

ExlService Holdings, Inc.
Form 4
October 24, 2007

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
Talwar Vikram

(Last) (First) (Middle)
350 PARK AVENUE
(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ExlService Holdings, Inc. [EXLS]

3. Date of Earliest Transaction
(Month/Day/Year)
10/22/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Vice Chairman and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4)
				(A) or (D) Code V Amount Price			
Common Stock, par value \$0.001 per share	10/22/2007		S ⁽¹⁾	800 D \$ 24.98	250,625	I	See Footnote ⁽²⁾
Common Stock, par value \$0.001 per share	10/22/2007		S ⁽¹⁾	91 D \$ 24.99	250,534	I	See Footnote ⁽²⁾
Common Stock, par	10/22/2007		S ⁽¹⁾	200 D \$ 25.11	250,334	I	See Footnote

Edgar Filing: ExlService Holdings, Inc. - Form 4

value								(2)
\$0.001 per share								
Common Stock, par value \$0.001 per share	10/22/2007	<u>S</u> (1)	11	D	\$ 25.14	250,323	I	See Footnote (2)
Common Stock, par value \$0.001 per share	10/22/2007	<u>S</u> (1)	89	D	\$ 25.15	250,234	I	See Footnote (2)
Common Stock, par value \$0.001 per share	10/22/2007	<u>S</u> (1)	309	D	\$ 25.17	249,925	I	See Footnote (2)
Common Stock, par value \$0.001 per share	10/22/2007	<u>S</u> (1)	100	D	\$ 25.28	249,825	I	See Footnote (2)
Common Stock, par value \$0.001 per share	10/22/2007	<u>S</u> (1)	300	D	\$ 25.34	249,525	I	See Footnote (2)
Common Stock, par value \$0.001 per share	10/22/2007	<u>S</u> (1)	100	D	\$ 25.35	249,425	I	See Footnote (2)
Common Stock, par value \$0.001 per share	10/22/2007	<u>S</u> (1)	100	D	\$ 25.39	249,325	I	See Footnote (2)
Common Stock, par value \$0.001 per share	10/22/2007	<u>S</u> (1)	100	D	\$ 25.4	249,225	I	See Footnote (2)
Common Stock, par value	10/22/2007	<u>S</u> (1)	400	D	\$ 25.55	248,825	I	See Footnote (2)

Edgar Filing: ExlService Holdings, Inc. - Form 4

\$0.001 per share								
Common Stock, par value \$0.001 per share	10/22/2007	<u>S⁽¹⁾</u>	400	D	\$ 25.61	248,425	I	See Footnote <u>(2)</u>
Common Stock, par value \$0.001 per share	10/22/2007	<u>S⁽¹⁾</u>	300	D	\$ 25.62	248,125	I	See Footnote <u>(2)</u>
Common Stock, par value \$0.001 per share	10/22/2007	<u>S⁽¹⁾</u>	400	D	\$ 25.66	247,725	I	See Footnote <u>(2)</u>
Common Stock, par value \$0.001 per share	10/22/2007	<u>S⁽¹⁾</u>	200	D	\$ 25.68	247,525	I	See Footnote <u>(2)</u>
Common Stock, par value \$0.001 per share	10/22/2007	<u>S⁽¹⁾</u>	132	D	\$ 25.71	247,393	I	See Footnote <u>(2)</u>
Common Stock, par value \$0.001 per share	10/22/2007	<u>S⁽¹⁾</u>	37	D	\$ 25.72	247,356	I	See Footnote <u>(2)</u>
Common Stock, par value \$0.001 per share	10/22/2007	<u>S⁽¹⁾</u>	27	D	\$ 25.74	247,329	I	See Footnote <u>(2)</u>
Common Stock, par value \$0.001 per share	10/22/2007	<u>S⁽¹⁾</u>	300	D	\$ 25.75	247,029	I	See Footnote <u>(2)</u>
Common Stock, par value \$0.001 per share	10/22/2007	<u>S⁽¹⁾</u>	100	D	\$ 25.76	246,929	I	See Footnote <u>(2)</u>

Edgar Filing: ExlService Holdings, Inc. - Form 4

share

Common Stock, par value \$0.001 per share	10/22/2007	<u>S</u> ⁽¹⁾	400	D	\$ 25.77	246,529	I	See Footnote <u>(2)</u>
Common Stock, par value \$0.001 per share	10/22/2007	<u>S</u> ⁽¹⁾	97	D	\$ 25.79	246,432	I	See Footnote <u>(2)</u>
Common Stock, par value \$0.001 per share	10/22/2007	<u>S</u> ⁽¹⁾	1,000	D	\$ 25.8	245,432	I	See Footnote <u>(2)</u>
Common Stock, par value \$0.001 per share	10/22/2007	<u>S</u> ⁽¹⁾	3	D	\$ 25.82	245,429	I	See Footnote <u>(2)</u>
Common Stock, par value \$0.001 per share	10/22/2007	<u>S</u> ⁽¹⁾	100	D	\$ 25.83	245,329	I	See Footnote <u>(2)</u>
Common Stock, par value \$0.001 per share	10/22/2007	<u>S</u> ⁽¹⁾	200	D	\$ 25.84	245,129	I	See Footnote <u>(2)</u>
Common Stock, par value \$0.001 per share	10/22/2007	<u>S</u> ⁽¹⁾	500	D	\$ 25.86	244,629	I	See Footnote <u>(2)</u>
Common Stock, par value \$0.001 per share	10/22/2007	<u>S</u> ⁽¹⁾	300	D	\$ 25.88	244,329	I	See Footnote <u>(2)</u>
Common Stock, par value \$0.001 per share	10/22/2007	<u>S</u> ⁽¹⁾	4	D	\$ 25.91	244,325	I	See Footnote <u>(2)</u>

Edgar Filing: ExlService Holdings, Inc. - Form 4

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.