

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. **March 12, 2014**
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	2,367,524,384	shares

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

REPORTED HEREIN:

Subject of the Disclosure

SEC Order dated March 3, 2014.

Background/Description of the Disclosure

This is about the SEC's Order dated March 3, 2014 on the Manifestation and Motion dated November 12, 2012 filed by VICTORIAS MILLING COMPANY, INC., asking the Special Hearing Panel for leave to amend Part IV (4) of VMC 's Proposed Alternative Rehabilitation Plan (ARP) and Sec . 21 of the Debt Restructuring Agreement (DRA), by allocating the Board seat previously reserved to the Joint Venture Partner as an additional Board seat for Creditors with Debt Conversion, on the ground that it has become *functus officio*.

Other Relevant Information

The SEC issued an Order dated March 3, 2014, which VMC received on March 12, 2014, granting VMC's Manifestation and Motion dated November 12, 2012. Consequently, Part IV (4) of the ARP and Section 21 of the DRA were ordered amended to read as follows:

"Existing VMC Shareholders - 3 seats
Secured Creditors - 1 seat
Creditors with Debt Conversion - 7 seats"

"Section 21 COMPOSITION OF THE BOARD OF DIRECTORS

VMC hereby undertakes to the SECURED CREDITORS and UNSECURED CREDITORS that immediately after VMC has secured the approval of the SEC for reduction of capital stock, increase of capital stock, and exemption from registration requirements under the Revised Securities Act for the issuance of shares under the capital infusion feature of the Approved Rehabilitation Plan, VMC shall immediately call a special stockholders ' meeting for purposes of electing the new Board of Directors of VMC, which must be composed of eleven {11} members representing the following interests in VMC, to wit -

VMC's existing stockholders - Three (3) Directors
Secured Creditors - One (1) Director
Unsecured Creditors - Seven (7) Directors

While the Secured Loans are outstanding, all parties agree that the Secured Creditors shall be entitled to one (1) Board seat."

The above Order of the SEC dated March 3, 2014 is subject to the pendency of certain incidents now with the SEC.

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: March 12, 2014