ExlService Holdings, Inc.

Form 3

April 29, 2014

UNITED STATES SECURITIES AND EXCHANGE COMMISSION FORM 3 Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

A Saltzman Nancy

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

04/21/2014

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

ExlService Holdings, Inc. [EXLS]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(give title below) (specify below)

EVP & Gen. Counsel/Corp. Sec'y

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O EXLSERVICE HOLDINGS, INC., Â 280 PARK

AVENUE

(Street)

Director _X__ Officer

10% Owner Other

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One Reporting Person

NEW YORK. NYÂ 10017

(City) (State) (Zip)

1. Title of Security (Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities

Beneficially Owned

(Instr. 4)

3.

Ownership

4. Nature of Indirect Beneficial Ownership

Form: (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

Expiration Date (Month/Day/Year)

2. Date Exercisable and

3. Title and Amount of Securities Underlying **Derivative Security**

4 Conversion or Exercise

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

(Instr. 4)

Date **Expiration Title** Exercisable Date

Amount or Number of

Price of Derivative Security: Security Direct (D)

1

Shares

or Indirect
(I)
(Instr. 5)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer

Saltzman Nancy

C/O EXLSERVICE HOLDINGS, INC. 280 PARK AVENUE

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EVP & Gen. Counsel/Corp. Sec'y

sec'y î

Other

Signatures

/s/ Lazbart Oseni 04/29/2014

NEW YORK. NYÂ 10017

**Signature of Date

Reporting Person

Explanation of Responses:

No securities are beneficially owned

- * If the form is filed by more than one reporting person, see Instruction 5(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).

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Remarks

Mr. Oseni is the Company's Head of Administration and Accounts. Exhibit 24.1: Power of Attorney.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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