An ISO 9001:2015 and ISO 27001:2013 company

January 22, 2019

The General Manager Department of Corporate Services. Bombay Stock Exchange Ltd., 1st Floor, Phiroze Jeejeebhoy Towers, Dalal Street. Mumbai - 400 001

Dear Sir.

Sub: Outcome of the Board Meeting held on January 22, 2019.

The Board of Directors of the Company at the meeting held today, i.e. on January 22, 2019 has approved the following:

1) Approval of Audited Standalone and Consolidated Financial Results for the period December 31, 2018 and the Auditor's Reports (copies enclosed)

We confirm having submitted the Auditor's Report with unmodified opinions and the Financial Results for the period ending December 31, 2018 as per the format prescribed in Schedule III of the Companies Act 2013.

This is for your information and records only.

Thanking you,

Yours faithfully,

For R S Software (India) Ltd.

Vijendra Surana

CFO & Company Secretary

Encl: As above

Global Leader in Providing Technology Solutions to the Electronic Payments Industry

Registered Office:

R.S. Software (India) Ltd. A-2, FMC Fortuna, 234/3A, A.J.C. Bose Road, Kolkata 700020, India Tel: 91 33 2287 5746, 91 33 2281 0106 Fax: 91 33 2287 6256

Computer Centers:

RS Tower, Block DN - 9, Sector - V, Salt Lake Electronics Complex, Kolkata 700091, India Tel: 91 33 6601 8899 Fax: 91 33 2367 4469

US Offices:

1900 McCarthy Boulevard, Suite #103, Milpitas CA 95035 Tel: 408 382 1200 Fax: 408 382 0083

555 North Point Center East, 4th floor, Alpharetta GA 30022 Tel: 678 366 5179 Fax: 678 366 5001

UK Office:

Suite 218, Orion House, 104 - 106 Cranbrook Road, Illford, Essex IG1 4LZ Ph: 02086363996

Subsidiaries:

Responsive Solutions Inc., California, US R.S. Software (Asia) Pte. Limited, Singapore, Asia

Paypermint Pvt. Limited



A COMPANY FOCUSSED ON ELECTRONIC PAYMENTS RS SOFTWARE (INDIA) LIMITED (CIN: L72200WB1987PLC043375)

An ISO 9001:2008, ISO 27001:2013 Company

₹ in Lac

Year Ended **Particulars Quarter Ended** 9 Months ended 31st Dec 31st Mar Dec'18 Sep'18 Dec'17 Dec'18 Dec'17 2018 REVENUE FROM OPERATION 5,739.33 1,579.41 1,314.93 1283.70 4008.76 4358.12 OTHER INCOME 136 93 428 08 657.44 856.19 168 57 136 71 TOTAL REVENUE 1747.99 1451.64 1420.63 4436.84 5015.56 6595.52 EXPENSES : Purchases of Stock-in-Trade 325.39 7.50 0.00 332.89 90.78 90.78 1,408.18 1,550.26 1701.86 4457.08 Employee benefits expense 6,927.65 0.00 Finance costs 2.08 3.26 0.00 9.09 0.00 3.75 Depreciation and amortization expense 55.72 57.72 50.70 169.35 159.68 208.84 Other expenses including subcontractor 659.01 597.31 760.31 1888.93 2,313.99 3,063.59 Total Expenses 2450.38 2216.05 2512.87 6857.33 7861.89 10294.61 (1092.24) (2846.33) (3,699.09) Profit/(loss) before exceptional items and tax (702.39)(764.41) (2420.49) 0.00 0.00 Exceptional Items (702.39) (764.41) (1092.24) (2420.49) (2846.33) (3699.09) Profit/(loss) before tax Tax expense: 0.00 0.00 Current tax Deferred tax (84.22) (134.07) (332.96) (538.79) (868.90) (1126.03) Profit (Loss) for the period from continuing (618.17) (630.34) (759.28) (1881.70) (1977.42) (2573.06)

Statement of Standalone Audited Financial Results for the Period ended 31st Dec, 2018 in compliance with Indian Accounting Standards

Note: i)The audited Stanalone Financial Statements for the period ended December 31, 2018 have been taken on record by the Board of Directors at its meeting held on January 22, 2019. The statutory auditors have expressed an unqualified audit opinion. The information presented above is extracted from the audited standalone financial statements. The financial statements are prepared in accordance with (Ind AS), As prescribed under section 133 of the Companie's Act 2013, read with Rule 3 of the Companies (indian Accounting Standards) Rule 15.ii) Provision for gratuity for leave as per "INDAS 15 Employee Benefits" will be made at the year end March 2019

(2.45)

(2.45)

(630.34)

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14,770,76

(618.18)

1.285.42

14.388.28

(2.40)

(2.40)

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(773.42)

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(2.96)

(2.96)

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(1881.70)

1285.42

14388 28

(7.32)

(7.32)

(42.42)

(2019.84)

1285.42

(7.69)

(7.69)

16820.07

(12.81)

(2585.87)

1 285 42

16.246.66

(10.01)

(10.01)

Registered Office: 234/3A, A.J.C. Bose Road, Kolkata - 700 020

operations Other Comprehensive Income Items that will not be reclassified to profit or loss

Total Comprehensive Income for the period Paid Up Share Capital(par value RS 5 each fully paid)

Other Equity

Earnings per equity share (for continuing operation):

Basic

Diluted

DATED Jan 22nd,2019 PLACE : Kolkata

On behalf of the Board of Directors of RS Software (India) Limited

R R Jain

(Chairman & Managing Director)

DIN: 00122942



A COMPANY FOCUSSED ON ELECTRONIC PAYMENTS RS SOFT WARE (IN DIA) LIMITED (CIN: L72200WB1987PLC043375) An ISO 9001:2008, ISO 27001:2013 Company

Particulars	Qı	uarter Ended	9 Months ended 31st Dec		Year Ended ended 31st Mar	
	Dec'18	Sep'18	Dec'17	2018	2017	2018
1. Segment Revenue (net sale / income from each						
segment should be disclosed				- 1		
a. Segment - A (USA)	1090.36	1087.93	1071.11	3057.27	3544.26	4675.65
b. Segment - B (ROW)	489.05	226.99	212.60	951.49	813.86	1063.68
Total	1579.41	1314.93	1283.71	4008.76	4358.12	5739.33
Other Income						
Segment - B (ROW)	168.57	136.72	136.91	428.08	657.44	856.19
Total	168.57	136.72	136.91	428.08	657.44	856.19
Less : Inter - segment revenue						
Net Revenue from Operations	1,747.99	1,451.65	1,420.63	4,436.84	5,015.57	6,595.53
2.Segment Results Profit/(Loss) before Tax &						
Interest from each segment				10		
a. Segment- A (USA)	(401.85)	(486.34)	(857.99)	(1,561.95)	(2,076.76)	(2,757.94
b. Segment - B (ROW)	39.21	12.36	79.52	80.69	155.49	304.52
Total	(362.63)	(473.98)	(778.47)	(1481.27)	(1921.27)	(2453.42
Less : Interest	2.08	3.26	0.00	9.09	5.76	3.75
Less : Depreciation	55.72	57.72	44.94	169.35	153.92	208.84
Less: Unallocable Selling, General & Administrative						
Expenses	281.95	229.45	268.83	760.79	765.37	1033.0
Profit before tax	(702.39)	(764.41)	(1,092.24)	(2,420.49)	(2,846.32)	(3,699.09

Note:

(1) Assets used in the Company's business are not capable of being specifically identified with any separate segments, consequently is not practicable to provide segmented disclosures in relation to total assets and liabilities with any reasonable degree of accuracy.

STATEMEN	T OF ASSETS & LIAI	BILITIES	
ASSETS	9 Months e	YEAR ENDED	
NON CURRENT ASSETS	Dec'18	Dec'17	Mar-18
PROPERTY PLANT &			
PROPERTY PLANT &	435.09	515.99	479.85
INTANGIBLE ASSETS	171.40	261.18	203.39
INTANGIBLE ASSETS UNDER DEVELOPMENT	346.09	20.24	20.24
FINANCIAL ASSETS			
INVESTMENTS	2870.28	1398.29	3251.22
LOANS	1300.00	1300.00	1300.00
OTHER FINANCIAL ASSET	1050.37	799.75	605.65
DEFERRED TAX ASSETS	2596.37	931.54	2057.57
OTHER NON CURRENT ASSETS	983.71	1015.85	932.89
CURRENT ASSETS FINANCIAL ASSETS			
INVESTMENT	3890.32	9441.87	5666.10
TRADE RECEIVABLES	1010.72	1823.17	992.96
CASH & CASH EQUIVALENTS	451.13	1479.31	1902.30
CASH & CASH EQUIVALENTS	451.13	14/9.31	1902.30
OTHER BANK BALANCES	769.91	602.77	600.26
OTHER FINANCIAL ASSETS	429.45	825.60	385.30
OTHER CURRENT ASSETS	1883.74	1082.30	1308.20
TOTAL	18188.60	21497.87	19705.95
		E	
LIABILITIES			
EQUITY			
SHARE CAPITAL	1285.42	1285.42	1285.42
OTHER EQUITY	14388.28	18816.09	16246.66
	24300.20	10010.03	202-70.00
LIABILITIES			
NON CURRENT			
LIABILITIES			
PROVISIONS	262.75	300.28	298.52
CURRENT LIABILITIES			
FINANCIAL LIABILITY		0.00	
SHORTTERM BORROWINGS/ADVANCES	857.24	125.72	783.81
TRADE PAYABLES	445.11	656.60	927.87
OTHER FINANCIAL LIABILITIES	56.58	59.16	59.16
OTHER CURRENT LIABILITIES	881.46	243.04	92.74
SHORT TERM PROVISIONS	11.76	11.55	11.76
TOTAL	18188.60	21497.87	19705.95

Registered Office : 234/3A, A.J.C. Bose Road, Kolkata - 700 020

DATED Jan 22nd,2019 PLACE : Kolkata

On behalf of the Board of Directors of RS Software (India) Limited

(Chairman & Managing Director) DIN: 00122942



DEOKI BIJAY & CO.

Chartered Accountants

213C Jabakusu House, 34 Chittaranjan Avenue, Kolkata -700 012

Phone: 2212 1110, E mail: deokinagrawal@rediffmail.com

Auditor's Report on Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015

To
Board of Directors of
R S Software (India) Limited

We have audited the quarterly standalone financial results of **R S Software (India) Ltd** for the quarter ended December 31, 2018 and the year to date results for the period April 1, 2018 to December 31, 2018 attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These quarterly standalone financial results as well as the year to date financial results have been prepared on the basis of the interim financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these financial results based on our audit of such interim financial statements which have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard, Interim Financial Report, prescribed, under Section 133 of Reporting (Ind AS 34) the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us these quarterly as well as the year to date standalone financial results:

- (i) have been presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular dated 5th July, 2016 in this regard : and
- (ii) give a true and fair view of the financial performance including other comprehensive income and other financial information for the quarter ended December 31, 2018 as well as the year to date results for the period from April 1, 2018 to December 31, 2018

BIJAI

KOLKATA 700 012 For Deoki Bijay & Co. Chartered Accountants F.R.N. 313105E

> CA. D. N. Agrawal Partner Memb. No. 51157

Mei Wellsete

Place: Kolkata

Date: 22nd January, 2019



A COMPANY FOCUSSED ON ELECTRONIC PAYMENTS RSSOFTWARE(INDIA) LIMITED (CIN: L72200WB1987PLC043375)

An ISO 9001:2008, ISO 27001:2013 Company

in Lac

Statement of Consolidated Audited Financial Results for the Period Ended Dec 31,2018							
PARTICULARS	Qu	arter Ended		9 Months end	led 31st Dec	Year Ended	
	Dec-18	Sep-18	Dec-17	Dec-18	Dec-17	Mar-18	
REVENUE FROM OPERATION	1,702.38	1471.30	1421.67	4443.83	4809.28	6342.92	
OTHER INCOME	190.97	132.93	137.10	455.60	658.33	855.04	
TOTAL REVENUE EXPENSES :	1893.34	1604.23	1558.77	4899.44	5467.62	7197.96	
Purchases of Stock-in-Trade	325.39	7.50	0.00	332.89	90.78	90.78	
Employee benefits expense	1,570.96 0	1834.21	1814.71	5028.88	5637.65	7389.33	
Finance costs Depreciation and amortization	2.08	3.26		9.09		3.75	
expense	83.30	85.30	51.07	251.49	164.62	224.15	
Other expenses	665.49	549.65	818.93	1921.19	2490.44	3315.33	
Total Expenses Profit/(loss) before exceptional	2647.22	2479.91	2684.71	7543.54	8383.49	11023.34	
items and tax	(753.88)	(875.68)	(1125.94)	(2644.10)	(2915.88)	(3825.38)	
Profit/(loss) before tax Tax expense:	(753.88)	(875.68)	(1125.94)	(2644.10)	(2915.88)	(3825.38)	
Current tax	21.01	2.34	(2.18)	40.68	9.46	28.42	
Deferred tax Profit (Loss) for the period from	(108.28)	(159.06)	(363.23)	(628.07)	(955.09)	(1,210.13)	
continuing operations Attributable to:	(666.61)	(718.96)	(760.53)	(2056.71)	(1970.24)	(2643.67)	
Shareholders of the Company	(645.86)	(695.17)	(743.41)	(1,989.48)	(1,921.42)	(2,580.85)	
Non Controlling Interest	(20.75)	(23.78)	(17.11)	(67.23)	(48.82)	(62.82)	
Other Comprehensive Income		0.00					
Items that will not be reclassified to profit or loss	40	0.00	(14.14)	43	(42.42)	(12.81)	
Profit (Loss) for the period	(666.61)	(718.96)	(774.66)	(2056.71)	(2012.66)	(2656.48)	
Attributable to:							
Shareholders of the Company	(645.86)	(695.17)	(757.55)	(1989.48)	(1963.84)	(2593.66)	
Non Controlling Interest	(20.75)	(23.78)	(17.11)	(67.23)	(48.82)	(62.82)	
Paid Up Share Capitai(par value RS							
5 each fully paid)	1,285.42	1285.42	1285.42	1,285.42	1285.42	1285.42	
Other Equity	15,627.23	16136.15	18105.45	15,627.23	18105.45	17504.97	
Earnings per equity share (for continuing operation):							
Basic	(2.59)	(2.79)	(2.96)	(8.00)	(7.66)	(10.28	
Diluted	(2.59)	(2.79)	(2.96)	(8.00)	(7.66)	(10.28)	

Note:1)The audited Consolidated Financial Statements for the period ended December 31,2018 have been taken on record by the Board of Directors at its meeting held on January 22nd, 2019. The statutory auditors have expressed an unqualified audit opinion. The information presented above is extracted from the audited interim consolidated financial statements. The interim consolidated financial statements. The interim consolidated financial statements are prepared in accordance with the Indian Accounting Standards (Ind AS). AS prescribed under section 133 of the Companie's Act 2013, read with Rule 3 of the Companies (indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules

2) The audited consolidated financial results of the company for the period ended December 31,2018, have been reviewed by the Audit Committee of the board and approved by the Board of Directors at its meeting held on January 22,2019.

Registered Office : 234/3A, A.J.C. Bose Road, Kolkata - 700 020

DATED Jan 22nd,2019 PLACE: Kolkata On behalf of the Board of Directors of R S Software (India) Limited

(Chairman & Managing Director)
DIN: 001 2942



A COMPANY FOCUSSED ON ELECTRONIC PAYMENTS RS SOFTWARE (IN DIA) LIMITED (CIN: L72200WB1987PLC043375)

An ISO 9001:2008, ISO 27001:2013 Company

Particulars	Quarter Ended			9 Months ended 31st DEC		YEAR ENDED 31st of MARCH	
	Dec-18	Sep-18	Dec-17	2018	2017	2018	
1. Segment Revenue (net sale / income from							
each segment should be disclosed							
a. Segment - A (USA)	1,212.37	1,243.65	1197.91	3479.15	3945.35	5,215.59	
b. Segment - B (ROW)	(146.70)	227.65	223.77	327.97	863.93	1,127.33	
Total	1,065.67	1,471.30	1,421.68	3,807.13	4,809.28	6,342.92	
Other Income							
Segment - B (ROW)	827.67	132.93	137.09	1092.31	658.34	855.04	
Total	827.67	132.93	137.09	1,092.31	658.34	855.04	
Less : Inter - segment revenue							
Net Revenue from Operations	1,893.34	1,604.23	1,558.77	4,899.44	5,467.62	7,197.96	
2.Segment Results Profit/(Loss) before Tax &							
Interest from each segment							
a. Segment - A (USA)	(990.74)	(217.42)	(579.38)	(1,541.34)	(1,110.52)	(1,408.57	
b. Segment - B (ROW)	582.99	(364.06)	(249.52)	(149.08)	(924.18)	(1,218.64	
Total	(407.75)	(581.48)	(828.90)	(1,690.41)	(2,034.70)	(2,627.21	
Less : Interest	2.08	3.26	0.00	9.09	0.00	3.75	
Less : Depreciation	83.30	85.29	51.07	251.49	164.62	224.15	
Less: Unallocable Selling, General &							
Administrative Expenses	260.75	205.65	245.97	693.11	716.57	970.26	
Profit before tax	(753.88)	(875.68)	(1,125.94)	(2,644.10)	(2,915.88)	(3,825.38	

Note:
Assets used in the Company's business are not capable of being specifically identified with any separate segments, consequently is not practicable to provide segmented disclosures in

ASSETS	9 Months en	YEAR ENDED		
NON CURRENT ASSETS	Dec-18 Dec-17		Mar-18	
PROPERTY PLANT &				
EQUIPMENT				
PROPERTY PLANT &	446.26	461.29	493.52	
QUIPMENT				
INTANGIBLE ASSETS	793.02	165.28	829.68	
INTANGIBLE ASSETS UNDER DEVELOPMENT	346.09	726.44	20.24	
FINANCIAL ASSETS				
INVESTMENTS	338.96	704.58	719.90	
LOANS	1300.00	1300.00	1300.00	
OTHER FINANCIAL ASSET	1052.29	571.67	605.65	
DEFERRED TAX ASSETS (Net)	2819.74	1936.63	2191.67	
OTHER NON CURRENT	1096.30	983.93	1036.44	
ASSETS				
CURRENT ASSETS				
FINANCIAL ASSETS				
INVESTMENT	4736.06	8128.06	5666.10	
TRADE RECEIVABLES	1011.37	1686.16	1004.64	
CASH & CASH EQUIVALENTS	1632.11	1635.41	4183.17	
OTHER BANK BALANCES	769.91	617.92	600.27	
OTHER FINANCIAL ASSETS	429.45	319.01	385.30	
OTHER CURRENT ASSETS	1943.95	1332.37	1309.07	
TOTAL	18715.51	20568.76	20345.65	
LIABILITIES				
EQUITY				
SHARE CAPITAL	1285.42	1285.42	1285.42	
OTHER EQUITY	15627.23	18105.45	17504.95	
NON CONTROLLING	43.56	123.19	109.19	
INTEREST				
LIABILITIES				
NON CURRENT LIABILITIES				
PROVISIONS	262.75	190.46	298.52	
CURRENT LIABILITIES				
FINANCIAL LIABILITY				
SHORT TERM BORROWINGS/ADVANCES	0.00		0.00	
TRADE PAYABLES	450.85	488.79	938.25	
OTHER FINANCIAL LIABILITIES	56.58	59.16	59.16	
OTHER CURRENT LIABILITIES	977.36	210.50	132.73	
SHORT TERM PROVISIONS	11.76	105.79	17.42	
TOTAL	18715.51	20568.76	20345.65	

Registered Office: 234/3A, A.J.C. Bose Road, Kolkata - 700 020

DATED Jan 22nd,2019 PLACE: Kolkata

On behalf of the Board of Directors of

R S Software (India) Limited

(Chairman & Managing Director)

DIN: 00122942



DEOKI BIJAY & CO.

Chartered Accountants

213C Jabakusum House, 34 Chittaranjan Avenue, Kolkata -700 012

Phone: 2212 1110, E mail: deokinagrawal@rediffmail.com

Auditor's Report on Quarterly Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
Board of Directors of
R S Software (India) Limited

We have audited the accompanying quarterly consolidated financial results of **R S Software**India Limited ("the Company") and its subsidiaries Responsive Solution Inc., R.S. Software (Asia) Pte Limited and Paypermint Private Limited (the Company and its subsidiaries constitute "the group") for the quarter ended December 31, 2018 and the year to date results for the period April 1, 2018 to December 31, 2018 attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These consolidated quarterly financial results have been prepared from the consolidated interim financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these financial results based on our audit of such interim financial statements which have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard (Ind 'AS') for Interim Financial Reporting (Ind 'AS-34'), mandated under Section 133 of the Companies Act, 2013 read with relevant rules issued there under and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.





DEOKI BIJAY & CO.

Chartered Accountants

213C Jabakusum House, 34 Chittaranjan Avenue, Kolkata -700 012

Phone: 2212 1110, E mail: deokinagrawal@rediffmail.com

We did not audit the financial statements of three Subsidiaries, included in the consolidated quarterly financial results and consolidated year to date results whose consolidated interim financial statements reflect total assets (net) of Rs. 3813.84 lacs and total revenue of Rs. 145.35 lacs and Rs. 482.46 lacs for the quarter ended and the ninth months ended December 31, 2018 respectively. These interim financial statements and other financial information have been audited by other auditors whose report(s) has (have) been furnished to us, by the management and our opinion on the quarterly statements is based solely on the report of such other auditors.

Based on our audit conducted as above, in our opinion and to the best of our information and according to the explanations given to us these consolidated quarterly financial results as well as the consolidated year to date results:

- (i) include the quarterly financial results of the following entities:
 - a) Responsive Solution Inc.
 - b) RS (Asia) PTE Ltd.
 - c) Paypermint Private Limited
- (ii) have been presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular dated 5th July, 2016 in this regard; and
- (iii) give a true and fair view of the consolidated net loss (consolidated financial performance including other comprehensive income) and other financial information for the quarter ended December 31, 2018 as well as the consolidated year to date results for the period from April 1, 2018 to December 31, 2018.

For Deoki Bijay & Co.
BIJAY Chartered Accountants

KOLKATA 700 012

EDACCO

F.R.N. 313105E

CA. D. N. Agrawal Partner

Memb. No. 51157

Place: Kolkata

Date: 22nd January, 2019