Edgar Filing: ExlService Holdings, Inc. - Form 4

ExlService H Form 4 March 09, 20	C										
									OMB AI	PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									OMB Number:	3235-0287	
Check thi if no long	or							Expires:	January 31, 2005		
subject to Section 1 Form 4 or	F CHANGES IN BENEFICIAL OWN SECURITIES					NERSHIP OF	Estimated a burden hou response	average ours per			
Form 5 obligations may continue. See Instruction 1(b). 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 F	Responses)										
			2. Issuer Name and Ticker or Trading Symbol ExlService Holdings, Inc. [EXLS]					5. Relationship of Reporting Person(s) to Issuer			
(Last)					•		20]	(Check all applicable)			
(1			3. Date of Earliest Transaction (Month/Day/Year) 03/05/2009					X Director 10% Owner X Officer (give title Other (specify below) below) Executive Chairman			
			4. If Amendment, Date Original Filed(Month/Day/Year)					 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 			
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	Securi	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Execution any	on Date, if	3. Transactio Code (Instr. 8)	on(A) or Di (D) (Instr. 3,	4 and (A) or	d of 5)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock, par value \$0.001 per share	03/05/2009			Code V P <u>(1)</u>	Amount	(D) A	Price \$ 6.15	956,804 <u>(2)</u>	I	See footnote (3)	
Common Stock, par value \$0.001 per share	03/06/2009			P <u>(1)</u>	164	A	\$ 6.07	956,968	I	See footnote (3)	

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

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 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	Transact	orNumber	Expiration D	Date	Amou	int 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)	Derivativ	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities	3		(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration	T:41-	or Norse ar		
						Exercisable	Date	Title	Number of		
				Cada V	(Λ) (D)						
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Talwar Vikram 350 PARK AVENUE NEW YORK, NY 10022	Х		Executive Chairman					
Signatures								
/s/ Lazbart Oseni, Attorney-in-Fact		03/09/2009						
**Signature of Reporting Person		Date						

**Signature of Reporting Person

Explanation of Responses:

- * 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).
- (1) This purchase was made pursuant to a 10b5-1 plan previously entered into by the Talwar 1994 Trust (the "Trust").
- (2) Reflects the transfer of 200,000 shares of common stock to a trust of which the reporting person is the sole trustee.

(3) Owned by the Trust.

Remarks:

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

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.