



NETSOL Technologies Ltd.

NETSOL IT Village (Software Technology Park), Lahore Ring Road, Ghazi Road Interchange, Lahore Cantt. 54792, Pakistan.

Email: info@netsoltech.com

Phone: +92 42 111-44-88-00

Web: www.netsoltech.com

FORM -25

Date:14/02/2018

The General Manager,
Pakistan Stock Exchange Limited,
Stock Exchange Building,
Stock Exchange Road,
Karachi.

Subject: **Material Information**

Dear Sir,

In accordance with Section 15D of the Securities & Exchange Ordinance, 1969 and Clause 5.19.13(c) (Code of Corporate Governance) of the Rule Book of the Exchange, we hereby convey the following information attached.

Yours Sincerely,

SEHRISH
Company Secretary



C.C to:

Director/HOD
Surveillance, Supervision and Enforcement Department
Securities and Exchange Commission of Pakistan
N.I.C Building, 63 Jinnah Avenue, Blue Area
Islamabad.



**DISCLOSURE FORM
IN TERMS OF SECTION 15D OF THE SECURITIES AND EXCHANGE ORDINANCE, 1969**

Name of Company	NetSol Technologies Limited
Date of Report	February 14, 2018
Exact Name of Company as specified in its Memorandum.	NetSol Technologies Limited
Registered Address of the Company	NetSol IT Village (Software Technology Park) Lahore Ring Road, Ghazi Road Interchange, Lahore Cantt. 54792.
Contact Information	Chief Executive Officer/Company Secretary Tel: (+92-42) 111-44-88-00 Fax: (+92-42) 35701046, 35726740

Disclosure of Material Information:

NetSol Technologies Limited ("NetSol" or "the Company") has signed a Convertible Notes ("Notes") agreement with WRLD3D Inc., (formerly eeGeo Inc., a Delaware corporation. WRLD3D Inc. ("WRLD") is a software technology company whose cloud base, SaaS platform has its origins in the gaming industry, uses big data to create beautiful, geo-spatially accurate renditions of cities, countries and continents to create a fast and fun, interactive 3D map. WRLD specializes in the niche area of preparation of internal 3D maps of buildings.

Under this Notes agreement, NetSol will invest up to \$2.5 million in WRLD over a period of one year. Payments would be made in monthly installments to WRLD and the outstanding principal amount will earn a markup of 10% per annum. All unpaid markup and principal amount would be due and payable on or after March 31, 2019 which is the maturity date of these Notes. The Company has the option to get the outstanding principal as well as any accrued and unpaid markup converted into equity if WRLD issues and sells its equity shares to investors while this Note remains outstanding at a conversion price equal to 70% of the price paid per share for equity securities by such investors.

However, if this Note remains outstanding and has not been converted into equity on or prior to the maturity date, then, at any point following the maturity date, WRLD shall convert the outstanding principal balance of the Notes and any unpaid accrued markup into its shares of Series BB Preferred Stock at a conversion price equal to \$0.6788 per share (as adjusted for any stock dividends, combinations, splits, recapitalizations or the like).

NetSol believes that WRLD has a great potential to grow, as the 3D mapping concept is growing very rapidly and WRLD has already signed couple of major contracts with some renowned

companies. NetSol is very much confident that in the near future, the overall valuation of WRLD would increase substantially resulting in a healthy capital gain to the Company.

Signature

Pursuant to the requirement of the Securities and Exchange Ordinance, 1969 (XVII of 1969), the Company has duly caused this form/statement to be signed on its behalf by the undersigned hereunto duly authorized.



SEHRISH
Company Secretary



February 14, 2018