WORLDWIDE STRATEGIES INC

FORM 10-Q
(Quarterly Report)

Filed 03/15/13 for the Period Ending 01/31/13

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q

(Mark One)
☒ QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the quarterly period ended **January 31, 2013**

☐ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the transition period from ________________ to _______________

Commission file number: **000-52362**

Worldwide Strategies Incorporated

(Exact name of registrant as specified in its charter)

Nevada	**41-0946897**
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
3801 East Florida Avenue, Suite 400, Denver, Colorado	**80210**
(Address of principal executive offices)	(Zip Code)

(303) 991-5887
(Registrant's telephone number, including area code)

Not applicable
(Former name, former address and former fiscal year, if changed since last report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.
Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes ☒ No ☐

See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer ☐	Accelerated filer ☐
Non-accelerated filer ☐	Smaller reporting company ☒

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ☒ No ☐

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date: **As of March 1, 2013 – 18,412,734 shares of common stock**

WORLDWIDE STRATEGIES INCORPORATED

FORM 10-Q
FOR THE FISCAL QUARTER ENDED
January 31, 2013

INDEX

WORLDWIDE STRATEGIES INCORPORATED
(A Development Stage Company)
Consolidated Condensed Balance Sheets

		January 31, 2013 unaudited		July 31, 2012 audited
Assets				
Current Assets:				
Cash	$	370	$	4,710
Prepaid expenses		1,253		3,738
Total current assets		1,623		8,447
Office equipment, net of accumulated depreciation of $22,623		—		-
Deposits		150		150
Total assets	$	1,773	$	8,597
Liabilities and Shareholders' Deficit				
Current Liabilities:				
Accounts and notes payable:				
Accounts payable	$	78,921	$	80,464
Accounts payable, related party(Note 2)		3,900		3,900
Accrued compensation(Note 3)		410,625		410,625
Accrued liabilities		21,525		15,597
Accrued liabilities, related party (Note 4)		109,855		100,523
Notes payable (Note 5)		195,661		171,161
Total current liabilities		820,486		782,269
Shareholders' deficit (Note 6):				
Preferred stock, $.001 par value; 25,000,000 shares authorized, 1,491,743 shares issued and outstanding		1,492		1,492
Common stock, $.001 par value, 33,333,333 shares authorized 18,025,234 and 16,870,234 shares issued and outstanding respectively.		18,026		16,871
Additional paid-in capital		6,910,265		6,884,345
Deficit accumulated during development stage		(7,748,496)		(7,676,380)
Total shareholders' deficit		(818,713)		(773,672)
Total liabilities and shareholders' deficit	$	1,773	$	8,597

See accompanying notes to consolidated condensed financial statements

WORLDWIDE STRATEGIES INCORPORATED
(A Development Stage Company)
Consolidated Condensed Statement of Operations
(Unaudited)

	Six Months Ended January 31,		Three Months Ended January 31,		March 1, 2005 (Inception) Through January 31,
	2013	2012	2013	2012	2013
Sales	$ —	$ —	$ —	$ —	$ 34,518
Cost of sales	—	—	—	—	30,568
	—	—	—	—	3,950
Operating expenses:					
Salaries, benefits and payroll taxes	—	—	—	—	1,108,375
Stock based compensation	7,000	42,000	—	—	3,469,703
Professional and consulting fees	37,630	53,929	12,880	30,793	1,076,170
Travel	7,231	21,861	—	8,895	317,561
Contract labor	—	—	—	—	558,000
Insurance	—	—	—	—	253,506
Depreciation	—	—	—	—	140,278
Loss on failed acquisition	—	—	—	—	181,016
Other general and administrative expenses	2,836	720	455	225	218,791
Total operating expenses	54,697	118,510	13,335	39,913	7,323,400
Loss from operations	(54,697)	(118,510)	(13,335)	(39,913)	(7,319,450)
Other expense:					
Interest expense	(17,419)	(98,044)	(8,450)	(44,866)	(429,045)
Loss before income taxes	(72,116)	(216,554)	(21,785)	(84,779)	(7,748,496)
Income tax provision (Note 7)	—	—	—	—	—
Net loss	$ (72,116)	$ (216,554)	$ (21,785)	$ (84,779)	$ (7,748,496)
Basic and diluted loss per share	$ (0.003)	$ (0.009)	$ (0.001)	$ (0.003)	
Basic and diluted weighted average common shares outstanding	27,015,720	24,376,926	27,289,049	24,699,957	

See accompanying notes to consolidated condensed financial statements

WORLDWIDE STRATEGIES INCORPORATED
(A Development Stage Company)
Consolidated Condensed Statement of Changes in Shareholders' Deficit
(Unaudited)

	Preferred Stock		Common Stock		Additional Paid-In	Deficit Accumulated During Development	
	Shares	Par Value	Shares	Par Value	Capital	Stage	Total
Balance at July 31, 2012	1,491,743	$ 1,492	16,870,234	$ 16,871	$ 6,884,345	$ (7,676,380)	$ (773,672)
Common stock issued in exchange for interest			620,000	620	7,905		8,525
Common stock issued in exchange for CFO compensation			150,000	150	1,350		1,500
Common stock issued for consulting services			385,000	385	11,165		11,550
Options issued in exchange for board member services			—	—	4,000		4,000
Options issued in exchange for CFO compensation			—	—	1,500		1,500
Net loss						(72,116)	(72,116)
Balance at January 31, 2013	1,491,743	$ 1,492	18,025,234	$ 18,026	$ 6,910,265	$ (7,748,496)	$ (818,713)

See accompanying notes to consolidated condensed financial statements

WORLDWIDE STRATEGIES INCORPORATED
(A Development Stage Company)
Consolidated Condensed Statement of Cash Flows
(Unaudited)

	For the Six Months Ended January 31, 2013	For the Six Months Ended January 31, 2012	March 1, 2005 (Inception) Through January 31, 2013
Cash flows from operating activities:			
Net loss	$ (72,116)	$ (216,554)	$ (7,748,496)
Adjustments to reconcile net loss to net cash used in operating activities:			
Depreciation	—	—	140,278
Loss on failed acquisition	—	—	150,000
Stock based compensation (Notes 4 and 5)	7,000	42,000	3,469,703
Consulting expense paid in common stock	11,550	15,200	136,550
Consulting expenses paid in perferred stock	—	—	7,500
Expenses paid with capital contribution	—	—	93,042
Interest expense paid in common stock(Note 5)	8,525	83,313	330,957
Interest expense paid in preferred stock(Note 4 and 5)	—	—	4,745
Interest expense capitalized as principal	—	260	54,293
Net liabilities acquired in Barnett recapitalization	—	—	49
Changes in current assets and liabilities:			
Receivables, prepaid expenses and other current assets	2,485	10,463	(51,500)
Accounts payable	(1,543)	13,289	82,820
Accrued liabilities	15,260	21,859	1,101,427
Net cash used in operating activities	(28,839)	(30,170)	(2,228,631)
Cash flows from investing activities:		`	
Cash acquired in Centric acquisition	—	—	6
Purchases of equipment	—	—	(23,612)
Deposit paid on Cascade acquisition	—	—	(100,000)
Net cash used in investing activities	—	—	(123,606)
Cash flows from financing activities:			
Proceeds from sale of preferred stock	—	—	9,600
Proceeds from sale of common stock	—	—	1,587,706
Deposit on proposed acquisition	—	—	77,240
Payments for offering costs	—	—	(150,339)
Proceeds from notes payable, related party	2,000	20,173	301,475
Proceeds from notes payable	22,500	40,087	568,971
Payment of notes payable	—	(30,000)	(42,045)
Net cash provided by financing activities	24,500	30,260	2,352,608
Net change in cash.	(4,339)	90	371
Cash, beginning of period	4,710	166	—
Cash, end of period	$ 370	$ 256	$ 371
Supplemental disclosure of cash flow information:			
Cash paid during the period for:			
Income taxes	$ —	$ —	$ —
Interest	$ —	$ —	$ 7,518
Non-cash investing/financing activities			
Preferred stock issued to repay notes	$ —	$ —	$ 652,274
Common stock issued to repay loan	$ —	$ —	$ 75,000

Common stock issued to acquire Centric	$ —	$ —	$ 41,673
Offering costs exchanged for stock	$ —	$ —	$ 6,500

See accompanying notes to consolidated condensed financial statements

(1) Organization and Basis of Presentation

Worldwide Strategies Incorporated (the "Company") was originally incorporated in the state of Nevada on April 6, 1998. On March 1, 2005, Worldwide Business Solutions Incorporated ("WBSI") was incorporated in the State of Colorado. On July 8, 2005, the Company acquired all the shares of WBSI for 76.8% of the Company's outstanding stock. The acquisition of WBSI has been accounted for as a recapitalization of WBSI. Therefore the historical information prior to the date of recapitalization is the financial information of WBSI.

The Company is in the development stage in accordance with Statement of Financial Accounting Standards ("SFAS") No. 7, " *Accounting and Reporting by Development Stage Enterprises* ." As of January 31, 2013, the Company has devoted substantially all of its efforts to financial planning, raising capital and developing markets.

Interim financial data presented herein are unaudited. The unaudited interim financial information presented herein has been prepared by the Company in accordance with the accounting policies in its audited financial statements for the period ended July 31, 2012, included in its annual report on Form 10-K, and should be read in conjunction with the notes thereto.

In the opinion of management, all adjustments (consisting only of normal recurring adjustments) which are necessary to provide a fair presentation of operating results for the interim period presented have been made. The results of operations for the periods presented are not necessarily indicative of the results to be expected for the year.

Going Concern

The accompanying consolidated financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America, assuming the Company will continue as a going concern, which contemplates the realization of assets and satisfaction of liabilities in the normal course of business. At January 31, 2013, the Company had a working capital deficiency of $818,863, net losses of $21,785 and $72,116 for the three-month and six-month periods ended January 31, 2013 and an accumulated deficit of $7,748,496 since inception. These matters, among others, raise substantial doubt about its ability to continue as a going concern.

In view of the matters described above, recoverability of a major portion of the recorded asset amounts shown in the accompanying balance sheet is dependent upon the Company's ability to generate sufficient sales volume to cover its operating expenses and to raise sufficient capital to meet its payment obligations. Historically, management has been able to raise additional capital. In December 2012, the Company issued convertible promissory notes, in exchange for $2,000.

The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts, or amounts and classification of liabilities that might be necessary should the Company be unable to continue in existence.

New Accounting Pronouncements

In January 2010, the FASB issued ASU 2010-06, "Improving Disclosures about Fair Value measurements," which amends ASC 820, "Fair Value Measures and Disclosures." ASU 2010-06 requires disclosure of transfers into and out of Level 1 and Level 2 fair value measurements, and also requires more detailed disclosure about the activity within Level 3 fair value measurements. The changes to the ASC as a result of this update are effective for annual and interim reporting periods beginning after December 15, 2009, except for requirements related to Level 3 disclosures, which are effective for annual and interim reporting periods beginning after December 15, 2010. This guidance requires new disclosures only, and had no impact on our financial statements. In February 2010, the FASB issued ASU 2010-09, "Subsequent Events (Topic 855)." This update provides amendments to Subtopic 855-10-50-4 and related guidance within U.S. GAAP to clarify that an SEC registrant is not required to disclose the date through which subsequent events have been evaluated. This change alleviates potential conflicts between Subtopic 855-10 and the SEC's requirements. The Company has adopted this standard and it had no impact on this financial statements.

In December 2010, the FASB issued ASU 2010-29, which contains updated accounting guidance to clarify the acquisition date that should be used for reporting pro forma financial information when comparative financial statements are issued. This update requires that a company should disclose revenue and earnings of the combined entity as though the business combination(s) that occurred during the current year had occurred as of the beginning of the comparable prior annual reporting period only. This update also requires disclosure of the nature and amount of material, nonrecurring pro forma adjustments. The provisions of this update, which are to be applied prospectively, are effective for business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after December 15, 2010, with early adoption permitted. The impact of this update on the Company's financial statements will depend on the size and nature of future business combinations.

(2) Accounts payable related parties

At January 31, 2013, the Company was indebted to an officer for expenses incurred on behalf of the Company totaling $3,900.

(3) Accrued compensation

The Company accrued compensation for the CEO and the prior CFO through July 31, 2011. The accrued compensation, totaling $410,625, will only be paid if the Company successfully obtains sufficient financing to fund its plan of operation.

(4) Related party transactions

Accrued liabilities

The accrual, totaling $109,855, includes $108,894 of unreimbursed expenses paid by the CEO in prior periods that will be repaid when the Company has sufficient working capital and $961 representing accrued interest on notes payable, including amounts accrued in prior periods, to related parties.

Notes payable

During the three-month period ending January 31, 2013, the Company issued two promissory notes to two related parties totaling $2,000. As of January 31, 2013, the Company had outstanding convertible promissory notes to four related parties totaling $11,173. The notes bear interest at 10% and the principal and accrued interest is convertible into common shares, with $4,173 convertible at $.07 per share, $5,000 convertible at $.04 per share and $2,000 convertible at $.01 per share upon the election of the holder. Interest expense for these notes was accrued in the amount of $252 for the three-month period ended January 31, 2013.

(5) Notes payable

During the period ending January 31, 2013 the Company did not issue promissory notes to unrelated parties.

(6) Shareholders' Deficit

Preferred stock

The Company is authorized to issue 25,000,000 shares of $0.001 par value preferred stock. The Company's Board of Directors may divide and issue the preferred shares in series. Each Series, when issued, shall be designated to distinguish them from the shares of all other series. The relative rights and preferences of these series include preference of dividends, redemption terms and conditions, amount payable upon shares of voluntary or involuntary liquidation, terms and condition of conversion as well as voting powers.

Effective December 15, 2008, the Company established a series of 5,000,000 shares of preferred stock to be known as "Series A Convertible Preferred Stock" ("Series A"). The shares of Series A have a par value of $0.001 per share. Shares of Series A may be redeemed, for $0.50 per share, at the Company's option. Each share of Series A may be converted into 6.25 shares of common stock, at the option of the holder.

Shares of Series A will participate in dividends paid, in cash or other property, to holders of outstanding common stock. In the event the Company declares and pays a dividend to common stockholders, five percent (5%) of the value of such dividend shall be paid to the holders of outstanding Series A shares. After payment of the 5% preference, each outstanding Series A share will participate in the distribution of the remaining 95% of the dividend with the holders of common stock, as if each outstanding Series A share were one share of common stock. Any dividend payable to holders of Series A shares will have the same record and payment date and terms as the dividend payable on the common stock.

Holders of Series A shares shall be entitled to vote together with the holders of the common stock as a single class, upon all matters submitted to holders of common stock for a vote. Shares of Series A will vote that number of votes equal to the number of shares of common stock issuable upon conversion of one share of Series A, as adjusted from time-to time.

Whenever holders of Series A are required or permitted to take any action by separate class or series, such action may be taken without a meeting by written consent, setting forth the action so taken and signed by the holders of the outstanding Series A shares having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted.

Common stock

In December 2012, the Company issued 116,250 shares of the Company's common stock in exchange for interest and an extension of due date from November 22, 2012 to January 10, 2013 on a note payable. The shares, which were issued at $0.04 as per the note payable agreement, were valued at $0.03 per share based on the fair value of the shares when they were issued. This amount ($3,488) will be reflected in the accompanying financial statements as interest over the term of the note extension.

In December 2012, the Company issued 35,000 shares of the Company's common stock to two individuals in exchange for services valued at $1,050. The shares were valued based on the fair value on the date of grant, $.03 per share, and are reflected in the accompanying financial statements as professional and consulting fees.

Stock Options and Warrants

Following is a schedule of changes in common stock options and warrants from July 31, 2012 through January 31, 2013:

	Awards Outstanding		Exercise Price Per Share	Weighted Average Exercise Price Per Share	Weighted Average Remaining Contractual Life
	Total	Exercisable			
Outstanding at July 31, 2012	3,508,328	3,508,328	$0.015-$0.24	$0.16	1.32 Years
Granted	550,000	550,000	$0.01	$0.01	6.57 Years
Exercised	—	—	—	—	—
Cancelled/Expired	—	—	—	—	—
Outstanding at January 31, 2013	4,058,328	4,058,328	$0.01-$0.24	$0.14	2.03 Years

The following changes occurred in outstanding options and warrants during the period from July 31, 2012 through January 31, 2013:

	Options	Warrants	Awards
Outstanding at July 31, 2012	3,508,328	—	3,508,328
Granted	550,000	—	550,000
Exercised	—	—	—
Cancelled/Expired	—	—	—
Outstanding at January 31, 2013	4,058,328	—	4,058,328

(7) Income Taxes

The Company records its income taxes in accordance with SFAS No. 109, " *Accounting for Income Taxes* ." The Company incurred net operating losses during all periods presented resulting in a deferred tax asset, which was fully allowed for; therefore, the net benefits and expense resulted in $0 income taxes.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

General

The following discussion and analysis should be read in conjunction with our financial statements and related footnotes for the year ended July 31, 2012 included in our Annual Report on Form 10-K. The discussion of results, causes and trends should not be construed to imply any conclusion that such results or trends will necessarily continue in the future.

Overview

On July 8, 2005, pursuant to a Share Exchange Agreement with Worldwide Business Solutions Incorporated, a Colorado corporation ("WBSI"), we acquired all of the issued and outstanding capital stock of WBSI, in exchange for 2,573,335 shares of our common stock. As a result of this share exchange, shareholders of WBSI as a group owned approximately 76.8% of the shares then outstanding, and WBSI became our wholly-owned subsidiary.

For accounting purposes, the acquisition of WBSI has been accounted for as a recapitalization of WBSI. Since we had only minimal assets and no operations, the recapitalization has been accounted for as the sale of 778,539 shares of WBSI common stock for our net liabilities at the time of the transaction. Therefore, the historical financial information prior to the date of the recapitalization is the financial information of WBSI.

Effective July 31, 2007, we filed a Certificate of Change Pursuant to NRS 78.209, which decreased the number of our authorized shares of common stock from 100,000,000 to 33,333,333 and reduced the number of common shares issued and outstanding from 17,768,607 to 5,923,106. All shares and per share amounts in our consolidated financial statements and related notes have been retroactively adjusted to reflect the one-for-three reverse stock split for all periods presented.

On July 31, 2007, we acquired 100% of the issued and outstanding shares of Centric in exchange for 2,250,000 shares of our common stock. As a result of the acquisition, Centric became our wholly-owned subsidiary and the results of its operations have been included in our consolidated financial statements since the date of acquisition.

We currently devote substantially all of our efforts to financial planning, raising capital and developing markets as we continue to be in the development stage.

Plan of Operations

On December 14, 2012, the Company executed a stock exchange agreement with Jorge Zamacona Pliego, the President of Euzkadi Corporation of America S.A. de C.V. ("Euzkadi") and other principal owners of Euzkadi ("Euzkadi Principals"). Under the terms of the Agreement, Euzkadi Principals would assign and transfer Euzkadi shares to Worldwide such that Worldwide would then own 10% of Euzkadi, and Worldwide would issue shares of its common stock to Euzkadi Principals, such that they would then own 80% of Worldwide.

Consummation of the stock exchange is contingent upon the satisfaction of several conditions, including Worldwide increasing its authorized shares of common stock to accommodate this transaction and Euzkadi completing its first shipment of products.

Other than the possible stock exchange transaction described above, we do not have any definitive proposals for business operations, merger or acquisition. We are in discussions with other firms but have nothing finalized at this time. We must raise additional capital to support our ongoing existence while we search for such opportunities. If we complete any acquisition or merger transactions, we will need to raise additional capital to support the new business. We cannot assure you that we will be able to complete additional financings successfully.

Significant Accounting Policies and Estimates

Our discussion and analysis of our financial condition and results of operations are based upon our consolidated financial statements, which have been prepared in accordance with accounting principles generally accepted in the United States of America. The preparation of these consolidated financial statements requires us to make estimates and judgments that affect the reported amounts of assets, liabilities, revenues and expenses, and related disclosures of contingent assets and liabilities. On an ongoing basis, we evaluate our estimates, including those related to the valuation of accounts receivable and inventories, the impairment of long-lived assets, any potential losses from pending litigation and deferred tax assets or liabilities. We base our estimates on historical experience and on various other assumptions that we believe to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying value of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates under different assumptions or conditions; however, we believe that our estimates, including those for the above-described items, are reasonable.

Development Stage. We are in the development stage in accordance with Statements of Financial Accounting Standards (SFAS) No. 7 " *Accounting and Reporting by Development Stage Enterprises* ". As of January 31, 2013, we had devoted substantially all of our efforts to financial planning, raising capital and developing markets.

Stock-based Compensation . We account for compensation expense for our stock-based compensation plans using the fair value method prescribed in FASB ASC 718, " *Stock Compensation* ," which requires us to recognize the cost of services received in exchange for awards of equity instruments based on the grant-date fair value of the awards. The fair value of each option grant is estimated on the date of grant using the Black-Scholes method.

Loss per common share. We report net loss per share using a dual presentation of basic and diluted loss per share. Diluted net loss per share utilizes the average market price per share when applying the treasury stock method in determining common stock equivalents. As of January 31, 2013, after recognition of the one-for-three reverse stock split, there were 4,058,328 and -0- vested common stock options and warrants outstanding, respectively, which were excluded from the calculation of net loss per share-diluted because they were antidilutive.

New accounting pronouncements

Note 1 to the consolidated financial statements includes a complete description of new accounting pronouncements applicable to our Company.

Results of Operations

Three Months Ended January 31, 2013 and 2012 . Professional and consulting fees totaled $12,880 and $30,793 for the three-month periods ended January 31, 2013 and 2012, respectively. Expenses in 2013 were slightly lower due to efforts to limit costs and focus on the Euzkadi Corporation of America transaction.

Travel expenses totaled $0 and $8,895 during the three-month periods ended January 31, 2013 and 2012, respectively. The CEO is managing the travel budget to control expenses incurred by the Company.

Other general and administrative expenses totaled $455 and $225 during the three-month periods ended January 31, 2013 and 2012, respectively.

We recorded $8,450 and $44,866 in interest expense for the three-month periods ended January 31, 2013 and 2012, respectively. The interest costs were significantly reduced due to the reduction of our common share price lowering the interest cost for two promissory notes that require the payment of interest in a fixed quantity of stock.

Our net losses were $21,785 and $84,779 for three-month periods ended January 31, 2013 and 2012, respectively.

Six Months Ended January 31, 2013 and 2012 . We incurred $7,000 and 42,000 respectively, of stock-based compensation expense for the six-month periods ended January 31, 2013 and 2012. We issued each of our four non-employee directors 100,000 options for shares of our common stock as compensation in August 2012, which were valued at $0.01 per share, using the Black-Scholes fair pricing model, or $4,000 in the aggregate. We also issued 150,000 shares of common stock and 150,000 options for shares of common stock as compensation for our CFO in August 2012, which were valued at $0.01 per share, or $3,000 in the aggregate.

Professional and consulting fees totaled $37,630 and $53,929 for the six-month periods ended January 31, 2013 and 2012, respectively. Expenses in 2013 were slightly lower due to efforts to limit costs and focus on the Euzkadi Corporation of America transaction.

Travel expenses totaled $7,231 and $21,861 during the six-month periods ended January 31, 2013 and 2012, respectively. The CEO is managing the travel budget to control expenses incurred by the Company.

Other general and administrative expenses totaled $2,836 and $720 during the six-month periods ended January 31, 2013 and 2012, respectively. Costs are slightly up related to administrative costs for regulatory filings and expense timing.

We recorded $17,419 and $98,044 in interest expense for the six-month periods ended January 31, 2013 and 2012, respectively. The interest costs were significantly reduced due to the reduction of our common share price lowering the interest cost for two promissory notes that require the payment of interest in a fixed quantity of stock.

Our net losses were $72,116 and $216,554 six-month periods ended January 31, 2013 and 2012, respectively.

March 1, 2005 (inception) to January 31, 2013. For the period from March 1, 2005 (inception) to January 31, 2013, we were engaged primarily in raising capital to implement our business plan. Accordingly, we have earned revenue of only $34,518. We incurred expenses for professional and consulting fees, salaries and payroll taxes, stock-based compensation, travel, contract labor, interest and other expenses resulting in an accumulated loss of $7,748,496. Approximately 45% of the cumulative net loss is due to the recognition of non-cash stock-based compensation expense for issuing shares, options, and warrants to employees and third parties in the amount of $3,469,703. As we develop our business plan, we expect that cash generated through operations will replace many of the non-cash transaction structures currently utilized to implement our business plan.

Liquidity and Capital Resources

Since inception, we have relied on the sale of equity capital and debt instruments to fund working capital and the costs of developing our business plan. We used $28,839 of cash in operating activities with $24,500 being provided by loans, net of note repayments, for the six months ended January 31, 2013. We have a working capital deficit of $818,863 at January 31, 2013, as compared to $773,822 at July 31, 2012.

As discussed above, we have had minimal revenues and have accumulated a deficit of $7,748,496 since inception. Furthermore, we have not commenced our planned principal operations. Our future is dependent upon our ability to obtain equity and/or debt financing and upon future profitable operations from the development of our business plan.

Going Concern

Our significant operating losses raise substantial doubt about our ability to continue as a going concern. Historically, we have been able to raise additional capital sufficient to continue as a going concern. However, there can be no assurance that this additional capital will be sufficient for us to implement our business plan or achieve profitability in our operations. Additional equity or debt financing will be required to continue as a going concern. Without such additional capital, there is doubt as to whether we will continue as a going concern.

Off Balance Sheet Arrangements

We do not have any material off balance sheet arrangements that have or are reasonably likely to have a current or future effect on our financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources.

Item 3. Quantitative and Qualitative Disclosures about Market Risk

Not required for smaller reporting companies.

Item 4. Controls and Procedures

As required by SEC rules, we have evaluated the effectiveness of the design and operation of our disclosure controls and procedures at the end of the period covered by this report. This evaluation was carried out under the supervision and with the participation of our management, including our principal executive officer and principal financial officer. Based on this evaluation, these officers have concluded that the design and operation of our disclosure controls and procedures were not effective to ensure that all required information is presented in our quarterly report in a timely manner.

Disclosure controls and procedures are our controls and other procedures that are designed to ensure that information required to be disclosed by us in the reports that we file or submit under the Exchange Act is recorded, processed, summarized and reported, within the time periods specified in the SEC's rules and forms. Disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that information required to be disclosed by us in the reports that we file under the Exchange Act is accumulated and communicated to our management, including principal executive officer and principal financial officer, as appropriate, to allow timely decisions regarding required disclosure.

During our last fiscal quarter, there were no other changes in our internal control over financial reporting or in other factors that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting, except as described above.

Part II. OTHER INFORMATION

Item 1. Legal Proceedings

None.

Item 1A. Risk Factors

Not required of smaller reporting companies.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

In November 2012, the registrant issued 105,000 shares of its common stock to an accredited investor to extend the maturity date of a promissory note in the principal amount of $15,000 and 11,250 shares to the same person as payment of accrued interest on the note. The shares were issued at $0.04 per share pursuant to the terms of the note, but were valued at $0.03 per share (an aggregate of $3,488) based on the fair value of the shares when they were issued.

In December 2012, the registrant issued 35,000 shares of its common stock to two persons for services to be rendered. The shares were issued at $0.03 per share ($1,050 in the aggregate), based on the fair value of the shares when they were issued.

No underwriters were used in the above stock transactions. We relied upon the exemption from registration contained in Section 4(2) of the Securities Act of 1933, as the investors were deemed to be sophisticated with respect to the investment in the securities due to their financial condition and involvement in our business. A restrictive legend was placed on the certificates evidencing the securities issued.

Item 3. Defaults Upon Senior Securities

None.

Item 4. Mine Safety Disclosures

Not applicable.

Item 5. Other Information

None.

Item 6. Exhibits

Regulation S-K Number	Exhibit
2.1	Share Exchange Agreement by and between Worldwide Strategies Incorporated, Centric Rx, Inc., Jim Crelia, Jeff Crelia, J. Jireh, Inc. and Canada Pharmacy Express, Ltd. dated as of June 28, 2007 (1)
3.1	Amended and Restated Articles of Incorporation (2)
3.2	Amended Bylaws (2)
3.3	Articles of Exchange Pursuant to NRS 92A.200 effective July 31, 2007 (3)
3.4	Certificate of Change Pursuant to NRS 78.209 effective July 31, 2007 (3)
3.5	Certificate of Designation Pursuant to NRS 78.1955 effective December 8, 2008 (4)
3.6	Amendment to Certificate of Designation Pursuant to NRS 78.1955 effective December 15, 2008 (5)
10.1	2005 Stock Plan (2)
10.2	Employment Agreement with James P.R. Samuels dated October 12, 2007 (6)
31.1	Rule 13a-14(a) Certification of James P.R. Samuels
31.2	Rule 13a-14(a) Certification of Thomas E. McCabe

Regulation S-K Number	Exhibit
32.1	Certification of James P.R. Samuels Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act Of 2002
32.2	Certification of Thomas E. McCabe Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act Of 2002
101*	Financial statements from the Quarterly Report on Form 10-Q of Worldwide Strategies Incorporated for the quarter ended January 31, 2013, formatted in XBRL: (i) the Balance Sheets; (ii) the Statements of Operations; (iii) the Statements of Changes in Shareholders' Deficit; (iv) the Statements of Cash Flows; and (v) the Notes to Financial Statements.

(1) Filed as an exhibit to the Current Report on Form 8-K dated June 28, 2007, filed July 2, 2007.
(2) Filed as an exhibit to the initial filing of the registration statement on Form SB-2, File No. 333-129398, on November 2, 2005.
(3) Filed as an exhibit to the Current Report on Form 8-K dated July 31, 2007, filed August 6, 2007.
(4) Filed as an exhibit to the Current Report on Form 8-K dated December 8, 2008, filed December 10, 2008.
(5) Filed as an exhibit to the Current Report on Form 8-K dated December 15, 2008, filed December 17, 2008.
(6) Filed as an exhibit to the Annual Report on Form 10-KSB, File No. 000-52362, on November 2, 2007.

*In accordance with Rule 406T of Regulation S-T, the information in these exhibits shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to liability under that section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, except as expressly set forth by specific reference in such filing.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

WORLDWIDE STRATEGIES INCORPORATED

Date: March 15, 2013

By: /s/ James P.R. Samuels
James P.R. Samuels
Chief Executive Officer
(Principal Executive Officer)

Date: March 15, 2013

By: /s/ Thomas E. McCabe
Thomas E. McCabe
Chief Financial Officer
(Principal Financial Officer and Principal Accounting Officer)

Exhibit 31.1

RULE 13a-14(a) CERTIFICATION

I, James P.R. Samuels, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q of Worldwide Strategies Incorporated;

2. Based on my knowledge, this report 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 report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
   b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
   c) evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
   d) disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):

   a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
   b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: March 15, 2013

By: /s/ James P.R. Samuels
James P.R. Samuels, CEO
Principal Executive Officer

Exhibit 31.2

RULE 13a-14(a) CERTIFICATION

I, Thomas E. McCabe, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q of Worldwide Strategies Incorporated;

2. Based on my knowledge, this report 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 report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
   b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
   c) evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
   d) disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):

   a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
   b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: March 15, 2013

By: /s/ Thomas E. McCabe
Thomas E. McCabe, CFO
Principal Financial Officer

Exhibit 32.1

CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report of Worldwide Strategies Incorporated (the "Company") on Form 10-Q for the period ending January 31, 2013, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, James P.R. Samuels, President and Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

(1) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: March 15, 2013

By: /s/ James P.R. Samuels
James P.R. Samuels, CEO
Principal Executive Officer

Exhibit 32.2

CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report of Worldwide Strategies Incorporated (the "Company") on Form 10-Q for the period ending January 31, 2013, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Thomas E. McCabe, Vice President, Chief Financial Officer, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

(1) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: March 15, 2013

By: /s/ Thomas E. McCabe
Thomas E. McCabe, CFO
Principal Financial Officer