

---

---

**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 30, 2015

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 30, 2015, NetSol Technologies, Inc.'s Pakistani subsidiary, NetSol Technologies, Ltd. posted the results of operations and financial conditions for quarter ended March 31, 2015. 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, 2015, 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 30, 2015

*/s/ Najeeb Ghauri*

---

NAJEEB GHOURI  
Chief Executive Officer

Date: April 30, 2015

*/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, 2015.

**Financial Highlights Q3, 2014-15**

- Revenues increased to PKR 702 million compared to PKR 341 million in corresponding quarter of last fiscal year
- Company posted a net loss of PKR 62 million compared to a loss of 274 million last year

Revenues for the quarter ended March 31, 2015 increased to PKR. 702 million compared with PKR 341 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 more than PKR 220 million against the implementation of NFS Ascent at a customer site in Indonesia. This is in addition to the PKR 80 million revenue recognized from the same project during the last fiscal quarter. Gross profit of the company was PKR 131 million compared to a loss of PKR 116 million in the comparative quarter of last fiscal year. The company posted a net loss of PKR 62 million or a loss of PKR 0.70 per diluted share in comparison of a net loss of PKR 274 million or PKR 3.07 per diluted share in the same quarter of fiscal 2014. Adjusted EBITDA profit was PKR 1.71 per share in the current quarter compared to an EBITDA loss of PKR 1.18 in the same period of last fiscal year.

---

