

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-L

**NOTIFICATION OF INABILITY TO FILE ALL OR
ANY PORTION OF SEC FORM 17-A OR 17-Q**

Check One:

Form 17-A Form 17-Q

Period-Ended Date of required filing December 31, 2005

Date of this report April 17 2006

Nothing in this Form shall be construed to imply that the Commission has verified any information contained herein.

1. SEC Identification Number AS095-002283 2. BIR Tax Identification No. 004-703-376
3. DMCI Holdings, Inc.
Exact name of issuer as specified in its charter
4. Philippines
Province, country or other jurisdiction of incorporation
5. Industry Classification Code (SEC Use Only)
6. 3/F Dacon Building, 2281 Don Chino Roces Avenue, Makati City 1231
Address of principal office Postal Code
7. (632) 888-3000
Issuer's telephone number, including area code
8. Not applicable
Former name or former address, if changed since last report
9. Are any of the issuer's securities listed on a Stock Exchange?
Yes No

If yes, disclose the name of such Stock Exchange and the class of securities listed therein:

Philippine Stock Exchange - Common Class "A" Shares & Preferred Shares

Part I - Representations

If the subject report could not be filed without unreasonable effort or expense and the issuer seeks relief pursuant to SRC Rule 17-1, the following should be completed. (Check box if appropriate)

(a) The reasons described in reasonable detail in Part II of this Form could not be estimated without unreasonable effort or expense. [X]

(b) The subject annual report on SEC Form 17-A, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report on SEC Form 17-Q, or portion thereof, will be filed on or before the fifth day following the prescribed due date. [X]

(c) The accountant's statement or other exhibit required by paragraph 3 of SRC Rule 17-1 has been attached if applicable. [X]

Part II - Narrative

As of the date of this report, the Company's consolidated results of operations for the period ended December 31, 2005 are still being finalized. It is therefore not possible for the Company to meet the April 17 deadline or the filing of the Annual Report SEC Form 17-A. The reason for such delay is indicated in the attached letter of Sycip, Gorres, Velayo and Company, the Company's external auditors.

Part III - Other Information

(a) Name, address and telephone number, including area code, and position/title of person to contact in regard to this notification:

Herbert M. Consunji
Chief Finance Officer

Aldric G. Borlaza
Finance Officer

(same contact address and telephone number as the Corporation)

(b) Have all other periodic reports required under Section 17 of the Code and under Sections 26 and 141 of the Corporation Code of the Philippines during the preceding 12 months, or for such shorter period that the issuer was required to file such report(s), been filed? If the answer is no, identify the report(s).

Yes [X] No [] Reports:

(c) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?

Yes [] No [X]

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

SIGNATURE

Pursuant to the requirements of the SRC Rule 17-1, 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
Chief Finance Officer

April 17, 2006

April 10, 2006

DMCI Holdings, Inc.
3rd Floor, Dacon Building
2281 Don Chino Roces Avenue
Makati City

Attention of MR. HERBERT M. CONSUNJI
Chief Finance Officer

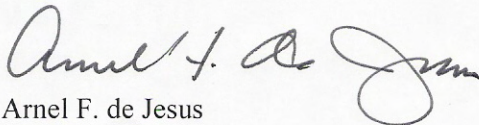
Gentlemen:

We wish to inform you that the audit for DMCI Holdings, Inc. and subsidiaries (DMCI HI) as of and for the year ended December 31, 2005 is still in progress. Further, the adoption of new accounting standards in 2005 requires additional time to complete the required new disclosures in the financial statements.

We hope to complete the audit the soonest possible time.

Thank you.

Very truly yours,



Arnel F. de Jesus
Partner