

NETSOL TECHNOLOGIES INC  
Form 8-K  
July 10, 2007

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

---

Date of Report (Date of earliest event reported): July 10, 2007 (June 29, 2007)

Commission file number: 0-22773

NETSOL TECHNOLOGIES, INC.  
(Exact name of small business issuer as specified in its charter)

NEVADA  
(State or other Jurisdiction of  
Incorporation or Organization)

95-4627685  
(I.R.S. Employer NO.)

23901 Calabasas Road, Suite 2072, Calabasas, CA 91302  
(Address of principal executive offices) (Zip Code)

(818) 222-9195 / (818) 222-9197  
(Issuer's telephone/facsimile numbers, including area code)

**Item 3.02 Unregistered Sale of Equity Securities.**

On June 29, 2007, NetSol Technologies, Inc. entered into an agreement to sell a total of 606,061 shares of common stock and 303,030 warrants to acquire shares of common stock to The Tail Wind Fund Ltd., a non-U.S. resident investor, and 151,515 shares of NetSol common stock of and 75,756 warrants to acquire shares of NetSol common stock to Solomon Strategic Holdings, Inc., a non-U.S. resident investor, for the total offering price of \$1,250,000 with a per share price of \$1.65. The warrants are exercisable for a period of 5 years from the earlier of June 29, 2008 and the registration of the common stock underlying the warrants and have a current exercise price of \$1.65 per share.

**SIGNATURES**

In accordance with the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

NETSOL TECHNOLOGIES, INC.

Date: July 10, 2007

/s/ Najeeb Ghauri

---

NAJEEB GHAURI  
Chief Executive Officer

Date: July 10, 2007

/s/ Tina Gilger

---

TINA GILGER  
Chief Financial Officer

Page 2

---