

**MINUTES OF THE ANNUAL MEETING
OF THE STOCKHOLDERS OF
VISTA LAND & LIFESCAPES, INC.**
Held at Monte Di Portofino
Portofino Suidivision, Las Piñas City
on June 15, 2012, 9:00 a.m.

TOTAL ISSUED AND
OUTSTANDING SHARES: 8,499,097,614

TOTAL NUMBER OF
SHARES REPRESENTED
IN THIS MEETING: 6,250,104,684

CALL TO ORDER

The Chairman, Mr. Marcelino C. Mendoza, called the meeting to order and presided over the same. The Corporate Secretary, Ms. Gemma M. Santos, recorded the minutes of the meeting.

CERTIFICATION OF NOTICE AND QUORUM

At the request of the Chairman, the Corporate Secretary certified that notice of this annual meeting of the stockholders of the Company for the year 2012, together with the agenda, were sent by mail or special messengerial service to all the stockholders of record of the Company as of May 22, 2012, the record date fixed by the Board of Directors of the Company for this meeting; that there were represented in the meeting, in person or by proxy, stockholders owning a total of 6,250,104,684 common shares representing 73.54% of the total issued and outstanding voting stock of the Company; and that there is therefore a quorum at this meeting.

PRESIDENT'S REPORT

The President, Mr. Manuel Paolo A. Villar, reviewed the highlights of the Company's operations and financial performance for the year 2011.

Upon motion duly made and seconded, the stockholders resolved to receive and adopt the report of the President and the annual report of the Company for the year 2011.

**APPROVAL OF AUDITED FINANCIAL STATEMENTS
AS OF AND FOR THE YEAR ENDING DECEMBER 31, 2011**

On motion duly made and seconded, the stockholders approved the Audited Financial Statements of the Company as of and for the year ending December 31, 2011.