

January 25, 2018

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 25, 2018.

The Board of Directors of the Company at the meeting held today, i.e. on January 25, 2018 has approved the following:

- 1) Approval of Audited Standalone and Consolidated Financial Results for the period ending December 31, 2017 and the Auditor's Reports (copies enclosed)
- 2) The Reconciliation of Profit & Loss for the period ending December 31, 2016 (copies enclosed)

We confirm having submitted the Auditor's Report with unmodified opinions and the Financial Results for the period ending December 31, 2017 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, Ilford, Essex IG1 4LZ Ph: 02086363996
- Subsidiaries:** ▶ Responsive Solutions Inc., California, US
▶ R.S. Software (Asia) Pte. Limited, Singapore, Asia
▶ Paypermint Pvt. Limited

**R S SOFTWARE (INDIA) LIMITED**

A COMPANY FOCUSED ON ELECTRONIC PAYMENTS

(CIN: L72200WB1987PLC043375)

An ISO 9001:2008, ISO 27001:2013 Company

Statement of Standalone Audited Financial Results for the Quarter & Period Ended 31st DEC 2017 in compliance with Indian Accounting Standards

Particulars	Quarter Ended			9 Months Ended 31st DEC		Year Ended
	DEC'17	SEP'17	DEC'16	2017	2016	MAR'17
REVENUE FROM OPERATION	1,283.70	1540.92	1670.40	4,358.12	5447.94	7,070.44
OTHER INCOME	136.93	243.61	307.10	657.44	992.13	1,247.33
TOTAL REVENUE	1420.63	1784.54	1977.51	5015.56	6440.07	8317.77
EXPENSES :						
Purchases of Stock-in-Trade	-	90.78	103.96	90.78	943.97	1,012.71
Employee benefits expense	1,701.86	1746.60	1589.81	5,297.44	4881.73	6,553.55
Finance costs	-	-	0	-	0	10.38
Depreciation and amortization expense	50.70	49.26	102.07	159.68	309.10	396.49
Other expenses	760.31	809.40	767.94	2,313.99	2247.26	2,940.60
Total Expenses	2512.87	2696.04	2563.78	7861.89	8382.06	10913.73
Profit/(loss) before exceptional items and tax	(1092.24)	(911.50)	(586.28)	(2,846.33)	(1941.99)	(2,595.95)
Exceptional Items	0	0.00	0	0	0	0
Profit/(loss) before tax	(1092.24)	(911.50)	(586.28)	(2846.33)	(1941.99)	(2595.95)
Tax expense:						
Current tax	-	0.00	0.00	-	0.00	-
Deferred tax	(332.96)	(271.57)	(198.19)	(868.90)	(740.25)	(963.97)
Profit (Loss) for the period from continuing operations	(759.28)	(639.93)	(388.08)	(1977.42)	(1201.74)	(1631.98)
Other Comprehensive Income						
Items that will not be reclassified to profit or loss	(14.14)	(14.14)	(14.14)	(42.42)	(42.42)	(56.56)
Total Comprehensive Income for the period	(773.42)	(654.07)	(402.22)	(2019.84)	(1244.16)	-1688.54
Paid Up Share Capital(par value RS 5 each fully paid)	1,285.42	1285.42	1285.42	1,285.42	1,285.42	1,285.42
Other Equity	16,820.07	17583.19	19278.67	16,820.07	19278.67	18,816.09
Earnings per equity share (for continuing operation):						
Basic	(2.96)	(2.49)	(1.51)	(7.69)	(4.67)	(6.34)
Diluted	(2.96)	(2.49)	(1.51)	(7.69)	(4.67)	(6.34)

Note: The audited interim standalone Financial Statements for the quarter ended December 31 2017 have been taken on record by the Board of Directors at its meeting held on 25th Jan,2018. The statutory auditors have expressed an unqualified audit opinion. The information presented above is extracted from the audited interim standalone financial statements. The interim standalone financial statements are prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under section 133 of the Company's Act 2013, read with Rule 3 of the Companies (Indian Accounting Standards) Rules 2015 and Companies (Indian Accounting Standards) Amendment Rules,2016. Refer to Note 3*

Registered Office :
234/3A, A.J.C. Bose Road,
Kolkata - 700 020
DATED:25 th January 2018

On behalf of the Board of Directors of
R S Software (India) Limited
Kolkata-91
R R Jain
(Chairman & Managing Director)



Reporting of Segment Wise Revenue, Results and Capital Employed under Regulation 33 of the SEBI (LODR) Regulations, 2015

Particulars	Quarter Ended			9 Months ended 31st December		Year Ended
	Dec-17	SEP'17	Dec-16	2017	2016	March-17
1. Segment Revenue (net sale / income from each segment should be disclosed						
a. Segment - A (USA)	1071.11	1232.56	1129.00	3544.26	3174.00	3891.98
b. Segment - B (ROW)	212.60	308.37	541.41	813.86	2273.94	3178.47
Total	1283.71	1540.93	1670.41	4358.12	5447.94	7070.44
Other Income						
Segment - B (ROW)	136.91	243.61	307.10	657.43	992.13	1247.33
Total	136.91	243.61	307.10	657.43	992.13	1247.33
Less : Inter - segment revenue						
Net Revenue from Operations	1,420.63	1,784.54	1,977.51	5,015.56	6,440.07	8,317.77
2.Segment Results Profit/(Loss) before Tax & Interest from each segment						
a. Segment - A (USA)	-857.99	-616.08	-1002.00	-2076.76	-2524.00	-3237.31
b. Segment - B (ROW)	79.52	-12.63	745.00	155.49	1706.00	2193.60
Total	-778.47	-628.71	-257.00	-1921.27	-818.00	-1043.71
Less : Interest	0.00	2.97	0.00	5.76	14.00	16.58
Less : Depreciation	44.94	49.26	102.00	153.92	309.00	396.49
Less : Unallocable Selling , General & Administrative Expenses	268.83	230.56	227.28	765.38	800.99	1139.19
Profit before tax	(1,092.24)	(911.50)	(586.28)	-2846.33	(1,941.99)	(2,595.97)

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:25th January 2018

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

R R Jain
(Chairman & Managing Director)

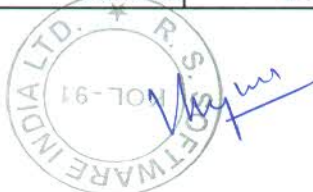




R S SOFTWARE (INDIA) LIMITED

Reconciliation Statement of Profit and loss as previously reported under IGAAP to Ind AS

PARTICULARS	PERIOD ENDED DECEMBER 31st 2016 STANDALONE FINANCIALS (Rs.in Lakhs)		
	<u>Previous GAAP</u>	<u>Effects of transition to Ind-AS</u>	<u>Ind AS</u>
REVENUE FROM OPERATION	5447.94		5447.94
OTHER INCOME	984.00	8.13	992.13
TOTAL REVENUE	6431.94	8.13	6440.07
EXPENSES :			
Purchases of Stock-in-Trade	943.97		943.97
Employee benefits expense	4924.15	-42.42	4881.73
Finance costs	0.00		0.00
Depreciation and amortization expense	309.10		309.10
Other expenses	2253.19	-5.93	2247.26
Total Expenses	8430.41	-48.35	8382.06
Profit/(loss) before exceptional items and tax	-1998.47	56.48	-1941.99
Exceptional Items	0.00	0.00	0.00
Profit/(loss) before tax	-1998.47	56.48	-1941.99
Tax expense:			
Current tax	0.00	0.00	0.00
Deferred tax	-607.59	-132.66	-740.25
Profit (Loss) for the period from continuing operations	-1390.88	189.14	-1201.74
Other Comprehensive Income		0.00	
Items that will not be reclassified to profit or loss	0.00	-42.42	-42.42
Total Other Comprehensive Income	0.00	-42.42	-42.42
Total Comprehensive Income From the Period	-1390.88	146.72	-1244.16





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 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, 2017 and the year to date results for the period April 1, 2017 to December 31, 2017 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, 2017 as well as the year to date results for the period from April 1, 2017 to December 31, 2017



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

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

Place: Kolkata
Date : 25th January, 2018



RS SOFTWARE (INDIA) LIMITED
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 Period Ended DECEMBER 31st 2017


PARTICULARS	Quarter Ended			9 Months Ended 31st DEC		Year Ended Mar 31st
	Dec-17	Sep-17	Dec-16	2017	2016	2017
REVENUE FROM OPERATION	1,421.67	1699.34	1805.99	4,809.28	5840.99	7,613.03
OTHER INCOME	137.10	244.20	307.10	658.33	992.13	1,247.38
TOTAL REVENUE	1558.78	1943.54	2113.09	5467.62	6833.12	8860.41
EXPENSES :						
Purchases of Stock-in-Trade	(0.00)	90.78	103.96	90.78	943.97	1,250.15
Employee benefits expense	1,814.71	1865.62	1753.36	5,637.65	5281.80	6,877.77
Finance costs		0.00	0			10.38
Depreciation and amortization expense	51.07	51.97	102.07	164.62	309.10	398.30
Other expenses	818.93	873.15	765.95	2,490.44	2262.86	2,964.43
Total Expenses	2684.71	2881.52	2725.34	8383.49	8797.73	11501.03
Profit/(loss) before exceptional items and tax	(1125.94)	(937.98)	(612.25)	(2915.88)	(1964.61)	(2640.62)
Exceptional Items		0.00	0	0	0	0
Profit/(loss) before tax	(1125.94)	(937.98)	(612.25)	(2915.88)	(1964.61)	(2640.62)
Tax expense:						
Current tax	(2.18)	11.12	0.08	9.46	3.68	35.79
Deferred tax	(363.23)	(302.74)	(198.19)	(955.09)	(740.25)	(1,014.00)
Profit (Loss) for the period from continuing operations	(760.52)	(646.36)	(414.14)	(1970.24)	(1228.04)	(1662.41)
Attributable to:						
Shareholders of the Company	(743.41)	(636.16)	(395.62)	(1,921.42)	(1,209.52)	(1,634.42)
Non Controlling Interest	(17.11)	(10.20)	(18.52)	(48.82)	(18.52)	(27.99)
Other Comprehensive Income						
Items that will not be reclassified to profit or loss	(14.14)	(14.14)	(14.14)	(42.42)	(42.42)	(56.56)
Total Comprehensive Income for the period	(774.66)	(660.50)	(428.28)	(2012.66)	(1270.46)	(1718.97)
Attributable to:						
Shareholders of the Company	(757.55)	(650.30)	(409.76)	(1963.84)	(1,251.94)	(1,690.98)
Non Controlling Interest	(17.11)	(10.20)	(18.52)	(48.82)	(18.52)	(27.99)
Paid Up Share Capital(par value RS 5 each fully paid)	1285.42	1285.42	1285.42	1285.42	1285.42	1285.42
Other Equity	18105.45	18969.30	20,155.57	18105.45	20,155.57	20077.00
Earnings per equity share (for continuing operation):						
Basic	(2.96)	(2.51)	(1.61)	(7.66)	(4.78)	(6.47)
Diluted	(2.96)	(2.51)	(1.61)	(7.66)	(4.78)	(6.47)

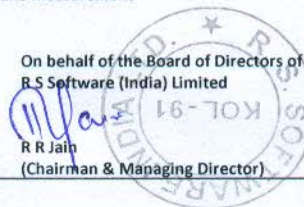
Note:1)The audited interim Consolidated Financial Statements for the quarter ended DEC 31st 2017 have been taken on record by the Board of Directors at its meeting held on JAN 25th 2018. The statutory auditors have expressed an unqualified audit opinion. The information presented above is extracted from the audited interim consolidated financial statements. The interim consolidated financial statements are prepared in accordance with the Indian Accounting Standards (Ind AS), AS prescribed under section 133 of the Companies 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 quarter DEC 31st 2017, have been reviewed by the Audit Committee of the board and approved by the Board of Directors at its meeting held on 25th JAN 2018.

3)The company has adopted IND AS from 1st April, 2017 and accordingly this financial results have been prepared in the accordance with the recognition and measurement principle laid down in INDAS-34 Interim Financial Reporting prescribed under the section 133 of the companies Act, 2013 read with the relevant Rules issued there under and the other Accounting Principle Generally Accepted in India. Financial Results of all the Period presented have been prepared in the accordance with the recognition and measurement principle of INDAS - 34.

Registered Office :
234/3A, A.J.C. Bose Road,
Kolkata - 700 020
DATED: 25th JAN 2018

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

R R Jain
(Chairman & Managing Director)



RS Software
R S SOFTWARE (INDIA) LIMITED

Reporting of Segment Wise Revenue, Results and Capital Employed under Regulation 33 of the SEBI (LODR) Regulations, 2015

Particulars	Quarter Ended			9 Months Ended 31st DEC		Year Ended
	Dec-17	Sep-17	Dec-16	2017	2016	MAR'17
	1. Segment Revenue (net sale / income from each segment should be disclosed					
a. Segment - A (USA)	1,197.91	1363.62	1019	3,945.35	3273	4,328.52
b. Segment - B (ROW)	223.77	335.01	787	863.93	2568	3,284.51
Total	1,421.68	1,698.63	1,806.00	4,809.28	5,841.00	7,613.03
Other Income						
Segment - B (ROW)	137.09	244.92	307.10	658.33	992.13	1,247.33
Total	137.09	244.92	307.10	658.33	992.13	1,247.33
Less : Inter - segment revenue						
Net Revenue from Operations	1,558.77	1,943.55	2,113.10	5,467.61	6,833.13	8,860.36
2. Segment Results Profit/(Loss) before Tax & Interest from each segment						
a. Segment - A (USA)	(579.38)	17.29	(724.00)	(1,110.52)	(2,462.00)	(2,887.14)
b. Segment - B (ROW)	(249.52)	(720.46)	422	(924.18)	1603	1,766.90
Total	(828.90)	(703.17)	(302.00)	(2,034.70)	(859.00)	(1,120.24)
Less : Interest	-	2.97	0	-	-	10.38
Less : Depreciation	51.07	51.97	102.07	164.62	309.00	398.30
Less : Unallocable Selling , General & Administrative Expenses	245.97	179.86	208.18	716.56	796.61	1,111.70
Profit before tax	(1,125.94)	(937.97)	(612.25)	(2,915.87)	(1,964.61)	(2,640.62)

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:25th JANUARY 2018

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

Ryan
(Chairman & Managing Director)





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R S SOFTWARE (INDIA) LTD.

RS Software

R S SOFTWARE (INDIA) LIMITED

Reconciliation Statement of Profit and loss as previously reported under IGAAP to Ind AS

PARTICULARS	PERIOD ENDED DECEMBER 31st' 2016 CONSOLIDATED FINANCIALS (Rs.in Lakh)		
	Previous GAAP	Effects of transition to Ind-AS	Ind AS
REVENUE FROM OPERATION	5840.99	0.00	5840.99
OTHER INCOME	984.00	8.13	992.13
TOTAL REVENUE	6,824.99	8.13	6,833.12
EXPENSES :			
Purchases of Stock-in-Trade	943.97	0.00	943.97
Employee benefits expense	5,324.22	-42.42	5281.80
Finance costs	0.00	0.00	0.00
Depreciation and amortization expense	309.10	0.00	309.10
Other expenses	2268.79	-5.93	2262.86
Total Expenses	8,846.08	(48.35)	8,797.73
Profit/(loss) before exceptional items and tax	(2,021.09)	56.48	(1,964.61)
Exceptional Items	0	-	0.00
Profit/(loss) before tax	(2,021.09)	56.48	(1,964.61)
Tax expense:	-	-	-
Current tax	3.68	-	3.68
Deferred tax	(607.59)	(132.66)	-740.25
Profit (Loss) for the period from continuing operations	(1,417.18)	189.14	(1,228.04)
Other Comprehensive Income		-	
Items that will not be reclassified to profit or loss	0	(42.42)	-42.42
Total Other Comprehensive Income	0.00	(42.42)	-42.42
Total Comprehensive Income From the Period	(1417.18)	146.72	(1270.46)

Explanations for reconciliation of Statement of Profit and loss as previously reported under IGAAP to Ind AS

1) The other income difference is due unrealised gain from investments from MUTUAL FUND and LOSS on Foreign Exchange.		
2)The difference in employee benefit expense is due to loss in employee defined benefits under IND AS		
3)The difference in other expense is due to FOREX loss treated separately with other income.		
4)DTA is created due to invesment in MF upward valuation.		
5)Loss in Employee Defined Benefits under IND AS.		



CA

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, 2017 and the year to date results for the period April 1, 2017 to December 31, 2017 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. 2251.22 lacs and total revenue of Rs. 138.86 lacs and Rs. 452.04 lacs for the quarter ended and the ninth months ended December 31, 2017 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, 2017 as well as the consolidated year to date results for the period from April 1, 2017 to December 31, 2017.



**For Deoki Bijay & Co.
Chartered Accountants
F.R.N. 313105E**

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

Place: Kolkata

Date : 25th January, 2018