



VICTORIAS MILLING COMPANY, INC.
VICMICO Compound, Victorias City, Negros Occidental
Tel. No. (034) 399-3380; Fax No. (034) 399-3675

October 4, 2012

THE DISCLOSURE DEPARTMENT

The Philippine Stock Exchange, Inc.
3F Philippine Stock Exchange Plaza
Ayala Triangle, Ayala Ave., Makati City

Attention: **MS. JANET A. ENCARNACION**
Head, Disclosure Department

Gentlemen:

In compliance with the Securities and Exchange Commission's (SEC) Memorandum Circular No. 4, Series of 2012, please find attached hereto Victoria's Milling Company, Inc.'s Current Report (SEC Form 17-C).

Thank you.

Very truly yours,


EVA A. VICENCIO-RODRIGUEZ
Compliance & Information Officer

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

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

1. October 4, 2012
Date of Report (Date of earliest event reported)
2. SEC Identification Number PW-364
3. BIR Tax Identification
No. 076-000-270-220
4. VICTORIAS MILLING COMPANY, INC.
Exact name of Issuer as specified in its charter
5. NEGROS OCCIDENTAL
Province, country or other jurisdiction of
Incorporation
6. (SEC Use Only)
Industry Classification Code:
7. Victorias City, Negros Occidental 6119
Address of office Postal Code
8. (034) 399-3588 Fax # (034) 399-3588
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

a) Common Stock (Par Value P 1.00 per share)

| | | |
|--------------------------|---------------|--------|
| Authorized Capital Stock | 2,563,035,708 | shares |
| Subscribed and paid-up | 2,024,616,452 | shares |

11. Indicate the item numbers reported herein: Item No. 9

REPORTED HEREIN:

That pursuant to Memorandum Circular No. 4, Series of 2012 issued by the Securities and Exchange Commission, please be informed that Victorias Milling Company, Inc. (VMC) has an Audit Committee Charter since June 2005 and its Audit Committee (AudCom) has adopted a plan to comply with the guidelines set forth by the Commission.

Further, the AudCom has conducted an assessment of its performance for Crop Year 2011-2012 and the results are as follows:

| RESPONSIBILITIES UNDER THE CODE | RATING (Perfect Score for each Category is 20%) |
|--|--|
| a. Setting of Committee Structure and Operation | - <u>19.16%</u> |
| b. Oversight on Financial Reporting and Disclosure | - <u>19.68%</u> |
| c. Oversight on Risk Management and Internal Controls | - <u>19.24%</u> |
| d. Oversight on Management and Internal Audit | - <u>19.91%</u> |
| e. Oversight on External Audit | - <u>19.92%</u> |
| Total | 97.91% |

SIGNATURE

Pursuant to the requirements of the Securities Regulation Code, the Issuer has duly carried this report to be signed on its behalf by the undersigned herewith duly authorized.

VICTORIAS MILLING COMPANY, INC.

Issuer


NORBERTO B. CAPAY
Chairman, Audit Committee


EVA A. VICENCIO-RODRIGUEZ
Compliance & Information Officer

Date: **October 4, 2012**

AuditCom Performance Assessment

----- Forwarded message -----

From: no-reply@pse.com.ph

Date: 05 Oct 12 09:52:01

Subject: ODiSy - Disclosure Status

To: disclosure@pse.com.ph

Dear Sir/Madam:

We would like to inform you that as of OCT 05, 2012 09:52:01 AM today,

Reference Number: WLIST__2012000015668

Company Name: Victorias Milling Company, Inc.

Disclosure Subject: Report on compliance with SEC Memorandum re:
guidelines for the assessment of the performance of Audit Committees

Status: APPROVED

Should you need further assistance, please e-mail us at odisy@pse.com.ph.