

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**SCHEDULE 13G**  
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULES 13d-1(b), (c), AND (d) AND AMENDMENTS THERETO FILED  
PURSUANT TO RULE 13d-2

UNDER THE SECURITIES EXCHANGE ACT OF 1934  
(Amendment No. \_\_\_\_)\*

DLH Holdings Corp.  
(Name of Issuer)

Common Stock, \$0.001 par value  
(Title of Class of Securities)

23335Q100  
(CUSIP Number)

May 3, 2016  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP NO. 23335Q 100		13G	Page 2 of 6 Pages
<b>1</b>	NAMES OF REPORTING PERSONS DI Holdings, Inc.		
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)		(a) <input type="checkbox"/> (b) <input type="checkbox"/>
<b>3</b>	SEC USE ONLY		
<b>4</b>	CITIZENSHIP OR PLACE OF ORGANIZATION Maryland		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	<b>5</b>	SOLE VOTING POWER 0	
	<b>6</b>	SHARED VOTING POWER 670,242	
	<b>7</b>	SOLE DISPOSITIVE POWER 0	
	<b>8</b>	SHARED DISPOSITIVE POWER 670,242	
<b>9</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 670,242		
<b>10</b>	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)		<input type="checkbox"/>
<b>11</b>	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 6.5% <sup>(1)</sup>		
<b>12</b>	TYPE OF REPORTING PERSON (See Instructions) CO		

(1) Based on information contained in the current report on Form 8-K filed by the Issuer on May 6, 2016.

CUSIP NO. 23335Q 100		13G	Page 3 of 6 Pages
1	NAMES OF REPORTING PERSONS Jeffrey Hoffman		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)		(a) <input type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION USA		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 0	
	6	SHARED VOTING POWER 670,242	
	7	SOLE DISPOSITIVE POWER 0	
	8	SHARED DISPOSITIVE POWER 670,242	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 670,242		
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)		<input type="checkbox"/>
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 6.5% <sup>(1)</sup>		
12	TYPE OF REPORTING PERSON (See Instructions) IN		

(1) Based on information contained in the current report on Form 8-K filed by the Issuer on May 6, 2016.

**Item 1(a). Name of Issuer:**

DLH Holdings Corp.

**Item 1(b). Address of Issuer's Principal Executive Offices:**

3565 Piedmont Road, NE, Building 3, Suite 700, Atlanta, Georgia 30305

**Item 2(a). Name of Person Filing:**

DI Holdings, Inc. ("Holdings") and Jeffrey Hoffman have entered into a Joint Filing Agreement, dated May 11, 2016, a copy of which is filed herewith and pursuant to which Holdings and Jeffrey Hoffman have agreed to file this statement jointly in accordance with the provisions of Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended.

**Item 2(b). Address of Principal Business Office or, if none, Residence:**

The address of the principal business office of both Holdings and Jeffrey Hoffman is as follows:

11810 Grand Park Ave., Suite 500  
North Bethesda, Maryland 20852

**Item 2(c). Citizenship:**

Holdings - Maryland  
Jeffrey Hoffman - USA

**Item 2(d). Title of Class of Securities:** Common Stock, par value \$0.001 per share ("Common Stock")

**Item 2 (e). CUSIP Number:** 23335Q 100

**Item 3. If this Statement is filed pursuant to §§240.13d-1(b), or 240.13d-2(b) or (c), check whether the person filing is a:** Not applicable.

**Item 4. Ownership**

(a) Amount beneficially owned:

Holdings is the record owner of 670, 242 shares of Common Stock. As the sole director, Chief Executive Officer and majority owner of Holdings, Jeffrey Hoffman may also be deemed to beneficially own the shares of Common Stock held by Holdings.

(b) Percent of class:

See Item 11 of each cover page.

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote:

See Item 5 of each cover page.

(ii) Shared power to vote or to direct the vote:

See Item 6 of each cover page.



(iii) Sole power to dispose or to direct the disposition of:

See Item 7 of each cover page.

(iv) Shared power to dispose or to direct the disposition of:

See Item 8 of each cover page.

**Item 5. Ownership of Five Percent or Less of a Class**

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [  ].

Not applicable.

**Item 6. Ownership of More than Five Percent on Behalf of Another Person**

Not applicable.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person**

Not applicable.

**Item 8. Identification and Classification of Members of the Group**

Not applicable.

**Item 9. Notice of Dissolution of Group**

Not applicable.

**Item 10. Certification**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: May 11, 2016

DI HOLDINGS, INC.

By:   
Name: Jeffrey Hoffman  
Title: Chief Executive Officer

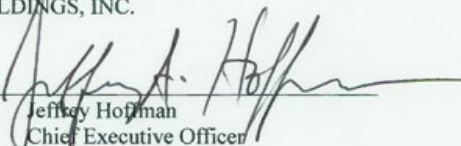
  
Jeffrey Hoffman

JOINT FILING AGREEMENT

The undersigned hereby agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned in accordance with the provisions of Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, and that all subsequent amendments to this statement on Schedule 13G may be filed on behalf of each of the undersigned without the necessity of filing additional joint filing agreements.

Dated: May 11, 2016

DI HOLDINGS, INC.

By:   
Name: Jeffrey Hoffman  
Title: Chief Executive Officer

  
Jeffrey Hoffman