



VICTORIAS MILLING COMPANY, INC.

January 21, 2013

**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:

We are sending hereto the attached Amended Statement of Changes in Beneficial Ownership of Securities (SEC Form 23-B) of Mr. Norberto B. Capay, Director of Victorias Milling Company, Inc., copy of which was submitted to the Securities and Exchange Commission.

Thank you.

Very truly yours,

  
**EVA A. VICENCIO-RODRIGUEZ**  
Compliance and Information Officer

**SECURITIES AND EXCHANGE COMMISSION  
Metro Manila, Philippines**

**FORM 23-B  
AMENDED**

**AMENDED**

**REVISED**

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 23 of the Securities Regulation Code

Check box if no longer subject to filing requirement

1. Name and Address of Reporting Person <b>CAPAY NORBERTO B.</b> <small>(Last) (First) (Middle)</small> <b>79 Amapola Street, Bel-Air III</b> <small>(Street)</small> <b>Makati City</b> <small>(City) (Province) (Postal Code)</small>		2. Issuer Name and Trading Symbol <b>VICTORIAS MILLING CO., INC.</b> 3. Tax Identification Number <b>140-415-753</b> 4. Citizenship  5. Statement for Month/Year <b>Jan. 2013</b> 6. If Amendment, Date of Original (Month/Year)		7. Relationship of Reporting Person to Issuer (Check all applicable)  <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Director Officer <small>(give title below)</small>	
---	--	--	--	---	--

Table 1 - Equity Securities Beneficially Owned

1. Class of Equity Security	2. Transaction Date (Month/Day/Year)	4. Securities Acquired (A) or Disposed of (D)			3. Amount of Securities Owned at End of Month		4. Ownership Form: Direct (D) or Indirect (I)	6. Nature of Indirect Beneficial Ownership
		Amount	(A) or (D)	Price	%	Number of Shares		
Common Shares	01.09.13	200,000	(A)	P1.40	0.047	1,084,199	(D)	

(Print or Type Responses)

**If the change in beneficial ownership is 50% of the previous shareholdings or is equal to 5% of the outstanding capital stock of the issuer, provide the disclosure requirements set forth on page 3 of this form.**

- Reminder: Report on a separate line for each class of equity securities beneficially owned directly or indirectly.
- (1) A person is directly or indirectly the beneficial owner of any equity security with respect to which he has or shares:
    - (A) Voting power which includes the power to vote, or to direct the voting of, such security; and/or
    - (B) Investment power which includes the power to dispose of, or to direct the disposition of, such security.
  - (2) A person will be deemed to have an indirect beneficial interest in any equity security which is:
    - (A) held by members of a person's immediate family sharing the same household;
    - (B) held by a partnership in which such person is a general partner;
    - (C) held by a corporation of which such person is a controlling shareholder; or
    - (D) subject to any contract, arrangement or understanding which gives such person voting power or investment power with respect to such security.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., warrants, options, convertible securities)

1. Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Yr)	4. Number of Derivative Securities Acquired (A) or Disposed of (D)		5. Date Exercisable and Expiration Date (Month/Day/Year)		6. Title and Amount of Underlying Securities		7. Price of Derivative Security	8. No. of Derivative Securities Beneficially Owned at End of Month	9. Ownership Form of Derivative Security; Direct (D) or Indirect (I) *	10. Nature of Indirect Beneficial Ownership
			Amount	(A) or (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

Note: File three (3) copies of this form, one of which must be manually signed.  
Attach additional sheets if space provided is insufficient.

  
**NORBERTO B. CAPAY**

**01.15.13**  
 Date