

BlockChain Loyalty Corp.
(Legally existing as Belle Bonica Luxe Corp.)

Entry into a Material Definitive Agreement

December 28, 2023

(Date of Report)

(BELLE BONICA LUXE CORP.)

(Exact Name of Registrant as Specified in its Charter)

4320 S. Corbett Ave. – Suite 214, Portland, OR 97239

(Address of principle executive offices)

(514) 434-2640

(Registrant's telephone number, including area code)

Belle Bonica Luxe Corp., Trading as BlockChain Loyalty Corp. (BBLC) Announces Agreement to Protect the Assets of True + Luscious, Inc.

As previously disclosed as a subsequent event in its September 30, 2023 Quarterly Disclosure Statement, on October 18, 2023, the Company formed Belle Bonica Luxe Corp in Wyoming with the intent of merging the existing Delaware corporation with the new Wyoming corporation, with the Wyoming corporation becoming the surviving entity. On the same date the Company formed True + Luscious, Inc. ("T + L") in Wyoming as a 100% owned subsidiary to handle the operations for the purchased branded assets of True + Luscious.

Effective December 22nd, 2023 a Definitive Asset Transfer Agreement was entered into between True + Luscious (the "Transferor"), and Blue Crown Group Inc. ("the Transferee"), an independent company unrelated to T + L. Under the terms of the agreement, the Transferor as the owner of the name, logo, intellectual property, trademarks, beauty products, formulations, trade secrets, customer lists, inventory and other assets of the brand name True + Luscious ("the Assets") agreed to transfer to Blue Crown Group Inc. ("the Transferee"), an independent third party, for the sum of \$100.00, all rights, title, and interest of the Transferor in and to the assets and their ongoing use for the Transferee's sole use, enjoyment, and benefit.

As part of the agreement, the Transferee agreed to grant back to the Transferor through exclusive license only, and effective immediately, the full use of the assets detailed above, allowing the Transferor to continue with their current operations as a cosmetic brand offering clean beauty products to consumers. The Transferee shall then have no right, title to or interest in the inventory or actual revenues or profits of the Transferor, or any participation in the management of its actual business operations. The reason for this transaction is that True + Luscious is a valuable asset of BlockChain Loyalty Corp./Belle Bonica Luxe Corp. (BBLC), which BBLC wishes to adequately protect for its future growth plans.

Under the terms of the agreement the Transferor and Transferee further agreed that the Transferor shall have the exclusive right, at its sole discretion, to terminate this agreement at any time in the future for any reason whatsoever, upon giving the Transferee 10 days-notice and paying the Transferee \$1,000.00 USD as consideration for such termination. At that time, Transferee shall voluntarily surrender and terminate any and all rights which it has acquired under this agreement as if it had never taken place initially.

Luscious Group LLC., DBA True + Luscious, was founded in 2018 by a beauty industry veteran. True + Luscious is a makeup/skincare brand with established traction in the clean beauty niche. All products are Clean, 100% Vegan, with Sustainable Packaging.

This information disclosure may contain forward-looking statements covered within the meaning of the Private Securities Litigation Act of 1995. These forward-looking statements relate to, among other things, plans and timing for the introduction or enhancement of our services and products, statements about future market conditions, supply and demand conditions, and other expectations, intentions and plans contained in this press release that are not historical fact and involve risks and uncertainties. Our expectations regarding future revenues depend upon our ability to develop and supply products and services that we may not produce today and that meet defined specifications. When used in this press release, the words "plan," "expect," "believe," and similar expressions generally identify forward-looking statements. These statements reflect our current expectations. They are subject to a number of risks and uncertainties, including, but not limited to, changes in technology and changes in pervasive markets. This release includes forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 27E of the Securities Act of 1934. Statements contained in this release that are not historical facts may be deemed to be forward-looking statements. Investors are cautioned that forward-looking statements are inherently uncertain. Actual performance and results may differ materially from that projected or suggested herein due to certain risks and uncertainties including, without limitation, ability to obtain financing and regulatory and shareholder approval for anticipated actions.

SIGNATURES:

The Company has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

Dated: December 28, 2023

BLOCKCHAIN LOYALTY CORP.

By: /s/ Joel DeBellefeuille

Joel DeBellefeuille

CEO