



March 23, 2015

## EXL Completes Acquisition of Analytics Firm RPM Direct

NEW YORK, March 23, 2015 (GLOBE NEWSWIRE) -- EXL (Nasdaq:EXLS), a leading business process solutions company, today announced that it has closed its previously announced acquisition of RPM Direct LLC and RPM Data Solutions, LLC (collectively, "RPM"). The purchase consideration for RPM is \$47 million in cash plus contingent cash consideration of up to \$23 million and approximately 122,131 shares of restricted stock. The cash consideration of the purchase price was funded by a combination of cash on hand and a drawdown on our existing revolving credit facilities. The acquisition is expected to be accretive to adjusted EPS.

EXL announced that in connection with its acquisition of RPM, it has made employment inducement equity awards to two new non-executive employees. The inducement awards cover an aggregate of approximately 122,131 shares of EXL in the form of restricted stock, and are being made as a material inducement to employees entering into employment with EXL in connection with the acquisition transaction. The new restricted stock awards will vest over a period of four years, subject to such grantee's continued employment with EXL on the applicable vesting date.

### About EXL

EXL (Nasdaq:EXLS) is a leading business process solutions company that looks deeper to drive business impact through integrated services and industry knowledge. EXL provides operations management, decision analytics and technology platforms to organizations in insurance, healthcare, banking and financial services, utilities, travel, and transportation and logistics, among others. We work as a strategic partner to help our clients streamline business operations, improve corporate finance, manage compliance, create new channels for growth and better adapt to change. Headquartered in New York and in business since 1999, EXL has approximately 23,000 professionals in locations throughout the U.S., Europe and Asia. For more information, visit [www.exlservice.com](http://www.exlservice.com).

### Cautionary Statement Regarding Forward-Looking Statements.

*This press release contains forward-looking statements. You should not place undue reliance on those statements because they are subject to numerous uncertainties and factors relating to the EXL's operations and business environment, all of which are difficult to predict and many of which are beyond EXL's control. Forward-looking statements include information concerning EXL's possible or assumed future results of operations, including descriptions of its business strategy. These statements may include words such as "may," "will," "should," "believe," "expect," "anticipate," "intend," "plan," "estimate" or similar expressions. These statements are based on assumptions that we have made in light of management's experience in the industry as well as its perceptions of historical trends, current conditions, expected future developments and other factors it believes are appropriate under the circumstances. You should understand that these statements are not guarantees of performance or results. They involve known and unknown risks, uncertainties and assumptions. Although EXL believes that these forward-looking statements are based on reasonable assumptions, you should be aware that many factors could affect EXL's actual financial results or results of operations and could cause actual results to differ materially from those in the forward-looking statements. These factors are discussed in more detail in EXL's filings with the Securities and Exchange Commission, including EXL's Annual Report on Form 10-K for the year ended December 31, 2014. These risks could cause actual results to differ materially from those implied by forward-looking statements in this release. You should keep in mind that any forward-looking statement made herein, or elsewhere, speaks only as of the date on which it is made. New risks and uncertainties come up from time to time, and it is impossible to predict these events or how they may affect EXL. EXL has no obligation to update any forward-looking statements after the date hereof, except as required by federal securities laws.*

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