FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
vvasilington,	D.C.	20040

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-0287							
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).

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* <u>Kapoor Rohit</u>					2. Issuer Name and Ticker or Trading Symbol ExlService Holdings, Inc. [EXLS]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner						
(Last) (Filst) (Midule)					Date of Earliest Transaction (Month/Day/Year) 1/05/2021							X	X Officer (give title Other (specify below) CEO & Vice Chairman					
(Street) NEW YORK (City) (St		10022 Zip)		4. If	Amend	ment, Date	e of Original Filed (Month/Day/Year)					Line)	Individual or Joint/Group Filing (Check Applicable ine) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City) (St	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,		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) o			5. Amount of securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership			
						Code	v	Amount	(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)				Instr. 4)		
Common Stock, par share	value \$0.001 per	r	11/05/20	21			S ⁽¹⁾		4,580	D	\$134	1.75	105	,345	I			
Common Stock, par share	value \$0.001 per	r	11/05/20	21			S ⁽²⁾		468	D	\$134	1.75	97,	185]		See Footnote ⁽³⁾	
Common Stock, par share	value \$0.001 per	r											40,	219]		See Footnote ⁽⁴⁾	
Common Stock, par share	value \$0.001 pe	r											177	,134]		See Footnote ⁽⁵⁾	
Common Stock, par share	value \$0.001 pe	r											84,000]		See Footnote ⁽⁶⁾	
Common Stock, par value \$0.001 per share												84,000]		See Footnote ⁽⁷⁾		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
Derivative Conversion Date Execution Date, Security or Exercise (Month/Day/Year) if any			4. Trans	. 5. Number of of ode (Instr. Derivative		f 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) Benefi Owner Follow Repor		9. Number derivative Securitie Beneficia Owned Following Reported Transact (Instr. 4)	ve jes Ownersh Form: Direct (D or Indirect (I) (Instr. ed etion(s)		Beneficial Ownership (Instr. 4)		
				Code	v	(A) (D)	Date Exerc	cisable	Expiration Date	Title	Amour or Number of Shares	er						

- $1. \ This \ sale \ was \ made \ pursuant \ to \ a \ 10b5-1 \ plan \ previously \ entered \ into \ by \ the \ reporting \ person.$
- 2. This sale was made pursuant to a 10b5-1 plan previously entered into by Rohit Kapoor 2016 Family Trust.
- 3. Owned by the Rohit Kapoor 2016 Family Trust.
- 4. Owned by the 2016 Kapoor Family Trust Created Under the Rohit Kapoor 2013 GRAT.
- 5. Owned by the 2016 Kapoor Family Trust Created Under the Rohit Kapoor 2005 GRAT.
- 6. Owned by the Shikha Kapoor 2005 Family Trust.
- 7. Owned by the Rohit Kapoor Spousal Lifetime Access Trust.

Remarks:

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

/s/ Lazbart Oseni, Attorney-in-11/09/2021 **Fact**

** Signature of Reporting Person

Date

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

- * 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).

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

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 Number.