### Edgar Filing: ExlService Holdings, Inc. - Form 4

ExlService Holdings, Inc. Form 4 February 25, 2008 FORM 4

if no longer

subject to

Section 16.

Form 4 or

Form 5

1(b).

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1. Name and Ad Talwar Vikra	-	rting Person <sup>*</sup>	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
			ExlService Holdings, Inc. [EXLS]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				
C/O EXLSE INC., 350 PA			(Month/Day/Year) 02/25/2008	X Director 10% Owner X Officer (give title Other (specify below) below) CEO and Vice Chairman			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
NEW YORK, NY 10022			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Ac	quired, Disposed of, or Beneficially Owned			

		1 4010	- I - I\UII-D	errative S	ecuin	ics Au	luii eu, Disposeu o	i, of Deficituat	ly Owneu
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3.4. SecuriTransaction(A) or DiCode(D)(Instr. 8)(Instr. 3,		•		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Stock, par value \$0.001 per share	02/25/2008		G <u>(1)</u>	18,750	D	\$0	6,000	D	
Common Stock, par value \$0.001 per share	02/25/2008		G <u>(1)</u>	18,750	A	\$ 0	1,193,203	Ι	See Footnote

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

OMB APPROVAL

3235-0287

January 31,

2005

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# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	'Year)	Under	lying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
						Date Exercisable	Expiration Date	Title	Amount or Number of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address			Relationships			
	Director	10% Owner	Officer	Other		
Talwar Vikram C/O EXLSERVICE HOLDINGS, INC. 350 PARK AVENUE NEW YORK, NY 10022	Х		CEO and Vice Chairman			
Signatures						
/s/ Lazbart Oseni, Attorney-in-Fact	02/25/200	)8				
**Signature of Reporting Person	Date					

## **Explanation of Responses:**

interest and their children have a residual interest.

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

On February 25, 2008, the reporting person contributed 18,750 shares of common stock, par value \$0.001 per share, to the Talwar 1994 (1) Trust, of which the reporting person and his spouse are trustees and in which the reporting person and his spouse share a pecuniary

#### **Remarks:**

Mr. Oseni is the Company's Head of Administration and Accounts.

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