

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): October 31, 2014

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 October 31, 2014, NetSol Technologies, Inc.'s Pakistani subsidiary, NetSol Technologies, Ltd. posted the results of operations and financial conditions for quarter ended September 30, 2013. 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 October 31, 2014 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: November 3, 2014

/s/ Najeeb Ghauri
NAJEEB GHAURI
Chief Executive Officer

Date: November 3, 2014

/s/ Roger Almond
ROGER ALMOND
Chief Financial Officer

NTPK RESULTS – FIRST QUARTER ENDED SEPTEMBER 30, 2014

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 September 30, 2014.

Financial Highlights Q1, 2014-15

- Revenues decreased by approximately 7% compared with the corresponding quarter of fiscal 2013-2014
- Company posted a net loss of PKR 190 million in the first quarter

NetSol PK reported revenues of PKR 493 million, which represents a 7% decrease as compared to PKR 530 million reported for the comparable quarter of fiscal 2014. Company also posted a net loss of PKR 190 million compared to a net profit of PKR 140 million in same quarter last year. Main reason of this decrease in profits is the decline in sales due to transition from legacy to next generation product. Also included in last year's profits is a currency exchange gain of PKR 105 million whereas the same gain recorded in the current quarter was just PKR 312K. Increase in loss is also due to increase in depreciation and amortization expense charged on the intangible assets which were earlier under development stage but now their amortization has started. Diluted loss per share was PKR 2.13 per share compared to a profit of PKR 1.57 per share reported in the corresponding period of fiscal 2014.
