



October 15, 2016

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 October 15, 2016.

The Board of Directors of the Company at the meeting held today, i.e. on October 15 2016 has approved the followings:

- 1) Approval of Audited Standalone and Consolidated Financial Results for the period ending September 30, 2016 and the Auditor's Reports.

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
➤ Plot J1 - 11, Block EP, Sector - V, Salt Lake Electronics Complex, Kolkata 700091
➤ Premises No. 20/2, Old No. 5, Boo Begāum Sahib Street, Facing Kalimapuram, Annasalai, Chennai - 600002
➤ Plot No 460, H No 9/105/2/1, Laxmi Nagar Colony, Boduppall Ghatkesar Mandal, Hyderabad, Rangareddy, Telangana – 500092
- 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, Ilford, Essex IG1 4LZ Ph: 02086363996
- Subsidiaries:** ➤ Responsive Solutions Inc., California, US
➤ R.S. Software (Asia) Pte. Limited, Singapore, Asia



A COMPANY FOCUSED ON ELECTRONIC PAYMENTS

RS SOFTWARE (INDIA) LIMITED

(CIN: L72200WB1987PLC043375)

An ISO 9001:2008, ISO 27001:2013 Company

Statement of Standalone Audited Financial Results for the Quarter & Period Ended 30th September 2016

INR in Lacs

Particulars	Quarter Ended			Half Year Ended Sep.30th		Year ended March 31st
	Sep'16	Jun'16	Sep'15	2016	2015	2016
1 Income from Operations						
a) Export Income	999.03	1,215	5,952	2,214	12,936	16,143
b) Domestic Income	402.51	1,161		1,564		999
Total Income from operation (net) (a+b)	1,401.54	2,376	5,952	3,778	12,936	17,142
2 Expenses						
a. Employee Cost	1,568.20	1,752	3,984	3,320	8,838	13,365
b. Purchase of Stock in Trade	72.01	768		840		447
c. Depreciation & amortisation expense	109.03	98	108	207	221	417
d. Other Cost	840.57	644	910	1,485	1,847	3,291
d. Total Expenses (a+b+c)	2,589.81	3,262	5,002	5,852	10,907	17,520
3 Profit from Operation before Other Income, finance Income and Exceptional item. (1-2)	(1,188.27)	(886)	950	(2,074)	2,029	(378)
4 Other Income	359.49	354	210	713	629	1,550
5 Profit from ordinary activities before finance costs and exceptional items (3+4)	(828.77)	(533)	1,160	(1,361)	2,658	1,172
6 Finance Cost	(0.01)	0	14		21	22
7 Profit from ordinary activities after finance costs but before exceptional items (5-6)	(828.76)	(533)	1,146	(1,361)	2,637	1,150
8 Exceptional Item	-	-	-	-	-	-
9 Profit/ Loss from ordinary Activity before tax (7-8)	(828.76)	(533)	1,146	(1,361)	2,637	1,150
10 Tax Expenses						
- Current	-	-	370	-	759	371
- Deferred	(232.51)	(161)	14	(394)	6	(16)
11 Net Profit/ Loss from ordinary Activity after tax (9-10)	(596.25)	(371)	762	(967)	1,872	795
12 Extraordinary items (net of tax expenses ₹. NIL)	-	-	-	-	-	-
13 Net Profit/ Loss for the period	(596.25)	(371)	762	(967)	1,872	795
14 Paid-Up Equity Capital (Face value ₹ 5 each)	1,285.00	1,285	1,285	1,285	1,285	1,285
15 Reserves excluding revaluation reserves	19,264.50	19,864	22,016	19,265	22,016	20,239
16 Earnings per share (EPS)						
- Basic	(2.31)	(1.45)	2.97	(3.76)	7.30	3.10
- Diluted	(2.31)	(1.45)	2.97	(3.76)	7.29	3.10

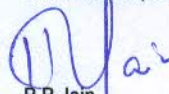
Notes :

- (1) The Company has created a 100% Subsidiary in India in the name of Paypermint Private Limited during this quarter.
- (2) 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 15th OCT '2016

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

Date: October 15th 2016

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

Particulars	Quarter Ended			Half Year Ended Sep. 30th		Year ended
	Sep'16	Jun'16	Sep'15	2016	2015	March 31st
1. Segment Revenue (net sale / income from each segment should be disclosed						
a. Segment - A (USA)	932	1,113	5,662	2,045	12,442	15,410
b. Segment - B (ROW)	470	1,263	290	1,733	495	1,732
Total	1,402	2,376	5,952	3,778	12,936	17,142
Other Income						
Segment - B (ROW)	359	354	210	713	629	1,549
Total	1,761	2,730	6,162	4,491	13,565	18,691
Less : Inter - segment revenue						
Net Revenue from Operations	1,761	2,730	6,162	4,491	13,565	18,691
2. Segment Results Profit/(Loss) before Tax & Interest from each segment						
a. Segment - A (USA)	(543)	(979)	1,338	(1,522)	2,851	922
b. Segment - B (ROW)	129	832	272	961	697	2,406
Total	(414)	(147)	1,610	(561)	3,548	3,328
Less : Interest	(0)	0	14	(0)	21	22
Less : Depreciation	109	98	108	207	221	417
Less : Unallocable Selling , General & Administrative Expenses	305	288	342	593	669	1,739
Profit before tax	(828)	(533)	1,146	(1,361)	2,637	1,150

Standalone Statement of Assets & Liability

Particulars	INR in Lacs		
	As on Sep' 30th	As on Sep' 30th	As on March' 31st
	2016	2015	2016
A. EQUITY AND LIABILITIES			
1. Shareholders' Fund			
(a) Share Capital	1,285	1,285	1,285
(b) Reserve & Surplus	19,265	22,016	20,239
Sub-total - Shareholders' Funds	20,550	23,300	21,524
2. Non-Current Liabilities			
(a) Long Term Provisions	282	247	329
Sub-total - Non-Current Liability	282	247	329
3. Current Liabilities			
(a) Short Term Provisions	13	68	321
(b) Trade Payables	493	632	1,664
(c) Other Current Liabilities	363	277	181
Sub-total - Current Liability	869	977	2,165
Total - EQUITY AND LIABILITY (1+2+3+4)	21,701	24,524	24,018
B ASSETS			
1 Non- Current Assets			
(a) Fixed Assets	641	902	778
(b) Intangible Assets	143	108	84
(c) Intangible Assets Under Development	18	74	79
(d) Non Current Investment	671	871	871
(e) Long Term Loans & Advances	2,430	2,181	3,577
(f) Deferred Tax Assets	511	95	118
Sub-total - Non-Current Assets	4,415	4,231	5,508
2. Current Assets			
(a) Current Investment	4,900	7,202	6,338
(b) Trade Receivables	2,289	3,401	1,747
(c) Cash and Cash Equipments	7,430	8,471	8,971
(d) Short Term Loans and Advances	1,077	860	1,074
(e) Other Current Assets	1,590	359	381
Sub-total - Current Assets	17,286	20,293	18,511
Total - ASSETS (1+2)	21,701	24,524	24,018

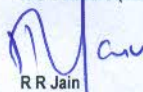
Note :

(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.

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

Date: October 15th 2016

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



R R Jain

(Chairman & Managing Director)



CHATURVEDI & COMPANY

CHARTERED ACCOUNTANTS

KOLKATA . MUMBAI . DELHI . CHENNAI . KANPUR

60, BENTINCK STREET, KOLKATA-700 069

Phone : 2237-4060
2237-5408/5409

Fax : 2225-3692

E-mail : hocalcutta@chaturvedico.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 financial results of **R S Software (India) Ltd** for the quarter ended September 30, 2016 and the year to date results for the period April 1, 2016 to September 30, 2016 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 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 Accounting Standard for Interim Financial Report (AS 25), prescribed, under Section 133 of 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 financial results as well as the year to date results:

- (i) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard : and
- (ii) give a true and fair view of the net loss and other financial information for the quarter ended September 30, 2016 (date of the quarter ended) as well as the year to date results for the period from April 1, 2016 to September 30, 2016

For Chaturvedi & Company
Chartered Accountants
F.R.N. 302137E



njoshi
(Nilima Joshi)
(Partner)
(52122)

Place: Kolkata

Date : 15th October, 2016



A COMPANY FOCUSED ON ELECTRONIC PAYMENTS

RS SOFTWARE (INDIA) LIMITED

(CIN: L72200WB1987PLC043375)

An ISO 9001:2008, ISO 27001:2013 Company

Statement of Consolidated Audited Financial Results for the Quarter & Period Ended 30TH SEPT' 2016

Particulars	Quarter Ended			Half Year Ended		Year ended
				Sep.30th		March 31st
	Sep'16	Jun'16	Sep'15	2016	2015	2016
1 Income from Operations						
a) Export Income	1,134	1,337	6,408	2,471	14,148	18,001
b) Domestic Income	403	1,161	84	1,564	84	999
Total Income from operation (net) (a+b)	1,537	2,498	6,492	4,035	14,232	19,000
2 Expenses						
a. Employee Cost	1,790	1,884	4,403	3,674	9,852	14,821
b. Purchase of Stock in Trade	72	768	-	840	-	447
c. Depreciation & amortisation expense	109	98	108	207	221	417
d. Other Cost	731	654	958	1,385	1,973	3,404
d. Total Expenses (a+b+c)	2,702	3,404	5,469	6,106	12,046	19,089
3 Profit from Operation before Other Income, finance income and Exceptional item. (1-2)	(1,165)	(906)	1,023	(2,071)	2,186	(89)
4 Other Income	359	354	210	713	629	1,550
5 Profit from ordinary activities before finance costs and exceptional items (3+4)	(805)	(552)	1,233	(1,357)	2,815	1,461
6 Finance Cost	(0)	0	15	-	22	22
7 Profit from ordinary activities after finance costs but before exceptional items (5-6)	(805)	(552)	1,218	(1,357)	2,793	1,439
8 Exceptional Item	-	-	-	-	-	-
9 Profit/ Loss from ordinary Activity before tax (7-8)	(805)	(552)	1,218	(1,357)	2,793	1,439
10 Tax Expenses						
- Current	4	-	380	4	782	394
- Deferred	(233)	(161)	14	(394)	6	(16)
11 Net Profit/ Loss from ordinary Activity after tax (9-10)	(576)	(391)	824	(968)	2,005	1,061
12 Extraordinary items (net of tax expenses ₹. NIL)	-	-	-	-	-	-
13 Net Profit/ Loss for the period	(576)	(391)	824	(968)	2,005	1,061
14 Share of Profit / (loss) of associates	(20)	(20)	(62)	-	134	266
15 Net Profit / (Loss) after taxes and share of profit / (loss) of associates	(596)	(371)	762	(968)	1,872	795
16 Paid-Up Equity Capital (Face value ₹ 5 each)	1,285	1,285	1,285	1,285	1,285	1,285
17 Reserves excluding revaluation reserves	20,693	21,308	23,259	20,693	23,259	21,643
18 Earnings per share (EPS)						
- Basic	(2.24)	(1.52)	3.21	(3.76)	7.82	4.14
- Diluted	(2.24)	(1.52)	3.21	(3.76)	7.81	4.13

Notes :

- (1) The Company has created a 100% Subsidiary in India in the name of Paypermint Private Limited during this quarter.
- (2) 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 15th of October'2016

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

DATED:15th OCTOBER 2016

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

Particulars	Quarter Ended			Half Year Ended Sep.30th		Year ended
	Sep'16	Jun'16	Sep'15	2016	2015	2016
1. Segment Revenue (net sale / income from each segment should be disclosed						
a. Segment - A (USA)	1,038	1,216	5,729	2,254	12,572	15,714
b. Segment - B (ROW)	499	1,282	763	1,781	1,660	3,286
Total	1,537	2,498	6,492	4,035	14,232	19,000
Other Income						
Segment - B (ROW)	359	354	210	713	629	1,550
Total	1,896	2,852	6,702	4,748	14,861	20,550
Less : Inter - segment revenue						
Net Revenue from Operations	1,896	2,852	6,702	4,748	14,861	20,550
2.Segment Results Profit/(Loss) before Tax & Interest from each segment						
a. Segment - A (USA)	-771	(967)	1,384	(1,738)	2,943	1,173
b. Segment - B (ROW)	380	801	299	1,181	763	2,444
Total	(392)	(166)	1,683	(558)	3,706	3,617
Less : Interest	-0	0	15	-	22	22
Less : Depreciation	109	98	108	207	221	417
Less : Unallocable Selling , General & Administrative Expenses	305	288	343	593	668	1,739
Profit before tax	(805)	(552)	1,217	(1,357)	2,795	1,439

Consolidated Statement of Assets & Liability

INR in Lacs

Particulars	As on Sep' 30th		As on March' 31st
	2016	2015	2016
A. EQUITY AND LIABILITIES			
1. Shareholders' Fund			
(a) Share Capital	1,285	1,285	1,285
(b) Reserve & Surplus	20,693	23,259	21,643
Sub-total - Shareholders' Funds	21,978	24,544	22,928
2. Non-Current Liabilities			
(a) Long Term Provisions	282	247	329
Sub-total - Non-Current Liability	282	247	329
3. Current Liabilities			
(a) Short Term Provisions	13	68	321
(b) Trade Payables	493	632	1,664
(c) Other Current Liabilities	385	501	249
Sub-total - Current Liability	891	1,202	2,233
Total - EQUITY AND LIABILITY (1+2+3+4)	23,151	25,992	25,490
B ASSETS			
1 Non- Current Assets			
(a) Fixed Assets	641	902	778
(b) Intangible Assets	143	108	84
(c) Intangible Assets Under Development	18	74	79
(d) Non Current Investment	500	700	700
(e) Long Term Loans & Advances	2,430	2,180	3,576
(f) Deferred Tax Assets	511	95	118
Sub-total - Non-Current Assets	4,244	4,058	5,335
2. Current Assets			
(a) Current Investment	4,900	7,202	6,338
(b) Trade Receivables	2,367	3,452	1,783
(c) Cash and Cash Equipments	8,971	10,028	10,564
(d) Short Term Loans and Advances	1,081	891	1,088
(e) Other Current Assets	1,590	360	381
Sub-total - Current Assets	18,908	21,934	20,154
Total - ASSETS (1+2)	23,151	25,992	25,490

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.

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

DATED:15th OCTOBER 2016

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


R R Jain
(Chairman & Managing Director)



CHATURVEDI & COMPANY

CHARTERED ACCOUNTANTS

KOLKATA . MUMBAI . DELHI . CHENNAI . KANPUR

60, BENTINCK STREET, KOLKATA-700 069

Phone : 2237-4060

2237-5408/5409

Fax : 2225-3692

E-mail : hocalcutta@chaturvedico.com

Auditor's Report on Quarterly Consolidated Financial Results and Consolidated Year to Date 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. and R.S. Software (Asia) Pte Limited (the Company and its subsidiaries constitute "the group") for the quarter ended September 30, 2016 and the year to date results for the period April 1, 2016 to September 30, 2016 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 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 Accounting Standard for Interim Financial Report (AS 25), prescribed, 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.

We did not audit the financial statements of two 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.1599.83 lacs as at September 30, 2016, total revenue of Rs. 134.51 lacs and Rs. 257.46 lacs for the quarter ended and the six months ended September 30, 2016 respectively. These interim financial statements and other financial information have been audited by other auditors whose report(s) has (have) been furnished to us, and our opinion on the quarterly statements is based solely on the report of such other auditors.



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 and year to date of the following entities:
 - a) Responsive Solution Inc.
 - b) RS (Asia) PTE Ltd.
- (ii) have been presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
- (iii) give a true and fair view of the consolidated net loss and other financial information for the quarter ended September 30, 2016 as well as the consolidated year to date results for the period from April 1, 2016 to September 30, 2016.

For Chaturvedi & Company
Chartered Accountants
F.R.N. 302137E

njoshi

(Nilima Joshi)
(Partner)
(52122)



Place : Kolkata
Date : 15th October, 2016