



**NETSOL TECHNOLOGIES LIMITED** 

# Table of **Contents**

н	HICH	1655	LO	LIONAL

Company Profile	2
Directors' Report (English)	3
Directors' Report (Urdu)	4
Review Report	5

### **Financials Statements**

Condensed Interim Statement of Financial Position	8
Condensed Interim Statement of Profit or Loss	9
Condensed Interim Statement of other Comprehensive Income	10
Condensed Interim Statement of Cash Flows	11
Condensed Interim Statement of Changes in Equity	12
Notes to Condensed Interim Financial Statements	13

### **Consolidated Financials Statements**

Condensed Consolidated Interim Statement of Financial Position	24
Condensed Consolidated Interim Statement of Profit or Loss	25
Condensed Consolidated Interim Statement of other Comprehensive Income	26
Condensed Consolidated Interim Statement of Cash Flows	27
Condensed Consolidated Interim Statement of Changes in Equity	28
Notes to the Condensed Consolidated Interim Financial Statements	29

# Company **Profile**

### **BOARD OF DIRECTORS**

#### SHAHAB-UD-DIN GHAURI

Chairman/Non-Executive Director

#### SALIM ULLAH GHAURI

Chief Executive Officer/Executive Director

#### VASEEM ANVAR

Independent Director

#### ANWAAR HUSSAIN

Independent Director

#### HAMNA GHAURI

Non-Executive Director

### **NAJEEB ULLAH GHAURI**

Non-Executive Director

#### **OMAR SHAHAB GHAURI**

**Executive Director** 

#### **AUDIT COMMITTEE**

#### ANWAAR HUSSAIN

Chairman

#### **VASEEM ANVAR**

Member

#### HAMNA GHAURI

Member

#### **CHIEF FINANCIAL OFFICER**

**BOO-ALI SIDDIQUI** 

### **COMPANY SECRETARY**

**SEHRISH** 

### **CHIEF INTERNAL AUDITOR**

MUHAMMAD ABDUL WAHAB HAFEEZ

#### **AUDITORS**

#### H.Y.K & Co.

Chartered Accountants 321-Upper Mall, Lahore

### **LEGAL ADVISOR**

### **CORPORATE LAW ASSOCIATES**

1st Floor Queen's Centre Shahra-e-Fatima linnah Lahore

#### **BANKERS**

Askari Bank Limited SAMBA Bank Limited MCB Bank Limited Summit Bank Limited Bank Al Habib Limited Meezan Bank Limited

#### SHARE REGISTRAR

#### VISION CONSULTING LIMITED

3-C, LDA Flats, Lawrence Road, Lahore. Tel:+92-42-36283096-97 Fax:+92-42-36312550

### **CONTACT DETAILS**

#### REGISTERED OFFICE

NetSol IT Village (Software Technology Park) Lahore Ring Road, Ghazi Road Interchange, Lahore Cantt. 54792, Pakistan Tel: +92-42-111-44-88-00. +92-42-35727096-7 Fax: +92-42-35701046.

35726740

#### RAWALPINDI OFFICE

House No. 04. Safari Villas. Bahria Town, Rawalpindi Tel: +92-51-5707011 Fax: +92-51-5595376

#### KARACHI OFFICE

43/1/Q, Amna Villa #1 Block # 03. P.E.C.H.S, Karachi-75400 Tel:+92-21-111-638-765 Fax:+92-21-3431-3464

#### **WEB PRESENCE**

www.netsolpk.com info@netsolpk.com

## Directors' Report

On behalf of the Board of Directors of NetSol Technologies Limited, we are pleased to present the unaudited condensed financial statements of your company together with its consolidated accounts for the half year ended December 31, 2018.

For NETSOL, the past half year has been quite eventful in multiple dimensions. With multiple system demonstrations and continued successful global implementations, primarily of flagship, premier product NFS Ascent™, alongside securing multi-million dollar contracts with leading blue-chip organizations, NETSOL continued to maintain a leading and powerful role in the global asset finance and leasing industry.

The company's sister company signed a five-year contract with a tier-one auto captive finance company for the implementation of both Ascent Retail and Wholesale platforms in China. Through provisioning of both license as well as major services to the sister concern for the implementation of NFS Ascent<sup>TM</sup> at client site, the company directly benefits with generation of impressive revenue. Additionally, NFS Ascent's Contract Management System (CMS) was implemented in South Africa for a leading German auto captive. This implementation, part of the largest contract in NETSOL's history, includes the existing client upgrading to our premier, flagship platform NFS Ascent.

We are also honored to have received, the "Top IT Exporter Award" and "Top IT Products and Solutions Exporter Award" from Pakistan Software Export Board. These are testament of the superiority of NetSol's products and services. NETSOL also presented at the 7th Annual Liolios Gateway Conference in San Francisco and in 11th Annual LD Micro Main Event in Los Angeles. The founding management team of NetSol expounded the company's growth over the years and explained its current and future potential at these events providing valuable insight into NetSol's culture and journey.

#### FINANCIAL PERFORMANCE

Comparisons of un-audited financial results of the second quarter ended December 31, 2018 with the corresponding period of fiscal year 2018 and cumulative results for the half year ended December 31, 2018 with those of December 31, 2017 are given below:

#### SEPARATE ACCOUNTS

Particulars	Oct-Dec 2018	Oct-Dec 2017	Jul-Dec 2018	Jul-Dec 2017
Revenue (in million)	1,389	1,123	2,611	1,956
Gross profit (in million)	579	586	1,064	848
Net profit (in million)	532	483	667	608
EPS – diluted (in Rs.)	5.92	5.37	7.42	6.77
EBITDA per share – diluted (in Rs.)	7.32	7.05	10.39	10.03

Revenues during the quarter ended December 31, 2018 increased by 24% compared to the revenues posted in the same quarter of previous fiscal year. In absolute numbers, the Company posted a net revenue of PKR 1,389 million compared to the revenues posted in the same quarter to period since a passive in revenue is mainly due to license revenue associated with the deployment of NFS Ascent™ at two client sites in Hong Kong and Singapore, which were part of a larger contract that includes license implementations, maintenance, services and expected customization fees for the platform across twelve countries. In addition to it, provisioning of license to sister concern's client for the implementation of NFS Ascent<sup>NM</sup> in China lead to increase license revenue from PKR 202 million to PKR 434 million. Change request is an ongoing services revenue stream for the company as the customers keep on changing/enhancing the systems under their use. Decent amount of customization and change request revenue has also been recognized during the current quarter. Furthermore, maintenance revenue also grew from PKR 181 million to PKR 238 million during the current quarter. Due to adoption of new IFRS 15, the company also recorded a travel reimbursable revenue amounting to PKR 162 million in the current quarter. Previously no such amount was being recognized as revenue. Same amount is also booked as travel cost in the cost of revenue section of the profit and loss account. The Company posted a net profit of PKR 532 million compared to PKR 483 million last year. Included in net profit is PKR 308 million on account of currency exchange gain due to recent devaluation of Pakistani Rupee compared to PKR 171 million in the comparable period. Earnings per diluted share were PKR 5.92 in comparison of PKR 5.37 in the corresponding period of last fiscal year. Company posted net EBITDA profit of PKR 7.32 per diluted share compared to an EBITDA profit of PKR 5.73 her diluted share compared to an EBITDA profit of PKR 7.05 per share in the corresponding period. On half yearly basis, Company posted net revenues of PKR 2,611 million compared to PKR 1,956 million in the corresponding period. Gross profit increased to PKR 1,064 million in comparison of PKR 848 million last year. The Company posted a net profit of PKR 667 million in comparison of PKR 608 million during the same period last year. Diluted earnings per share for the half year ended December 31, 2018 were PKR 7.42 in comparison of PKR 6.77 in the corresponding period. Half year EBIDTA profit for the current period was PKR 10.39 compared to PKR 10.03 in the preceding period.

#### CONSOLIDATED ACCOUNTS

Continued Ope		Operations	perations Discontinued Operations			Total		
Particulars	Oct-Dec 2018	Oct-Dec 2017	Oct-Dec 2017	Oct-Dec 2017	Oct-Dec 2018	Oct-Dec 2017		
Revenue (in million)	1,389	1,123	-	85	1,389	1,208		
Gross Profit (in million)	579	586	-	10	579	596		
Net Profit (in million)	532	478	34	24	566	502		

The Company also consolidates financial results of its subsidiary 'NetSol Innovation (Pvt) Limited". As announced earlier, the subsidiary company has closed all its operations effective July 31, 2018. Net consolidated revenues for the quarter ended December 31, 2018 were PKR. 1,389 million compared to PKR 1,208 million in fiscal 2018. Consolidated gross profit for the quarter was PKR 579 million compared to PKR 596 million in the same period last year. On a consolidated basis, the company posted net consolidated profit of PKR 566 million in the current quarter compared to PKR 502 million in fiscal 2018.

Besides current ongoing projects and significant implementations to take place for our diverse clientele, we will continue the promotion and selling of our flagship, premier product NFS Ascent™ and NetSol Financial Suite in the coming quarters alongside focusing on our state-of-the-art enterprise digitization applications suite (NFS Mobility) which has gained considerable traction in various regions across the globe. NFS Digital is an ecosystem which augments and enhances finance and leasing operations. There have also been multiple system demonstrations requested by various prospective clients from around the globe, including major companies in China, Indonesia, Thailand, Australia, the United States and the United Kingdom.

Our new initiative, the innovation lab, continues its essential and imperative role in research and development for the company, by not only modernizing existing products, but generating new products for the future and thereby generating increased revenue streams

In addition to other marketing initiatives, we have signed up to attend/sponsor certain upcoming leasing summits and events in the United States, United Kingdom, Europe, China and other countries in the region. Our presence, as a global leader of asset finance and leasing sector, at these prominent and foremost industry events has resulted in qualified leads and increase in organization's reach. The company will continue to maintain its presence at international summits, conferences and events across the world.

#### ACKNOWLEDGEMENT

The Board of Directors places on record its appreciation for the continued support by its esteemed shareholders, valued customers, government agencies and financial institutions which enabled the company to achieve these tremendous results. The board would also like the express its appreciation for the services, loyalty and efforts being continuously rendered by the executives and all the staff members of the company and hope that they will continue with the same spirit in future.

On behalf of the Board

Salim Ullah Ghaun

Omar Shahab Ghauri

Lahore: February 12, 2019



ہمیں خوتی ہے کنیٹ سول ٹیکنا اوجیز لمیٹڈ کے بورڈ آف ڈائر کیٹرز کی جانب ہے کمپنی کی 311 دسمبر 2018ء کوئتم ہونے والے ششائ عرصہ کے لئے غیرآ ڈٹ شدہ مالیاتی گوشوارے بشمول مجموعی مالیاتی گوشوارے نیش کررے ہیں۔

### عوى جائزه: ـ (General Overview)

نے. (General Overview) نید سول کے لیے اگذ ششہ شای کی کاظ ہے اہمیت کی حال رہی ہے۔کشیر system demonstrations اور کیٹن کی اعلیٰ مصنوعات ™NFS Ascent کے مسلس کا میاب عالی نمید سول کے لیے اگذ ششہ شہای کی کاظ ہے اہمیت کی حال رہی ہے۔کشیر asset finance اور کیز گے۔کی صنعت میں مسلس ایک معروف نفاذ کے ساتھ ساتھ معروف بلیو چیپ (blue-chip) اداروں کے ساتھ کثیر ملین ڈالر کے معاہدوں کو محفوظ کیا ہے ،نیٹ سول نے عالمی asset finance اور لیزنگ کی صنعت میں مس

مینی کی Sister concern مینی نے China میں Ascent Retail اور Wholesale پیٹ فارم کے نفاذ کے لیے ایک اعلی درجے کی آٹو کیٹو فٹانس Ascent Retail پیٹی کی finance کمپنی کے ساتھ ایک پانٹی سالہ معاہدہ کیا ہے۔ کمپنی اس معاہدے سابی Sister concern کے ذریعے mFS Ascent کے لائٹ سائید پرنفاذ کے لئے لائٹس اور بیزی خدمات فراہم کرتے ہوئے براہِ راست متاثر کن محصولات نے فائدہ حاصل کیا۔ اس کے علاوہ کمپنی نے ساؤتھ افریقہ (South Africa) میں معروف جرمن Auto Captive کے لیے بھی ان (CMS) NFS Ascent's Contract Management System وکامیانی کے ساتھ افغاذ ہنے سول کی تاریخ کے سب سے بڑے معاہدے کا حصہ ہے، جس میں موجودہ کا نئٹ کی ہمارے پریمیز flagship پلیٹ فارم MFS Ascentسپراپ کریڈنگ بھی شامل ہے۔

ہم پُر وقار مِیں کُہ پاکتان موف و مِیُرا میکیپورٹ وُرڈ سے "Top IT Exporter Award" اور "Top IT Exporter Award" بجی حاصل کیا۔ بیٹیٹ سول کی مصنوعات اور خدمات کی بہترین کارکرد گی کا ثبوت ہے۔ نیٹ سول نے لاس اینجلس میں منعقد ہونے والا گیارواں سالانہ LD Micro Main Event اور سان فرانسسکو میں منعقد ہونے والاساتواں سالانہ Liolios Gateway Conference میں جمھی شرکت کی بنیف سوِل کے بانی پینجنٹ ٹیم میں برسوں پر مجھیط بکیٹی کی ترقی وقو سیج اور موجودہ اور مستقد صلاحیت کووضیاحت ہے پیش کیااور نیٹ سول کے کچراوراس کی ترقی کے سفر کے بارے میں قابل فندر معلومات فراہم کیں۔

الیاتی کارکردگی(Financial performance) الدور كا 18 و كوفتم بوف والى دوسرى سهاى مع 2017 وكى الك مدت كساتها اور 31 ديمبر 2018 وكوفتم بوف والى ششاى مع 31 ديمبر 2017 وكى الك مدت كساته وغيراً دُث شدہ مالیاتی گوشوارے کے نتائج کامواز نہ درج ذیل ہے۔

•		انفرا دی مالیا	باتی گوشوار ہے	
	ا كۋېرتادىمبر2018ء	ا كتوبرتا دىمبر 2017	جولائی تادیمبر2018ء	جولائ تادىمبر 2017ء
محصولات (ملین میں )	1,389	1,123	2,611	1,956
خام منافع (ملين ميس)	579	586	1,064	848
خالص نفع (ملين ميں )	532	483	667	608
منافع فی تصف تحلیل شده (رویوں میں ) EBITDA فی حصص تحلیل شده (رویوں میں )	5.92	5.37	7.42	6.77
۴EBITDA في خصص تحليل شد و(روبوں میں)	7 32	7.05	10 39	10.03

HIDDAD سی سیس سروارد پارسی کی دوران محصولات میں گذشتہ ایل سال کی ای سہ ماای میں درج محصولات کے متنا کے 40.4 میں منطق تعداد میں مجنئی نے کے در اللہ میں درج محصولات کی متنا کے 40.4 میں ان میں درج محصولات کی متنا کے 40.4 میں درج محصولات کی درج اللہ بیان درج کی خاص محصولات میں میں میں درج محصولات میں میں میں درج محصولات میں میں میں موجود کی سامند ہاتھ کا تحک اور ملاقی میں درج محصولات میں میں میں موجود کی محصولات میں میں میں موجود کی محصولات کی درج میں معام کے کا حصولات میں موجود کی محصولات کی درج میں معام کے کا محصولات کی درجود کی محصولات کی محصولات کے محصولات کی محصولات کے محصولات کی محصولات کے محصولات کی محصولات کے محصولات کی محصولات کے محصولات کی محصولات کے محصولات کے محصولات کی محصولات کی محصولات کے محصولات کی محصولات کی محصولات کے محصولات کی محصولات کے محصولات کے محصولات کی محصولات کی محصولات کے محصولات کی محصولات کی محصولات کے محصولات کی محصولات کے محصولات کی محصولات کی محصولات کی محصولات کی محصولات کے محصولات کی محصولات کے محصولات کے محصولات کے محصولات کی محصولات کے محص کو دیر کا بر مساحی این موروک رای کے دوروہ سے میں موروک کی استان کا معالی میں کہ میں اور کو جائے ہاں کے دوران 26 کیس و برووہ سے موجودہ سے ان کے دوران 26 کیس و برووہ سے ان کے دوران 26 کیس و موجودہ سے ان کے دوران 26 کیس و موجودہ سے ان کے اوران 26 کیس و موجودہ سے موجودہ سے ان کے اوران 26 کیس و موجودہ سے موجو ھور پورن ہے۔ میں کے لائنے کہ 198 میں وو پے کے فقائے بیٹن کا 198 میں وہ پے کا میں مال میں اور ہے کا طاق کی اورے کری جاور کے منافی سے خسک سے مم کا موازنہ 171 ملیوں روپے کا منافی گذشتہ مال کی اتا ہے۔ گذشتہ ال کی ای مدت میں 75 وو پی گیلی شوہ وقی قسم کے مقائے میں 92 وجو کے معن کے 198 میں 201 وجو کے معن کی 198 میں 201 وجو کے طاق میں 92 وجو کے مواز کے 198 میں 92 وجو کے مواز کے 198 میں 92 وجو کے مقابلے میں 93 میں 201 وجو کے طاق کے 199 میں 201 وجو کے مقابلے میں 93 میں 201 میں 201 وجو کے 201 میں 20 میں 10.39 رویے ہے۔

			بهون ما	نیای توسوارے		
	Operations	Continued	d Operations	Discontinued	کل میا	زان
	اكتوبرتا وتمبر2018ء	ا كتوبرتا دىمبر2017ء	اكتوبرتا دتمبر2018ء	اكتوبرتا دىمبر2017	اكتوبرتا وتمبر2018ء	اكتوبرتا دتمبر2017
محصولات (ملین میں )	1,389	1,123	-	85	1,389	1,208
غام منافع (ملين ميں)	579	586	-	10	579	596
الصروافع (ملبن مير)	522	470	24	24	566	E02

31 جولائی 2018ء سے بندگردی گئی ہیں۔ 31 دبر 2018ء کے تم ہونے وال سرمانی کیلئے جموعی مسلولات کہ شعبہ مال کا سیار محمل جموعی خام منافع کرشند مال میں مال کے 596 ملین روپے کے مقابلے موجودہ سر مائی 2014ملین روپے تحق بلیار پر بمنی نے میں 502 ملین روپے کے مقابلے میں 566ملین روپے کا مجموعی خالص منافع موجودہ سہائی میں درج کیا۔ متعقبل کا نظامہ نظر Future Outlook

NFS مستوجا و المال المعلم flagship کے تخصوص نفاذ کے ساتھ ساتھ ، ہم نے اپنی آئے والے سر اپیوں شربی اپنی الحکی و diverse cilientele مستوجا و Suite(NFS Mobility) مستوجا و Suite(NFS Mobility) مستوجا و Suite(NFS Mobility) بعد المعلم الم 

دیگر ہارکیٹنگ کےالقدامات کےعلاوہ ہم نے آئندہ آنے والے لیزنگ کےاجلاسوں اور واقعات کوامریکہ، برطانیڈ، پورپ، چین اور خطے میں دوسرےممالک میں شرکت کے لئے سائن اپ کیا ہے۔ ان اہم ترین منتق events میں حاری شولیت، lasset finance اور لیزنگ کے شیعے کے عالمی رہنما کی حیثیت ہے، ادارے کی مکنہ leads تک رسائی ہوتی ہے۔ کپنی ونیا مجر میں بین الاقوا کی اجلاسوں، کانفرنسوں اوروا تعال (events) میں اپنی موجود کی کو بھرار کھے گی۔

اعتراف(Acknowldgement)

بورڈ آنیے ڈائر کیٹرز کمپنی کے تھم یافتگان، قابل قدرصارفین، مرکاری اداروں اور مالیاتی اداروں کی جانب ہے تھایت ومعاونت کے لیےان کی تحریف کرتا ہے اور ٹرائے تحسین پیش کرتا ہے۔ یروز کمپنی کے تنام ایگزیکنوز اورا سان ممبرز کا ان کا قدر حذمات وفا داری اوران کی مسلس کو خشوں کو قدر ری نگاہے۔ پورڈ کمپنی کے تنام ایگزیکنوز اورا سان ممبرز کا ان کی تعلق کی مسلس کو خشوں کو قدر ری نگاہے دورائیس بھی خارج مسیسی میش کرتا ہے کہ مستقبل میں بھی ان کی خلصانہ کو خششیں جاری وساری رہیں گی۔

ازطرف بورژ آف ڈائر یکٹر \_l+yL سليم الله غوري (چیف ایگزیکٹو آفیسر)

12 فروري 2019ء



#### AUDITORS' REPORT TO THE MEMBERS ON REVIEW OF INTERIM FINANCIAL STATEMENTS

#### Introduction

We have reviewed the accompanying condensed interim statement of financial position of NetSol Technologies Limited as at December 31, 2018 and the related condensed interim statement of profit or loss and other comprehensive income, condensed interim statement of changes in equity and condensed interim statement of cash flows, and notes to the financial statements for the half year then ended (here-in-after referred to as the "interim financial statements"). Management is responsible for the preparation and presentation of these interim financial statements in accordance with the accounting and reporting standards as applicable in Pakistan for interim financial reporting. Our responsibility is to express a conclusion on these interim financial statements based on our review. The figures of the condensed interim statement of profit or loss and other comprehensive incomfe for the quarters ended December 31, 2018 and 2017 have not been reviewed, as we are required to review only the cumulative figures for the half year ended December 31, 2018.

#### Scope of Review

We conducted our review in accordance with International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of interim financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

#### Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim financial statements is not prepared, in all material respects, in accordance with the accounting and reporting standards as applicable in Pakistan for interim financial reporting.

The engagement partner on the review resulting in this independent auditor's report is Younus Kamran.

Chartered Accountants

Lahore:

Date: February 12, 2019





## Condensed Interim Statement of Financial Position - Unaudited As at December 31, 2018

	NOTE	Dec-18	Jun-18
		Unaudited	Audited
		Rupees	in '000'
ASSETS			
NON-CURRENT ASSETS			
Property, plant & equipment	5	1,759,166	1,759,889
Intangible assets	6	1,361,153	1,507,905
		3,120,319	3,267,794
Long term investments	7	308,567	308,567
Long term loans to employees	8	738	356
		3,429,624	3,576,717
CURRENT ASSETS			
Trade debts	9	1,678,439	1,340,024
Contract assets		1,259,414	1,428,321
Loans and advances	10	135,325	38,489
Trade deposits & short term prepayments		26,031	17,756
Other receivables		40,385	25,908
Due from related parties		54,428	25,878
Taxation - net		56,670	53,879
Cash & bank balances		1,498,555	2,123,337
		4,749,247	5,053,592
TOTAL ASSETS		8,178,871	8,630,309
EQUITY & LIABILITIES SHARE CAPITAL & RESERVES			
Authorized share capital150,000,000 ordinary shares of Rs.10/- each	11	1,500,000	1,500,000
Issued, subscribed and paid-up capital	11	897,229	897,029
Share deposit money		13	13
Reserves	12	5,473,429	5,788,908
Trescrives		6,370,671	6,685,950
NON-CURRENT LIABILITIES		5,2 : 5,5 : :	2,222,222
Liabilities against assets subject to finance lease		47,026	31,115
Deferred income		6,483	7,826
Long term advances		2,373	685
Long term devances		55,882	39,626
CURRENT LIABILITIES		33,002	33,020
Trade and other payables	13	433,684	503,417
Contract liabilities		276,212	371,243
Short term borrowings		1,000,000	1,000,000
Current portion of long term liabilities		36,911	27,124
Unclaimed dividend		5,511	2,949
		1,752,318	1,904,733
CONTINGENCIES & COMMITMENTS	14	-	
TOTAL EQUITY AND LIABILITIES		8,178,871	8,630,309

The annexed notes from 1 to 22 form an integral part of these condensed interim financial statements.

CHIEF EXECUTIVE OFFICER CHIEF FINANCIAL OFFICER DIRECTOR

## Condensed Interim Statement of Profit or Loss – Unaudited For The Half Year Ended December 31, 2018

	NOTE	Oct-Dec 2018	Oct-Dec 2017	Jul-Dec 2018	Jul-Dec 2017
		Rupees	in '000'	Rupees	in '000'
Revenue - net	15	1,389,441	1,123,064	2,611,316	1,955,704
Cost of revenue		(810,085)	(536,654)	(1,547,254)	(1,107,893)
Gross profit		579,356	586,410	1,064,062	847,811
Selling and promotion expenses		(144,811)	(96,630)	(263,074)	(169,591)
Administrative expenses		(213,757)	(164,703)	(441,250)	(322,375)
Other operating expenses		-	(854)	-	(991)
Other income		329,166	177,793	362,971	288,007
Operating Profit		549,954	502,016	722,709	642,861
Finance cost		(8,181)	(10,843)	(20,260)	(23,118)
Profit before taxation		541,773	491,173	702,449	619,743
Taxation					
Current Period	16	(11,881)	(8,153)	(37,245)	(11,040)
Prior Period	16	1,762	(435)	1,762	(435)
		(10,119)	(8,588)	(35,483)	(11,475)
Profit after taxation for the period		531,654	482,585	666,966	608,268
Earnings per share					
Basic - In Rupees	19	5.93	5.38	7.43	6.78
Diluted - In Rupees	19	5.92	5.37	7.42	6.77

The annexed notes from 1 to 22 form an integral part of these condensed interim financial statements.

CHIEF EXECUTIVE OFFICER

CHIEF FINANCIAL OFFICER

# Condensed Interim Statement of other Comprehensive Income - Unaudited For The Half Year Ended December 31, 2018

	Oct-Dec	Oct-Dec	Jul-Dec	Jul-Dec
	2018	2017	2018	2017
	Rupees	in '000'	Rupees	in '000'
Profit after taxation for the period	531,654	482,585	666,966	608,268
Other comprehensive income	-	-		
Total comprehensive Profit for the period	531,654	482,585	666,966	608,268

The annexed notes from 1 to 22 form an integral part of these condensed interim financial statements.

CHIEF EXECUTIVE OFFICER

CHIEF FINANCIAL OFFICER

## Condensed Interim Statement of Cash Flows - Unaudited For The Half Year Ended December 31, 2018

	2040	2017
	2018	2017
CACILEI OME FROM ORFRATING ACTIVITIES	Rupees	in '000
CASH FLOWS FROM OPERATING ACTIVITIES	707//0	640.7/3
Profit before taxation for the period	702,449	619,743
Adjustments for non cash charges and other items:		
Depreciation - own assets	94,303	114,791
Amortization of leased assets	12,080	6,724
Amortization of intangible assets	146,752	146,752
(Gain)/Loss on disposal of fixed assets	(2,620)	1,174
Amortization of deferred revenue	(1,343)	-
Exchange (gain) on debtors	(314,798)	(269,802)
Interest expense	19,599	22,326
Interest income	(42,492)	(10,046)
Deferred employee compensation expense	27,111	26,881
	(61,408)	38,800
Cash generated from operations before working capital changes	641,041	658,543
Working Capital Changes		
Trade debts	(735,117)	(785,167)
Loans and advances	(97,217)	(5,320)
Trade deposits & short term prepayments	(8,275)	(4,372)
Other receivables	(14,477)	(41,683)
Due from related parties	(28,550)	3,174
Trade and other payables	(68,566)	104,086
Cash (used in) operations	(952,202)	(729,282)
Interest paid	(20,769)	(26,209)
Income taxes paid	(38,274)	(13,479)
Dividend paid	(221,745)	(132,211)
Net cash (used in) operations	(591,949)	(242,637)
CASH FLOWS FROM INVESTING ACTIVITIES		
Property, plant and equipment's purchased	(121,129)	(27,957)
Sales proceeds of fixed asset	51,123	8,844
Advances against capital expenditure	(33,012)	6,861
Long term investment	-	(64,070)
Interest received	42,492	10,046
Net cash (used in) investing activities	(60,548)	(66,276)
CASH FLOWS FROM FINANCING ACTIVITIES		
Issuance of share capital	200	500
Share premium	129	321
Paid against obligation under finance lease	(28,834)	(19,434)
Received against obligation under finance lease	53,474	12,520
Short term borrowing	-	(38,716)
Long term advances	2,746	(3,896)
Net cash generated from (used in) financing activities	27,715	(48,705)
Net (decrease) in cash and cash equivalents	(624,782)	(357,618)
Cash and cash equivalents at the beginning of the period	2,123,337	874,942
Cash and cash equivalents at the end of the period	1,498,555	517,324
בעיזוי עווע בעיזוי בין עווע ווויי פווע טן נוופ פרווטע	ووواوويا.	3.7,324

The annexed notes from 1 to 22 form an integral part of these condensed interim financial statements.

CHIEF EXECUTIVE OFFICER CHIEF FINANCIAL OFFICER

## Condensed Interim Statement of Changes in Equity - Unaudited For The Half Year Ended December 31, 2018

	Issued, subscribed and paid- up capital	Share deposit money	Employee share option compen-	Reserve Share premium	Revenue Reserve Unapprop- riated profit	Total
			sation reserve			
			Rupee	s In '000'		
Balance as at June 30, 2017	896,359	13	74,890	302,579	4,418,672	5,692,513
Total comprehensive income for the period						
Net profit for the harf year ended						
December 31, 2017	-	-	-	-	608,268	608,268
Shares issued against options exercised	500	(821)	(74)	395		
(50,000 shares at Rs. 10 each)						
Amount received against options exercised		821				821
Dividend paid					(130,045)	(130,045)
Contribution of parent on account of employee share options			26,881			26,881
Share options	500	-	26,807	395	478,223	505,925
Balance as at December 31, 2017	896,859	13	101,697	302,974	4,896,895	6,198,438
Balance as at June 30, 2018	897.029	13	131.202	303.108	5,354,598	6,685,950
Total comprehensive income for the period	057,025	13	151,202	303,100	5,554,550	0,005,550
Restatement on initial application of IFRS 15					(785,377)	(785,377)
Net Profit for the half year ended					(105,511)	(103,311)
December 31, 2018	_	_	_	_	666.966	666.966
Shares issued against options exercised	200	(328)	(30)	158	000,500	-
(20,000 shares at Rs. 10 each)		(===,	(,			
Amount received against options excersied		328				328
Dividend paid				_	(224,307)	(224,307)
Contribution of parent on account of employee	_	_	27,111	_	_	27,111
share options						
	200	- 42	27,082	158	(342,718)	(315,279)
Balance as at December 31, 2018	897,229	13	158,284	303,266	5,011,879	6,370,671

The annexed notes from 1 to 22 form an integral part of these condensed interim financial statements.

CHIEF EXECUTIVE OFFICER

CHIEF FINANCIAL OFFICER

For The Half Year Ended December 31, 2018.

#### 1. LEGAL STATUS AND NATURE OF BUSINESS

NetSol Technologies Limited ('the Company") was incorporated in Pakistan on August 22, 1996 under the repealed Companies Ordinance, 1984, (Now Companies Act 2017) as a private company, limited by shares and was later on converted into public limited company on November 05, 2004 and subsequently listed on stock exchange on August 26, 2005. The company is listed at Pakistan Stock Exchange Limited. The business of the Company is development and sale of computer software and provision of related services in Pakistan as well as abroad.

Geographical location and addresses of business units:

Address	/Location	Purpose
1	NetSol IT Village,(Software Technology Park) Lahore Ring Road, Ghazi Road Interchange, Lahore Cantt. Pakistan.	Registered office and business unit
2	43/1/Q, Amna Villa 1, Block-6, PECHS Housing Society Karachi.	Branch office
3	House No. 4, Safari villas 1, Bahria town, Rawalpindi. Pakistan.	Branch office
4	Summitmas 2 Ground Floor Jl. Jend Sudirman Kav 61-62 Senayan- Kebayoran Baru Jakarta Selatan 12190, Indonessia	Branch office

The Company is a majority owned subsidiary of NetSol Technologies Inc., USA.

#### 2. BASIS OF PREPARATION

#### Separate financial statements

These condensed interim financial statements are separate condensed interim financial statements of the Company. Condensed consolidated interim financial statements of the company are prepared separately.

#### 2.2 Statement of compliance

These condensed interim financial statements have been prepared in accordance with the accounting and reporting standards as applicable in Pakistan for interim financial reporting. The accounting and reporting standards as applicable in Pakistan for interim financial reporting comprise of:

- -International Accounting Standard (IAS) 34, Interim Financial Reporting, issued by the International Accounting Standards Board (IASB) as notified under the Companies Act, 2017; and
- -Provisions of and directives issued under the Companies Act, 2017.

Where the provisions of and directives issued under the Companies Act, 2017 differ with the requirements of IAS 34, the provisions of and directives issued under the Companies Act, 2017 have been followed."

These condensed interim financial statements are unaudited and do not include all the disclosures and information required in the annual financial statements and should be read in conjunction with the preceding annual published financial statements of the company for the year ended June 30, 2018.

#### Basis of measurement 2.3

These condensed interim financial statements have been prepared under the historical cost convention, except for revaluation of certain financial instruments at fair value. These accounts have been prepared under accrual basis of accounting.

#### 2.4 Functional and presentation currency

These condensed interim financial statements are presented in Pakistani Rupee, which is the Company's functional currency as well its presentation currency.

#### 3. ACCOUNTING POLICIES

3.1. The accounting policies adopted for the preparation of these condensed interim financial statements are consistent with those applied in the preparation of the preceding annual published financial statements of the Company for the year ended June 30, 2018 except for change in revenue recognition policies detailed below.

#### 3.2. Revenue recognition

The Company follows IFRS 15 for the recognition of revenue for all its revenue streams.The Company determines revenue recognition through the following steps:

- Identification of the contract, or contracts, with a customer:
- Identification of the performance obligations in the contract;
- Determination of the transaction price;
- Allocation of the transaction price to the performance obligations in the contract; and
- Recognition of revenue when, or as, we satisfy a performance obligation.

The Company records the amount of revenue and related costs by considering whether the entity is a principal (gross presentation) or an agent (net presentation) by evaluating the nature of its promise to the customer. Revenue is presented net of sales, value-added and other taxes collected from customers and remitted to government authorities.

The Company has two primary revenue streams: core revenue or non-core revenue.

#### Core Revenue:

The Company generates its core revenue from the export of (1) software licenses, (2) services, which include implementation, customization and other consulting services, and (3) maintenance, which includes post contract support, of its enterprise software solutions for the lease and finance industry. The Company offers its software using the traditional on-premises licensing model. The on-premises model involves the sale or license of software on a perpetual basis to customers who take possession of the software and install and maintain the software on their own hardware.

The Company generates its non-core revenue by providing business process outsourcing ('BPO") services and other services (including maintenance services to its local customers)

A performance obligation is a promise in a contract to transfer a distinct good or service to the customer. The transaction price is allocated to each distinct performance obligation and recognized as revenue when. or as, the performance obligation is satisfied by transferring the promised good or service to the customer. The Company identifies the performance obligations at contract inception so that the Company can monitor and account for the performance obligations over the life of the contract.

The Company's contract which contain multiple performance obligations generally consists of the initial sale of licenses and a professional services engagement. Contract generally have multiple performance obligations as customers purchase maintenance and services in addition to the licenses. The Company's single performance obligation arrangements are typically maintenance renewals, and professional services engagements.

For contracts with multiple performance obligations where the contracted price differs from the standalone selling price ('SSP") for any distinct good or service, the Company may be required to allocate the contract's transaction price to each performance obligation using its best estimate for the SSP.

#### Software Licenses:

Transfer of control for software is considered to have occurred either upon physical delivery of license through CD, USB or electronically using FTP or delivery of the license key by other electronic methods which provides immediate availability of the product to the customer. The Company's typical payment terms tend to vary by region, but its standard payment terms are within 30-120 days of invoice.

#### Maintenance:

Maintenace revenue is recognized ratably over the term of the maintenance period, which in most instances is one year. Software license updates provide customers with rights to unspecified software product updates, maintenance releases and patches released during the term of the support period on a when-and-if available basis. The Company's customers purchase both product support and license updates when they acquire new software licenses. In addition, a majority of customers renew their support services contracts annually and typical payment terms provide that customers make payment within 30-120 days of invoice.

#### Professional Services:

Revenue from professional services is typically comprised of implementation, development, customization, enhancements, data migration, training or other consulting services. Consulting services are generally sold on a time-and-materials or fixed fee basis and can include services ranging from software installation to data conversion and building non-complex interfaces to allow the software to operate in integrated environments. The Company recognizes revenue for time-and-materials arrangements as the services are performed. In fixed fee arrangements, revenue is recognized as services are performed as measured by efforts incurred to date, compared to total estimated efforts to complete the services project. Management applies judgment while estimating efforts to complete the services projects. A number of internal and external factors can affect these estimates, including utilization and efficiency variances and specification and testing requirement changes. Services are generally invoiced upon milestones as agreed in the contract and payments are typically due 30-120 days after invoice.

#### **BPO Services:**

Revenue from BPO services is recognized when earned. Company recognizes revenue on issuance of billing to the customer.

#### Standards, amendments and interpretations to approved accounting standards that are effective in 3.3. the current period

#### IFRS 15 REVENUE FROM CONTRACTS WITH CUSTOMERS

Company implemented the new standard IFRS 15 Revenue from Contracts with Customers as of July 1, 2018. The new standard amends revenue recognition requirements and establishes principles for reporting information about the nature, amount, timing and uncertainty of revenue and cash flows arising from contracts with customers. The standard replaces IAS 18 Revenue and IAS 11 Construction contracts and related interpretations.

The core principle of IFRS 15 is that revenue should be recognised for the amount that is the expected equivalent value of the performance obligation. The new standard employs a five-step model framework for determining the amount and timing of revenue in order to implement this principle.

The Company applied the modified retrospective method upon adoption of IFRS 15 on July 1, 2018. This method requires the recognition of the cumulative effect of initially applying IFRS 15 to retained earnings and not to restate prior years. The cumulative effect recorded at July 1, 2018 was a decrease to retained earnings of PKR 785.4 million.

For further information on the impact of adoption of IFRS 15 Revenue from Contracts with Customers see Note 18.

Certain other standards, amendments and interpretations to approved accounting standards are also effective for accounting periods beginning on July 01, 2018, but are neither relevant nor have any significant effect on the Company's operations (although they may affect the accounting for future transactions and events) and are, therefore, not detailed in this condensed interim financial information

#### 4. USE OF ESTIMATES AND JUDGMENT

The preparation of condensed interim financial statements in conformity with approved accounting standards, as applicable in Pakistan, requires the management to make judgments, estimates and assumptions that affect the application of policies and the reported amounts of assets and liabilities, income and expenses.

The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of revision and future periods if the revision affects both current and future periods.

In preparing these condensed interim financial statements, the judgments, estimates and assumptions made by the management were the same as those that were applied to the preceding annual published financial statements of the Company for the year ended June 30, 2018.

			Dec-18	Jun-18
			Unaudited	Audited
			Rupees	in '000'
5.	PRO	PERTY, PLANT & EQUIPMENT		
	Ope	ning Balance - net book value	1,759,889	1,898,191
	Addi	tions 5.1	164,308	207,946
			1,924,197	2,106,137
	Less			
	Disp	osals - net book value 5.2	(58,670)	(97,526)
	Dep	reciation & amortization	(106,361)	(248,722)
			1,759,166	1,759,889
	5.1	Following is the detail of addition / (transfer):		
		Furniture & fixture	1,491	775
		Vehicles	108,009	125,485
		Office equipment	2,037	5,620
		Computers	19,376	35,182
		Air conditioners	382	3,712
		Generator	-	12,058
		Computer software	-	1,077
		Advance against capital expenditure	33,012	24,036
		Total	164,308	207,946

5.2	Following is the detail of deletions	Cost	Dec-18 Unaudited Accumulated Depreciation	Written down Value Rupe	Cost <b>es in '000'</b>	Jun-18 Audited Accumulated Depreciation	Written down Value
	Furniture & fixture	622	322	300	3,046	1,913	1,133
	Vehicles	74,375	16,061	58,313	126,814	50,139	76,675
	Office equipment	-	-	-	2,445	1,619	826
	Computers	219	163	56	33,403	29,068	4,336
	Air conditioners	-	-	-	3,384	2,322	1,062
	Generator	-	-	-	21,857	8,363	13,494
	Total	75,216	16,546	58,670	190,949	93,423	97,526

			Dec-18	Jun-18
			Unaudited	Audited
			Rupees i	in '000'
6.	INTANGIBLE ASSETS			
	Opening Balance - net book value		1,507,905	1,801,409
	Additions		-	_
			1,507,905	1,801,409
	Less:			
	Amortization		(146,752)	(293,504)
			1,361,153	1,507,905
7	LONG TERM INVESTMENTS - at cost			
	WRLD3D Limited (Unquoted company)	7.1	293,379	293,379
	NetSol Innovation (Pvt) Limited (Unquoted subsidiary company)	7.2	15,188	15,188
		·	308,567	308,567

738

356

- 7.1 During the fiscal year 2016, the Company entered into an agreement with WRLD3D Inc a USA based gaming and 3D mapping Company (a Delware Corporation) to purchasse 4,092,189 preference BB shares for \$2,777,778 which was to be earned over the period partly by providing IT and enterprise software solutions and partly in cash. Per agreement, the Company had to provide a minimum of \$200,000 of services in each three-month period and the entire balance was required to be provided within three years of the date of the agreement and the company has successfully complied with the terms and conditions of the agreement. The Company had provided services valued at \$2,777,778 (PKR 293,378,850) which is recorded as investment and 4,092,189 shares are issued to the company.
- The subsidiary is incorporated in Pakistan. The principal place of business of subsidiary is situated at NetSol IT Village, (Software Technology Park) Lahore Ring Road, Ghazi Road Interchange, Lahore Cantt. Pakistan The Company holds 1,518,785 (2018: 1,518,785) fully paid ordinary shares of Rs. 10/- each i.e. 50.52% of Equity held (2018:50.52%). Mr. Salim Ullah Ghauri is the Chief Executive Officer of the subsidiary company.

#### LONG TERM LOANS TO EMPLOYEES-Unsecured

Consid	lered	good	
--------	-------	------	--

Loan to employees			
- to executives	8.1	55,246	1,082
- to non-executives	8.1	1,749	2,893
Less: current maturity		(56,257)	(3,619)

Loans are given to employees for their personal needs and deducted from salaries

#### TRADE DEBTS

Considered good - unsecured	9.1	1,678,439	1,340,024
Considered doubtful - unsecured	9.2	48,318	70,528
		1,726,757	1,410,552
Less: Provision against doubtful recovery		(48,318)	(70,528)
		1,678,439	1,340,024

- It represents amount receivable from customers. It is unsecured but considered good by the management. 9.1
- 9.2 This is a general provision created by the Company for any future doubtful trade debts.

	9.3 Amount receivable from related parties included in trade debts are as under:				
	NetSol Technologies (Thailand) Limited	191,998	167,661		
	NetSol Technologies (Beijing) Company Limited	510,497	74,807		
	NetSol Australia Pty. Limited	14,912	7,571		
	Netsol Technologies Americas	86,773	49,071		
	NetSol Technolgies Europe Ltd	2,442	496		
	WRLD3D Inc	104,710	57,605		
		911,332	357,211		
10.	LOANS AND ADVANCES - Unsecured				
	Considered good				
	Current maturity of loans to employees 8	56,257	3,619		
	Advances	-	-		
	- to executives	151	153		
	- against expenses 10.1	78,916	34,717		
		135,325	38,489		

10.1 Advances to employees are given to meet business expenses and are settled as and when the expenses are incurred.

#### SHARE CAPITAL

11.1 Authorised share capital

	Dec-18 Unaudited	Jun-18 Audited		Dec-18 Unaudited	Jun-18 Audited
	Number (	of shares		Rupees	in '000'
	150,000,000	150,000,000	Ordinary Shares of Rs. 10 each.	1,500,000	1,500,000
11.2	Issued, subscri	bed & paid-up ca	apital		
	42,572,191	42,552,191	Ordinary Shares of Rs. 10 each fully paid in cash	425,722	425,522
	47,150,732	47,150,732	Ordinary Shares of Rs. 10 each issued as fully paid bonus shares	471,507	471,507
	89,722,923	89,702,923	•	897,229	897,029

NetSol Technologies Inc. 23975, Park Sorrento, Suite 250, Calabasas CA 91302, is the parent company holding 66.20% (2018:66.21%) of issued capital of the Company.

			Dec-18	Jun-18
			Unaudited	Audited
			Rupees	in '000'
12. RES	ERVES			
	Capital reserve			
	Premium on issue of ordinary shares		303,266	303,108
	Employee share option compensation reserve		158,284	131,202
	Revenue reserve			
	Un - appropriated profit		5,011,879	5,354,598
			5,473,429	5,788,908
<b>13.</b> Trad	le and other payables also include payable to related pa	rties, detail of which is give	n below:	
13.1	DUE TO RELATED PARTIES			
	Parent	13.1.1		02.062
	NetSol Technologies Inc.	15.1.1	-	92,962
	Associated NetSol Technologies Europe Limited	13.1.1	5.664	6.397

**13.1.1** This relates to normal course of business of the Company and is interest free.

#### 14. CONTINGENCIES & COMMITMENTS

#### Contingencies

14.1.1 Mr. Ahsan Zubair, ex-employee of the Company has filed a case for recovery of damages for malicious prosecution before the civil court, Lahore and has sought the damages to the tune of PKR 500 million. The case was filed after the complaint filed by NETSOL pertaining to use of NetSol's IP without authority by a company formed by Mr. Ahsan Zubair and his partner who was also an ex-employee of the Company. Keeping in view the facts and circumstances of the case, including the nature of evidence of the plaintiff and the laws applicable, it can safely be inferred that, on merits, no case for damages is made out. This is also endorsed by the fact that case is barred by the laws relating to limitation as it has been filed by some two years beyond prescribed time. Moreover none of the ingredients forming basis for allowing a case of malicious prosecution are attracted. Therefore, on the facts of the case, there appears to be no chances of the case being allowed and there is no likelihood of this case having any adverse financial impact on the Company.

5,664

99,359

14.1.2 While disposing off a show cause notice issued by FBR under section 161 of the Income Tax Ordinance, 2001 for the tax year 2015, the assessing authority, in its judgement dated 26-07-2016 contended and considered the commission paid to a non-resident as fee for technical services and imposed a tax of Rs. 1,516,535 u/s 152 of the Income Tax Ordinance, 2001. The company filed an appeal u/s 127 of the said Ordinance before the Commissioner Inland Revenue (Appeals), Lahore on the grounds that amount paid to non resident is in respect of commission and cannot be considered fee for technical services, hence exempt from tax. The decision is currently pending with the competent authority. The company is confident that final outcome will be in its favour and accordingly no provision has been made in these financial statements in this respect.

#### 14.2

The Company has issued worth Rs. 11.489 million (2018: 9.289 million) bank guarantees to LESCO and Standard Chartered Bank against its corporate credit cards.

The Company has capital commitments of Rs. 4.45 million under capital purchase agreements as at December 31, 2018. (2018: 41.75 million)

C	ct-Dec	Oct-Dec	Jul-Dec	Jul-Dec
15. REVENUE - NET	2018	2017	2018	2017
Export Revenue	Rupees in '0	000'	Rupees ii	n '000'
License	433,774	202,051	904,510	316,598
Services	555,408	740,445	994,484	1,282,793
Maintenance	235,448	180,568	445,068	356,313
Reimbursable expenses	162,062	-	261,755	-
	1,386,692	1,123,064	2,605,817	1,955,704
Local Revenue				
Maintenance	3,189	-	6,378	-
Sales tax	(440)	-	(880)	-
	2,749	-	5,499	-
	1,389,441	1,123,064	2,611,316	1,955,704

#### 16. TAXATION

As per clause 133 of part 1 of the Second Schedule to the Income Tax Ordinance, 2001, income of the Company from export of computer software and its related services developed in Pakistan is exempt from tax up to June 30, 2025 provided that eighty per cent of the export proceeds is brought into Pakistan in foreign exchange remitted from outside Pakistan through normal banking channels. However tax as per applicable rates is charged to the income of the Company generated from other than core business activities.

#### 17. FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS

The Company's activities expose it to a variety of financial risks namely market risk (including currency risk, price risk and interest rate risk), credit risk, foreign exchange risk and liquidity risk. There has been no change in the risk management policies during the period, consequently this condensed interim financial information does not include all financial risk management information and disclosures required in the annual financial statements.

#### Fair value of financial assets and liabilities

The carrying value of all financial assets and liabilities reflected in this condensed interim financial information approximate their fair value.

#### Impacts of adoption of IFRS 15

Note 3.2 & 3.3(i) explains the changes and new accounting policies introduced on July 1, 2018 resulting from the adoption of the new accounting standard IFRS 15 Revenue from Contracts with Customers.

The most significant impact to the company, upon adoption of IFRS 15, relates to the identification of contracts with customers, identification of distinct performance obligations and allocation of transaction price to the distinct performance obligations (based on their standalone selling prices).

In case of a multiple element arrangements (e.g contract to deliver various performance obligations to a single customer in various markets), the total transaction price of the bundled contract is allocated among the individual distinct performance obligations based on their relative standalone selling prices.

Company's contracts with customers' entail three separate performance obligations as follows:

- 1 Software licenses
- 2. Implementation, customization and consulting services
- 3. Maintenance services

Company identified all material and significant contracts in hand and not closed or completed by June 30, 2018 and applied IFRS 15 on those contracts to evaluate and analyse the impact IFRS 15 would have made on the revenue recognition from those contract. These contracts outline a fixed fee for the software license and maintenance services and provision of some other related services to the same customer. Total transaction price for these items was allocated to each of these performance obligations based on the relative standalone selling prices. Each performance obligation by geography is considered a distinct performance obligation. Accordingly, the transaction price was allocated based on relative standalone selling price by performance obligation and geography.

The adjustments made to items in the statement of financial position as of July 1, 2018 and attributable to IFRS 15 are as follows:

	Carrying amount in accordance with IAS 18 As on June 30, 2018	Adjustment	Carrying amount in accordance with IFRS 15 As on July 01, 2018
ASSETS			
CURRENT ASSETS	1,428,321	(759,372)	668,949
Contract assets			
EQUITY & LIABILITIES			
SHARE CAPITAL & RESERVES			
Revenue reserve			
Un-appropriated profits	5,354,598	(785,377)	4,569,221
CURRENT LIABILITIES			
Contract liabilities	371,243	26,005	397,248

The following tables provide comparison of carrying values of relevant items from the financial statements as of December 31, 2018 in accordance with IFRS 15 as compared to the old accounting standard, IAS 18 and related interpretations:

ASSETS	Carrying amount in accordance with IFRS 15 As on Dec 31, 2018	Adjustment	Carrying amount in accordance with IAS 18 As on Dec 31, 2018
CURRENT ASSETS	1,259,414	899,721	2,159,135
Other receivable-Reimbursable cost	1,233,414	31.895	31,895
EQUITY & LIABILITIES		ددی,۱ د	21,022
SHARE CAPITAL & RESERVES			
Revenue reserve			
Un-appropriated profits	5,011,879	950,936	5,962,815
CURRENT LIABILITIES			
Contract liabilities	276,212	107	276,319
	IFRS 15 Jul-Dec 2018	Adjustment	IAS 18 Jul-Dec 2018
REVENUE			
License revenue	904,510	19,427	923,937
Maintenance revenue	445,068	46,474	491,542
Revenue against reimbursable cost	261,755	(261,755)	-
COST OF REVENUE			
Travelling & Conveyance-Reimbursable cost	261,755	(261,755)	-
OTHER INCOME			
Gain on foreign currency translation	314,798	99,658	414,456
The overviews presented above contain only those items	of financial statements the	at are affected by	the application of

		Oct-Dec	Oct-Dec	Jul-Dec	Jul-Dec	
		2018	2017	2018	2017	
		Rupees	in '000'	Rupees in '000'		
19.	EARNINGS PER SHARE					
	Basic					
	Profit after taxation for the period	531,654	482,585	666,966	608,268	
	Weighted average number of ordinary shares in issue during the period	89,723	89,681	89,722	89,658	
	Basic - In Rupees	5.93	5.38	7.43	6.78	
	Diluted					
	Profit after taxation for the period	531,654	482,585	666,966	608,268	
	Weighted average number of ordinary shares in issue during the period	89,831	89,807	89,833	89,803	
	Diluted - In Rupee	5.92	5.37	7.42	6.77	

#### 20. TRANSACTION WITH RELATED PARTIES

IFRS 15.

Related parties comprise of holding company, subsidiary, associated undertakings, key management personnel of the company and post employment benefits. The Company in its normal course of business carries out transactions with various related parties. Amounts due from and to related parties are shown under receivables and payables. Parent, subsidiary and associated undertakings also have some common directorship.

Details of transactions with related parties, other than those which have been specifically disclosed elsewhere in these financial statements are as follows.

			Jul-Dec	Jul-dec
			2018	2017
	Relationship with the Company	Nature of transactions	Rupees	in '000'
(i)	Subsidiary	Rental income	1,268	7,709
		Provision of services	1,581	2,700
		Mark-up expense	-	485
		Mark-up income	22	-
(ii)	Associated undertaking	Rental income	450	450
		Provision of services	551,337	114,668
		Purchase of services	12,886	10,299
(iii)	Parent	Dividend	118,793	68,836
		Repayment of loan	-	113,713
(iv)	Key management personnels	Salaries and benefits	73,571	31,623
		Retirement benefits	1,454	976
		Commission paid	116,751	21,302
(v)	Post employment benefit	Contribution to defined		
		contribution plan	49,880	32,451

<sup>(</sup>vi) There are no transactions with any key management personnel other than under the terms of employment.

#### 21. DATE OF AUTHORIZATION FOR ISSUE

These financial statements were authorized for issue on February 12, 2019 by the Board of Directors.

Figures have been rounded off to the nearest thousand rupee unless otherwise stated.

CHIEF EXECUTIVE OFFICER

CHIEF FINANCIAL OFFICER





# Condensed Consolidated Interim statement Of Financial Position - Unaudited As at December 31, 2018

		Dec-18	Jun-18
	NOTE	Unaudited	Audited
ASSETS		Rupees	in '000'
NON-CURRENT ASSETS			
Property, plant & equipment	5	1,759,166	1,759,889
Intangible assets	6	1,361,153	1,507,905
intaligible assets	0	3,120,319	3,267,794
Long term Investment	7	293,379	293,379
Long term loans to employees	8	738	356
		3,414,436	3,561,529
CURRENT ASSETS			
Trade debts	9	1,678,439	1,340,024
Contract assets		1,259,414	1,428,320
Loans and advances	10	135,325	38,489
Trade deposits & short term prepayments		26,031	17,756
Other receivables		40,385	25,908
Due from related parties		54,428	25,878
Taxation - net		56,670	53,879
Cash & bank balances	11	1,498,555	2,123,337
		4,749,247	5,053,591
Assets-Discontinued operations	15	424,823	441,866
TOTAL ASSETS		8,588,506	9,056,986
EQUITY & LIABILITIES SHARE CAPITAL & RESERVES Authorized share capital			
150,000,000 ordinary shares of Rs.10/- each	12	1,500,000	1,500,000
Issued, subscribed and paid-up capital	12	897,229	897,029
Share deposit money		13	13
Reserves	13	5,673,056	5,980,176
		6,570,298	6,877,218
Non - controlling Interest		209,882	201,697
NON-CURRENT LIABILITIES		6,780,180	7,078,915
Liabilities against assets subject to finance lease		47,026	31,115
Deferred income		6,483	7,826
Long term advances		2,373	686
zong term advances		55,882	39,627
CURRENT LIABILITIES		55,552	,
Trade and other payables	14	433,684	503,417
Contract liabilities		276,212	371,243
Short term borrowings		1,000,000	1,000,000
Current portion of long term liabilities		36,911	27,124
Unclaimed dividend		5,511	2,949
		1,752,319	1,904,733
Liabilities-Discontinued operations	15	125	33,711
CONTINGENCIES & COMMITMENTS	16	-	-
TOTAL EQUITY AND LIABILITIES		8,588,506	9,056,986

The annexed notes from 1 to 25 form an integral part of these condensed consolidated interim financial statements.

CHIEF EXECUTIVE OFFICER CHIEF FINANCIAL OFFICER DIRECTOR

## Condensed Consolidated Interim Statement of Profit or Loss - Unaudited For The Half Year Ended December 31, 2018

		Oct-Dec	Oct-Dec	Jul-Dec	Jul-Dec
	NOTE	2018	2017	2018	2017
			(Restated)		(Restated)
		Rupees	in '000'	Rupees	in '000'
Continuing operations					
Revenue - net	17	1,389,441	1,123,064	2,611,316	1,955,704
Cost of revenue		(810,085)	(537,166)	(1,547,847)	(1,108,905)
Gross profit		579,356	585,898	1,063,469	846,799
Selling and promotion expenses		(144,811)	(96,630)	(263,074)	(169,591)
Administrative expenses		(213,757)	(165,557)	(442,238)	(324,062)
Other operating expenses		-	(854)	-	(991)
Other income		329,166	174,248	361,679	280,295
		(29,402)	(88,793)	(343,633)	(214,348)
Operating profit		549,954	497,105	719,836	632,451
Finance cost		(8,181)	(10,793)	(20,256)	(22,633)
Profit before taxation from continuing operations		541,773	486,312	699,580	609,818
Taxation					
Current period	18	(11,881)	(8,153)	(37,245)	(11,040)
Prior period	18	1,762	(435)	1,762	(435)
	'	(10,119)	(8,588)	(35,483)	(11,475)
Profit after taxation for the period from continuing operations		531,654	477,724	664,097	598,343
Discontinued operations:					
Profit after tax for the period from discontinued operations	15	33,669	23,818	19,413	61,725
Profit for the period		565,323	501,542	683,510	660,068
Attributable to:					
Equity holders of NetSol Technologies Limited		548,664	492,161	675,325	634,437
Non - controlling interest		16,659	9,381	8,185	25,631
		565,323	501,542	683,510	660,068
Earning per share					
Basic - In Rupees	21	6.12	5.49	7.53	7.08
Diluted - In Rupees	21	6.11	5.48	7.52	7.06
Earnings per share for continuing operations					
Basic - In Rupees	21	5.93	5.33	7.40	6.67
Diluted - In Rupees	21	5.92	5.32	7.39	6.66

The annexed notes from 1 to 25 form an integral part of these condensed consolidated interim financial statements.

**CHIEF EXECUTIVE OFFICER** 

CHIEF FINANCIAL OFFICER

## Condensed Consolidated Interim Statement of Other Comprehensive Income - Unaudited For The Half Year Ended December 31, 2018

	Oct-Dec 2018	Oct-Dec 2017	Jul-Dec 2018	Jul-Dec 2017
	2016	(Restated)	2016	(Restated)
	Rupees	in '000'	Rupees	in '000'
Profit after taxation for the period	565,323	501,542	683,510	660,068
Other comprehensive income	-	-	-	-
Total comprehensive Profit for the period	565,323	501,542	683,510	660,068
Attributable to:				
Equity holders of NetSol Technologies Limited	548,664	492,161	675,325	634,437
Non - controlling interest	16,659	9,381	8,185	25,631
	565,323	501,542	683,510	660,068

The annexed notes from 1 to 25 form an integral part of these condensed consolidated interim financial statements.

CHIEF EXECUTIVE OFFICER

CHIEF FINANCIAL OFFICER

## Condensed Consolidated Interim Statement of Cash Flows - Unaudited For The Half Year Ended December 31, 2018

	Jul-Dec 2018	Jul-Dec 2017
		2017 s in '000
CASH FLOWS FROM OPERATING ACTIVITIES	Rupees	s in 000
Profit before taxation from continuing operations	699,580	609.818
Profit before taxation from discontinued operations	19.693	62,522
Profit before taxation for the period	719,273	672,340
Adjustments for non cash charges and other items:	713,273	072,340
Depreciation - own assets	94,303	118,699
Amortization of leased assets	12,080	8,809
Amortization of intangible assets	146.752	146.752
(Gain)/Loss on disposal of fixed assets	(7,087)	1,875
Amortization of deferred revenue	(1,343)	-
Exchange (gain) on debtors	(348,318)	(292,850)
Interest expense	19,658	23,212
Interest income	(44,858)	(10,426)
Deferred employee compensation expense	27,111	26,881
(Gain) on short term investment		(2,265)
,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	(101,702)	20,686
Cash generated from operations before working capital changes	617,571	693,027
Working Capital Changes		·
Trade debts	(715,559)	(877,757)
Loans and advances	(97,217)	(5,183)
Trade deposits & short term prepayments	(8,275)	(3,733)
Other receivables	(14,447)	(41,186)
Due from related parties	(27,596)	2,566
Trade and other payables	(88,090)	70,866
Cash (used in) operations	(951,185)	(854,427)
Interest paid	(20,828)	(27,095)
Income taxes paid	(38,845)	(14,517)
Dividend paid	(221,745)	(132,211)
Net cash (used in) operations	(615,032)	(335,223)
CASH FLOWS FROM INVESTING ACTIVITIES		
Property, plant and equipments purchased	(121,129)	(28,870)
Sales proceeds of fixed asset	67,097	9,499
Capital work in progress	(33,012)	6,861
Long Term Investment	-	(64,070)
Gain on investments	-	2,265
Interest received	44,858	10,426
Net cash (used in) investing activities	(42,208)	(63,889)
CASH FLOWS FROM FINANCING ACTIVITIES		
Issuance of share capital	200	500
Share premium	129	321
Paid against obligation under finance lease	(33,974)	(23,531)
Received against obligation under finance lease	53,474	12,520
Short term borrowing	-	(38,716)
Long term advances	(5,051)	(130)
Net cash generated from/ (Used in) financing activities	14,778	(49,036)
Net (decrease) in cash and cash equivalents	(642,462)	(448,148)
Cash and cash equivalents at the beginning of the period	2,235,272	1,070,904
Cash and cash equivalents at the end of the period	1,592,810	622,756

The annexed notes from 1 to 25 form an integral part of these condensed consolidated interim financial statements.

CHIEF EXECUTIVE OFFICER CHIEF FINANCIAL OFFICER DIRECTOR

## Condensed Consolidated Interim Statement of Changes in Equity - Unaudited For The Half Year Ended December 31, 2018

		Attributable to equity holders of the Parent					Non Controlling Total Equity Interest		
	Issued, subscribed Share and paid-up deposit capital money		deposit reserve reserve						
	сарка	money	Employee share option com- pe-nsation reserve	Share premium	Unappropri ated profit	Total			
			Rupees	s In '0 0 0'					
Balance as at June 30, 2017	896,359	13	75,549	302,579	4,569,812	5,844,312	163,038	6,007,350	
Total comprehensive income for the period									
Net profit for the half year ended									
December 31, 2017	-	-	-	-	634,437	634,437	25,631	660,068	
Shares deposit money against options exercised	_	821	-	-	-	821	_	-	
Shares issued against options exercised	500	(821)	(74)	395			_	821	
(50,000 shares at Rs. 10 each)									
Distributions to owners									
cash dividend					(130,045)	(130,045)		(130,045)	
Contribution of parent on account of employee share options			26,881			26,881		26,881	
or employee share options	500	-	26,807	395	504,392	532,094	25,631	557,725	
Balance as at December 31, 2017	896,859	13	102,356	302,974	5,074,204	6,376,406	188,669	6,565,075	
Balance as at June 30, 2018	897,029	13	131,860	303,108	5,545,208	6,877,218	201,697	7,078,916	
Restatement on initial application of IFRS 15					(785,377)	(785,377)		(785,377)	
Net profit for the half year ended									
December 31, 2018					675,325	675,325	8,185	683,510	
Other comprehensive income									
Shares issued against options exercised	200	(328)	(30)	158					
(20,000 shares at Rs. 10 each)									
cash dividend	-				(224,307)	(224,307)		(224,307)	
Contribution of parent on account of employee share options			27,111	-	-	27,111	-	27,111	
Amount received against option excersied		328		-	-	328	-	328	
	200	-	27,081	158	334,360	306,921	8,185	298,735	
Balance as at December 31, 2018	897,229	13	158,941	303,266	5,210,848	6,570,298	209,882	6,780,180	

The annexed notes from 1 to 25 form an integral part of these condensed consolidated interim financial statements.

CHIEF EXECUTIVE OFFICER CHIEF FINANCIAL OFFICER

### Notes to the Condensed Consolidated Interim Financial Statements Unaudited

For The Half Year Ended December 31, 2018

#### LEGAL STATUS AND NATURE OF BUSINESS

NetSol Group consists of:

- NetSol Technologies Limited
- NetSol Innovation (Private) Limited

NetSol Technologies Limited ('the Company") was incorporated in Pakistan on August 22, 1996 under the repealed Companies Ordinance, 1984 (Now Companies Act 2017) as a private company, limited by shares and was later on converted into public limited company on November 05, 2004 and subsequently listed on stock exchange on August 26, 2005. The Company is listed on Pakistan Stock Exchange Limited The business of the Company is development and sale of computer software and provision of related services in Pakistan as well as abroad.

Addres	s/Location	Purpose
1	NetSol IT Village,(Software Technology Park) Lahore Ring Road, Ghazi Road Interchange, Lahore Cantt. Pakistan.	Registered office and business unit
2	43/1/Q, Amna Villa 1, Block-6, PECHS Housing Society Karachi.	Branch office
3	House No. 4, Safari villas 1, Bahria town, Rawalpindi. Pakistan.	Branch office
4	Summitmas 2 Ground Floor Jl. Jend Sudirman Kav 61-62 Senayan- Kebayoran Baru Jakarta Selatan 12190, Indonessia	Branch office

NetSol Innovation (Private) Limited ('the subsidiary Company" or 'Subsidiary") is incorporated in Pakistan as a private limited company in which NetSol Technologies Limited has share holding of 50.52%, The subsidiary company is engaged in business of providing online software development services. The registered office of the Company is situated NetSol IT Village, Lahore Ring Road, Main Ghazi Interchange, Lahore Cantt. Pakistan.

NetSol Technologies Limited is a majority owned subsidiary of NetSol Technologies Inc., USA.

#### **BASIS OF PREPARATION** 2.

#### 2.1 Statement of compliance

These condensed interim financial statements have been prepared in accordance with the accounting and reporting standards as applicable in Pakistan for interim financial reporting. The accounting and reporting standards as applicable in Pakistan for interim financial reporting comprise of:

- -International Accounting Standard (IAS) 34, Interim Financial Reporting, issued by the International Accounting Standards Board (IASB) as notified under the Companies Act, 2017;
- -Provisions of and directives issued under the Companies Act, 2017.

Where the provisions of and directives issued under the Companies Act, 2017 differ with the requirements of IAS 34, the provisions of and directives issued under the Companies Act, 2017 have been followed."

These condensed interim financial statements are unaudited and do not include all the disclosures and information required in the annual financial statements and should be read in conjunction with the preceding annual published financial statements of the company for the year ended June 30, 2018.

#### 2.2 Basis of measurement

These condensed consolidated interim financial statements have been prepared under the historical cost convention, except for revaluation of certain financial instruments at fair value as disclosed in respective accounting notes. These accounts have been prepared under accrual basis of accounting.

#### 2.3 Functional and presentation currency

These condensed consolidated interim financial statements are presented in Pak Rupee, which is the Group's functional currency. All financial information presented in Pak Rupee has been rounded off to the nearest thousand unless stated otherwise.

#### **ACCOUNTING POLICIES**

3.1. The accounting policies adopted for the preparation of these condensed interim financial statements are consistent with those applied in the preparation of the preceding annual published financial statements of the Company for the year ended June 30, 2018 except for change in revenue recognition policies detailed below.

#### 3.2. Revenue recognition

The Company follows IFRS 15 for the recognition of revenue for all its revenue streams. The Company determines revenue recognition through the following steps:

- Identification of the contract, or contracts, with a customer;
- Identification of the performance obligations in the contract;
- Determination of the transaction price;
- · Allocation of the transaction price to the performance obligations in the contract; and
- Recognition of revenue when, or as, we satisfy a performance obligation.

The Company records the amount of revenue and related costs by considering whether the entity is a principal (gross presentation) or an agent (net presentation) by evaluating the nature of its promise to the customer. Revenue is presented net of sales, value-added and other taxes collected from customers and remitted to government authorities.

The Company has two primary revenue streams: core revenue or non-core revenue.

#### Core Revenue:

The Company generates its core revenue from the export of (1) software licenses, (2) services, which include implementation, customization and other consulting services, and (3) maintenance, which includes post contract support, of its enterprise software solutions for the lease and finance industry. The Company offers its software using the traditional on-premises licensing model. The on-premises model involves the sale or license of software on a perpetual basis to customers who take possession of the software and install and maintain the software on their own hardware.

#### Non-Core Revenue:

The Company generates its non-core revenue by providing business process outsourcing ('BPO") services and other services (including maintenance services to its local customers)

#### Performance Obligations

A performance obligation is a promise in a contract to transfer a distinct good or service to the customer. The transaction price is allocated to each distinct performance obligation and recognized as revenue when, or as, the performance obligation is satisfied by transferring the promised good or service to the customer. The Company identifies the performance obligations at contract inception so that the Company can monitor and account for the performance obligations over the life of the contract.

The Company's contract which contain multiple performance obligations generally consists of the initial sale of licenses and a professional services engagement. Contract generally have multiple performance obligations as customers purchase maintenance and services in addition to the licenses. The Company's single performance obligation arrangements are typically maintenance renewals, and professional services engagements.

For contracts with multiple performance obligations where the contracted price differs from the standalone selling price ('SSP") for any distinct good or service, the Company may be required to allocate the contract's transaction price to each performance obligation using its best estimate for the SSP.

#### Software Licenses:

Transfer of control for software is considered to have occurred either upon physical delivery of license through CD, USB or electronically using FTP or delivery of the license key by other electronic methods which provides immediate availability of the product to the customer. The Company's typical payment terms tend to vary by region, but its standard payment terms are within 30-120 days of invoice.

#### Maintenance:

Maintenace revenue is recognized ratably over the term of the maintenance period, which in most instances is one year. Software license updates provide customers with rights to unspecified software product updates, maintenance releases and patches released during the term of the support period on a when-and-if available basis. The Company's customers purchase both product support and license updates when they acquire new software licenses. In addition, a majority of customers renew their support services contracts annually and typical payment terms provide that customers make payment within 30-120 days of invoice.

#### Professional Services:

Revenue from professional services is typically comprised of implementation, development, customization, enhancements, data migration, training or other consulting services. Consulting services are generally sold on a time-and-materials or fixed fee basis and can include services ranging from software installation to data conversion and building non-complex interfaces to allow the software to operate in integrated environments. The Company recognizes revenue for time-and-materials arrangements as the services are performed. In fixed fee arrangements, revenue is recognized as services are performed as measured by efforts incurred to date, compared to total estimated efforts to complete the services project. Management applies judgment while estimating efforts to complete the services projects. A number of internal and external factors can affect these estimates, including utilization and efficiency variances and specification and testing requirement changes. Services are generally invoiced upon milestones as agreed in the contract and payments are typically due 30-120 days after invoice.

### BPO Services:

Revenue from BPO services is recognized when earned. Company recognizes revenue on issuance of billing to the customer.

#### 3,3. Standards, amendments and interpretations to approved accounting standards that are effective in the current period

#### IFRS 15 REVENUE FROM CONTRACTS WITH CUSTOMERS

Company implemented the new standard IFRS 15 Revenue from Contracts with Customers as of July 1, 2018. The new standard amends revenue recognition requirements and establishes principles for reporting information about the nature, amount, timing and uncertainty of revenue and cash flows arising from contracts with customers. The standard replaces IAS 18 Revenue and IAS 11 Construction contracts and related interpretations.

The core principle of IFRS 15 is that revenue should be recognised for the amount that is the expected equivalent value of the performance obligation. The new standard employs a five-step model framework for determining the amount and timing of revenue in order to implement this principle.

The Company applied the modified retrospective method upon adoption of IFRS 15 on July 1, 2018. This method requires the recognition of the cumulative effect of initially applying IFRS 15 to retained earnings and not to restate prior years. The cumulative effect recorded at July 1, 2018 was a decrease to retained earnings of PKR 785.4 million.

For further information on the impact of adoption of IFRS 15 Revenue from Contracts with Customers see Note 20.

(ii) Certain other standards, amendments and interpretations to approved accounting standards are also effective for accounting periods beginning on July 01, 2018, but are neither relevant nor have any significant effect on the Company's operations (although they may affect the accounting for future transactions and events) and are, therefore, not detailed in this condensed interim financial information.

#### **USE OF ESTIMATES AND JUDGMENT**

The preparation of condensed consolidated interim financial statements in conformity with approved accounting standards, as applicable in Pakistan, requires the management to make judgments, estimates and assumptions that affect the application of policies and the reported amounts of assets and liabilities, income and expenses.

The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of revision and future periods if the revision affects both current and future periods.

In preparing these condensed consolidated interim financial statements, the judgements, estimates and assumptions made by the management were the same as those that were applied to the preceding annual published financial statements of the company for the year ended June 30, 2018.

				Dec-18 Unaudited	Jun-18 Audited
				Rupees	
5.	PROPERTY, PLANT & EQUIPMENT				
		ning Balance - net book value		1,759,889	1,898,191
		itions	5.1	164,308	207,947
				1,924,197	2,106,138
	Less:	:			
	Dispo	osals - net book value	5.2	(58,670)	(97,526)
	Depr	reciation & amortization		(106,361)	(248,723)
				1,759,166	1,759,889
	5.1	Following is the detail of additions :			
		Furniture & fixture		1,491	775
		Vehicles		108,009	125,485
		Computers		19,376	35,182
		Air conditioners		382	3,712
		Office equipment		2,037	5,620
		Generator		-	12,058
		Computer software		-	1,077
		Advance against capital expenditure		33,012	24,037
		Total		164,308	207,947

		Cost	Dec-18 Unaudited Acc. Depreciation		Cost	Jun-18 Audited Acc. Depreci- ation	Written down Value
				Rupees	s in '000'		
5.2	Following is the detail of deletions						
	Land - freehold				-	-	-
	Furniture & fixture	622	322	300	3,046	1,913	1,133
	Vehicles	74,375	16,061	58,313	126,814	50,139	76,675
	Computers	219	163	56	33,403	29,067	4,337
	Air conditioners	-	-	-	3,384	2,322	1,062
	Office equipment	-	-	-	2,445	1,619	826
	Generator	-	-	-	21,857	8,364	13,493
	Total	75,216	16,546	58,670	190,949	93,423	97,526

		Dec-18	Jun-18
		Unaudited	Audited
		Rupees	in '000'
6.	INTANGIBLE ASSETS		
	Opening Balance - net book value	1,507,905	1,801,409
	Additions	-	-
		1,507,905	1,801,409
	Less:		
	Amortization	(146,752)	(293,504)
		1,361,153	1,507,905
7.	LONG TERM INVESTMENTS - at cost		
	WRLD3D Limited (Unquoted company) 7.1	293,379	293,379
	· · · · · · · · · · · · · · · · · · ·	293,379	293,379

Jun-18

Audited

Rupees in '000'

During the fiscal year 2016, the Company entered into an agreement with WRLD3D Inc a USA based gaming and 3D mapping Company (a Delware Corporation) to purchasse 4,092,189 preference BB shares for \$2,777,778 which was to be earned over the period partly by providing IT and enterprise software solutions and partly in cash. Per agreement, the Company had to provide a minimum of \$200,000 of services in each three-month period and the entire balance was required to be provided within three years of the date of the agreement and the company has successfully complied with the terms and conditions of the agreement. The Company had provided services valued at \$2,777,778 (PKR 293,378,850) which is recorded as investment and 4,092,189 shares are issued to the company.

8.	LONG TERM LOANS TO EMPLOYEES-Unsecured	Dec-18	Jun-18
		Rupees	in '000'
	Considered good		
	Loan to employees		
	- to executives 8.1	55,246	1,082
	- to non-executives 8.1	1,749	2,893
	Less: current maturity	(56,257)	(3,619)
		738	356
	8.1 Loans are given to employees for their personal needs and deducted from salari	25	
9.	TRADE DEBTS		
	Considered good - unsecured 9.3	1,678,439	1,340,024
	Considered doubtful - unsecured 9.2	48,318	70,528
		1,726,757	1,410,552
	Less: Provision for doubtfull debt	(48,318)	(70,528)
		1,678,439	1,340,024
	9.1 It represents amount receivable from customers. It is unsecured but considered	good by the ma	nagement.
	9.2 This is a general provision created by the Company for any future doubtful trade	debts.	
	9.3 Amount receivable from related parties included in trade debts are as under:		
	NetSol Technologies (Thailand) Limited	191,998	167,661
	NetSol Technologies (Beijing) Company Limited	510,497	74,807
	NetSol Australia Pty. Limited	14,912	7,571
	Netsol Technologies North Americas	86,773	49,071
	NetSol Technologies Europe Ltd	2,442	496
	WRLD3D Inc	104,710	57,605
		911,332	357,211
10.	LOANS AND ADVANCES - Unsecured		
	Considered good		
	Current maturity of loans to employees 8	56,257	3,619
	Advances		
	- to executives	151	153
	- against expenses 10.1.	78,916	34,717
		135,325	38,489

10.1 Advances to employees are given to meet business expenses and are settled as and when the expenses are incurred..

11. For the purpose of the statement of cash flows, cash and cash equivalents comprise the following at 31 Dec:

		Dec-18	Dec-17
		Rupees i	in <b>'000'</b>
Cash and bank balances		1,498,555	517,324
Cash and bank balances-Discontinued operations	15	94,255	105,434
		1,592,810	622,758
12 CHARE CARITAL			

12.1 Authorised share capital

	Dec-18	Jun-18			Dec-18
	Unaudited	Audited			Unaudited
	Number	of shares			Rupees
	150,000,000	150,000,000	Ordinary Shares of Rs. 10 each.		1,500,000
12.2	12.2 Issued, subscribed & paid-up capital				
	/2 E72 101	/ 2 FF 2 101	Ordinan Charge of De 10 each fully paid in each		(AE 722

	150,000,000	150,000,000	Ordinary Shares of Rs. 10 each.	1,500,000	1,500,000
12.2	Issued, subscr	Issued, subscribed & paid-up capital			
	42,572,191	42,552,191	Ordinary Shares of Rs. 10 each fully paid in cash	425,722	425,522
	47,150,732	47,150,732	Ordinary Shares of Rs. 10 each issued as fully paid bonus shares	471,507	471,507
	89,722,923	89,702,923		897,229	897,029

NetSol Technologies Inc. 23975, Park Sorrento, Suite 250, Calabasas CA 91302, is the parent company holding 66.20% (2018:66.21%) of issued capital of the Company.

				Dec-18	Jun-18
				Unaudited	Audited
				Rupee	s in '000'
13.	RESEI	RVES			
	Ca	pital reserve			
	Pr	emium on issue of ordinary shares		303,266	303,108
	En	nployee share option compensation reserve		158,941	131,860
	Re	venue reserve			
	Un	- appropriated profit		5,210,848	5,545,208
				5,673,056	5,980,176
14.	Trade	and other payables also include payable to related	parties, detail of which is	given below:	
	14.1	Due to related party			
		Parent			
		NetSol Technologies Inc.	14.1.1	-	92,962
		Associated			
		NetSol Technologies Europe Ltd	14.1.1	5,664	6,397
				5,664	99,359

**14.1.1** This relates to normal course of business of the Group and is interest free.

#### 15. DISCONTINUED OPERATIONS

On June 21, 2018, the company publicly announced the decision of its Board of Directors made in a board meeting held on June 20, 2018 to discontinue the operations of its subsidiary NetSol Innovation (Pvt) Limited. Subsidiary's outsourcing business partner in UK, Innovation Group had witnessed change in its management in last couple of years and the new management was not much interested in the insurance business and had decided to consolidate and reduce these operations across the globe. As a result of this decision, the subsidiary's outsourcing business was negatively impacted as they were the sole customers of the services provided by the joint venture. Moreover, the joint venture parties had also expressed their willingness to close the operations of NetSol Innovation (Pvt) Limited and as per mutual agreement last date of business operations of NetSol Innovation (Pvt) Limited was agreed to be July 31, 2018. At June 30, 2018, subsidiary NetSol Innovation (Pvt) Limited was classified as discontinued operation.

The major classes of assets and liabilities of NetSol Innovation (Pvt) Limited classified as discontinued operation are as follows:

Assets		
Property, plant and equipment	8,163	19,670
Trade debts	320,908	306,946
Other receivables	-	30
Income tax	1,497	2,332
Due from related parties	-	954
Cash & bank balances	94,255	111,935
Assets classified as discontinued operations	424,823	441,866
Liabilities		
Trade and other payables	125	19,650
Liabilities against assets subject to finance lease	-	5,140
Advances from employees against vehicles	-	7,797
Provision for taxation	-	1,124
Liabilities classified as discontinued operations	125	33,711

The results from operations of NetSol Innovation (Pvt) Limited for the year are presented below:

	Oct-Dec	Oct-Dec	Jul-Dec	Jul-Dec
	2018	2017	2018	2017
	Rupees	in '000'	Rupees in '000'	
Revenue-Export	-	84,956	8,339	204,152
Cost of revenue	43	(75,170)	(28,626)	(163,994)
Gross profit/(loss)	43	9,786	(20,287)	40,158
Administrative expenses	-	(761)	(334)	(2,170)
Other operating expenses	-	(97)	-	(701)
Other income	33,567	15,642	40,351	25,697
Operating profit	33,610	24,570	19,730	62,984
Finance cost	-	(210)	(37)	(461)
Profit before taxation for the period from discontinued	33.610	24,360	19.693	62,523
operations Taxation	,	_ ,,	,	,
1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 -	(200)	(400)	(527)	((=()
Current period	(298)	(198)	(637)	(454)
Prior period	357	(344)	357	(344)
Profit after taxation for the period from discontinued operations	33,669	23,818	19,413	61,725
Earning per share				
Profit after taxation for the year from discontinued	33,669	23,818	19,413	61,725
operations	-		•	
Less Non controlling interest	(16,659)	(9,381)	(8,185)	(25,631)
Profit from discontinued operations attributable to ordinary shareholders of NetSol Technologies Limited	17,010	14,437	11,227	36,093
Basic earning per share from discontinued operations	0.19	0.16	0.13	0.41
Diluted earning per share from discontinued operations	0.19	0.16	0.12	0.40

#### 16. CONTINGENCIES & COMMITMENTS

#### 16.1 Contingencies

- 16.1.1 Mr. Ahsan Zubair, ex-employee of the Company has filed a case for recovery of damages for malicious prosecution before the civil court, Lahore and has sought the damages to the tune of PKR 500 million. The case was filed after the complaint filed by NetSol pertaining to use of NetSol's IP without authority by a company formed by Mr. Ahsan Zubair and his partner who was also an ex-employee of the Company. Keeping in view the facts and circumstances of the case, including the nature of evidence of the plaintiff and the laws applicable, it can safely be inferred that, on merits, no case for damages is made out. This is also endorsed by the fact that case is barred by the laws relating to limitation as it has been filed by some two years beyond prescribed time. Moreover none of the ingredients forming basis for allowing a case of malicious prosecution are attracted. Therefore, on the facts of the case, there appears to be no chances of the case being allowed and there is no likelihood of this case having any adverse financial impact on the Company.
- 16.1.2 While disposing off a show cause notice issued by FBR under section 161 of the Income Tax Ordinance, 2001 for the tax year 2015, the assessing authority, in its judgment dated 26-07-2016 contended and considered the commission paid to a non-resident as fee for technical services and imposed a tax of Rs. 1,516,535 u/s 152 of the Income Tax Ordinance, 2001. The company filed an appeal u/s 127 of the said Ordinance before the Commissioner Inland Revenue (Appeals), Lahore on the grounds that amount paid to non resident is in respect of commission and cannot be considered fee for technical services, hence exempt from tax. The decision is currently pending with the competent authority. The company is confident that final outcome will be in its favour and accordingly no provision has been made in these financial statements in this respect.

#### Commitments

- 16.2.1 The Company has issued worth Rs. 11.489 million (2018: 9.289 million) bank guarantees to LESCO and Standard Chartered Bank against its corporate credit cards.
- 16.2.2 The Company has capital commitments of Rs. 4.45 million under capital purchase agreements as at December 31, 2018. (2018: 41.75 million)

		Oct-Dec 2018	Oct-Dec 2017 (Restated)	Jul-Dec 2018	Jul-Dec 2017 (Restated)
		Rupees	in '000'	Rupees	in '000'
17.	REVENUE - NET				
	Export Revenue				
	License	433,774	202,051	904,510	316,598
	Services	555,408	740,445	994,484	1,282,793
	Maintenance	235,448	180,568	445,068	356,313
	Reimbursable expenses	162,062	-	261,755	-
	Local Revenue	1,386,692	1,123,064	2,605,817	1,955,704
	Maintenance	3,189	-	6,378	-
	Sales tax	(440)	-	(880)	-
		2,749	-	5,499	
		1,389,441	1,123,064	2,611,316	1,955,704

#### 18. TAXATION

As per clause 133 of part 1 of the Second Schedule to the Income Tax Ordinance, 2001, income of the Group from export of computer software and its related services developed in Pakistan is exempt from tax up to June 30, 2025 provided that eighty per cent of the export proceeds is brought into Pakistan in foreign exchange remitted from outside Pakistan through normal banking channels. However tax as per applicable rates is charged to the income of the Group generated from other than core business activities.

#### 19. FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS

#### Financial risk factors

The Company's activities expose it to a variety of financial risks namely market risk (including currency risk, price risk and interest rate risk), credit risk, foreign exchange risk and liquidity risk. There has been no change in the risk management policies during the period, consequently this condensed interim financial information does not include all financial risk management information and disclosures required in the annual financial statements.

#### Fair value of financial assets and liabilities

The carrying value of all financial assets and liabilities reflected in this condensed interim financial information approximate their fair value.

#### 20. Impacts of adoption of IFRS 15

Note 3.2 & 3.3(i) explains the changes and new accounting policies introduced on July 1, 2018 resulting from the adoption of the new accounting standard IFRS 15 Revenue from Contracts with Customers.

The most significant impact to the company, upon adoption of IFRS 15, relates to the identification of contracts with customers, identification of distinct performance obligations and allocation of transaction price to the distinct performance obligations (based on their standalone selling prices).

In case of a multiple element arrangements (e.g contract to deliver various performance obligations to a single customer in various markets), the total transaction price of the bundled contract is allocated among the individual distinct performance obligations based on their relative standalone selling prices.

Company's contracts with customers' entail three separate performance obligations as follows:

- 1. Software licenses
- 2. Implementation, customization and consulting services
- 3. Maintenance services

Company identified all material and significant contracts in hand and not closed or completed by June 30, 2018 and applied IFRS 15 on those contracts to evaluate and analyse the impact IFRS 15 would have made on the revenue recognition from those contract. These contracts outline a fixed fee for the software license and maintenance services and provision of some other related services to the same customer. Total transaction price for these items was allocated to each of these performance obligations based on the relative standalone selling prices. Each performance obligation by geography is considered a distinct performance obligation. Accordingly, the transaction price was allocated based on relative standalone selling price by performance obligation and geography.

The adjustments made to items in the statement of financial position as of July 1, 2018 and attributable to IFRS 15 are as follows:

	Carrying amount in accordance with IAS 18 As on June 30, 2018	Adjustment	Carrying amount in accordance with IFRS 15 As on July 01, 2018
ASSETS			
CURRENT ASSETS	1,428,321	(759,372)	668,949
Contract assets			
EQUITY & LIABILITIES			
SHARE CAPITAL & RESERVES			
Revenue reserve			
Un-appropriated profits	5,354,598	(785,377)	4,569,221
CURRENT LIABILITIES			
Contract liabilities	371,243	26,005	397,248

The following tables provide comparison of carrying values of relevant items from the financial statements as of December 31, 2018 in accordance with IFRS 15 as compared to the old accounting standard, IAS 18 and related interpretations:

	Carrying amount in accordance with IFRS 15	Adjustment	Carrying amount in accordance with IAS 18
	As on Dec 31, 2018		As on Dec 31, 2018
ASSETS			
CURRENT ASSETS			
Contract assets	1,259,414	899,721	2,159,135
Other receivable-Reimbursable cost	-	31,895	31,895
EQUITY & LIABILITIES			
SHARE CAPITAL & RESERVES			
Revenue reserve			
Un-appropriated profits	5,210,848	950,936	6,161,784
CURRENT LIABILITIES			
Contract Liabilities	276,212	107	276,319
	IFRS 15		IAS 18
	Jul-Dec	Adjustment	Jul-Dec
	2018		2018
REVENUE			
License revenue	904,510	19,427	923,937
Maintenance revenue	445,068	46,474	491,542
Revenue against reimbursable cost	261,755	(261,755)	-
COST OF REVENUE			
Travelling & Conveyance-Reimbursable cost	261,755	(261,755)	-
OTHER INCOME			
Gain on foreign currency translation  The overviews presented above contain only those items.	314,798 of financial statements the	99,658	414,456

The overviews presented above contain only those items of financial statements that are affected by the application of IFRS 15.

21.	EARNING PER SHARE	Oct-Dec 2018	Oct-Dec 2017	Jul-Dec 2018	Jul-Dec 2017
	Basic	Rupees	in '000'	Rupees	in '000'
	Profit attributable to ordinary shareholders of NetSol Technologies Limited	548,664	492,161	675,325	634,437
	Profit from continuing operations attributable to ordinary shareholders of NetSol Technologies Limited	531,654	477,724	664,097	598,343
	Weighted average number of ordinary shares in issue during the period	89,723	89,681	89,722	89,658
	Basic - In Rupees	6.12	5.49	7.53	7.08
	Basic - In Rupees Continued operations	5.93	5.33	7.40	6.67
	Diluted				
	Profit attributable to ordinary shareholders of NetSol Technologies Limited	548,664	492,161	675,325	634,437
	Profit from continuing operations attributable to ordinary shareholders of NetSol Technologies Limited	531,654	477,724	664,097	598,343
	Weighted average number of ordinary shares in issue during the period	89,831	89,807	89,833	89,803
	Diluted - In Rupees	6.11	5.48	7.52	7.06
	Diluted - In Rupees Continued operations	5.92	5.32	7.39	6.66

#### 22. TRANSACTION WITH RELATED PARTIES

Related parties comprise of holding company, subsidiary, associated undertakings, key management personnel of the company and post employment benefits. The Company in its normal course of business carries out transactions with various related parties. Amounts due from and to related parties are shown under receivables and payables. Parent, subsidiary and associated undertakings also have some common directorship.

Details of transactions with related parties, other than those which have been specifically disclosed elsewhere in these financial statements are as follows.

			Jul-Dec	Jul-Dec		
			2018	2017		
	Relationship with the Company	Nature of transactions	Rupees in '000'			
(i	) Associated undertaking	Rental Income	450	450		
		Provision of services	559,676	318,820		
		Purchase of services	12,886	10,299		
(i	i) Parent	Dividend	118,793	68,836		
		Repayment of loan	-	113,713		
(ii	i) Key management personnels	Salaries and benefits	73,571	31,623		
		Retirement benefits	1,454	976		
		Commission paid	116,751	21,302		
(iv	r) Post employment benefit	Contribution to defined				
		contribution plan	49,880	37,846		

There are no transactions with any key management personnel other than under the terms of employment.

#### 23. SEGMENT REVENUES AND RESULTS

Following is an analysis of the Group's revenue and results by reportable segment.

			Dec-	-18			
	Continued operations				Discontinued operations		
	NFS	IS & SSS	BPO	Total	BPO	Total	
	Rupees in '000'						
Revenue - net							
External sales							
License	904,510	-	-	904,510	-	904,510	
Services	911,982	-	82,501	994,484	8,339	1,002,823	
Maintenance	445,068	5,499	-	450,567		450,567	
Reimbursable expenses	246,720	-	15,035	261,755		261,755	
Total revenue	2,508,281	5,498	97,537	2,611,316	8,339	2,619,655	
Cost of revenue	(1,445,236)	(3,083)	(99,528)	(1,547,847)	(28,626)	(1,576,473)	
Segment results	1,063,045	2,415	(1,991)	1,063,469	(20,287)	1,043,182	
Unallocated corporate expenses:							
Selling and promotion expenses				(263,074)	-	(263,074)	
Administrative expenses				(442,238)	(334)	(442,572)	
Other income				361,679	40,351	402,030	
Finance cost				(20,256)	(37)	(20,293)	
Taxation				(35,483)	(280)	(35,763)	
Profit after taxation				664,097	19,413	683,510	
	Dec-17						
		Continued o	perations		Discontinued operations		
	NFS	IS & SSS	BPO	Total	BPO	Total	
	Rupees in '000						
Revenue - net							
External sales							
Licence	316,598	-	-	316,598	-	316,598	
Services	1,178,208	-	104,585	1,282,793	204,152	1,486,945	

Maintenance	356,313	-	-	356,313		356,313
Total revenue	1,851,119	-	104,585	1,955,704	204,152	2,159,856
Cost of revenue	(1,044,288)	(5,019)	(59,598)	(1,108,905)	(163,994)	(1,272,899)
Segment results	806,831	(5,019)	44,987	846,799	40,158	886,957
Unallocated corporate expenses:						
Selling and promotion expenses				(169,591)	-	(169,591)
Administrative expenses				(324,062)	(2,170)	(326,232)
Other operating expenses				(991)	(701)	(1,692)
Other income				281,264	25,697	306,961
Finance cost				(23,603)	(461)	(24,064)
Taxation				(11,475)	(798)	(12,273)
Profit after taxation				598,343	61,725	660,067

\*Key

NFS = NetSol Financial Suite & NFS Ascent IS = Information Security and other services BPO = Business Process Outsourcing SSS = Software Services and Solutions

Segment assets and liabilities are not regularly provided to the CODM. The Group has elected as provided under IFRS 8 'Operating Segments' (amended) not to disclose a measure of segment assets or liabilities where these amounts are not regularly provided to the CODM.

#### 24. DATE OF AUTHORIZATION FOR ISSUE

These financial statements were authorized for issue on February 12, 2019 by the Board of Directors.

#### 25. GENERAL

Figures have been rounded off to the nearest thousand rupee unless otherwise stated.

CHIEF EXECUTIVE OFFICER **CHIEF FINANCIAL OFFICER** 

### **NETSOL TECHNOLOGIES LIMITED**

NETSOL IT Village (Software Technology Park) Lahore Ring Road, Ghazi Road Interchange Lahore Cantt. 54792, Pakistan

> www.netsolpk.com Email: info@netsolpk.com

