



A COMPANY FOCUSED ON ELECTRONIC PAYMENTS

RS SOFTWARE (INDIA) LIMITED

An ISO 9001:2008, ISO 27001:2013 Company

Statement of Standalone Audited Financial Results for the Period Ended 30th Sep ' 2015

Particulars	Quarter Ended			Half Year ended Sep. 30th		INR in Lacs
	Sep' 2015	June' 2015	Sep' 2014	2015	2014	Year ended March 31st
						2015
1 Income from Operations						
a) Export Income	5,952	6,984	9,033	12,936	18,072	34,504
b) Domestic Income	-	-	18	-	29	46
Total Income from operation (net) (a+b)	5,952	6,984	9,051	12,936	18,101	34,551
2 Expenses						
a. Employee Cost	3,984	4,853	5,680	8,838	11,629	21,641
b. Depreciation & amortisation expense	108	114	142	221	320	555
c. Other Cost	910	938	991	1,847	1,851	3,875
d. Total Expenses (a+b+c)	5,002	5,905	6,813	10,907	13,801	26,071
3 Profit from Operation before Other Income, finance Income and Exceptional item. (1-2)	950	1,079	2,238	2,029	4,300	8,480
4 Other Income	210	419	187	629	431	1,161
5 Profit from ordinary activities before finance costs and exceptional items (3+4)	1,160	1,498	2,425	2,658	4,732	9,641
6 Finance Cost	14	7	7	21	21	16
7 Profit from ordinary activities after finance costs but before exceptional items (5-6)	1,146	1,491	2,418	2,637	4,711	9,625
8 Exceptional Item	-	-	-	-	-	-
9 Profit/ Loss from ordinary Activity before tax (7-8)	1,146	1,491	2,418	2,637	4,711	9,625
10 Tax Expenses						
- Current	370	389	746	759	1,475	3,121
- Deferred	14	(8)	10	6	(8)	10
11 Net Profit/ Loss from ordinary Activity after tax (9-10)	762	1,110	1,662	1,872	3,244	6,494
12 Extraordinary items (net of tax expenses ₹. NIL)	-	-	-	-	-	-
13 Net Profit/ Loss for the period	762	1,110	1,662	1,872	3,244	6,494
14 Paid-Up Equity Capital (Face value ₹ 5 each)	1,285	1,284	1,281	1,285	1,281	1,284
15 Reserves excluding revaluation reserves	22,016	21,218	17,725	22,016	17,725	20,035
16 Earnings per share (EPS)						
- Basic	2.97	4.33	*6.49	7.30	*12.67	25.31
- Diluted	2.97	4.33	*6.46	7.29	*12.61	25.29
A PARTICULARS OF SHAREHOLDING						
1 Public Shareholding						
- No. of Shares	1,58,68,760	1,58,53,760	78,82,455	1,58,68,760	78,82,455	1,58,53,760
- Percentage of Shareholding	61.76%	61.74%	61.52%	61.76%	61.52%	61.74%
2 Promoters and Promoter Group Shareholding :						
a) Pledged / Encumbered	-	-	-	-	-	-
- Number of Share	-	-	-	-	-	-
- Percentage of share (as a % of the total shareholding of Promoter and Promoter Group)	-	-	-	-	-	-
- Percentage of share (as a % of the total share Capital of the company)	-	-	-	-	-	-
b) Non-encumbered	-	-	-	-	-	-
- Number of Share	98,24,558	98,24,558	49,29,879	98,24,558	49,29,879	98,24,558
- Percentage of share (as a % of the total shareholding of Promoter and Promoter Group)	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%
- Percentage of share (as a % of the total share Capital of the company)	38.24%	38.26%	38.48%	38.24%	38.48%	38.26%

* adjusted for subdivision of face value of equity shares to Rs 5 per share.

Particulars	Quarter ended 30.9.2015
B Investor Complaints	
Pending at the beginning of the period	NIL
Received during the period	3
Disposal of during the period	3
Remaining unresolved at the end of the period	NIL

Notes :

- The above Audited Financial Results after review by the Audit Committee were taken on record by the Board of Directors at their meeting held on 16th October '2015
- The previous year figures have been regrouped, reclassified and restated, wherever necessary, to correspond with the current year's classification.

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

DATED: October 16th , 2015.

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


R R Jain
(Chairman & Managing Director)



Reporting of Segment Wise Revenue, Results and Capital Employed under Clause 41 of the Listing Agreement

INR in Lacs

Particulars	Quarter Ended			Half Year ended Sep. 30th		Year ended
	Sep' 2015	June' 2015	Sep' 2014	2015	2014	2015
1. Segment Revenue (net sale / income from each segment should be disclosed						
a. Segment - A (USA)	5,662	6,780	8,752	12,442	17,048	33,065
b. Segment - B (ROW)	290	205	299	495	1,053	1,485
Total	5,952	6,984	9,051	12,936	18,101	34,551
Other Income						
Segment - B (ROW)	210	419	187	629	431	1,161
Total	6,162	7,403	9,238	13,565	18,532	35,711
Less : Inter - segment revenue						
Net Revenue from Operations	6,162	7,403	9,238	13,565	18,532	35,711
2.Segment Results Profit/(Loss) before Tax & Interest from each segment						
a. Segment - A (USA)	1,338	1,513	2,670	2,851	4,920	10,069
b. Segment - B (ROW)	272	425	222	697	773	1,471
Total	1,610	1,938	2,892	3,548	5,693	11,540
Less : Interest	14	7	7	21	21	37
Less : Depreciation	108	114	142	221	320	555
Less : Unallocable Selling , General & Administrative Expenses	342	327	325	669	641	1,323
Profit before tax	1,146	1,491	2,418	2,637	4,711	9,625

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

Standalone Statement of Assets & Liability

INR in Lacs

Particulars	As on Sep' 30th		As on March' 31st
	2015	2014	2015
A. EQUITY AND LIABILITIES			
1. Shareholders' Fund			
(a) Share Capital	1,285	1,281	1,284
(b) Reserve & Surplus	22,016	17,725	20,035
Sub-total - Shareholders' Funds	23,300	19,006	21,319
2. Non-Current Liabilities			
(a) Long Term Provisions	247	438	323
Sub-total - Non-Current Liability	247	438	323
3. Current Liabilities			
(a) Short Term Provisions	68	20	475
(b) Trade Payables	632	1,177	822
(c) Other Current Liabilities	277	267	223
Sub-total - Current Liability	977	1,464	1,520
Total - EQUITY AND LIABILITY (1+2+3+4)	24,524	20,908	23,162
B ASSETS			
1 Non- Current Assets			
(a) Fixed Assets	902	1,221	1,058
(b) Intangible Assets	108	188	144
(c) Intangible Assets Under Development	74	74	74
(d) Non Current Investment	871	2,608	2,671
(e) Long Term Loans & Advances	2,181	2,481	2,171
(f) Deferred Tax Assets	95	119	102
Sub-total - Non-Current Assets	4,231	6,691	6,219
2. Current Assets			
(a) Current Investment	7,202	2,310	4,077
(b) Trade Receivables	3,401	4,501	4,619
(c) Cash and Cash Equivalents	8,471	6,439	6,841
(d) Short Term Loans and Advances	860	697	1,100
(e) Other Current Assets	359	270	306
Sub-total - Current Assets	20,293	14,217	16,943
Total - ASSETS (1+2)	24,524	20,908	23,162

On behalf of the Board of Directors of
R S Software (India) Limited


R R Jain
(Chairman & Managing Director)

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

DATED: October 16th , 2015.



CHATURVEDI & COMPANY

CHARTERED ACCOUNTANTS

KOLKATA . MUMBAI . DELHI . CHENNAI . KANPUR

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Auditors' Report on Quarterly Financial Results and Half Yearly year to date results of R S Software (India) Limited Pursuant to the Clause 41 of the Listing Agreement

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

We have audited the financial results of R S Software (India) Limited ("the Company") for the period ended 30th September, 2015 and the period to date results from 1st April, 2015 to 30th September, 2015, attached herewith, being submitted by the Company pursuant to the requirement of Clause 41 of the Listing Agreement except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. These 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 principal laid down in Accounting Standard (AS) 25, Interim Financial Reporting, issued under the Companies (Accounting Standards) Rules, 2006 which continue to apply under Section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India.

We conducted our audit in accordance with 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 period and period to date financial results for the period from 1st April, 2015 to 30th September, 2015 :

- (i) are presented in accordance with the requirements of Clause 41 of the Listing Agreement in this regard : and
- (ii) give a true and fair view in conformity with the accounting principle generally accepted in India of the net profit and other financial information for the period ended 30th September, 2015 and period to date results for the period from 1st April, 2015 to 30th September, 2015.

Further, we also report that we have, on the basis of the books of account and other records and information and explanations given to us by the management, also verified the number of shares as well as percentage of shareholding in respect of aggregate amount of public shareholding, as furnished by the Company in terms of Clause 35 of the Listing Agreement and found the same to be correct.

For **Chaturvedi & Company**
Chartered Accountants
(FRN 302137E)

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(**Nilima Joshi**)

Partner⁷ (M.N. 52122)



Place : Kolkata

Date : 16th October, 2015



A COMPANY FOCUSED ON ELECTRONIC PAYMENTS
RS SOFTWARE (INDIA) LIMITED
 An ISO 9001:2008, ISO 27001:2013 Company

Statement of Consolidated Audited Financial Results for the Period Ended 30th Sep ' 2015

Particulars	Quarter Ended			Half Year ended Sep. 30th		INR in Lacs
	Sep' 2015	June' 2015	Sep" 2014	2015	2014	Year ended March 31st
						2015
1 Income from Operations						
a) Export Income	6,408	7,740	9,931	14,148	19,781	37,596
b) Domestic Income	84	-	16	84	28	46
Total Income from operation (net) (a+b)	6,492	7,740	9,947	14,232	19,809	37,642
2 Expenses						
a. Employee Cost	4,403	5,449	6,459	9,852	13,099	24,216
b. Depreciation & amortisation expense	108	114	142	221	320	555
c. Other Cost	958	1,015	1,025	1,973	1,953	4,112
d. Total Expenses (a+b+c)	5,469	6,578	7,626	12,045	15,372	28,883
3 Profit from Operation before Other Income, finance Income and Exceptional item. (1-2)	1,023	1,162	2,321	2,187	4,437	8,759
4 Other Income	210	419	193	629	437	1,165
5 Profit from ordinary activities before finance costs and exceptional items (3+4)	1,233	1,583	2,514	2,816	4,874	9,924
6 Finance Cost	15	7	6	22	21	17
7 Profit from ordinary activities after finance costs but before exceptional items (5-6)	1,218	1,576	2,508	2,794	4,853	9,907
8 Exceptional Item	-	-	-	-	-	-
9 Profit/ Loss from ordinary Activity before tax (7-8)	1,218	1,576	2,508	2,794	4,853	9,907
10 Tax Expenses						
- Current	380	402	746	782	1,475	3,158
- Deferred	14	(8)	10	6	(8)	10
11 Net Profit/ Loss from ordinary Activity after tax (9-10)	824	1,182	1,752	2,006	3,386	6,739
12 Extraordinary items (net of tax expenses ₹. NIL)	-	-	0	-	-	-
13 Net Profit/ Loss for the period	824	1,182	1,752	2,006	3,386	6,739
14 Share of Profit / (loss) of associates	62	72	90	134	142	245
15 Net Profit / (Loss) after taxes and share of profit / (loss) of associates	762	1,110	1,662	1,872	3,244	6,494
16 Paid-Up Equity Capital (Face value ₹ 5 each)	1,285	1,284	1,281	1,285	1,281	1,284
17 Reserves excluding revaluation reserves	23,259	22,403	18,889	23,259	18,889	21,112
18 Earnings per share (EPS)						
- Basic	3.21	4.61	*6.84	7.82	*13.22	26.26
- Diluted	3.21	4.61	*6.81	7.81	*13.17	26.24
A PARTICULARS OF SHAREHOLDING						
1 Public Shareholding						
- No. of Shares	1,58,68,760	1,58,53,760	78,82,455	1,58,68,760	78,82,455	1,58,53,760
- Percentage of Shareholding	61.76%	61.74%	61.52%	61.76%	61.52%	61.74%
2 Promoters and Promoter Group Shareholding :						
a) Pledged / Encumbered	-	-	-	-	-	-
- Number of Share	-	-	-	-	-	-
- Percentage of share (as a % of the total shareholding of Promoter and Promoter Group)	-	-	-	-	-	-
- Percentage of share (as a % of the total share Capital of the company)	-	-	-	-	-	-
b) Non-encumbered	-	-	-	-	-	-
- Number of Share	98,24,558	98,24,558	49,29,879	98,24,558	49,29,879	98,24,558
- Percentage of share (as a % of the total shareholding of Promoter and Promoter Group)	100.0%	100.00%	100.00%	100.00%	100.00%	100.00%
- Percentage of share (as a % of the total share Capital of the company)	38.24%	38.26%	38.48%	38.24%	38.48%	38.26%

* adjusted for subdivision of face value of equity share to Rs 5 per share.

Particulars	Quarter ended 30.9.2015
B Investor Complaints	
Pending at the beginning of the period	NIL
Received during the period	3
Disposal of during the period	3
Remaining unresolved at the end of the period	NIL

Notes :

- The above Audited Financial Results after review by the Audit Committee were taken on record by the Board of Directors at their meeting held on 16th October '2015
- The previous year figures have been regrouped wherever necessary, to correspond with the current year's classification.

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

DATED: OCTOBER 16th , 2015.

On behalf of the Board of Directors of
 R S Software (India) Limited

R R Jain
 (Chairman & Managing Director)



Reporting of Segment Wise Revenue, Results and Capital Employed under Clause 41 of the Listing Agreement

INR in Lacs

Particulars	Quarter Ended			Half Year ended Sep. 30th		Year ended
	Sep' 2015	June' 2015	Sep' 2014	2015	2014	2015
1. Segment Revenue (net sale / income from each segment should be disclosed						
a. Segment - A (USA)	5,729	6,843	9,650	12,572	18,757	36,157
b. Segment - B (ROW)	763	897	297	1,660	1,052	1,485
Total	6,492	7,740	9,947	14,232	19,809	37,642
Other Income						
Segment - B (ROW)	210	419	193	629	437	1,165
Total	6,702	8,159	10,140	14,861	20,246	38,807
Less : Inter - segment revenue						
Net Revenue from Operations	6,702	8,159	10,140	14,861	20,246	38,807
2. Segment Results Profit/(Loss) before Tax & Interest from each segment						
a. Segment - A (USA)	1,384	1,559	2,758	2,943	5,058	10,377
b. Segment - B (ROW)	299	463	224	778	778	1,476
Total	1,683	2,022	2,982	3,705	5,836	11,853
Less : Interest	15	7	6	22	21	17
Less : Depreciation	108	114	142	221	320	555
Less : Unallocable Selling , General & Administrative Expenses	343	326	326	668	642	1,374
Profit before tax	1,218	1,576	2,508	2,794	4,853	9,907

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

Standalone Statement of Assets & Liability

INR in Lacs

Particulars	As on Sep' 30th		As on March' 31st
	2015	2014	2015
A. EQUITY AND LIABILITIES			
1. Shareholders' Fund			
(a) Share Capital	1,285	1,281	1,284
(b) Reserve & Surplus	23,259	18,889	21,112
Sub-total - Shareholders' Funds	24,544	20,170	22,396
2. Non-Current Liabilities			
(a) Long Term Provisions	247	476	390
Sub-total - Non-Current Liability	247	476	390
3. Current Liabilities			
(a) Short Term Provisions	68	20	475
(b) Trade Payables	632	1,177	822
(c) Other Current Liabilities	501	351	316
Sub-total - Current Liability	1,201	1,548	1,613
Total - EQUITY AND LIABILITY (1+2+3+4)	25,992	22,194	24,399
B ASSETS			
1 Non- Current Assets			
(a) Fixed Assets	902	1,221	1,058
(b) Intangible Assets	108	188	144
(c) Intangible Assets Under Development	74	74	74
(d) Non Current Investment	700	2,600	2,500
(e) Long Term Loans & Advances	2,180	2,481	2,171
(f) Deferred Tax Assets	95	119	101
Sub-total - Non-Current Assets	4,059	6,683	6,048
2. Current Assets			
(a) Current Investment	7,202	2,310	4,077
(b) Trade Receivables	3,452	4,525	4,700
(c) Cash and Cash Equipments	10,028	7,609	8,123
(d) Short Term Loans and Advances	891	797	1,145
(e) Other Current Assets	360	270	306
Sub-total - Current Assets	21,933	15,511	18,351
Total - ASSETS (1+2)	25,992	22,194	24,399

On behalf of the Board of Directors of
R S Software (India) Limited

R R Jain
(Chairman & Managing Director)

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

DATED: OCTOBER 16th , 2015.



CHATURVEDI & COMPANY

CHARTERED ACCOUNTANTS

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Auditors' Report on Consolidated Quarterly Financial Results and Half Yearly period to date result of R S Software (India) Limited Pursuant to the Clause 41 of the Listing Agreement

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

We have audited the consolidated the financial results of **R S Software (India) Limited** ("the Company") and its subsidiaries Responsive Solution Inc. and R S Software (Asia) Pte. Limited (the company and its subsidiary constitute 'the group) for the period ended 30th September, 2015 and the period to date results from 1st April, 2015 to 30th September, 2015, attached herewith, being submitted by the Company pursuant to the requirement of Clause 41 of the Listing Agreement, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. These consolidated financial results have been prepared from consolidated interim financial statements, which are the responsibility of the Company's management and have been approved by the Board of Directors. Our responsibility is to express an opinion on these consolidated financial results based on our audit of such consolidated interim financial statements, which have been prepared in accordance with the recognition and measurement principal laid down in Accounting Standard (AS) 25, Interim Financial Reporting, issued under the Companies (Accounting Standards) Rules, 2006 which continue to apply under Section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India.

We conducted our audit in accordance with 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.

We did not audit the financial statements of Responsive Solution Inc. and R S Software Asia Pte. Ltd. (the subsidiaries) included in the consolidated the financial results, whose consolidated interim financial statements reflect total assets net of Rs. 1414.68 Lac as at 30th September, 2015; as well as the total revenue of Rs. 1295.26 Lac for the period ended on that date. These interim financial statements have been audited by another auditor whose report has been furnished to us by the management, and our opinion on the consolidated quarterly financial results and the consolidated period to date results for the period from 1st April, 2015 to 30th September, 2015, to the extent they have been derived from such consolidated interim financial statements is based solely on the reports of such other auditors.



In our opinion and to the best of our information and according to the explanations given to us, these consolidated period and period to date financial results for the period from 1st April, 2015 to 30th September, 2015 :

- (i) Include the period and period to date financial results for the period from 1st April, 2015 to 30th September, 2015 of the following entities :
 - (a) R S Software (India) Limited ;
 - (b) Responsive Solutions Inc ; and
 - (c) R S Software (Asia) Pte. Limited
- (ii) have been presented in accordance with the requirements of Clause 41 of the Listing Agreement in this regard ; and
- (iii) give a true and fair view in conformity with the accounting principles generally accepted in India of the consolidated net profit and other financial information of the group for the period ended 30th September, 2015 and period to date results for the period from 1st April, 2015 to 30th September, 2015.

Further, we also report that we have, on the basis of the books of account and other records and information and explanations given to us by the management, also verified the number of shares as well as percentage of shareholding in respect of aggregate amount of public shareholding, as furnished by the Company in terms of Clause 35 of the Listing Agreement and found the same to be correct.

For **Chaturvedi & Company**
Chartered Accountants
(FRN 302137E)


(**Nilima Joshi**)
Partner⁷
(M.N. 52122)

Place : Kolkata
Date : 16th October, 2015

