SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person*

 Bloom William A

 (Last) (First) (Middle)

 280 PARK AVENUE

 (Street)
 NEW YORK   NY   10017

 (City) (State) (Zip) | 2. Issuer Name **and** Ticker or Trading Symbol
 ExlService Holdings, Inc. [EXLS]

 3. Date of Earliest Transaction (Month/Day/Year)
 07/19/2013

 4. If Amendment, Date of Original Filed (Month/Day/Year) | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

 ☐ Director   ☐ 10% Owner
 X Officer (give title below) ☐ Other (specify below)
 Pres., Global Client Services

 6. Individual or Joint/Group Filing (Check Applicable Line)
 X Form filed by One Reporting Person
 ☐ Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value $0.001 per share	07/19/2013		M[1]		7,000	A	$17.75	19,379	D	
Common Stock, par value $0.001 per share	07/19/2013		S[2]		7,000	D	$29.6	12,379	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Options (right to buy)	$17.75	07/19/2013		M[1]			7,000	[3]	07/12/2020	Common Stock, par value $0.001 per share	7,000	$0	236,000	D	

Explanation of Responses:

1. On July 19, 2013 the reporting person exercised previously issued options to purchase an aggregate of 7,000 shares of common stock of ExlService Holdings, Inc.

2. This sale was made pursuant to a 10b5-1 plan previously entered into by the reporting person.

3. 136,000 of these options are currently vested and exercisable and the balance of 100,000 will vest on July 12, 2014.

Remarks:

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

/s/ Lazbart Oseni, Attorney-in-Fact   07/19/2013

** Signature of Reporting Person   Date