



VICTORIAS MILLING COMPANY, INC.

COVER SHEET

P W - 3 6 4

S.E.C. Registration Number

V I C T O R I A S M I L L I N G C O M P A N Y , I N C .

(Company's Full Name)

V I C T O R I A S C I T Y ,
N E G R O S O C C I D E N T A L

(Business Address: No. Street City/Town/ Province)

EVA A. VICENCIO-RODRIGUEZ

Contact Person

(034) 399-3588

Company Telephone Number

0 8

Month

3 1

Day

Fiscal Year

SEC FORM 17-C

FORM TYPE

First Tuesday of February

Annual Meeting

Secondary License Type, If Applicable

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 I.D.

Cashier

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. **December 13, 2013**
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	2,297,474,418	shares

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

REPORTED HEREIN:

That the following were approved by the Board in its meeting today, December 13, 2013:

- 1) The conversion of P70,049,966 Convertible Notes into equity equivalent to 70,049,966 shares, pursuant to the Debt Restructuring Agreement.

The following creditors are covered by the abovementioned conversion:

a. Advent Capital & Finance Corp.	- 514,047 shares
b. Asset Pool A (SPV-AMC), Inc.	- 706,138 shares
c. Narra Investment Corp.	- 19,344,551 shares
d. Central Bancorporation	- 337,743 shares
e. Narra Investment Corp	- 40,083,757 shares
f. East Asia Capital	- 1,262,088 shares
g. First E-Bank/PDIC	- 514,047 shares
h. Philippine Commercial Cap., Inc.	- 1,584,016 shares
i. Sullasses Holdings, Inc.	- 5,621,087 shares

TOTAL 70,049,966 shares

- 2) The nominees to the VMC Board for the 04 February 2014 Annual Stockholders' meeting are as follows:

For Existing Stockholders:

1. CHUA, WILLIAM Y.
2. PANER, ANNA ROSARIO V.
3. TAN, MICHAEL G.
4. YU, MARTIN C.

For Creditors with Debt Conversion:

1. CHAN, JR., JOSE M.
2. CHUA, ENRIQUE T. (Lee Keng)
3. CONCEPCION, EDUARDO V.
4. FENIX, JR., ALBERTO P.
5. SONKENGPO, TERENCE D.
6. YOUNG, WILSON T.
7. YU, ALVIN C.

3) The Election Committee is composed of:

Chairman: Corporate Secretary - Atty. Brian Keith F. Hosaka

- Members:
1. External Auditor (Manabat Sanagustin and Co., CPA's/KPMG)
 2. VMC Stock Transfer Agent (Fidelity Stock and Transfers Agent)

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



ATTY. EVA A. VICENCIO-RODRIGUEZ
Compliance & Information Officer

Date: December 13, 2013

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

From: <no-reply@pse.com.ph>
Date: Mon, Dec 16, 2013 at 4:37 PM
Subject: ODiSy - Disclosure Status
To: disclosure@pse.com.ph

Dear Sir/Madam:

We would like to inform you that as of DEC 16, 2013 08:37:12 AM today,

Reference Number: WLIST_201300039092
Company Name: Victorias Milling Company, Inc.
Disclosure Subject: Board approval of conversion of Php 70,049,966 Convertible Notes into equity, nominees for election to the Board of Directors and composition of Election Committee
Status: APPROVED

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