FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Print or Ty | pe Response | s) | | | | | | | | | | | | | |
|---|---|-------|----------------------------------|-----------------------------|--|---|--|--------------------------|-------------------------------|--|--|--|---|--|----------------------------|
| 1. Name and Address of Reporting Person* MCGLASSON PATTI L W | | | |] | 2. Issuer Name and Ticker or Trading Symbol NETSOL TECHNOLOGIES INC [NTWK] | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner | | | | |
| (Last) (First) (Middle) C/O NETSOL TECHNOLOGIES, INC., 23975 PARK SORRENTO, SUITE 250 | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 07/01/2019 | | | | | | X Officer (give title below) Other (specify below) General Counsel & Secretary | | | | |
| (Street) | | | | 4 | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| CALABASAS, CA 91302 (City) (State) (Zip) | | | | | Table I - Non-Derivative Securities Acqu | | | | | | ired, Disposed of, or Beneficially Owned | | | | |
| (Instr. 3) Date | | | 2. Transact Date (Month/Da | y/Year) | 2A. Deemed Execution Date, it | 3. Transac Code (Instr. 8) | | on 4. Securities Acquire | | | | | es following | 6. Ownership Form: | Beneficial |
| | | | | | (Month/Day/Year) | Code | V | Amoun | (A) or (D) | Price | (Instr. 3 a | or Indi (I) (Instr. | | | Ownership (Instr. 4) |
| Common | Stock | | 07/01/20 | 19 | 07/01/2019 | A | | 937 | Δ | \$ 0 (1) | 69,798 | | | D | |
| | | | | (e. | erivative Securit g., puts, calls, w | arrants, op | tions | , conver | tible secur | rities) | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative | | 3A. D Execu | (e. Deemed ution Date | g., puts, calls, w | ties Acquire arrants, op 5. Number of Derivative Securities | cont the f ed, Di tions 6. D | ained in form dis | of, or Benetible secures Date | eficially rities) 7. Tit Amo Unde Secur (Instr | not requ tly valid y Owned cle and unt of orlying | OMB conf | 9. Number Derivative Securities Beneficially | of 10. Ownersl Form of Derivati Security | ve Ownership (Instr. 4) |
| | Security | | | | | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | 4) | | | Following Reported Transaction(s (Instr. 4) | Direct (I or Indirect (I) (Instr. 4) | / | |
| | | | | | Code V | (A) (D) | Date Exer | | Expiration Date | Title | Amount or Number of Shares | | | | |
| Repor | ting O | wners | | | | | | | | | | | | | |
| Reporting Owner Name / Address Directe | | | | | Relationships | | | | | | | | | | |
| | | | | Director | r 10% Officer O | | | | | Othe | r | | | | |

General Counsel & Secretary

Signatures

MCGLASSON PATTI L W

CALABASAS, CA 91302

C/O NETSOL TECHNOLOGIES, INC.

23975 PARK SORRENTO, SUITE 250

| /s/ Patti L.W. McGlasson | 07/03/2019 |
|---------------------------------|------------|
| **Signature of Reporting Person | Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Issued as compensation for services rendered.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.