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**Part A General Company Information**Item I The exact name of the issuer and its predecessor (if any)

Issuer name: LC Luxuries Limited

Name change history:

- November 21, 2006 to January 29, 2010 – Makeup.com Limited
- July 14, 2003 (inception) to October 21, 2006 - Tora Technologies Inc.

Item II The address of the issuer's principal executive offices

LC Luxuries Limited  
Suite F - 3416 Via Lido,  
Newport Beach, California  
92663-3976  
Tel: (866) 347-5056

Item III The jurisdiction(s) and date of the issuer's incorporation or organization

Incorporation State: State of Nevada  
Incorporation date: July 14, 2003

**Part B Share Structure**Item IV The exact title and class of securities outstanding

LC Luxuries CUSIP: 52110E107  
Title of class: Common Stock  
Pink Sheets: LLUX

Item V Par or stated value and description of the security

Par value: \$0.001

Description: Each holder of record of common stock is entitled to 1 vote for each share held on all matters properly submitted to the stockholders for their vote. The Articles of Incorporation do not permit cumulative voting for the election of directors. Holders of common stock are entitled to such dividends as may be declared from time to time by the Board of Directors out of legally available funds. In the event of liquidation, dissolution or winding up of our affairs, holders are entitled to receive, ratably, the net assets available to stockholders after distribution is made to the preferred shareholders, if any. Holders of common stock have no preemptive, conversion or redemptive rights. If additional shares of our common stock are issued, the relative interests of then existing stockholders will be diluted.

Item VI The number of shares or total amount of the securities outstanding for each class of securities authorized

The following table presents the common stock information at the end of the recent quarter ended June 30, 2010, and years ended December 31, 2009 and December 31, 2008.

|   | Quarter ended June 30,<br>2010 | Year ended December<br>31, 2009 | Year ended December<br>31, 2008 |
|---|--------------------------------|---------------------------------|---------------------------------|
| Shares authorized                           | 200,000,000                    | 200,000,000                     | 200,000,000                     |
| Shares outstanding                          | 9,733,442                      | 9,733,442                       | 9,733,442                       |
| Public float                                | 1,473,403                      | 1,473,403                       | 1,473,403                       |
| Total number of beneficial<br>shareholders* | 13                             | 13                              | 13                              |
| Total shareholders on record*               | 15                             | 15                              | 16                              |

\*The information included has been obtained from a list of record shareholders provided to us by our stock transfer agent.

**Part C Business Information**Item VII The name and address of the transfer agent

Empire Stock Transfer,  
1859 Whitney Mesa Dr.,  
Henderson, Nevada, 89014.  
Phone: 702-818-5898

Empire Stock Transfer is registered with the U.S. Securities and Exchange Commission.

Item VIII The nature of the issuer's business

LC Luxuries Ltd. (formerly Makeup.com Ltd) was incorporated on July 14, 2003 in the state of Nevada as Tora Technologies Inc. and is based in Newport Beach, California. On October 20, 2006, LC Luxuries Ltd. acquired LV Luxuries Inc. (formerly Makeup Incorporated), a Nevada company incorporated on February 12, 2004. The Company was in the business of selling beauty products, such as makeup and perfume, on the internet through its website makeup.com. LV Luxuries Inc. wholly owned subsidiary Online Makeup Inc. (Online) was incorporated under the laws of the Province of British Columbia in Canada on September 17, 2004. Online was in the business of warehousing and managing our inventory until March 2007 when we moved our inventory to an independent fulfillment warehouse in the United States. Since March 2007, Online has been inactive and closed on January 1, 2009. As a result of the sale of domain names in January 2010, we are now seeking new business opportunities and effective February 1, 2010 are in the development stage. Our fiscal year end is December 31.

Item IX The nature of products or services offered

Not applicable to the current stage of operations.

Item X The nature and extent of the issuer's facilities

Our corporate office is located at 3416 Via Lido, Suite. F, Newport Beach, California, 92663-3976. We share this office space with other businesses and pay a small monthly rental fee. We do not have a rental contract and our

rental payments are made on a month to month basis. Until March 1, 2010, we fulfilled our on-line sales from an independent warehouse located in Sumner, Washington. The warehouse lease was terminated effective March 1, 2010.

#### Part D Management Structure and Financial Information

*Item XI The name of the chief executive officer, members of the board of directors, as well as control persons*

A. Officers and Directors

Name: **Robert E. Rook**

Position: Director, CEO and President

Business address: Suite F - 3416 Via Lido,  
Newport Beach, California  
92663-3976

Employment history: Mr. Rook was appointed as a director and as our Chief Executive Officer and President on October 20, 2006. Since 1998, Mr. Rook has been a financial consultant in west Texas and southern California. Prior to that Mr. Rook was the Executive Vice President and Senior Lender of Norwest Bank in El Paso, Texas from 1980 to 1997. Mr. Rook has also owned and operated several companies during his career. Mr. Rook has a Bachelor's degree in Finance from West Texas A & M University.

Compensation: \$Nil

Number of securities beneficially owned: 65,958

Name: **Munjit Johal**

Position: Director, CFO, Treasurer, and Corporate Secretary

Business address: Suite F - 3416 Via Lido,  
Newport Beach, California  
92663-3976

Employment history: Mr. Johal was appointed as a director and as our Chief Financial Officer on October 20, 2006. Mr. Johal has 28 years of broad experience in banking (former regulator), accounting, finance and management in the private and public sector. Mr. Johal worked primarily with troubled companies in turnaround situations. Since 1996, Mr. Johal has served as the Financial Officer of various companies simultaneously in both the public and private sector. From 1990 to 1995, Mr. Johal served as the Executive Vice President for Pacific Heritage Bank in Torrance, California. Mr. Johal earned his MBA degree from the University of San Francisco in 1980. He received his BS degree in History from the University of California, Los Angeles in 1978.

Compensation: \$Nil

Number of securities beneficially owned: None

Control person

Name: **Richard Jeffs**

Position: None

Business address: Flat 1, 49 Pont Street,  
London, England SW1X0DB  
United Kingdom

Employment history: Since February 1, 2004 to December 14, 2007, Mr. Jeffs has served as the President, Chief Financial Officer and Chief Executive Office of Brek Energy Corp., a publicly reporting (until December 14, 2007) oil and gas company. Since 1964, Mr. Jeffs is a self-employed contractor, developer, and investor.

Compensation: \$Nil

Number of securities beneficially owned: 6,692,352

**B. Legal/Disciplinary History**

Except as indicated herein, during the last five years, our directors, officers, and control person have not been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding were or are subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws. On April 24, 2007 the British Columbia Securities Commission issued an order prohibiting Mr. Jeffs from engaging in investor relations activities for a period of five years from the date of the order. As a result of this order, Mr. Jeffs cannot directly communicate with the investment community in British Columbia or promote the company in any way to investors residing or located in British Columbia until April 24, 2012.

**C. Disclosure of Family Relations**

There are no family relationships among Mr. Rook, Mr. Johal, and Mr. Jeffs.

**D. Disclosure of Related Party Transactions**

Since January 1, 2008, no director, executive officer, or holder of more than 5% of our common stock, or any immediate family of such director, executive officer, or security holder has had any direct or indirect material interest in any transaction or currently proposed transaction, in which we were or are to be a participant, that exceeded the lesser of (1) \$120,000 or (2) 1% of the average of our total assets at year-end for the last three completed fiscal years, except for the following:

(1) Indebtedness to Richard N. Jeffs:

On May 20, 2008 we issued to Mr. Richard N. Jeffs, a major stockholder, and entities controlled by Mr. Jeffs a total of 6,692,351 shares of our common stock in payment of loans having a total principal amount of \$2,714,202 and accrued interest of \$176,894. The loans were made to us by Mr. Jeffs or by entities controlled by Mr. Jeffs from time to time during the 2007 and 2008 fiscal years. Mr. Jeffs and entities controlled by him continue to loan us funds for our operations. As of

June 1, 2010 we owed Mr. Jeffs a total of \$808,816 in principle and \$80,406 in interest. The interest on these loans is calculated and compounded monthly at the rate of 7%.

(2) Indebtedness to Pilenga Limited:

On May 20, 2008 we issued to Pilenga Limited, a significant stockholder, a total of 799,524 shares of our common stock in payment of loans and accrued interest of \$345,394. As of June 1, 2010 we owed Pilenga Limited a total of \$3,722 in accrued interest on previously repaid loans.

Item XII Financial information for the issuer's most recent fiscal period

LC Luxuries Ltd. filed its interim management prepared financial statements for the quarter ended March 31, 2010 with Pink OTC Markets Inc. on June 22, 2010 and incorporates that filing herein by reference.

LC Luxuries Ltd. filed its consolidated financial statements for the years ended December 31, 2009 and 2008 with Pink OTC Markets Inc. on June 22, 2010 and incorporates that filing herein by reference.

Item XIII Similar financial information for such part of the two preceding fiscal years as the issuer or its predecessor has been in existence

LC Luxuries Ltd. filed its consolidated financial statements for the years ended December 31, 2008 and 2007 on Form 10-K with the Securities and Exchange Commission on April 1, 2009 and incorporates that information herein by reference. The information is included on the Securities and Exchange Commission website under the Company's former name, Makeup.com Ltd.

Item XIV Beneficial Owners.

The following table set forth certain information regarding beneficial ownership of our securities as of June 1, 2010 by each person who is known by us to own beneficially more than 5% of the outstanding shares of each class of our voting securities:

| Title of Class | Name and Address of Beneficial Owner   | Amount of Beneficial Owner | Percent of Class |
|----------------|--|----------------------------|------------------|
| Common Stock   | Richard N. Jeffs<br>Flat 1, 49 Pont Street<br>London, UK SW1X0BD   | 6,692,352 <sup>(1)</sup>   | 69%              |
| Common Stock   | Pilenga Limited<br>c/o Portcullis TrustNet (BVI) Limited<br>TrustNet Chambers<br>P.O. Box 3444<br>Road Town, Tortola<br>British Virgin Islands | 799,524 <sup>(2)</sup>     | 8%               |

Note: The information included has been obtained from a list of record shareholders provided to us by our stock transfer agent. We have not independently verified the information with the shareholders, who may beneficially own additional shares of common stock.

(1) Of the shares attributed to Mr. Jeffs, 5,831,349 shares are owned by him and 861,003 shares are owned by Undershot Overseas Limited, an entity controlled by Mr. Jeffs. As of June 1, 2010, we also owe Mr. Jeffs \$889,222 in principle and accrued interest on convertible promissory notes. The notes can be converted into shares at 20% discount to the closing market price.

(2) In addition to 799,524 shares owned by Pilenga Limited (Pilenga), we owe Pilenga \$3,722 in unpaid interest on convertible promissory notes that can be converted into shares at 20% discount to the closing market price.

*Item XV The name, address, telephone number, and email address of each of the following outside providers that advise the issuer on matters relating to the operations, business development and disclosure*

A. Investment Banker

None

B. Promoter

None

C. Counsel

Mary Ann Sapone  
Attorney at Law  
Richardson & Patel LLP  
Murdock Plaza  
10900 Wilshire Boulevard, Suite 500  
Los Angeles, California 90024  
Tel: (310) 208-1182  
Direct: (707) 937-2059  
Fax: (310) 208-1154  
msapone@richardsonpatel.com  
<http://www.richardsonpatel.com>

D. Accountant or Auditor

David Goertz, CA, CPA  
Dale Matheson Carr-Hilton Labonte  
Chartered Accountants  
Tel: (604) 408-8104  
Fax: (604) 687-4216  
dgoertz@dmcl.ca  
<http://dmcl.ca/>

E. Public Relations Consultant(s)

None

F. Investor Relations Consultant

None

**G. Other advisers**

John Da Costa  
DaCosta Management Corp.  
610-1100 Melville Street,  
Vancouver, British Columbia V6E 4A6  
(604) 648-0528 (Tel)  
(604) 682-6509 (Fax)  
john@dacostacorp.com

DaCosta Management Corp. provides bookkeeping and accounting services to LC Luxuries Ltd.

**Item XVI Management's Discussion and Analysis or Plan of Operation**

Not applicable to the current information form.

**Part E Issuance History****Item XVII List of securities offerings and shares issued for services in the past two years**

During the preceding two years beginning on July 1, 2010, we have not issued any securities.

**Part F Exhibits****Item XVIII Material Contracts**

On January 27, 2010, we entered into a material domain name purchase agreement with a confidential buyer. Under the Agreement, in exchange for certain fees, we sold our revenue generating domain name, makeup.com, along with certain intellectual property rights.

**Item XIX Articles of Incorporation and Bylaws**

Filed as an exhibit to the issuer's Form SB-2 registration statement filed with the Securities and Exchange Commission on March 5, 2004 and incorporated herein by reference. A copy of the Amendment to our Articles of Incorporation changing the name of the corporation to LC Luxuries Ltd. is attached hereto.

**Item XX Purchases of Equity Securities by the Issuer and Affiliated Purchasers**

Since inception, the Company or affiliated purchasers have not repurchased any shares of LC Luxuries Ltd. common stock.

Item XXI Issuer's Certifications

I, Robert E. Rook, certify that:

1. I have reviewed this current information disclosure statement of LC Luxuries Limited;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: July 13, 2010

*/s/Robert E. Rook*

President and CEO

I, Munjit Johal, certify that:

1. I have reviewed this current information disclosure statement of LC Luxuries Limited;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: July 13, 2010

*/s/Munjit Johal*

CFO



ROSS MILLER  
 Secretary of State  
 204 North Carson Street, Suite 1  
 Carson City, Nevada 89701-4520  
 (775) 684-5708  
 Website: www.nvsos.gov



\*090201\*

**Certificate of Amendment**  
 (PURSUANT TO NRS 78.385 AND 78.390)

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

**Certificate of Amendment to Articles of Incorporation**  
**For Nevada Profit Corporations**  
 (Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)

1. Name of corporation:

Makeup.com Limited

2. The articles have been amended as follows: (provide article numbers, if available)

Article 1 is amended to state:

The name of the corporation is LC Luxuries Limited.

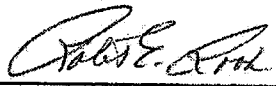
3. The vote by which the stockholders holding shares in the corporation entitling them to exercise a least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation\* have voted in favor of the amendment is:

59.91%

4. Effective date of filing: (optional)

(must not be later than 90 days after the certificate is filed)

5. Signature: (required)

X 

Signature of Officer

\*If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless to limitations or restrictions on the voting power thereof.

**IMPORTANT:** Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

*This form must be accompanied by appropriate fees.*

Nevada Secretary of State Amend Profit-After  
 Revised: 3-6-09

DEAN HELLER  
Secretary of State  
224 North Carson Street, Suite 1  
Carson City, Nevada 89701-4299  
(775) 687-4299  
Toll-free: 1-800-752-2242

Entity #  
C16604-2003  
Document Number  
20060734260-30

Date Filed:  
11/15/2006 2:45:51 PM  
In the office of

*Dean Heller*  
Dean Heller  
Secretary of State

**Certificate of Amendment**  
(NRS 78.285 and 78.390)

MORE SPACE FOR OFFICE USE ONLY

**Certificate of Amendment to Articles of Incorporation  
For Nevada Profit Corporations**

(Pursuant to NRS 78.285 and 78.390 - After Issuance of Stock)

1. Name of corporation:  
Tera Technologies Inc.

2. The articles have been amended as follows (provide article numbers, if available):

Article First. The name of the corporation is Makeup.com Limited.

Article Fourth. The total number of common stock authorized that may be issued by the Corporation is 200,000,000 shares of common stock with a par value of \$0.001 per share. No other class of stock is authorized. The shares of common stock may be issued by the Corporation from time to time for such considerations as may be fixed by the Board of Directors.

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is: 60.1%

4. Effective date of filing (optional): 11/21/06

5. Officer Signature (required):

*Robert C. Cook, President*

If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless of limitations or restrictions on the voting power thereof.

**IMPORTANT:** Failure to include any of the above information and submit the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.