



R.S. SOFTWARE (INDIA) LTD.

CIN: L72200WB1987PLC043375

www.rssoftware.com

An ISO 9001:2008, ISO 27001:2005 and SEI-PCMM Level 3 Company

January 23, 2016

The Vice President,
Listing Dept.
National Stock Exchange Of India Ltd.,
Exchange Plaza, 5th Floor,
Plot no. C/1, G Block,
Bandra- Kurla Complex, Bandra (E),
Mumbai - 400 051

Dear Sir,

Sub: Outcome of the Board Meeting held on January 23, 2016.

The Board of Directors of the Company at the meeting held today, i.e. on January 23, 2016 has approved the followings:

- 1) Approval of Audited Standalone and Consolidated Financial Results for the quarter ending December 31, 2015 and the Auditor's Reports.
- 2) The Board of Directors of the Company has not recommended any Interim Dividend for the quarter ending December 31, 2015.

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 /07 /08 /09 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 |
| 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: | ➤ The Lansdowne Building, 2 Lansdowne Road, Croydon CR9 2ER Tel: 208 263 6014 Fax: 208 263 6100 |
| 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 and 9 Month Ended 31st Dec '2015

Particulars	Quarter Ended			9 Month ended Dec. 31st		INR in Lacs
				Year ended		March 31st
	Dec'15	Sep'15	Dec'14	2015	2014	2015
1 Income from Operations						
a) Export Income	1,875	5,952	8,779	14,728	26,851	34,504
b) Domestic Income	98	84	17	181	46	46
Total Income from operation (net) (a+b)	1,973	5,952	8,796	14,909	26,897	34,551
2 Expenses						
a. Employee Cost	2,449	3,984	5,447	11,287	17,076	21,641
b. Depreciation & amortisation expense	103	108	119	324	439	555
c. Other Cost	679	910	1,029	2,526	2,880	3,875
d. Total Expenses (a+b+c)	3,231	5,002	6,595	14,137	20,395	26,071
3 Profit from Operation before Other Income, finance Income and Exceptional item. (1-2)	(1,258)	950	2,201	772	6,502	8,480
4 Other Income	414	210	263	1,043	694	1,161
5 Profit from ordinary activities before finance costs and exceptional items (3+4)	(844)	1,160	2,464	1,814	7,196	9,641
6 Finance Cost	0	14	7	21	28	16
7 Profit from ordinary activities after finance costs but before exceptional items (5-6)	(844)	1,146	2,457	1,794	7,168	9,625
8 Exceptional Item	-	-	-	-	-	-
9 Profit/ Loss from ordinary Activity before tax (7-8)	(844)	1,146	2,457	1,794	7,168	9,625
10 Tax Expenses						
- Current	(120)	370	741	639	2,216	3,121
- Deferred	30	14	15	37	7	10
11 Net Profit/ Loss from ordinary Activity after tax (9-10)	(754)	762	1,701	1,118	4,945	6,494
12 Extraordinary items (net of tax expenses ₹. NIL)	-	-	-	-	-	-
13 Net Profit/ Loss for the period	(754)	762	1,701	1,118	4,945	6,494
14 Paid-Up Equity Capital (Face value ₹ 5 each)	1,285	1,285	1,284	1,285	1,284	1,284
15 Reserves excluding revaluation reserves	21,267	22,016	19,222	21,267	19,222	20,035
16 Earnings per share (EPS)						
- Basic	(2.94)	2.97	6.64	4.36	19.30	25.31
- Diluted	(2.94)	2.97	6.63	4.36	19.28	25.29

Notes :

- (1) 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 23rd January '2016
- (2) 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: January 23rd , 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			9 Month ended Dec. 31st		Year ended
	Dec'15	Sep'15	Dec'14	2015	2014	2015
1. Segment Revenue (net sale / income from each segment should be disclosed						
a. Segment - A (USA)	1,710	5,662	8,570	14,152	25,618	33,065
b. Segment - B (ROW)	262	290	227	757	1,279	1,485
Total	1,973	5,952	8,797	14,909	26,897	34,551
Other Income						
Segment - B (ROW)	414	210	263	1,043	694	1,161
Total	2,386	6,162	9,060	15,951	27,591	35,711
Less : Inter - segment revenue						
Net Revenue from Operations	2,386	6,162	9,060	15,951	27,591	35,711
2. Segment Results Profit/(Loss) before Tax & Interest from each segment						
a. Segment - A (USA)	(976)	1,338	2,687	1,875	7,607	10,069
b. Segment - B (ROW)	509	272	254	1,206	1,027	1,471
Total	(467)	1,610	2,941	3,081	8,634	11,540
Less : Interest	0	14	7	21	28	37
Less : Depreciation	103	108	119	324	439	555
Less : Unallocable Selling , General & Administrative Expenses	274	342	358	943	999	1,323
Profit before tax	(844)	1,146	2,457	1,794	7,168	9,625

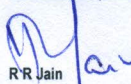
Note :

(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

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

DATED: January 23rd , 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

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Fax : 2225-3692

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Auditor's Report on Quarterly Financial 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

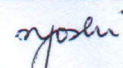
We have audited the quarterly financial results of **R S Software (India) Ltd** for the quarter ended December 31, 2015 and the year to date results for the period April 1, 2015 to December 31, 2015 attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the 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 December 31, 2015 (date of the quarter ended) as well as the year to date results for the period from April 1, 2015 to December 31, 2015

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


(Nilima Joshi)
(Partner)
(52122)

Place: Kolkata
Date : 22nd January, 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 and 9 Month Ended 31st Dec '2015

Particulars	Quarter Ended			9 Month ended Dec. 31st		INR in Lacs
				Year ended		
	Dec'15	Sep'15	Dec'14	2015	2014	March 31st
1 Income from Operations						
a) Export Income	2,170	6,408	9,488	16,318	29,269	37,596
b) Domestic Income	98	84	18	182	46	46
Total Income from operation (net) (a+b)	2,268	6,492	9,506	16,500	29,315	37,642
2 Expenses						
a. Employee Cost	2,746	4,403	5,986	12,598	19,085	24,216
b. Depreciation & amortisation expense	102	108	119	324	439	555
c. Other Cost	637	958	1,137	2,610	3,089	4,112
d. Total Expenses (a+b+c)	3,486	5,469	7,242	15,531	22,614	28,883
3 Profit from Operation before Other Income, finance Income and Exceptional item. (1-2)	(1,218)	1,023	2,264	969	6,701	8,759
4 Other Income	414	210	263	1,043	700	1,165
5 Profit from ordinary activities before finance costs and exceptional items (3+4)	(804)	1,233	2,527	2,012	7,401	9,924
6 Finance Cost	0	15	7	22	29	17
7 Profit from ordinary activities after finance costs but before exceptional items (5-6)	(804)	1,218	2,520	1,991	7,373	9,907
8 Exceptional Item	-	-	-	-	-	-
9 Profit/ Loss from ordinary Activity before tax (7-8)	(804)	1,218	2,520	1,991	7,373	9,907
10 Tax Expenses						
- Current	(109)	380	743	673	2,218	3,158
- Deferred	30	14	15	37	7	10
11 Net Profit/ Loss from ordinary Activity after tax (9-10)	(725)	824	1,762	1,281	5,148	6,739
12 Extraordinary items (net of tax expenses ₹. NIL)	-	-	-	-	-	-
13 Net Profit/ Loss for the period	(725)	824	1,762	1,281	5,148	6,739
14 Share of Profit / (loss) of associates	2,009	62	61	(4)	203	245
15 Net Profit / (Loss) after taxes and share of profit / (loss) of associates	1,285	762	1,701	1,285	4,945	6,494
16 Paid-Up Equity Capital (Face value ₹ 5 each)	1,285	1,285	1,284	1,285	1,284	1,284
17 Reserves excluding revaluation reserves	22,536	23,259	20,451	22,536	20,451	21,112
18 Earnings per share (EPS)						
- Basic	(2.82)	3.21	6.88	4.99	20.09	26.26
- Diluted	(2.82)	3.21	6.87	4.99	20.07	26.24

Notes :

- (1) 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 23rd January '2016
- (2) 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,
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DATED: January 23rd , 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

INR in Lacs

Particulars	Quarter Ended			9 Month ended Dec. 31st		Year ended
	Dec'15	Sep'15	Dec'14	2015	2014	2015
1. Segment Revenue (net sale / income from each segment should be disclosed						
a. Segment - A (USA)	1,777.49	5,729	9,280	14,350	28,036	36,157
b. Segment - B (ROW)	490.67	763	226	2,151	1,279	1,485
Total	2,268	6,492	9,506	16,500	29,315	37,642
Other Income						
Segment - B (ROW)	414	210	263	1,043	700	1,165
Total	2,682	6,702	9,769	17,543	30,015	38,807
Less : Inter - segment revenue						
Net Revenue from Operations	2,682	6,702	9,769	17,543	30,015	38,807
2. Segment Results Profit/(Loss) before Tax & Interest from each segment .						
a. Segment - A (USA)	(908.17)	1,384	2,777	2,034	7,835	10,377
b. Segment - B (ROW)	481.12	299	254	1,244	1,032	1,476
Total	(427)	1,683	3,031	3,278	8,867	11,853
Less : Interest	0	15	7	22	29	17
Less : Depreciation	102	108	119	324	439	555
Less : Unallocable Selling , General & Administrative Expenses	275	343	385	942	1,026	1,374
Profit before tax	(804)	1,218	2,520	1,991	7,373	9,907

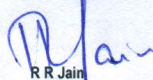
Note :

(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

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

DATED: January 23rd , 2016.

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



R R Jain
(Chairman & Managing Director)



CHATURVEDI & COMPANY

CHARTERED ACCOUNTANTS

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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 December 31, 2015 and the year to date results for the period April 1, 2015 to December 31, 2015 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.1,440.20 lacs as at December 31, 2015, total revenue of Rs. 295 lacs and Rs. 1,590.77 lacs for the quarter ended and the nine months ended December 31, 2015 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 December 31, 2015 as well as the consolidated year to date results for the period from April 1, 2015 to December 31, 2015.

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

nyoshi
(Nilima Joshi)
(Partner)
(52122)

Place : Kolkata
Date : 22nd January, 2016

