FORM 4

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

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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

oonses)													
1. Name and Address of Reporting Person * 2. Issuer Name and Ticke CATON MARK Symbol													
TECHNOLOGIES	(Month/Day	Year)	nsact	tion		belo	ow)						
(Street) CA 91302			e Ori	iginal		App	licable Line) Form filed by	One Rep	orting Pers	son			
(State) (Zip)	Table I -	Non-Der	ivati	ive Secur	ities 1	Acquired	l, Disposed	of, or	Benefici	ally Owne	i		
2. Transaction Date (Month/Day/Year)	any	Code		Acquired Disposed (Instr. 3,	d (A) d of (, 4 and (A) or	or So D) B d 5) Fe	ecurities eneficially O ollowing Re ransaction(s)	ported	Form: Direct or Indi (I)	(D) of Inc Benef Owner (Instr	lirect icial ership		
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cise (Month/Day/Yea f ive	ar) any	Code	Code		Number and E		xpiration Date		unt of rlying rities	Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported	Ownership Form of Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownershij (Instr. 4)
						Date	Expiration Date		Amount or Number				
	(First) (Middle FECHNOLOGIES. RK SORRENTO, (Street) CA 91302 (State) (Zip) 2. Transaction Date (Month/Day/Year) 10/30/2013 on a separate line for expression Table II - I	2. Issuer Na Symbol NETSOL 7 [NTWK] (First) (Middle) (INTWK] (First) (Middle) (INTWK] (First) (Middle) (INTWK] (Steet) 3. Date of Ea (Month/Day/2013) (Street) 4. If Amendr Filed(Month/Day/2013) (State) (Zip) Table I - 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 10/30/2013 Table II - Derivative Securities (e.g., puts, calls, was any (Month/Day/Year)) Table II - Derivative Securities (e.g., puts, calls, was any (Month/Day/Year)) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year)	2. Issuer Name and Symbol NETSOL TECHN [NTWK] (First) (Middle) (M	2. Issuer Name and Ticks Symbol NETSOL TECHNOLOGIES, RK SORRENTO, (Street) 2. Issuer Name and Ticks Symbol NETSOL TECHNOLOGIES, (Month/Day/Year) 10/30/2013 (Street) 3. Date of Earliest Transaction (Month/Day/Year) 10/30/2013 4. If Amendment, Date Ori Filed(Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Instr. 8) 2. Transaction Date (Instr. 8) 2. Transaction Date (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, warrants, option Date (Month/Day/Year) 3. Transaction Date (E.g., puts, calls, warrants, option Date (Month/Day/Year) 3. Transaction Date (Instr. 8) 3. Transaction Date (E.g., puts, calls, warrants, option Date (Month/Day/Year) 3. Transaction Date (Instr. 8)	2. Issuer Name and Ticker or Trad Symbol NETSOL TECHNOLOGIES INTWK] (First) (Middle) (Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Date (Month/Day/Year) (Month/Day/Year) A 4. Securities Date (Instr. 8) (Month/Day/Year) A 4. Securities Date (Instr. 8) (Transaction Date (Instr. 8) (Month/Day/Year) A 4. Securities Date (Instr. 8) (Month/Day/Year) A 4. Securities Date (Instr. 8) (Month/Day/Year) A 5. Transaction Code (Instr. 8)	2. Issuer Name and Ticker or Trading Symbol NETSOL TECHNOLOGIES INC [NTWK] (First) (Middle) TECHNOLOGIES, RK SORRENTO, (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 10/30/2013 (State) (Zip) Table I - Non-Derivative Securities 2. Transaction Date Execution Date, if (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Table II - Non-Derivative Securities Acquired (A) Disposed of (Instr. 8) (Instr. 3, 4 and A 459 A) Persons who reinformation correquired to rescurrently valid of (D) Table II - Derivative Securities Acquired, Disposed of, or (e.g., puts, calls, warrants, options, convertible any (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, warrants, options, convertible any (Month/Day/Year) (Instr. 8) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Instr. 8) 2. Transaction Date (Instr. 8) 3. Transaction Code (Instr. 8) 2. Transaction (Instr. 8) 4. 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Table II - Derivative Securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible securities and Execution Date (Instr. 8) 5 and Expira (Month/Day/Year) 10/30/2013	Sees of Reporting Person Care C	2. Issuer Name and Ticker or Trading Symbol NETSOL TECHNOLOGIES INC [NTWK] (First) (Middle) (BTECHNOLOGIES, RK SORRENTO, 10/30/2013 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 10/30/2013 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Code (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (A) (Month/Day/Year) (A) (A) (Instr. 3, 4 and 5) Table II - Derivative Securities beneficially owned (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date (e.g., puts, calls, warrants, options, convertible securities) 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, and 4) (Instr. 3) (Instr. 3) (Instr. 3 and 4) Persons who respond to the collection information contained in this form are infectionally owned (Instr. 3)	ess of Reporting Person 2 2. Issuer Name and Ticker or Trading Symbol NETSOL TECHNOLOGIES INC [NTWK] 5. Relationship of Reporting Person 2 1 1 1 1 1 1 1 1 1	2. Issuer Name and Ticker or Trading Symbol NETSOL TECHNOLOGIES INC Check all applicable Suer Other (specify title Check all applicable) Check (Instr.) Other (specify title Check all applicable) Check all applicable) Check all applicable Check all applicable) Check all applicable Check all applicable) Check all applicable Check all applicable) Check all applicable Check all a	Sess of Reporting Person 2 2 2 1 2 2 3 3 3 4 4 5 4 4 5 4 4 5 4 4	Second Reporting Person 2 Susuer Name and Ticker or Trading Symbol NETSOL TECHNOLOGIES INC (NETWK) 3. Date of Earliest Transaction (Month/Day/Year) 10/30/2013 3. Date of Earliest Transaction (Month/Day/Year) 10/30/2013 3. Date of Earliest Transaction (Month/Day/Year) 10/30/2013 4. If Amendment, Date Original Filed(Month/Day/Year) 4. Execution Date, if Original Promote

Reporting Owners

Domontino Orumon Nome / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
CATON MARK C/O NETSOL TECHNOLOGIES, INC. 24025 PARK SORRENTO, SUITE 410 CALABASAS, CA 91302	X						

Signatures

/s/ Mark Caton	11/01/2013
**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 part of employment agreement with the company earned as of September 30, 2013.

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.