

ExlService Holdings, Inc.  
Form 8-K  
October 02, 2018

**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): October 2, 2018

**EXLSERVICE HOLDINGS, INC.**

**(Exact name of registrant as specified in its charter)**

**Delaware**                      **001-33089**      **82-0572194**  
**(State or other jurisdiction)**   **(Commission)**   **(I.R.S. Employer)**

**of incorporation) File Number) 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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. "

**Item 8.01. Other Events.**

On October 2, 2018, ExlService Holdings, Inc. (the “**Company**”) issued a press release announcing its entry into an Investment Agreement with Orogen Echo LLC (the “**Purchaser**”), an affiliate of The Orogen Group, relating to the Company’s issuance to the Purchaser, subject to the satisfactory completion of customary closing conditions, of \$150,000,000 in aggregate principal amount of 3.50% Convertible Senior Notes due October 1, 2024. A copy of the press release is attached hereto as Exhibit 99.1 and incorporated by reference herein.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

**Exhibit Description**

99.1 Press Release, dated October 2, 2018.

**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 thereunto duly authorized.

**EXLSERVICE HOLDINGS, INC.**

(Registrant)

Date: October 2, 2018    By:    /s/ Ajay Ayyappan  
Name: Ajay Ayyappan  
Title: Deputy General Counsel and Corporate Secretary