
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): April 29, 2016

Commission file number: 0-22773

NETSOL TECHNOLOGIES, INC.

(Exact name of small business issuer as specified in its charter)

NEVADA
(State or other Jurisdiction of
Incorporation or Organization)

95-4627685
(I.R.S. Employer NO.)

24025 Park Sorrento, Suite 410, Calabasas, CA 91302
(Address of principal executive offices) (Zip Code)

(818) 222-9195 / (818) 222-9197
(Issuer's telephone/facsimile numbers, including area code)

Item 2.02 Results of Operations and Financial Condition.

On April 29, 2016, NetSol Technologies, Inc.'s Pakistani subsidiary, NetSol Technologies, Ltd. posted the results of operations and financial conditions for quarter ended March 31, 2016. The results are posted on the Karachi Stock Exchange. These results represent only the results of one subsidiary of NetSol Technologies, Inc. and are not representative of the results of the NetSol Technologies, Inc. on a consolidated basis.

The information in this report shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liability of 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, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Exhibits

99.1 Earnings Announcement for March 31, 2016, for NetSol Technologies Ltd.

SIGNATURES

In accordance with the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

NETSOL TECHNOLOGIES, INC.

Date: April 29, 2016

/s/ Najeeb Ghauri

NAJEEB GHAURI
Chief Executive Officer

Date: April 29, 2016

/s/ Roger Almond

ROGER ALMOND
Chief Financial Officer

NetSol Technologies Limited Pakistan, (“NetSol PK”), a majority owned subsidiary of NetSol Technologies, Inc. servicing the Asia-Pacific region, today announced financial results for the quarter ended March 31, 2016.

Financial Highlights Q3, 2015-16

- Revenues increased to PKR 765 million compared to PKR 702 million in corresponding quarter of last fiscal year
- Company posted a net loss of PKR 61 million compared to a loss of 62 million last year

Revenues for the quarter ended March 31, 2016 increased to PKR 765 million compared with PKR 702 million in same quarter of last year. The increase in current quarter’s revenues is primarily due to increase in customization and enhancement requests from the existing customers for our legacy system. Company has also recorded license and services revenue of approximately PKR 160 million against the implementation of NFS Ascent at four different sites out of the twelve sites announced during the last quarter. Gross profit of the company was PKR 157 million compared to PKR 139 million in the comparative quarter of last fiscal year. Cost of sales of the company has increased during the current quarter due to annual salary raise. The company posted a net loss of PKR 61 million or a loss of PKR 0.68 per diluted share in comparison of a net loss of PKR 62 million or PKR 0.70 per diluted share in the same quarter of fiscal 2015. Adjusted EBITDA profit was PKR 1.39 per share in the current quarter compared to PKR 1.71 in the same period of last fiscal year.
