



March 25, 2013

PHILIPPINES STOCK EXCHANGE
4F Philippine Stock Exchange Center
Exchange Road, Ortigas Center
Pasig City

Attention: Ms. Janet A. Encarnacion
Head, Disclosures Department

Subject: Vista Land & Lifescapes, Inc.: **Preferred Shares Issuance Additional Information**

Gentlemen:

Please see attached copy of the SEC Form 17C filed on the additional information requested by the Exchange on the Company's Preferred Shares issuance.

Truly Yours,

A handwritten signature in black ink, appearing to read 'Brian Edang', is written over a faint, larger version of the signature.

Brian Edang
Officer-in-charge

COVER SHEET

C	S	2	0	0	7	0	3	1	4	5
S.E.C. Registration Number										

V	I	S	T	A		L	A	N	D		&		L	I	F	E	S	C	A	P	E	S	,		
I	N	C	.																						

(Company's Full Name)

L	A	S		P	I	N	A	S		B	U	S	I	N	E	S	S		C	E	N	T	E	R
N	A	T	I	O	N	A	L		R	O	A	D	,		T	A	L	O	N	,		L	A	S
P	I	N	A	S		C	I	T	Y															

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

Brian N. Edang
Contact Person

226-3552 loc 0088
Company Telephone Number

1 2	3 1
<i>Month</i>	<i>Day</i>
Calendar Year	

17-C
FORM TYPE

0 6	1 5
<i>Month</i>	<i>Day</i>
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 SRC RULE 17.2(c) THEREUNDER

1. **25 March 2013**
Date of Report (Date of earliest event reported)
2. SEC Identification Number **CS200703145**
3. BIR Tax Identification No. **006-652-678-000**
4. **VISTA LAND & LIFESCAPES, INC.**
Exact name of issuer as specified in its charter
5. **Philippines**..... 6. (SEC Use Only)
Province, country or other jurisdiction of incorporation Industry Classification Code:
7. **3rd Level Starmall Las Piñas C.V. Starr Avenue, Philam Village Pamplona, Las Piñas City** **1747**
Address of principal office Postal Code
8. **(632) 874-5758 / (632) 872-6947_**
Issuer's telephone number, including area code
9. **N/A**
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

Title of Each Class	Number of Shares
<u>Common Shares</u>	<u>8,538,740,614 Shares</u>

11. Indicate the item numbers reported herein: **Item 9 – Other Events**

With respect to issuance of the three billion three hundred million (3,300,000,000) preferred shares with a par value of P0.01 per share of the Company to Fine Properties, Inc., additional information are as follows:

1. Rationale for issuance

The Board and Management of the Company believe that the issuance of preferred shares will provide the company with sufficient flexibility to raise funds via equity in the international capital markets, without breaching the rules on maximum allowable foreign ownership.

2. Terms of payment

Cash payment in full

3. Timetable of the implementation of the issuance

With-in the month of March 2013

4. Effect(s) on the voting structure of the principal shareholders with their corresponding shareholdings and voting percentage to the Company's total outstanding shares as follows:

Principal Shareholders	Before		After	
	Number of shares	%age	Number of shares	%age
Fine Properties, Inc.	4,208,047,161	49.28%	7,508,047,161	63.42%
Starmalls, Inc.	399,397,000	4.68%	399,397,000	3.37%
MLH Corporation	10,983,363	0.13%	10,983,363	0.09%
Althorp Holdings, Inc.	5,000,000	0.06%	5,000,000	0.04%

5. Effect on the capital structure

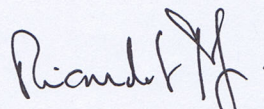
	Before	After
Issued Shares		
Common	8,538,740,614	8,538,740,614
Preferred	-	3,300,000,000
Outstanding Shares		
Common	8,538,740,614	8,538,740,614
Preferred	-	3,300,000,000
Treasury Shares		
Common	-	-
Preferred	-	-
Listed shares		
Common	8,538,740,614	8,538,740,614
Preferred	-	-
Par Value		
Common	1.00	1.00
Preferred	0.01	0.01

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on behalf by the undersigned hereunto duly authorized.

VISTA LAND & LIFESCAPES, INC.
Issuer

By:



RICARDO B. TAN JR.
Chief Financial Officer

Date: March 25, 2013