WORLDCAP SOLUTIONS INC.

(f/k/a CHINA SOLAR & CLEAN ENERGY SOLUTIONS, INC.)
CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(unaudited)

For the Period Ended September 30, 2019

Worldcap Solutions Inc.
(f/k/a China Solar & Clean Energy Solutions, Inc.)
Condensed Consolidated Balance Sheets
(unaudited)

	September 30, 2019	December 31, 2018
ASSETS		
Total assets	$ -	$ -
LIABILITIES AND SHAREHOLDERS' DEFICIT		
Currrent liabilities		
Accounts payable	$ 3,000	$ -
Accounts payable to related parties	36,519	-
Total current liabilities	39,519	-
Total liabilities	39,519	-
Stockholders' deficit		
Convertible preferred stock, $0.001 par value, 25,000,000 shares authorized, 0 shares issued and outstanding as of September 30, 2019 and December 31, 2018	-	-
Common stock, $0.001 par value, 1,000,000,000 shares authorized, 55,233,652 and 15,233,652 shares issued and outstanding as of September 30, 2019 and December 31, 2018	55,233	15,233
Additional paid-in capital	22,971,909	22,611,909
Accumulated deficit	(23,066,661)	(22,627,142)
Total stockholders' deficit	(39,519)	-
Total liabilities and stockholders' deficit	$ -	$ -

See accompanying notes to unaudited condensed consolidated financial statements.

Worldcap Solutions Inc.
(f/k/a China Solar & Clean Energy Solutions, Inc.)
Condensed Consolidated Statements of Operations
(unaudited)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2019	**2018**	**2019**	**2018**
Revenues	$ -	$ -	$ 300	$ -
Operating expenses	169,315	-	214,315	-
Operating loss	(169,315)	-	(214,015)	-
Other income (expense)				
Loss on issuance of stock for debt	(360,000)	-	(360,000)	-
Gain on rescission	134,496	-	134,496	-
Total other income (expense)	(225,504)	-	(225,504)	-
Net loss	$ (394,819)	$ -	$ (439,519)	$ -
Net loss per share - basic	$ (0.00)	$ -	$ (0.00)	$ -
Weighted average number of shares outstanding - basic	218,277,130	15,233,652	91,131,088	15,233,652

See accompanying notes to unaudited condensed consolidated financial statements.

Worldcap Solutions Inc.
(f/k/a China Solar & Clean Energy Solutions, Inc.)
Consolidated Statement of Stockholders' Deficit
September 30, 2019
(unaudited)

	Preferred Stock		Common Stock		Additional Paid-in	Accumulated	Total Stockholders'
	Shares	Amount	Shares	Amount	Capital	Deficit	Deficit
Balance at December 31, 2017	-	$ -	15,233,652	$ 15,233	$ 22,611,909	$ (22,627,142)	$ -
Net loss for the period ended September 30, 2018	-	-	-	-	-	-	-
Balance at September 30, 2018	-	$ -	15,233,652	$ 15,233	$ 22,611,909	$ (22,627,142)	$ -
Balance at December 31, 2018	-	$ -	15,233,652	$ 15,233	$ 22,611,909	$ (22,627,142)	$ -
Stock issued for services	-	-	40,000,000	40,000	360,000	-	400,000
Stock issued for acquisitions	-	-	300,000,000	300,000	2,700,000	-	3,000,000
Stock returned for rescission	-	-	(300,000,000)	(300,000)	(2,700,000)	-	(3,000,000)
Net loss for the period ended Setpember 30, 2019	-	-	-	-	-	(439,519)	(439,519)
Balance at September 30, 2019	-	$ -	55,233,652	$ 55,233	$ 22,971,909	$ (23,066,661)	$ (39,519)

See accompanying notes to unaudited condensed consolidated financial statements.

Worldcap Solutions Inc.
(f/k/a China Solar & Clean Energy Solutions, Inc.)
Condensed Consolidated Statements of Cash Flows
For the Nine Months Ended September 30,
(unaudited)

	2019	2018
Cash flows from operating activities:		
Net loss	$ (439,519)	$ -
Adjustments to reconcile net loss to net cash provided by (used in) operations:		
Stock-based compensation	40,000	-
Loss on issuance of common stock for services	360,000	-
Changes in operating assets and liabilities:		
Accounts payable	3,000	-
Accounts payable to related party	36,519	-
Net cash provided by (used in) operating activities	-	-
Cash flows from investing activities:		
Net cash used in investing activities	-	-
Cash flows from financing activities:		
Net cash provided by financing activities	-	-
Net increase (decrease) in cash	-	-
Cash at beginning of period	-	-
Cash at end of period	$ -	$ -
Supplemental disclosure of cash flow information:		
Cash paid for interest	$ -	$ -
Cash paid for taxes	$ -	$ -

See accompanying notes to unaudited condensed consolidated financial statements.

WORLDCAP SOLUTIONS INC.
(F/K/A CHINA SOLAR & CLEAN ENERGY SOLUTIONS, INC.)
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(unaudited)

1. ORGANIZATION AND BUSINESS BACKGROUND

WorldCap Solutions Inc. ("WorldCap" or the "Company"), formerly known as China Solar & Clean Energy Solutions, Inc., was incorporated in the State of Nevada on March 21, 1983 as Meditech Pharmaceuticals, Inc. ("Meditech").

Deli Solar (BVI) was formed in June 2004. On August 1, 2004, Deli Solar (BVI) purchased Bazhou Deli Solar Energy Heating Co., Ltd. ("Deli Solar (Bazhou)"), a corporation duly organized on August 19, 1997 under the laws of the People's Republic of China ("PRC") from Messrs. Deli Du, Xiao'er Du, and Xiaosan Du for RMB 6,800,000. As a result of this transaction, Deli Solar (Bazhou) became a wholly-foreign owned enterprise ("WFOE") under PRC law on March 30, 2005. This acquisition was accounted for as a transfer of entities under common control.

The result of the above transactions was that Deli Solar (BVI) became WorldCap's direct, wholly-owned subsidiary and Deli Solar (Bazhou) remained a wholly-owned subsidiary of Deli Solar (BVI).

Beijing Deli Solar Technology Development Co., Ltd. ("Deli Solar (Beijing)"), was a whollyowned subsidiary was founded in 2006 and is principally engaged in solar power heater integrated construction projects in major cities in the PRC.

On July 1, 2007, Deli Solar (Beijing) acquired 51% of Tianjin Huaneng Energy Equipment Company ("Tianjin Huaneng"), which manufactured energy saving boilers and environmental protection equipment for industrial customers. On October 27, 2008, Deli Solar (Beijing) purchased an additional 29.97% of the outstanding equity interest of Tianjin Huaneng from the minority shareholders of Tianjin Huaneng. Following this transaction, the Company increased the registered capital of Tianjin Huaneng from RMB5.94 million to RMB21.68 million by contributing an additional RMB15,740,000 ($2,295,531). As a result, the Company's equity interest in Tianjin Huaneng increased to approximately 91.82%.

On April 1, 2008, Deli Solar (Beijing) acquired 100% of Shenzhen Pengsangpu Solar Industrial Products Corporation ("SZPSP"), which is engaged in the re-sale of energy-saving related heating products such as heat pipes, heat exchangers, pressure water boilers, solar energy heaters and radiators. On July 6, 2009, Deli Solar (Beijing) entered into a termination agreement (the "Termination Agreement") with the three shareholders of SZPSP, (the "SZPSP Shareholders"), terminated the equity purchase and complementary agreements (collectively, the "Equity Purchase and Complementary Agreements") entered into with the SZPSP Shareholders on January 9, 2009 and supplemented on March 25, 2008. As of December 31, 2011, all subsidiaries were sold and/or dissolved.

Corporate Actions

On August 7, 2019 the Company filed a certificate of amendment with the Secretary of State of Nevada effecting a 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.

Going Concern

These unaudited consolidated financial statements have been prepared on a going concern basis, which implies that the Company will continue to realize its assets and discharge its liabilities in the normal course of business. The Company has generated no revenues to date and has never paid any dividends and is unlikely to pay dividends or generate significant earnings in the immediate or foreseeable future. As of September 30, 2019, the Company had minimal revenues and an accumulated deficit of $23,066,661. The continuation of the Company as a going concern is dependent upon the continued financial support from its shareholders, the ability to raise equity or debt financing, and the attainment of profitable operations from the Company's future business. These factors raise substantial doubt regarding the Company's ability to continue as a going concern for a period of one year from the issuance of these consolidated financial statements. These financial statements do not include any adjustments to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of presentation

These accompanying unaudited consolidated financial statements have been prepared in accordance with generally accepted accounting principles in the United States of America ("US GAAP").

Basis of consolidation

The unaudited consolidated financial statements include the financial statements of WorldCap Solutions Inc.

Use of estimates

The preparation of the financial statements in conformity with US GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the dates of the financial statements and the reported amounts of revenue and expenses during the reporting periods. Actual results could differ from those estimates. These estimates and assumptions include valuing equity securities issued in share-based payment arrangements, determining the fair value of our common stock, the collectability of accounts receivable and deferred taxes and related valuation allowances. Certain of our estimates, including evaluating the collectability of accounts receivable, could be affected by external conditions, including those unique to our industry, and general economic conditions. It is possible that these external factors could have an effect on our estimates that could cause actual results to differ from our estimates. We re-evaluate all of our accounting estimates at least quarterly based on these conditions and record adjustments when necessary.

Accounts receivable and allowance for doubtful accounts

Accounts receivable consists of amounts due from customers. The Company extends unsecured credit to its customers in the ordinary course of business but mitigates the associated risks by performing credit checks and actively pursuing past due accounts. An allowance for doubtful accounts is established and determined based on management's assessment of known requirements, aging of receivables, payment history, the customer's current credit worthiness and the economic environment.

Inventories

Inventories include direct materials, labor and factory overhead and are stated at lower of cost or market value, cost being determined on a first-in, first-out basis. The Company periodically reviews historical sales activity to determine excess, slow moving items and potentially obsolete items and also evaluates the impact of any anticipated changes in future demand. The Company provides inventory allowances based on excess and obsolete inventories.

Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Depreciation is calculated on the straight-line basis over the following expected useful lives from the date on which they become fully operational and after taking into account their estimated residual values. Property, plant and equipment are depreciated over their estimated useful lives as follows:

	Depreciable life
Buildings	6-50 years
Plant and machinery	10 years
Office equipment	7 years
Motor vehicles	7 years
Computer equipment	3 years

Goodwill and intangible assets

We account for business combinations in accordance with current authoritative guidance, which requires that the acquisition method of accounting be used for all business combinations. It requires intangible assets acquired in a business combination to be recognized and reported separately from goodwill.

Furthermore, it requires purchased intangible assets other than goodwill to be amortized over their useful lives unless these lives are determined to be indefinite. No impairment of intangibles has been identified since the date of acquisition.

Goodwill and intangible assets (continued)

Goodwill represents the cost of the acquired businesses in excess of the fair value of identifiable tangible and intangible net assets purchased. The company generally seeks the assistance of independent valuation experts in determining the fair value of the identifiable tangible and intangible net assets of the acquired business.

We test goodwill for impairment on an annual basis. In this process, we rely on a number of factors including operating results, business plans and future cash flows. Recoverability of goodwill is evaluated using a two-step process. The first step involves a comparison of the fair value of a reporting unit with its carrying value. If the carrying amount of the reporting unit exceeds its fair value, the second step of the process involves a comparison of the fair value and carrying value of the goodwill of that reporting unit. If the carrying value of the goodwill of a reporting unit exceeds the fair value of that goodwill, an impairment loss is recognized in an amount equal to the excess. Goodwill of a reporting unit will be tested for impairment between annual tests if an event occurs or circumstances change that would more likely than not reduce the fair value of the reporting unit below its carrying amount.

We evaluate intangible assets for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset to the future undiscounted net cash flows expected to be generated by the asset. If these assets are considered to be impaired, the impairment to be recognized is measured by the amount by which the carrying value of the assets exceeds the fair value of the assets. In the opinion of management, there was no impairment for the period ended September 30, 2019.

Impairment of long-lived assets

Long-lived assets and certain identifiable intangible assets held and used by the Company are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverability of assets to be held and used is evaluated by a comparison of the carrying amount of assets to estimated undiscounted net cash flows expected to be generated by the assets. If such assets are considered to be impaired, the impairment to be recognized is measured by the amount by which the carrying amounts of the assets exceed the fair value of the assets. In the opinion of management, there has been no impairment for the period ended September 30, 2019.

Investments

The Company accounts for non-marketable investments using the equity method of accounting if the investment gives us the ability to exercise significant influence over, but not control of, an investee. Significant influence generally exists if the Company has an ownership interest representing between 20% and 50% of the voting stock of the investee. Under the equity method of accounting, investments are stated at initial cost and are adjusted for subsequent additional investments and our proportionate share of earnings or losses and distributions. The Company records its share of the investee's earnings or losses in earnings (losses) from unconsolidated entities, net of income taxes in the accompanying consolidated statements of operations. The Company evaluates it equity method investment for impairment when events or changes in circumstances indicate, in management's judgment, that the carrying value of such investment may have experienced other than temporary decline in value. When evidence of loss in value has occurred, management compares the estimated fair value of the investment to the carrying value of the investment to determine whether an impairment has occurred. If the estimated fair value is less than the carrying value and management considers the decline in value to be other than temporary value, the excess of the carrying value over the estimated fair value is recognized in the financial statements as an impairment. In the opinion of management, there was no impairment for the period ended September 30, 2019.

Deferred income taxes

We use the asset and liability method of accounting for income taxes in accordance with ASC Topic 740, "Income Taxes." Under this method, income tax expense is recognized for the amount of: (i) taxes payable or refundable for the current year and (ii) deferred tax consequences of temporary differences resulting from matters that have been recognized in an entity's financial statements or tax returns. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the results of operations in the period that includes the enactment date. A valuation allowance is provided to reduce the deferred tax assets reported if based on the weight of the available positive and negative evidence, it is more likely than not some portion or all of the deferred tax assets will not be realized.

ASC Topic 740.10.30 clarifies the accounting for uncertainty in income taxes recognized in an enterprise's financial statements and prescribes a recognition threshold and measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. ASC Topic 740.10.40 provides guidance on derecognition, classification, interest and penalties, accounting in interim periods, disclosure, and transition. We have no material uncertain tax positions for any of the reporting periods presented.

Net income per share

Basic net income per share is computed by dividing the net income by the weighted-average number of common shares outstanding during the period. Diluted income per share is computed similar to basic income per share except that the denominator is increased to include the number of additional common shares that would have been outstanding if the potential common stock equivalents had been issued and if the additional common shares were dilutive.

Stock-Based Compensation

We recognize compensation expense for stock-based compensation in accordance with ASC Topic 718. For employee stock-based awards, we calculate the fair value of the award on the date of grant using the Black-Scholes method for stock options and the quoted price of our common stock for unrestricted shares; the expense is recognized over the service period for awards expected to vest. For non-employee stock-based awards, we calculate the fair value of the award on the date of grant in the same manner as employee awards, however, the awards are revalued at the end of each reporting period and the pro rata compensation expense is adjusted accordingly until such time the nonemployee award is fully vested, at which time the total compensation recognized to date equals the fair value of the stock-based award as calculated on the measurement date, which is the date at which the award recipient's performance is complete. The estimation of stock-based awards that will ultimately vest requires judgment, and to the extent actual results or updated estimates differ from original estimates, such amounts are recorded as a cumulative adjustment in the period estimates are revised. We consider many factors when estimating expected forfeitures, including types of awards, employee class, and historical experience.

Fair value of financial instruments

We have adopted the provisions of ASC Topic 820, "Fair Value Measurements and Disclosures", which defines fair value as used in numerous accounting pronouncements, establishes a framework for measuring fair value and expands disclosure of fair value measurements.

The estimated fair value of certain financial instruments, including cash and cash equivalents, accounts receivable, accounts payable and accrued expenses are carried at historical cost basis, which approximates fair values because of the short-term maturing of these instruments. The carrying amounts of our short- and long-term credit obligations approximate fair value because the effective yields on these obligations, which include contractual interest rates which are comparable to rates of returns for instruments of similar credit risk and because of the short-term maturity of these instruments.

ASC 820 defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. ASC 820 also establishes a fair value hierarchy, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. ASC 820 describes three levels of inputs that may be used to measure fair value:

Level 1 – quoted prices in active markets for identical assets or liabilities.

Level 2 – quoted prices for similar assets and liabilities in active markets or inputs that are observable

Level 3 – inputs that are unobservable (for example cash flow modeling inputs based on assumptions)

Shareholders' Equity

On May 10, 2019, the Company issued 40,000,000 shares to the Company's President and Director to satisfy a debt incurred during the quarter.

On May 29, 2019 the Company filed a certificate of amendment with the Secretary of State of Nevada increasing the total number of authorized shares of common stock from 66,666,667 to 1,000,000,000.

On August 8, 2019, the Company issued 150,000,000 shares of common stock in regards to the acquisition of Selected Listings Inc ("Selected Listings"). The value of the shares based on the current stock price of $0.01 was $1,500,000. On September 27, 2019, the two parties entered into a Rescission Agreement to reverse the transaction and all shares issued were returned. See Note 3.

On August 8, 2019, the Company issued 150,000,000 shares of common stock in regards to the acquisition of DGE Management Services Inc. ("DGE"). The value of the shares based on the current stock price of $0.01 was $1,500,000. On September 27, 2019, the two parties entered into a Rescission Agreement to reverse the transaction and all shares issued were returned. See Note 3.

3. TRANSACTIONS

<u>Selected Listings Inc. Transaction</u>

On August 8, 2019, WorldCap acquired Selected Listings, a Florida-based finance company that creates listing solutions that meets the client's specific needs, for 150,000,000 shares of the Company's common stock (see Note 2). 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.

The following table summarizes the consideration given for Selected Listings and the fair value of the assets and liabilities assumed at the acquisition date:

Consideration given:	
Common stock shares given	$ 1,500,000
Total consideration given	$ 1,500,000
Fair value of identifiable assets acquired, and liabilities assumed:	
Cash	$ 5,643
Loan receivable	83,366
Total identifiable net assets	89,009
Goodwill	1,410,991
Total consideration	$ 1,500,000

On September 27, 2019, WorldCap and Selected Listings entered into a Rescission Agreement whereas the transaction was rescinded. As WorldCap and Selected Listings are both controlled by a common person, Richard Di'Biase, the transaction for presentation purposes is required to record the financial activities between August 8, 2019 and September 27, 2019 on the consolidated financial statements. See Note 2.

The following table summarizes the consideration returned for Selected Listings and the fair value of the assets and liabilities returned at the rescission date:

Rescission:	
Common stock shares returned	$ (1,500,000)
Total consideration returned	$ (1,500,000)
Fair value of identifiable assets returned, and liabilities returned:	
Overdraft on bank account	$ 859
Loan receivable	(83,366)
Payable to shareholder	(6,502)
Total identifiable net assets returned	(89,009)
Goodwill reversed	(1,410,991)
Consideration returned	$ (1,500,000)

DGE Management Inc. Transaction

On August 8, 2019, WorldCap acquired DGE, a Florida corporation formed in August 2017 to manage securitization structures which have borrowers in the US and Canada, for 150,000,000 shares in the Company's common stock (see Note 2). 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.

The following table summarizes the consideration given for DGE and the fair value of the assets and liabilities assumed at the acquisition date:

Consideration given:	
Common stock shares given	$ 1,500,000
Total consideration given	$ 1,500,000
Fair value of identifiable assets acquired, and liabilities assumed:	
Cash	$ 59
Loan receivable	100,000
Marketable securities	3,972,000
Total identifiable net assets	4,072,059
Value in excess of consideration	(2,572,059)
Total consideration	$ 1,500,000

On September 27, 2019, WorldCap and DGE entered into a Rescission Agreement whereas the transaction was rescinded. As WorldCap and DGE are both controlled by a common person, Richard Di'Biase, the transaction for presentation purposes is required to record the financial activities between August 8, 2019 and September 27, 2019 on the consolidated financial statements. See Note 2.

The following table summarizes the consideration returned for DGE and the fair value of the assets and liabilities returned at the rescission date:

Rescission:	
Common stock shares returned	$ (1,500,000)
Total consideration returned	$ (1,500,000)
Fair value of identifiable assets returned, and liabilities returned:	
Overdraft on bank account	$ 108
Loan receivable	(100,000)
Marketable securities	(3,972,000)
Payable to shareholder	(167)
Total identifiable net assets returned	(4,072,059)
Value in excess of consideration returned	2,572,059
Consideration returned	$ (1,500,000)

4. SUBSEQUENT EVENTS

In accordance with SFAS 165 (ASC 855-10) the Company has analyzed its operations subsequent to September 30, 2019 to the date these financial statements were available to be issued and has determined that there are no additional material subsequent events to disclose in these financial statements.