

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

WorldCap Solutions, Inc. (Formerly China Solar & Clean Energy Solutions, Inc.)

A Nevada Corporation
1540 International Parkway, Suite 2000
Lake Mary, FL, 32746

Company Telephone: 407-907-6644
Company Email: info@worldcap.co
SIC Code: 3433

Annual Financial Report
For the Year Ending: December 31, 2018

As of August 23, 2019, the number of shares outstanding of our Common Stock was:

55,233,652. Once FINRA processes 1 for 100 reverse split then outstanding shares will be **552,293.**

As of December 31, 2018, the number of shares outstanding of our Common Stock was:

15,233,652

As of August 23, 2019, the number of shares outstanding of our Preferred Stock was:

0

As of December 31, 2018, the number of shares outstanding of our Preferred Stock was:

0

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: No: ☒

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: No: ☒

Indicate by check mark whether a Change in Control¹ of the company has occurred over this reporting period:

Yes: ☒ No: ☐

¹ "Change in Control" shall mean any events resulting in:

(i) 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;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) 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

(iv) 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.

1) Name of the issuer and its predecessors (if any)

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

The current name of the issuer is WorldCap Solutions, Inc., listed below are the dates of any predecessor entities for the past five years and their names:

June 14, 2019 to Present	WorldCap Solutions, Inc.
November, 2007 to June 14, 2019	China Solar & Clean Energy

Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable)
Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

The Company was incorporated in the State of Nevada on March 21, 1983. The Company as of August 23, 2019 is active.

Has the issuer or any of its predecessors ever been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: ☒ No: ☐

On October 12, 2017, the District Court for Clark County, Nevada, entered an order appointing a custodian for the issuer.

2) Security Information

Trading symbol:	<u>CSOL</u>	
Exact title and class of securities outstanding:	<u>Common</u>	
CUSIP:	<u>16943E105</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>66,666,667</u>	as of date: <u>Dec. 31, 2018</u>
Total shares outstanding:	<u>15,233,652</u>	as of date: <u>Dec. 31, 2018</u>
Number of shares in the Public Float ² :	<u>8,261,414</u>	as of date: <u>Dec. 31, 2018</u>
Total number of shareholders of record:	<u>2,502</u>	as of date: <u>Dec. 31, 2018</u>
Trading symbol:	<u>N/A</u>	
Exact title and class of securities outstanding:	<u>Preferred</u>	
CUSIP:	<u>16943E888</u>	
Par or stated value:	<u>\$0.001</u>	
Total shares authorized:	<u>25,000,000</u>	
Total shares outstanding:	<u>0</u>	
Number of shares in the Public Float ² :	<u>0</u>	
Total number of shareholders of record:	<u>0</u>	

Transfer Agent

Name: Securities Transfer Corporation

Phone: +1-469-633-0101

Email: SZhang@stctransfer.com

² "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

Is the Transfer Agent registered under the Exchange Act?³ Yes: ☒ No:

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors:

None

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

On June 25, 2019 the Board of Directors and the majority shareholder of the Company approved a (and filed the corresponding "Articles of Amendment" with the State of Nevada on August 7, 2019) one hundred (100) to one (1) reverse stock split in which any fractional shares shall be rounded up and any shareholders who will own less than one (1) share following the reverse stock split will be paid in cash for that fractional share instead of being rounded up to one (1) share and will no longer be a shareholder of the Company.

The Company plans to file the foregoing changes with FINRA, but there is no guarantee FINRA will effectuate the changes.

Selected Listings Inc. Transaction

On August 8, 2019, WorldCap Solutions Inc. acquired Selected Listings Inc, a Florida-based finance company that creates listing solutions that meets the client's specific needs. With a global reach and dozens of public listings completed to date, Selected Listings has helped companies and shareholders all over the world access the market capital they need to execute their business plans and achieve their financial goals. Selected Listings has learned through experience that trust and transparency are the core building blocks to achieving and maintaining strong client relationships. From early-stage private ventures to established public companies to individual shareholders, Selected Listings works with all of its clients every step of the way to ensure they have a strategic partner by their side during their journey toward success. Selected Listings believes in big possibilities, and has the resources to help its clients move toward a brighter future. Management plans to increase its resources to further grow Selected Listings core business model and service an even more expansive array of clients.

Since its formation, Selected Listings has focused primarily on listing Exchange Traded Notes (ETN's) on the Frankfurt Stock Exchange and assisting clients with structuring convertible debt financing's through Luxembourg based securitization platforms.

DGE Management Inc. Transaction

On August 8, 2019, WorldCap Solutions Inc. acquired DGE Management Services Inc., a Florida corporation formed in August 2017 to manage securitization structures which have borrowers in the US and Canada. Working with Luxembourg based securitization platforms, DGE stays in close contact with borrowers for the duration of their loan agreements in order to ensure they are staying in compliance with their loan covenants as well as help facilitate the flow of information up the structure in a timely manner.

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**.

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☐

Number of Shares outstanding as of December 31, 2016	<u>Opening Balance:</u>								
	Common: <u>15,233,652</u>		*Right-click the rows below and select "Insert" to add rows as needed.						
	<u>Preferred: 0</u>								
	—								
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or canceled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of Issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
Shares Outstanding on December 31, 2018	Ending Balance: Common: 15,233,652 Preferred: 0								

³ To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe any issuance of promissory notes, convertible notes or convertible debentures **in the past two completed fiscal years and any subsequent interim period.**

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☒

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____

Use the space below to provide any additional details, including footnotes to the table above:

4) Financial Statements

A. The following financial statements were prepared in accordance with:

- ☒ U.S. GAAP
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)⁴:

Name: Bruce Harmon
Title: Accountant
Relationship to Issuer: Accountant

⁴ The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- C. Balance sheet;
- D. Statement of income;
- E. Statement of cash flows;
- F. Financial notes; and
- G. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

- A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

WorldCap Solutions, Inc. is a Nevada-based Finance Company, which has a history of creating customized capital solutions that meet its client's unique financial needs. With a global reach and hundreds of transactions completed to date, the company has helped companies and shareholders all over the world access the capital they need to execute their business plans and achieve their financial goals. The company has learned through experience that trust and transparency are the core building blocks to achieving and maintaining strong client relationships. From early-stage private ventures to established public companies to individual shareholders, the company works with all of its clients every step of the way to ensure they have a strategic partner by their side during their journey toward success. The company believes in big possibilities and has the resources to help its clients move toward a brighter future. Management plans to increase its resources to further grow the company core business model and service an even more expansive array of clients.

The company is in the process of transitioning many of its larger clientele, typically with \$100,000,000 in assets, out of their current financial environments and onto a new home exchange and dual listing them on a multitude of international stock exchanges where it has vertically integrated teams waiting to begin the funding process.

The company is going to begin the deal structuring process on its higher valuation companies, which have valuations in excess of \$100,000,000. Under the terms of agreements with our clients, we generally will secure up to 49% equity position in each company. The company will also have an exclusive funding contract with each company and provide advisory services to them for global listings & capital markets.

The company can structure equity lines, direct investments, or joint ventures to meet the needs of a prospective issuer and specifically complement a company's current situation. Typically, the company provides a firm commitment to purchase a mutually agreed upon dollar amount of an issuer's shares over a specified period of time. The time frame of this commitment generally ranges from 3 to 24 months.

The company deals with a wide range of clientele in industries across the globe. These include technology, web development, social networking, production and distribution, mining, oil and gas, and green energy.

The company brings the highest level of quality, integrity, and ethics to its clients' corporate finance needs.

The company mission and passion is to exceed its client's expectations by delivering financial and consulting services which are customized to achieve maximum value while meeting clients' individual goals and objectives in the rapidly changing international capital markets environment. The company commitment is to execute each transaction with the utmost integrity, quality, energy, and professionalism.

FORWARD LOOKING STATEMENTS

This Disclosure Statement contains or may contain forward looking statements and information that are based upon beliefs of, and information currently available to, the company management, as well as estimates and assumptions made by such management. When used herein, the words 'anticipate', 'believe', 'expect', 'future', 'intend', 'plan', and similar expressions as they relate to the company, or the company management identify forward looking statements. Such statements reflect the current view of the company with respect to future events and are subject to risks, uncertainties, and assumptions relating to the company operations and results of operations and any businesses that may be acquired by the company

Should one or more of these risks or uncertainties materialize, or should the underlying assumptions prove incorrect, actual results may differ significantly from those anticipated, believed, estimated, intended or planned. Some of the factors, which may cause such a difference, are set out under 'Risk Factors' below.

RISK FACTORS

Investing in the Common Shares of the company involves a significant degree of risk to capital. There can be no assurance that the company will be successful in implementing its business plan and an investment in the company may result in investors losing some or all of their money.

In addition to the other information in this Memorandum, the following risk factors should be considered carefully in evaluating the company and its business before purchasing Common Shares.

Foreign-Exchange Fluctuation

Some of the operations of the portfolio companies may be denominated in currencies other than the US Dollar and therefore the assets of the portfolio companies will also be subject to fluctuations in foreign currency exchange rates.

Suspension of Trading

Under certain trading conditions, it may be difficult or impossible for the company and/or portfolio companies to liquidate a position. This may occur for example at times of rapid price movements and when trading is suspended by a relevant Exchange. In these circumstances, it may be impossible for the company and/or portfolio companies to liquidate or limit a loss by placing a stop-loss order.

Insolvency

Default or insolvency of a broker may result in positions being liquidated or closed out.

Volatile Markets

Price movements in the capital markets can be volatile and are influenced by, among other things, national and international political and economic events, changes, in exchange and interest rates, Governmental fiscal policies.

Market Risks

The profitability of a significant portion of the company's growth strategy depends to a great extent upon correctly assessing the future course of the price movements of the securities of portfolio companies. The success or failure of the company will depend upon the ability of the management to trade profitably. There can be no assurance that the company or any sub-contracted Trading Advisors will be able to predict accurately these price movements. Past performance does not guarantee future results.

Additional Capital

The further development and execution of the company business plan may require substantial additional financing. Failure to obtain sufficient financing may result in delaying or indefinite postponement of any or all of the company deals in place or even a loss of a deal or potential portfolio company. There can be no assurance that additional capital or other types of financing will be available if needed or that, if available, the terms of such financing will be favorable to the company.

The company has sufficient resources for its immediate business strategy. The company is in need of cash resources to implement its long-term business strategy, which focuses on advancing the deals currently under the company control. Near term goals include: financing its current clientele with valuations in excess of \$100,000,000. However, expanding and taking on new clients and portfolio companies undertaken by the company could require additional capital. The Directors of the company believe that the income forthcoming from its current deals in place during its first two full operational years will be adequate to satisfy the capital and operating requirements of the company during the immediate future.

Any decrease in the company growth rate, shortfalls in anticipated revenues, increases in anticipated expenses, or significant acquisition opportunities could have a material adverse effect on the company liquidity and capital resources and could require the company to raise additional capital from public or private equity or debt sources. There can be no assurance that the company will be able to raise any such capital on terms acceptable to the company or at all.

Unforeseen Costs

Should any unforeseen issues occur, the company might not obtain adequate cash flow from its operations as anticipated. The company may be unable to raise any additional capital on desirable or acceptable terms. If further financing cannot be sourced in adequate amounts or secured on satisfactory terms, then the company may be unable to pursue new projects or to continue operations at desired levels.

Fluctuations in Quarterly Operating Results

The company may experience variations in its income on a quarterly basis because of many factors, including seasonal factors affecting costs and delays in income. If revenues do not meet expectations in any given quarter and the company is unable to adjust spending in a timely manner, operating results could be affected materially.

Shortage of Working Capital

It is possible that the company will have a shortage of working capital if it is unable to derive revenue from its clients and portfolio companies or from raising funds from outside sources. Should this not be sufficient, the company may be required to borrow money as may be necessary for its business operations.

Market for the Common Shares

There is no existing market for the Common Shares and no assurances can be given that a market will develop for the Common Shares or if such markets develop that they will continue. Accordingly, investors may be unable to realize their investment in the Common Shares.

Market Price of Common Shares

Securities of mid-cap and small-cap companies have experienced substantial volatility in the past, often based on factors unrelated to the financial performance or prospects of the companies involved. These factors include macroeconomic developments in North America and globally and market perceptions of the attractiveness of particular industries. Other factors unrelated to the company performance that may have an effect on the price of the Common Shares include the following: the extent of analytical coverage available to investors concerning the company business may be limited if investment banks with research capabilities do not continue to follow the company; lessening in trading volume and general market interest in the company's securities may affect an investor's ability to trade significant numbers of Common Shares; the size of the company's public float may limit the ability of some institutions to invest in the company's securities; and a substantial decline in the price of the Common Shares that persists for a significant period of time could cause the company's securities to be delisted from the exchange on which they trade, further reducing market liquidity.

As a result of any of these factors, the market price of the Common Shares at any given point in time may not accurately reflect the company long-term value. Securities class action litigation often has been brought against companies following periods of volatility in the market price of their securities. The company may in the future be the target of similar litigation. Securities litigation could result in substantial costs and damages and divert management's attention and resources.

Future Sales of Common Shares by Existing Shareholders

Sales of a large number of Common Shares in the public markets, or the potential for such sales, could decrease the trading price of the Common Shares and could impair the company's ability to raise capital through future sales of Common Shares.

Dependence on Key Personnel

The company's success depends upon the continued efforts of its senior management team and its technical personnel. Such employees may voluntarily terminate their employment with the company at any time. The company's success also depends on its ability to attract and retain additional highly qualified management and technical personnel. The process of hiring employees with the combination of skills and attributes required to carry out the company's strategy can be extremely time-consuming. There can be no assurance that the company will be able to retain or integrate existing personnel or identify and hire additional personnel. The loss of the services of key personnel, or the inability to attract additional qualified personnel, could materially affect the company's business, financial condition, and results of operations.

Significant Control

The largest shareholder of the company is Richard Angelo Di'Biase. As a result, collectively, he will have the ability to influence the company and the direction of its affairs and business.

Political Risks

The company current operations are comprised of a multitude of deals, which will be based all around the world, and as such, the company operations are exposed to various levels of political, economic and other risks and uncertainties. These risks and uncertainties vary from country to country and include, but are not limited to, currency exchange rates; high rates of inflation; labor unrest; renegotiation or nullification of existing concessions, licenses, permits and contracts; changes in taxation policies; restrictions on foreign exchange; and changing political conditions; currency controls and governmental regulations that favor or require the awarding of contracts to local contractors or require foreign contractors to employ citizens of, or purchase supplies from, a particular jurisdiction.

Future political actions cannot be predicted and may adversely affect the company changes, if any, in investment policies or shifts in political attitude in the countries of the company clients and portfolio companies may adversely affect the company's business, results of operations and financial condition. Future operations may be affected in varying degrees by government regulations with respect to, but not limited to, restrictions on production, price controls, export controls, currency remittance, income taxes, foreign investment, maintenance of claims, environmental legislation, land use, land claims of local people, water use and mine safety. The possibility that future governments may adopt substantially different policies, which may extend to the expropriation of assets, cannot be ruled out.

The occurrence of these various factors and uncertainties cannot be accurately predicted and could have an adverse effect on the company's consolidated business, results of operations and financial condition.

6) Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

The Company's office suite is located at 1540 International Parkway Suite 2000, Lake Mary, FL, 32746.

7) Officers, Directors, and Control Persons

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial shareholders.

Using the tabular format below, please provide information regarding any person or entity owning 5% or more of the issuer, as well as any officer, and any director of the company, regardless of the number of shares they own.

If any listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information of an individual representing the corporation or entity in the note section.

Officers and Directors:

Richard Angelo Di'Biase:

Richard has over 15 years of experience in financial markets. He has successfully managed a nine-figure diversified portfolio while conducting thorough company research and advanced analytics. Richard currently manages an extensive global network of marketing specialists, brokers, and market makers which gives WorldCap the ability to trade stocks for company's listed on a vast array of internationally recognized stock exchanges. He has a strong track record of identifying a number of start-ups that have yielded significant returns. One of which was an import and export company where he led the division that oversaw the issuance of credit facilities and bank letters of credit with valuations in excess of over \$75 million to \$100 million. He also oversaw the purchase and distribution of over \$250 million in product sales by the third year in business. While under the leadership of Mr. Di'Biase, the company had growth of 100% - 250% annually in product sales and revenues. During his tenure there, he learned how to structure the financing of very large international deals and that is where he realized the real revenue potential of being on the financing end of transactions. As a past consultant to many CEO's of publicly traded technology companies, he gained a unique perception for analyzing information. This has allowed him to prepare plans best suited to individual clients' requirements; as well as, providing clients with information on new and existing products and services. By communicating complex information to clients, directly and efficiently, he has been able to bridge the gap of knowledge for his clients to maximize their options. In addition, he has helped them to assess the relative merits of different plans.

Control Persons

Listed below are the shareholders holding 5% or more of the issued and outstanding shares of the company as at December 31, 2018 based on a total issued and outstanding of 15,233,652 shares of common stock issued.

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Richard Angelo Di'Biase	Director & Officer	Lake Mary, FL	0	N/A	0%	
Deli Du	Owner of more than 5%	New York, NY	5,186,225	Common Shares	34.04%	
Tri-State Title & Escrow, LLC	Owner of more than 5%	Washington, VA	1,900,000	Common Shares	12.47%	*Contact info below

*Tri-State Title & Escrow, LLC,
360 Main Street, P.O. Box 391 Washington, VA 22747,
Telephone: (800) 984-2155
Attention: Johnnie L. Zarecor
Telephone: (540) 675-2155 Fax: (540) 675-3155
Email escrow@tristatetitle.net

8) Legal/Disciplinary History

A. Please identify whether any of the persons listed above have, in the past 10 years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None of the persons listed above have been convicted in a criminal proceeding or named as a defendant in a pending criminal proceeding.

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

None of the persons listed above is party to an order, judgment, or decree that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities.

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

None of the persons named above are a party to any finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation.

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

None of the persons named above are a party to any order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited their involvement in any type of business or securities activities.

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

There are no known legal proceedings as of the date of this filing to which the issuer or any of its subsidiaries is a party or of which any of their property is a subject.

9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

Securities Counsel

Name:	Chase Chandler, Esq.
Firm:	<u>Brunson Chandler & Jones, PLLC</u>
Address 1:	175 S. Main Street, Suite 1410
Address 2:	Salt Lake City, UT 84111
Phone:	+1 (801)-303-5772
Email:	chase@bcjlaw.com

Accountant or Auditor

Name: Bruce Harmon
Firm: Lakeport Business Services, Inc.
Address 1: 410 Caymus St
Address 2: Kennedale, Texas 76060
Phone: 239-699-9082
Email: lakeportbusinessservices@gmail.com

Investor Relations Consultant

None

Other Service Providers

Provide the name of any other service provider(s), including, counsel, advisor(s) or consultant(s) **that assisted, advised, prepared or provided information with respect to this disclosure statement**, or provided assistance or services to the issuer during the reporting period.

None

10) Issuer Certification

Principal Executive and Financial Officer:

I, Richard Angelo Di'Biase certify that:

1. I have reviewed this annual disclosure for the fiscal year ended December 31, 2018 of WorldCap Solutions, Inc.
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 (i.e. the Annual Report - 2018 Annual Financial Report, posted August 20, 2019 and the Annual Report - 2017 Annual Financial Report, posted on the OTC Disclosure & News Service August 20, 2019), 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.

August 23, 2019

/s/ Richard Angelo Di'Biase

President and Chief Executive Officer
(Principal Executive and Financial Officer)