



May 6, 2008

PHILIPPINE STOCK EXCHANGE

Listing and Disclosure Department
Exchange Road, Ortigas Center, Pasig City

Attention: Atty. Pete M. Malabanan
Head, Disclosure Department

Subject: Vista Land & Lifescapes, Inc.: **Preliminary Information Sheet**

Gentlemen:

Please see attached SEC Form 20-IS, Preliminary Information Sheet filed today for the Company's Annual Stockholders' Meeting on June 16, 2008.

Very truly yours,

A handwritten signature in black ink, appearing to read 'B. Edang', with a horizontal line extending to the right.

BRIAN N. 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	,	
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(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

887-2264 loc 107
Company Telephone Number

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

20-IS Preliminary Information Statement
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 Amount of Borrowings	
Total No. of Stockholders	Domestic	Foreign

To be accomplished by SEC Personnel concerned

File Number									
Document I.D.									

	LCU
	Cashier

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 20-IS

INFORMATION STATEMENT PURSUANT TO SECTION 20
OF THE SECURITIES REGULATION CODE

1. Check the appropriate box:

Preliminary Information Statement

Definitive Information Statement

2. Name of Registrant as specified in its charter: **VISTA LAND & LIFESCAPES, INC.**

3. **Philippines**

Province, country or other jurisdiction of incorporation or organization

4. SEC Identification Number **CS200703145**

5. BIR Tax Identification Code **006-652-678-000**

6. **Las Pinas Business Centre, National Road, Talon, Las Piñas City**

Address of principal office

1747

Postal Code

7. Registrant's telephone number, including area code **(632) 874-5758 / (632) 872-6947**

8. Date, time and place of the meeting of security holders

June 16, 2008, 9:00 a.m.

Monte de Portofino, Portofino Subdivision, Daang Hari, Las Piñas City

9. Approximate date on which the Information Statement is first to be sent or given to security holders

May 23, 2008

10. Securities registered pursuant to Sections 8 and 12 of the Code or Sections 4 and 8 of the RSA:

Title of Each Class

Number of Shares of Common Stock
Outstanding or Amount of Debt Outstanding

Common Shares (3/31/2008)

8,483,841,614 Shares (net of 54,899,000
Treasury Shares)

11. Are any or all of registrant's securities listed in a Stock Exchange?

Yes No

The Registrant's common shares are listed on the Philippine Stock Exchange.

**WE ARE NOT ASKING YOU FOR A PROXY
AND YOU ARE REQUESTED NOT TO SEND US A PROXY**

PART I

INFORMATION STATEMENT

GENERAL INFORMATION

Date, time and place of meeting of security holders.

Date: June 16, 2008

Time: 9:00 a.m.

Place: Monte de Portofino, Portofino Subdivision, Daang Hari, Las Piñas City

The corporate mailing address of the principal office of the Registrant is Las Piñas Business Centre, National Road, Talon, Las Piñas City, Philippines.

This Information Statement shall be sent to security holders as soon as practicable after the approval hereof by the Securities and Exchange Commission, but not later than May 23, 2008.

Dissenters' Right of Appraisal

There are no corporate matters or action that will entitle a shareholder to exercise a right of appraisal as provided under Section 81, Title X, of the Corporation Code of the Philippines.

Interest of Certain Persons in or Opposition to Matters to be Acted Upon

None of the officers or directors or any of their associates has any substantial interest, direct or indirect, in any of the matters to be acted upon in the stockholders' meeting.

No director has informed the Registrant in writing that he intends to oppose any action to be taken at the meeting.

CONTROL AND COMPENSATION INFORMATION

Voting Securities and Principal Holders Thereof

(a) Number of shares outstanding as of 31 March 2008:

Common: 8,483,841,614 (net of 54,899,000 Treasury shares)

(b) Record Date: May 19, 2008

Each common share of stock of the Company is entitled to one (1) vote. Pursuant to Article II, Section 7 of the Registrant's By-Laws, every holder of voting stock may vote during all meetings, including the Annual Stockholders' Meeting, either in person or by proxy executed in writing by the stockholder or his duly authorized attorney-in-fact.

Stockholders entitled to vote are also entitled to cumulative voting in the election of directors. Section 24 of the Corporation Code provides, in part, that: "...in stock corporations, every stockholder entitled to vote shall have the right to vote in person or by proxy the number of shares of stock standing, at the time fixed in the by-laws, in his own name on the stock books of the corporation, or where the by-laws are silent, at the time of the election; and said stockholder may vote such number of shares for as many persons as there are directors to be elected, or he may cumulate said shares and give one candidate as many votes as the number of directors to be elected multiplied by the number of his shares shall equal, or he may distribute them on the same principle among as many candidates as he shall see fit...."

Security Ownership of Certain Beneficial Owners and Management

Security ownership of certain record and beneficial owners of more than 5.0% of the Registrant's voting securities as of March 31, 2008:

Title of Class of Securities	Name/Address of Record Owners and Relationship with Registrant	Name of Beneficial Owner /Relationship with Record Owner	Citizenship	No. of Shares Held	% of Ownership¹
Common	Fine Properties, Inc Las Pinas Business Center Alabang Zapote Road, Talon, Las PinasCity Shareholder	Record Owner is also beneficial Owner	Filipino	3,042,615,495	35.864%
Common	PCD Nominee Corporation 37/F Tower 1, The Enterprise Ctr. 6766 Ayala Ave. cor. Paseo de Roxas, Makati Shareholder	Please see footnote ²	Non-Filipino	3,034,073,733	35.763%
Common	Adelfa Properties, Inc. Las Pinas Business Center Alabang Zapote Road, Talon, Las PinasCity Shareholder	Record Owner is also beneficial Owner	Filipino	1,556,461,666	18.346%
Common	Polar Property Holdings, Corp Las Pinas Business Center Alabang Zapote Road, Talon, Las PinasCity Shareholder	Record Owner is also beneficial Owner	Filipino	456,811,000	5.384%

Security ownership of management as of March 31, 2008:

Title of Class	Name and addresses of record owners	Name of beneficial owner and relationship with record owner	Citizenship	No. of Shares Held	% to Total Outstanding
Common	Benjamarie Therese N. Serrano Parklane St. La Marea San Pedro, Laguna	Record owner is also the beneficial owner	Filipino	202,680	0.0%
Common	Marcelino C. Mendoza Margie Moran St. BF Resort Village, Talon, Las Pinas City	Record owner is also the beneficial owner	Filipino	206,690	0.0%

¹ Based on the outstanding stocks as of March 31, 2008 of 8,483,841,614.

² PCD Nominee Corporation is the registered owner of shares beneficially owned by participants in the Philippine Depository & Trust Corporation, a private company organized to implement an automated book entry system of handling securities transactions in the Philippines (PCD). Under the PCD procedures, when an issuer of a PCD-eligible issue will hold a stockholders' meeting, the PCD shall execute a pro-forma proxy in favor of its participants for the total number of shares in their respective principal securities account as well as for the total number of shares in their client securities account. For the shares held in the principal securities account, the participant concerned is appointed as proxy with full voting rights and powers as registered owner of such shares. For the shares held in the client securities account, the participant concerned is appointed as proxy, with the obligation to constitute a sub-proxy in favor of its clients with full voting and other rights for the number of shares beneficially owned by such clients. As of Record Date, the Company is not aware of any investor beneficially owning shares lodged with the PCD which comprise more than five percent (5%) of the Company's total outstanding common shares of stock.

Title of Class	Name and addresses of record owners	Name of beneficial owner and relationship with record owner	Citizenship	No. of Shares Held	% to Total Outstanding
Common	Manuel Paolo A. Villar C. Masibay St. BF Resort Villate, Talon, Las Pinas City	Record owner is also the beneficial owner	Filipino	200,000	0.0%
Common	Cynthia J. Javarez B3A/L2 Vetta di Citta Italia Imus, Cavite	Record owner is also the beneficial owner	Filipino	160	0.0%
Common	Mark A. Villar C. Masibay St. BF Resort Villate, Talon, Las Pinas City	Record owner is also the beneficial owner	Filipino	200,000	0.0%
Common	Marilou O. Adea No. 44 Istanbul Street BF Homes, Paranaque City	Record owner is also the beneficial owner	Filipino	1	0.0%
Total				809,531	0.0%

Changes in Control

The Company is not aware of any voting trust agreements or any other similar agreements which may result in a change in control of the Company. No change in control of the Company has occurred since the beginning of its last fiscal year.

Directors and Executive Officers of the Registrant

Term of Office

Each director holds office until the annual meeting of stockholders held next after his election and his successor shall have been elected and qualified, except in case of death, resignation, disqualification or removal from office. The term of office of the officers is coterminous with that of Directors that elected or appointed them.

Background Information

The following are the names, ages and citizenship of the incumbent directors/independent directors of the Company:

Name	Age	Position	Citizenship
Benjamarie Therese N. Serrano	45	President, Chief Executive Officer and director	Filipino
Marcelino Mendoza	53	Chief Financial Officer	Filipino
Manuel Paolo A. Villar	31	Director, Head of Corporate Planning	Filipino
Cynthia J. Javarez	44	Director – Controller	Filipino
Mark A. Villar	29	Director	Filipino
Marilou Adea	57	Independent Director	Filipino

The following are the names, ages, positions and citizenship of the incumbent officers and advisors of the Company:

Name	Age	Position	Citizenship
Gemma M. Santos	46	Corporate Secretary	Filipino

Maribeth C. Tolentino	43	Managing Director of C&P Homes	Filipino
Jeryll Luz Quismundo	44	Managing Director of Communities Philippines	Filipino
Mary Lee S. Sadiasa	39	Managing Director of Brittany, Horizontal Division	Filipino
Magdalena de Guzman	40	Managing Director of Brittany, Vertical Division	Filipino
Ma Leni D. Luya	40	Managing Director of Crown Asia division	Filipino

Benjamarie Therese N. Serrano, *President and Chief Executive Officer*. Ms. Serrano, 45, graduated from the University of Philippines with a degree of Bachelor of Arts in Economics and from the Asian Institute of Management with a degree of Master of Business Management. She is presently the President and Chief Executive Officer of the Registrant. She has been President of Brittany Corporation since 2004 up to the present. She was Chief Operating Officer of Crown Asia from 1995 to 2003 after holding various other positions in the MB Villar Group of Companies since 1991. She was also connected with the AFP Retirement and Separation Benefits System from 1985 to 1988.

Marcelino C. Mendoza, *Chief Financial Officer*. Mr. Mendoza, 53, is the Chief Operating Officer of MGS Corporation. He was President of C&P Homes, Inc. from 2001 to 2003, and Chief Operating Officer of Communities Philippines, Inc. from 1992 to 1995. He has a Masters Degree in Business Administration (Ateneo de Manila University) and a Certificate in Advance Course in Successful Communities from the Harvard University Graduate School of Design. Mr. Mendoza is a member of the Phi Kappa Phi International Honor Society. Well respected in the Philippine real estate industry, Mr. Mendoza has served as President and Chairman of the Board (1996 to 1998) and Board Adviser (1999 to present) of the Subdivision and Housing Developers Association (SHDA).

Manuel Paolo A. Villar, *Director and Head of Corporate Planning*. Mr. Villar, 31, graduated from the University of Pennsylvania, Philadelphia, USA with a Bachelor of Science in Economics and a Bachelor of Applied Science. He was a consultant for McKinsey & Co. in the United States from 1999 to 2001. He joined Crown Asia in 2001 as Head of Corporate Planning and currently serves as Chief Financial Officer of Brittany Corporation.

Cynthia J. Javarez, *Director and Treasurer*. Ms. Javarez, 44, graduated from the University of the East with a degree in Bachelor of Science in Business Administration major in Accounting. She is a Certified Public Accountant. She took a Management Development Program at the Asian Institute of Management. She is currently the Controller of the Registrant. She has been Chief Finance Officer of Polar Property Holdings Corp since 2005 up to the present and is currently Head of the Tax and Audit group after holding various other positions in the MB Villar Group of Companies since 1985.

Mark A. Villar, *Director*. Mr. Villar, 29, is currently the Chief Executive Officer of Homeplus Builder's Center and Family Shoppers. Mr. Villar earned his Degree in Bachelor of Science in Economics from the University of Pennsylvania.

Marilou O. Adea, *Independent Director*. Ms. Adea, 56, is currently the Court Appointed Rehabilitation Receiver of Anna-Lynns, Inc. and Manuela Corporation. Ms. Adea served previously as Project Director for Site Acquisition of Digital Telecommunications Phils. Inc. from 2000 to 2002, Executive Director for FBO Management Network, Inc. from 1989 to 2000 and BF Homes Inc. in Receivership from 1988 to 1994 and Vice President for Finance & Administration for L&H Resources Management Corporation from 1986 to 1988. Ms. Adea holds a Degree in Bachelor of Science in Business Administration Major in Marketing Management from the University of the Philippines.

Gemma M. Santos, *Corporate Secretary*. Born in Bulacan in April 1962, Ms. Santos graduated *cum laude* with the degree of Bachelor of Arts, Major in History from the University of the Philippines in 1981, and with the degree of Bachelor of Laws also from the University of the Philippines in 1985. She is a practicing lawyer and Senior Partner of Picazo Buyco Tan Fider & Santos Law Offices and Corporate Secretary of various Philippine companies including public companies C&P Homes, Inc.,

ATR KimEng Financial Corporation and eTelecare Global Solutions, Inc., and Assistant Corporate Secretary of public companies Metro Pacific Investments Corporation and Metro Pacific Corporation.

Maribeth C. Tolentino, *Managing Director, C & P Homes*. Ms. Tolentino, 43, is currently the President of C&P Homes, Inc. She is also the President of the following subsidiary corporations: Palmera Homes, Inc., Household Development Corporation, Eastridge Estates, Inc., and Ridgewood Estates, Inc. Ms. Tolentino was previously the General Manager of Golden Haven Memorial Park, Inc. from 1999 to 2005. She holds a Bachelor of Science degree in Business Administration Major in Accounting, Magna cum Laude, from the University of the East, Manila. Ms. Tolentino is a Certified Public Accountant.

Jerylle Luz C. Quismundo, *Managing Director, Communities Philippines*. Ms. Quismundo, 44, graduated cum laude from the University of the Philippines with a Masters in Business Administration and a Bachelor of Science in Business Economics. Ms. Quismundo is currently the President of the following companies: Crown Communities Holdings, Inc., Crown Communities (Pangasinan), Inc., Crown Communities (Pampanga), Inc., Crown Communities (Bulacan), Inc., Crown Communities (Balangas), Inc., Crown Communities (Iloilo), Inc., Crown Communities (Cebu), Inc., Crown Communities (Cagayan), Inc., Crown Communities (Davao), Inc. and Communities Cebu, Inc. From 2001 to 2003, Ms. Quismundo was the Chief Financial Officer of C&P Homes, Inc.

Mary Lee S. Sadiasa, *Managing Director, Brittany, Horizontal Division*. Ms. Sadiasa, 39, graduated from the De La Salle University with a Bachelor of Science in Applied Mathematics Minor in 1988. She has held various positions in the MB Villar Group of Companies from 1988 until she assumed the position of Division Head of Brittany Corporation since 2005.

Magdalena de Guzman, *Managing Director, Brittany, Vertical Division*. Ms. De Guzman, 40, graduated from the University of Sto. Thomas with a Bachelor of Arts in Behaviour Science. She had held various positions in C&P Homes, Inc. and Crown Asia Properties (North), Inc. from 2000 to 2006 and was appointed Division Head of Brittany (Vertical Division) in January 2007.

Ma Leni D. Luya, *Managing Director, Crown Asia*. Ms. Luya, 40, is a certified public accountant. She graduated from the University of the Philippines with a Bachelor of Science in Business Administration Major in Accounting. Ms. Luya has held various positions in the MB Villar Group of Companies from 1989 until she assumed the position of Division Head of Crown Asia Properties, Inc. in 2004.

All of the incumbent Directors named above, have one year term of office. All of the incumbent Directors named above have been nominated for re-election to the Board of Directors. Additionally, Mr. Ruben O. Fruto has been nominated as independent director.

The By-Laws of the Company conforms with SRC Rule 38, as amended. The Company has complied with the guidelines on the nomination and election of independent directors set forth in Rule 38 of the Amended Implementing Rules and Regulations of the Securities Regulation Code. The nominated independent directors, Ms. Marilou Adea and Mr. Ruben O. Fruto were duly nominated by a registered shareholder of the Company who is not a director, officer or substantial shareholder of the Company and who is not related to either of the said nominees.

Directors elected during the annual meeting of stockholders will hold office for one year until their successors are duly elected and qualified. A director who was elected to fill any vacancy holds office only for the unexpired term of his predecessor.

No Director has resigned or declined to stand for re-election to the Board of Directors since the date of the last annual stockholders' meeting due to disagreement with the Company on any matter relating to the Company's operations, policies or practices.

The Company has no other significant employee other than its Executive Officers.

Mr. Manuel Paolo A. Villar and Mr. Mark A. Villar, who are both directors of the Registrant, are siblings. Except for said relationship, none of the aforementioned Directors or Executive Officers is related to the others by consanguinity or affinity within the fourth civil degree.

Except as disclosed in the Annual Report of the Company (SEC Form 17-A) for the year ended December 31, 2007, the Company has not had any transaction during the last two (2) years in which any Director or Executive Officer or any of their immediate family members had a direct or indirect interest.

None of the aforementioned Directors or Executive Officers is or has been involved in any criminal or bankruptcy proceeding, or is or has been subject to any judgment of a competent court barring or otherwise limiting his involvement in any type of business, or has been found to have violated any securities laws during the past five (5) years and up to the latest date.

Compensation of Directors and Executive Officers

Executive Compensation

Vista Land was recently organized in February 2007 and as of December 31, 2007, it had not paid any executive compensation. The Company's executive officers currently receive and will continue to receive fixed salaries on a monthly basis from the respective subsidiaries or businesses of the Company that they manage.

Standard arrangements

Other than payment of reasonable per diem of ₱5,000 per non-executive director for every meeting, there are no standard arrangements pursuant to which directors of the Company are compensated, or are to be compensated, directly or indirectly by the Company's subsidiaries, for any services provided as a director for 2006 and 2007.

Other arrangements

There are no other arrangements pursuant to which any director of the Company was compensated, or is to be compensated, directly or indirectly by the Company's subsidiaries, during 2006 or 2007 for any service provided as a director.

Employment contract between the company and executive officers

There are no special employment contracts between Vista Land and the named executive officers.

Warrants and options held by the executive officers and directors

There are no outstanding warrants or options held by the Company's CEO, the named executive officers, and all officers and directors as a group.

Significant employee

While the Company values the contribution of each of its executive and non-executive employees, the Company believes there is no non-executive employee that the resignation or loss of whom would have a material adverse impact on the business of the Company. Other than standard employment contracts, there are no special arrangements with non-executive employees of the Company.

Independent Public Accountants

The auditing firm of SGV & Company is being recommended for election as external auditor for the current year.

Representatives of the said firm are expected to be present at the annual stockholders' meeting and will have the opportunity to make a statement if they desire to do so, and are expected to be available to respond to appropriate questions.

Since the incorporation of the Company in 2007, there was no instance where the Company's public accountants resigned or indicated that they decline to stand for re-election or were dismissed nor was there any instance where the Company had any disagreement with its public accountants on any accounting or financial disclosure issue.

The 2007 audit of the Company is in compliance with SEC Memorandum Circular No. 8, Series of 2003, which provides that the external auditor should be rotated, or the handling partner changed, every five (5) years or earlier.

OTHER MATTERS

Action with Respect to Reports

The following reports/minutes of meeting will be submitted for approval by the stockholders:

1. The President's Report and the Audited Financial Statements for the year 2007.

Other Proposed Actions

1. Ratification of all acts and resolutions of the Board of Directors and Management for the year 2007 as set forth in the minutes of the meetings of the Board of Directors held during the same period and in the disclosures that have been duly filed with the SEC and the PSE.
2. Election of the members of the Board of Directors, including the Independent Directors, for the ensuing calendar year.
3. Election of External Auditors.

Voting Procedures

Manner of voting

In all items for approval, except in the election of directors, each share of stock entitles its registered owner to one vote.

For the purpose of electing directors, a stockholder may vote such number of his shares for as many persons as there are directors to be elected or he may cumulate said shares and give one candidate as many votes as the number of directors to be elected multiplied by the number of his shares shall equal, or he may distribute them in the same principle among as many candidates as he shall see fit.

Unless required by law, or demanded by a stockholder present or represented at the meeting and entitled to vote thereat, voting need not be by ballot and will be done by show of hands.

Voting requirements

- (a) With respect to the election of directors, candidates who received the highest number of votes shall be declared elected.
- (b) With respect to the adoption of the Audited Financial Statements for the year ended 31 December 2007, as well as the approval or ratification of the other actions set forth under the heading "Other Proposed Actions" above, the vote of majority of the outstanding capital stock entitled to vote and represented in the meeting is required to approve such matters.

Method of counting votes

The Corporate Secretary will be responsible for counting votes based on the number of shares entitled to vote owned by the stockholders who are present or represented by proxies at the Annual Meeting of the stockholders.

UPON THE WRITTEN REQUEST OF A STOCKHOLDER, THE COMPANY UNDERTAKES TO FURNISH SAID STOCKHOLDER A COPY OF SEC FORM 17-A FREE OF CHARGE, EXCEPT FOR EXHIBITS ATTACHED THERETO WHICH SHALL BE CHARGED AT COST. ANY WRITTEN REQUEST FOR A COPY OF SEC FORM 17-A SHALL BE ADDRESSED AS FOLLOWS:

**Vista Land & Lifescapes, Inc.
Las Piñas Business Centre,
National Road, Talon, Las Piñas City,
Philippines**

Attention: Brian N. Edang



PART III

SIGNATURE PAGE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this report is true, complete and correct. This report is signed in the City of Makati on 6 May 2008