

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

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

Date of Report (Date of earliest event reported): March 18, 2013 (March 18, 2013)

EXLSERVICE HOLDINGS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-33089
(Commission File Number)

82-0572194
(I.R.S. Employer
Identification No.)

280 Park Avenue, 38th Floor
New York, New York 10017
(Address of principal executive offices)

Registrant's telephone number, including area code: **(212) 277-7100**

NOT APPLICABLE

(Former name or address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the obligation of the registrant under any of the following provisions:

- Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On March 18, 2013, the Board of Directors (the “Board”) of ExlService Holdings, Inc. (the “Company”) appointed Anne Minto, OBE to be a member of the Board. Ms. Minto was also appointed to serve on the Nominating and Governance Committee and the Compensation Committee. The Board determined that Ms. Minto satisfies the requirements pertaining to director independence under the provisions of the Sarbanes-Oxley Act of 2002 and the Marketplace Rules of the Nasdaq Global Select Market.

Ms. Minto is a Fellow of both the Chartered Institute of Personnel & Development and the London City and Guilds and a Member of the Law Society of Scotland. She was Group Director Human Resources and a member of the executive committee at Centrica plc from 2002 until her retirement in 2011. Anne previously held senior management roles at Shell UK and Smiths Group plc and was Deputy Director-General of the Engineering Employers’ Federation. Based in the UK, Anne is a non-executive director of Shire plc and a non-executive director of Tate & Lyle plc. She is also a Trustee of the University of Aberdeen Development Trust.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit</u>	<u>Description</u>
99.1	Press Release, dated March 18, 2013

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

EXLSERVICE HOLDINGS, INC.
(Registrant)

Date: March 18, 2013

By: /s/ Amit Shashank
Name: Amit Shashank
Title: General Counsel and Corporate Secretary

EXHIBIT INDEX

The following exhibit is being filed as part of this Current Report on Form 8-K:

99.1 [Press Release, dated March 18, 2013](#)

EXL Elects Anne Minto to Board of Directors

NEW YORK, March 18, 2013 /PRNewswire/ -- ExlService Holdings, Inc., today announced that it has elected Anne Minto, OBE to its Board of Directors. Anne brings to the Board her extensive legal, business and human resources experience. In addition, Ms. Minto brings significant board-level experience as a sitting non-executive board member of Shire plc and Tate & Lyle plc and a former board member of Northumbrian Water plc and SITA UK.

Vikram Talwar, Chairman of EXL's Board of Directors, remarked, "As EXL expands its presence in the UK and Europe, it will be critical to have accomplished executives like Anne on our Board of Directors. With a deep understanding of the European business and regulatory environment, Anne's operating experience with large, multi-national corporates across a range of industries will benefit EXL as the company expands its client base and delivery infrastructure into additional geographies."

Rohit Kapoor, Vice-Chairman and CEO of EXL, commented on Anne's election, "We are delighted to have someone with Anne's extensive background in the area of human resources including leadership development for global corporations. Anne will be a valuable guide for EXL's management team as we emphasize industry-focused learning and development of our professionals as a competitive differentiator in the marketplace."

Anne held the position of Group Director, Human Resources at Centrica plc from October 2002 to June 2011 and was a member of the Centrica Executive Committee. Her extensive business career includes senior management roles at Shell UK, the position of Deputy Director-General of the Engineering Employers' Federation and the position of Group Director Human Resources at Smiths Group plc. Following her law degree at Aberdeen University and a post graduate diploma in Human Resources she qualified as a lawyer. Anne is a Fellow of the Chartered Institute of Personnel & Development, the Royal Society of Arts and the London City and Guilds, and a Member of Law Society of Scotland. She is a trustee of the University of Aberdeen Development Trust and is Patron of the University of Aberdeen Alumni Fund.

About ExlService Holdings, Inc.

EXL ([EXLS](#)) is a leading business process solutions company that helps companies drive business impact and adapt faster to the changing global marketplace. EXL provides operations management, embedded analytics and technology platforms to organizations in the banking and financial services, healthcare, insurance, utilities, transportation and logistics, and travel industries. With more than 21,000 people around the world, we work with our clients as strategic partners to execute operations, identify opportunities to gain a competitive edge, and create new channels for growth and savings. Headquartered in New York and operational since 1999, EXL is present in the U.S., U.K., Singapore, Romania, the Philippines, India, Germany, Czech Republic and Bulgaria. For more information, visit www.exlservice.com.
