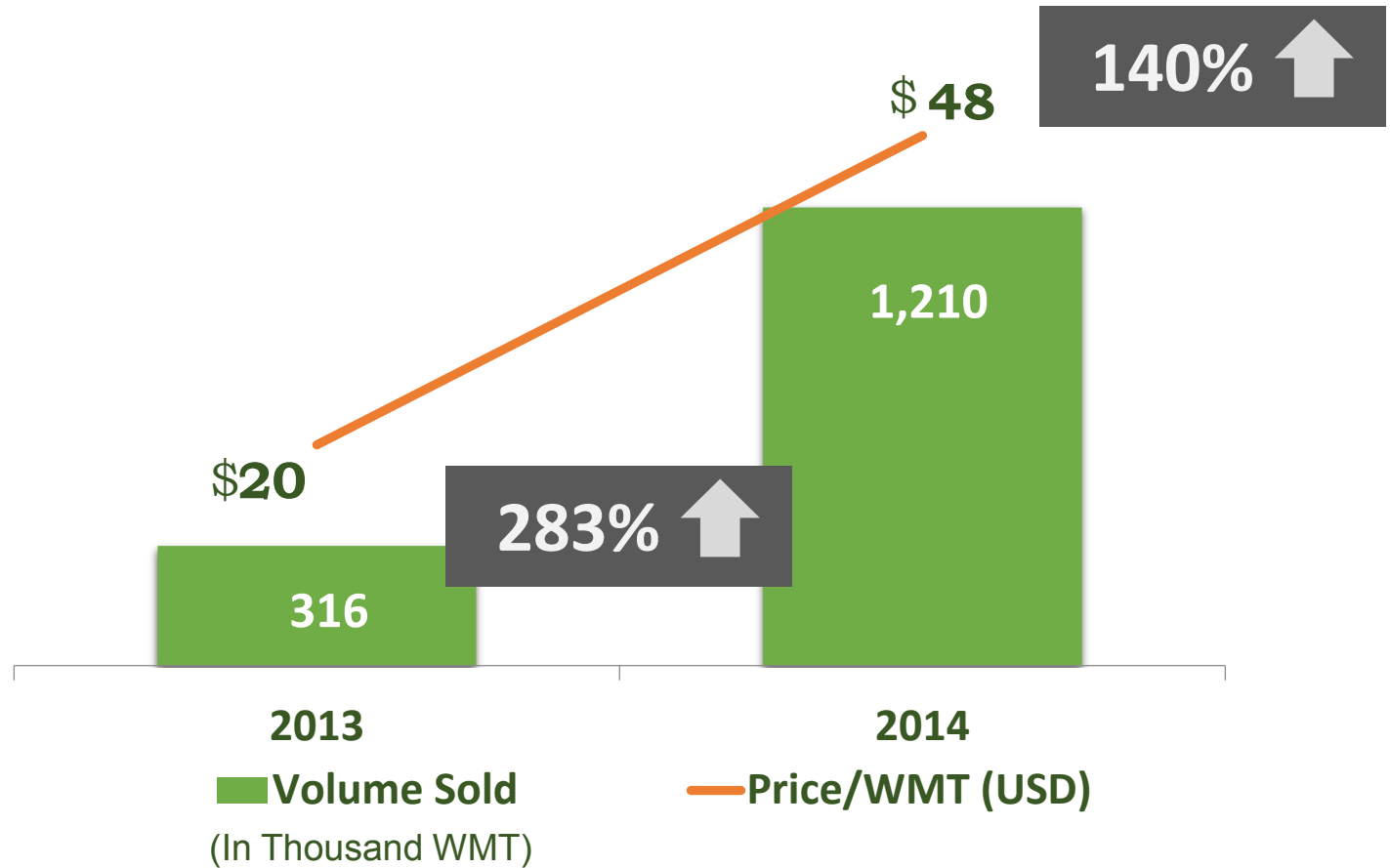
Total Generating Capacity
by Q1 2015

**Pursue
New Power Supply
Agreements**

Business Review



Nickel Ore Price and Shipments



**Acquired remaining
40% interest in ENK Plc**

**Acquired remaining
1.91% of Toledo Mining
Corporation**

**DENR suspended our
Zambales extraction
and expansion
operations**



Growth Prospects

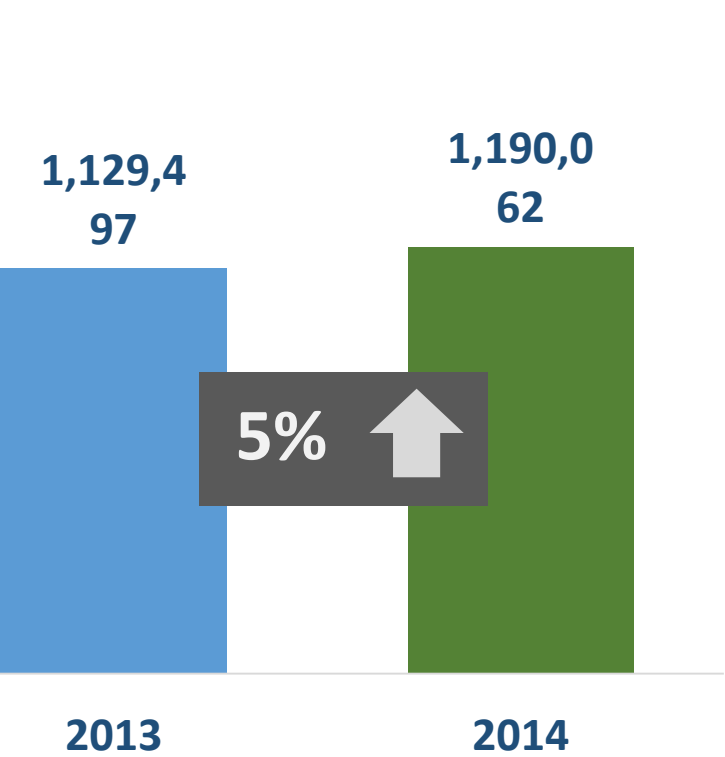
- Obtain necessary permit to reopen Zambales mine site and generate employment
- Review downstream processing capabilities to raise value of nickel exports



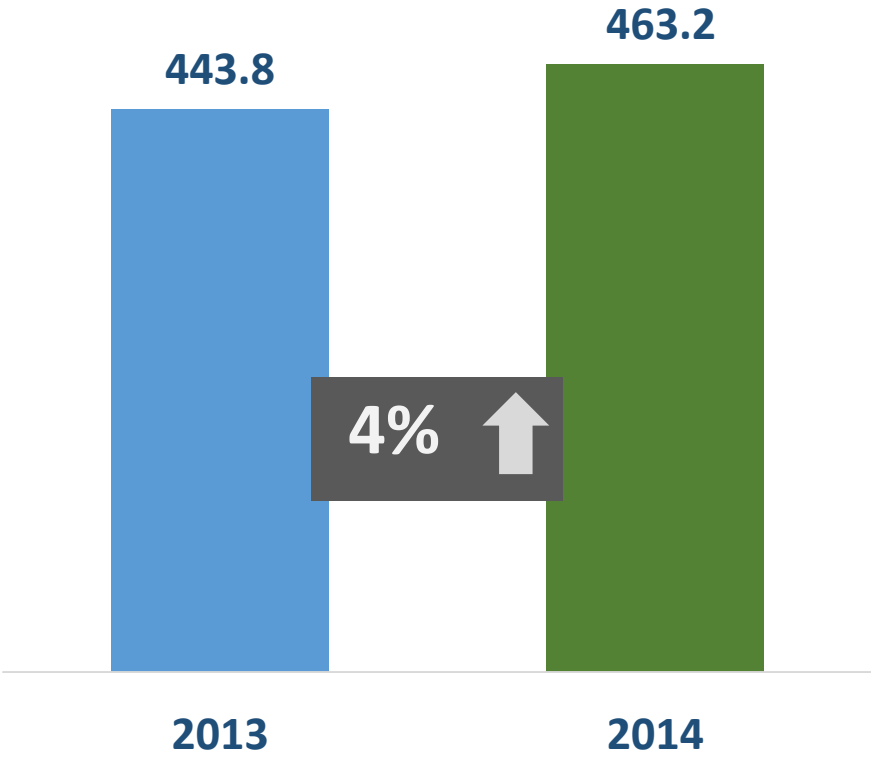
Business Review



Service Connections and Billed Volume



Service Connections



Billed Volume (in MCM)



Growth Prospects

- Expand services north and south of concession area
- Pursue new concession contracts



Corporate Governance Updates

Approved by the Board in its 2014 and 2015 meetings

- Creation of a separate Risk Oversight Committee
- Adoption of Board Charter and amended charters of the board committees (Audit, Risk Oversight, Compensation and Nomination)
- Adopted/Amended the following Governance Policies:
 - Enterprise Risk Management
 - Health, Safety and General Welfare of the employees
 - Board Diversity
 - Creditors' Rights
 - Executive Succession
 - Related Party Transactions
 - Code of Business Conduct and Ethics
 - Customer Welfare
 - Supplier and Contractor Relations
 - Anti-Corruption and Bribery
 - Community Interaction
 - Environmentally Friendly Value-Chain



Corporate Governance Updates

Approved by the Board in its 2014 and 2015 meetings

- All Board Committees are composed of a majority of independent directors and are chaired by an independent director
 - Audit Committee is composed of entirely non-executive directors
 - Instituted an annual performance assessment for the Board, committees, etc.
 - Instituted an active Whistleblower Policy (whistleblower@dmcinet.com)
 - Conduct a voting by poll in the Annual Stockholders' Meeting (today)
 - Conduct quarterly media and analyst briefings
-
- For more details you can visit our website
www.dmciholdings.com/corporate_governance



Corporate Social Responsibility: Strategic Focus and Initiatives



3 MILLION Trees planted by Semirara Mining and Power Corporation since 2000

190 Housing units funded by DMCI Homes for indigent Parañaque residents since 2013

250 Teachers who benefitted from the training program of SEM-Calaca Power Corporation

2,370 SQ.M. Combined floor area of the Pope Francis Center, as built by D.M. Consunji, Inc.

130,000 Public school students who will benefit from the newly-built wash and drink stations of Maynilad

+50% Expected annual income improvement among farmer beneficiaries of DMCI Power

For more detailed information on our CSR programs, projects and events, refer to the 2014 annual report



Setting the Record Straight



Recent Issues

1. Torre De Manila

Recent Issues

1. Torre De Manila
2. Tablas Island Power Contract

Recent Issues

1. Torre De Manila
2. Tablas Island Power Contract
3. Massive Brownouts in Tablas Island

Recent Issues

1. Torre De Manila
2. Tablas Island Power Contract
3. Massive Brownouts in Tablas Island
4. Proposed Palawan Coal Plant

Recent Issues

1. Torre De Manila
2. Tablas Island Power Contract
3. Massive Brownouts in Tablas Island
4. Proposed Palawan Coal Plant
5. Palawan Power Shortage

Recent Issues

1. Torre De Manila
2. Tablas Island Power Contract
3. Massive Brownouts in Tablas Island
4. Proposed Palawan Coal Plant
5. Palawan Power Shortage
6. Maynilad Arbitration

On the Panian Pit Landslide

We are doing everything we can to help the families of the victims.

We have been fully cooperating with the concerned government authorities.

We are committed to implementing the necessary safety and remedial measures.



Moving Forward

- Install Slope Stability Radar (SSR)
- Add dewatering wells and piezometers
- Create different mining safety protocols for dry and rainy season



With your continued trust and support, we can surpass our current hurdles and deliver real benefits to even more people.



Open Forum

