

MDC HOLDINGS INC  
Form 8-K  
April 01, 2004

**Table of Contents**

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

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**FORM 8-K**

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of Earliest Event Reported): March 31, 2004

**M.D.C. Holdings, Inc.**

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(Exact name of registrant as specified in its charter)

Delaware

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1-8951

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84-0622967

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(State or other  
jurisdiction of  
incorporation)

(Commission file number)

(I.R.S. employer  
identification no.)

3600 South Yosemite Street, Suite 900, Denver, Colorado 80237

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(Address of principal executive offices)

(Zip code)

Registrant's telephone number, including area code: (303)773-1100

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Not Applicable

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(Former name or former address, if changed since last report)

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**TABLE OF CONTENTS**

ITEM 7. EXHIBITS

ITEM 9. REGULATION FD DISCLOSURE: and

ITEM 12. RESULTS OF OPERATIONS AND FINANCIAL CONDITION

SIGNATURES

INDEX TO EXHIBITS

Press Release

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**Table of Contents**

**ITEM 7. EXHIBITS**

<b><u>Exhibit Number</u></b>	<b><u>Description</u></b>
Exhibit 99.1	Press Release dated March 31, 2004.

**ITEM 9. REGULATION FD DISCLOSURE; and**

**ITEM 12. RESULTS OF OPERATIONS AND FINANCIAL CONDITION**

On March 31, 2004, M.D.C. Holdings, Inc. issued a press release reporting that they expect their 2004 first quarter earnings per share to exceed the analyst consensus estimate for the period of \$1.44. In addition, an earnings release conference call and webcast was announced for April 13, 2004. A copy of this press release is attached hereto as Exhibit 99.1.

Limitation on Incorporation by Reference. The information being furnished shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such a filing.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

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M.D.C. HOLDINGS, INC.

Dated: April 1, 2004

By: /s/ Joseph H. Fretz  
Joseph H. Fretz  
Secretary and Corporate Counsel

**Table of Contents**

**INDEX TO EXHIBITS**

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