

# Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

## Change in Control and Other Material Events

### INTERNATIONAL LUXURY PRODUCTS, INC.,

a Nevada Corporation  
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SIC Code 7371 – Custom Computer Programming Services

Trading Symbol: ILXP

Date of Report: February 6, 2026

Date of Earliest Reported Event: February 4, 2026

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#### 1. Description of event(s) and relevant date(s) resulting in the Change in Control<sup>1</sup>

##### Affiliate Stock Purchase Agreement

On February 4, 2026, Andrew Gaudet (the “Seller”), entered into a privately negotiated Affiliate Stock Purchase Agreement (the “Agreement”) with Ricardo Enrique Silva Canelon (the “Purchaser”).

Pursuant to the Agreement, Seller sold and transferred to Purchaser the following equity securities of the Company:

- 100% of the issued and outstanding shares of the Company’s Series B Preferred Stock, which carries voting control of the Company, for aggregate consideration of \$5,000; and
- 81,000,000 shares of the Company’s common stock for aggregate consideration of \$8,100.

The aggregate consideration paid by Purchaser to Seller in connection with the transaction was \$13,100, paid in cash directly by the Purchaser to the Seller.

As a result of the foregoing transaction, Ricardo Enrique Silva Canelon acquired voting and beneficial control of the Company through the acquisition of a majority of the Company’s outstanding common stock, together with ownership of all issued and outstanding shares of the Company’s Series B Preferred Stock. Mr. Canelon beneficially owns approximately 75.22% of the Company’s issued and outstanding common stock, based on the number of shares outstanding as of the closing date.

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<sup>1</sup> A “Change in Control” shall mean any events resulting in:

- Any “person” (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the “beneficial owner” (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company’s then outstanding voting securities;
- The consummation of the sale or disposition by the Company of all or substantially all of the Company’s assets;
- A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
- The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

The transaction was a private secondary transaction between individuals. The Company was not a party to the Agreement and did not issue any securities in connection with the change of control.

**2. The name(s) of person(s) who acquired control and person(s) from whom control was assumed. For corporations or other business entities, please provide the name(s) of person(s) beneficially owning or controlling such corporations or entities.<sup>2</sup>**

**Person from whom control was assumed:** Andrew Gaudet - *Mr. Gaudet remains as the Company's Chief Operating Officer and as a Member of the Company's Board of Directors.*

**Person who acquired control:** Ricardo Enrique Silva Canelon

## **Resignation and Appointment**

### **Resignations**

Effective upon the closing of the change of control transaction:

- Tejas Bansilal Parikh resigned from all positions with the Company, including Chief Executive Officer, President, Chief Financial Officer, Treasurer, Secretary, Director, and Chairman of the Board. His resignation was not the result of any disagreement with the Company on any matter relating to its operations, policies, or practices.
- Sokratis Sokratous resigned from his position as a member of the Board of Directors.
- Gabriela Antoniou resigned from her position as a member of the Board of Directors.

### **Appointments**

Effective upon the closing of the change of control transaction, Ricardo Enrique Silva Canelon was appointed to serve as:

- Chief Executive Officer
- President
- Chief Financial Officer
- Treasurer
- Secretary
- Chairman of the Board of Directors

Mr. Canelon accepted each such appointment effective as of the closing date.

The biography of Mr. Canelon:

### **RICARDO ENRIQUE SILVA CANELON**

Mr. Silva Canelon, age 34, has over ten years of experience in project management, operations, finance, and business development, with a professional background spanning technology services, financial services, logistics, and enterprise systems implementation.

Since October 2022, Mr. Silva Canelon has served as a Senior Project Manager with Capgemini Engineering, where he has been responsible for managing enterprise technology and infrastructure projects for multinational clients. His responsibilities include project planning and execution, coordination of cross-functional teams, oversight of cloud and infrastructure initiatives, and engagement with client stakeholders across multiple industries.

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<sup>2</sup> See, Securities Exchange Act Rule 13d-3 for determination of "beneficial owner."

From December 2019 to May 2022, Mr. Silva Canelon served as Senior Project Manager – Latin America at Equipnet, Inc., where he managed regional software implementation projects, operational planning initiatives, and business development activities. His role included coordinating internal teams, managing customer relationships, and supporting operational projects across Latin America and Europe.

From June 2016 to January 2019, Mr. Silva Canelon was employed by Seaboard de Colombia S.A., an affiliate of Seaboard Marine Ltd., where he served as Senior Inside Sales Account Specialist – LATAM Projects. In this role, he was responsible for project coordination, account management, contract administration, and customer support for regional commercial accounts.

## **Education**

Mr. Silva Canelon holds a degree in Public and Institutional Relations with a concentration in finance, business, and economics from Universidad Argentina de la Empresa (UADE). He has completed additional professional coursework in project management and finance, including Entrepreneurship in Emerging Economies coursework through Harvard Business School.

### **3. A description of assets acquired or disposed of in connection with the Change in Control and the names of the purchaser and seller of such assets (if applicable).**

The change of control was effected through a transfer of equity securities and did not involve the acquisition or disposition of assets by the Company in connection with the control transaction.

A separate asset acquisition transaction is described below.

### **4. Amount and form (e.g., cash, equity securities, promissory note) of consideration paid in connection with the Change in Control.**

In connection with the change of control, Purchaser paid Seller an aggregate of \$13,100 in cash for the equity securities described above.

No consideration was paid by the Company, and no securities were issued by the Company, in connection with the change of control.

### **5. Description of any material agreements or other events related to the change in control**

#### **Asset Purchase Agreement**

On February 5, 2026, the Company entered into an Asset Purchase Agreement with Francisco Antonio Sbert Mousko, an individual (the “Seller”), pursuant to which the Company acquired certain tangible and intangible assets intended to support the Company’s planned operational development, including equipment, technology assets, and operational land-use interests .

As consideration for the asset acquisition, the Company issued 1,000,000 shares of its Series A Preferred Stock, with a stated value of \$1.00 per share, subject to applicable transfer restrictions, including an eighteen (18) month holding period.

The Series A Preferred Stock issued in connection with the asset acquisition:

- is non-voting;
- does not confer control or influence over the Company; and
- did not result in a change of control of the Company.

The asset acquisition transaction was approved by the Company’s Board of Directors and was separate from the change of control transaction described above.

## CERTIFICATION

I, Ricardo Enrique Silva Canelon, certify that I have reviewed this Disclosure Statement and that it is true and correct to the best of my knowledge and belief.

/s/ Ricardo Enrique Silva Canelon

**Ricardo Enrique Silva Canelon**

Chief Executive Officer

Date: February 6, 2026