

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM451912

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
JPMORGAN CHASE BANK, N.A.		11/21/2017	National Banking Association:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	ExlService Holdings, Inc.		
<b>Street Address:</b>	280 Park Avenue		
<b>Internal Address:</b>	38th Floor		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10017		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 10</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3449908	EXL SERVICE	
<b>Registration Number:</b>	3877326	EXL GO NEXT. NOW.	
<b>Registration Number:</b>	3449907	EXL	
<b>Registration Number:</b>	3260118	EXL	
<b>Registration Number:</b>	4016669	GO NEXT. NOW.	
<b>Registration Number:</b>	4012790	GO NEXT. NOW.	
<b>Registration Number:</b>	1666590	LIFE PRO	
<b>Serial Number:</b>	86034137	EXL LOOK DEEPER.	
<b>Serial Number:</b>	86335047	BUSINESS EXLERATOR FRAMEWORK	
<b>Serial Number:</b>	86335076	EXLERATOR	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2123108007		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	212.310.8087		
<b>Email:</b>	juan.arias@weil.com		
<b>Correspondent Name:</b>	Nick Nikic		
<b>Address Line 1:</b>	Weil, Gotshal & Manges LLP		

CH \$265.00 3449908

**Address Line 2:** 767 Fifth Avenue  
**Address Line 4:** New York, NEW YORK 10153

**ATTORNEY DOCKET NUMBER:** Nick Nikic - 35899.0571

**NAME OF SUBMITTER:** Nick Nikic

**SIGNATURE:** /Nick Nikic/

**DATE SIGNED:** 11/22/2017

**Total Attachments: 8**

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**RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY**

THIS RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY (this "Release"), dated as of November 21, 2017, is made by JPMORGAN CHASE BANK, N.A. ("JPMorgan") in favor of OVERLAND SOLUTIONS, INC. (each, a "Grantor", and collectively, the "Grantors").

WITNESSETH:

WHEREAS, pursuant to the Credit Agreement, dated as of October 24, 2014 (as the same has been amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Existing Credit Agreement"), among ExlService Holdings, Inc., a Delaware corporation (the "Borrower"), the Grantor, the other Loan Parties party thereto, the financial institutions party thereto as Lenders (the "Lenders"), and JPMorgan, as administrative agent, the Lenders agreed to make extensions of credit to the Borrower upon the terms and subject to the conditions set forth therein;

WHEREAS, pursuant to (i) the Pledge and Security Agreement, dated as of October 24, 2014 (as the same has been amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Security Agreement"; the terms defined in the Security Agreement (or whose definitions are incorporated by reference therein) and not otherwise defined herein have, as used herein, the respective meanings provided for therein), among the Borrower, the Grantor, the other Loan Parties party thereto and JPMorgan, as administrative agent (the "Administrative Agent") for the Lenders, (ii) the Notice of Security Interest in Patents set forth on Schedule I hereto (the "Patent Security Agreement") and (iii) each Notice of Security Interest in Trademarks set forth on Schedule II hereto (each a "Trademark Security Agreement", and collectively, the "Trademark Security Agreements"; the Trademark Security Agreements, together with the Patent Security Agreement, each an "Intellectual Property Security Agreement", and collectively, the "Intellectual Property Security Agreements"), each Grantors secured the Secured Obligations by granting to the Administrative Agent for the benefit of such Secured Parties a continuing security interest (in each case, a "Security Interest", and collectively, the "Security Interests") in, among other personal property and assets, all of such Grantor's right, title and interest in, to and under, whether then owned or existing or thereafter acquired or arising, all Patents and Trademarks, as the case may be (the "Intellectual Property Collateral").

WHEREAS, the Intellectual Property Security Agreements were recorded with the United States Patent and Trademark Office on the dates set forth on Schedules I and II hereto, in each case, at the Reel/Frame numbers set forth on Schedules I and II hereto;

WHEREAS, the Administrative Agent has agreed to execute and deliver this Release to evidence the release of all of its Security Interests in all of the Intellectual Property Collateral; and

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged:

The Administrative Agent, without any representation or warranty, express or implied and without recourse of any kind including without limitation the validity, existence or liens of the Administrative Agent and the Secured Parties in and to any of the Intellectual Property Collateral or whether any disposition or release of the liens of any of the Intellectual Property Collateral has previously occurred or been recorded, hereby terminates, releases, cancels and discharges all Security Interests in all of the Intellectual Property Collateral, including, without limitation, each Patent registration and application referred to in Schedule I hereto and each Trademark registration and application referred to in Schedule II hereto, in each case, at the Reel/Frame numbers set forth thereon. If and to the extent the Administrative Agent has acquired any right, title or interest in or to any Intellectual Property Collateral, the Administrative Agent, without any representation, warranty or recourse of any kind, hereby irrevocably re-assigns, re-transfers and re-conveys such right, title or interest to the applicable Grantor. The Administrative Agent, without representation or

warranty of any kind, terminates any filings against any of the Intellectual Property Collateral made and delivered for recording with the United States Patent and Trademark Office under and in accordance with the applicable Intellectual Property Security Agreement.

THE PARTIES HERETO AUTHORIZE AND REQUEST THAT THE COMMISSIONER OF PATENTS AND TRADEMARKS OF THE UNITED STATES RECORD THIS RELEASE.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the Administrative Agent has caused this Release to be executed by its officer thereunto duly authorized as of the date first written above.

JPMORGAN CHASE BANK, N.A.,  
as Administrative Agent

By:   
Name: Matthew Landry  
Title: Authorized Officer

SCHEDULE I

1. Notice of Grant of Security Interest in Patents, dated as of December 2, 2014, by Overland Solutions, Inc., a Delaware corporation, and JPMorgan Chase Bank, N.A., as administrative agent.

<i>Grantor</i>	<i>Title</i>	<i>Patent Number</i>	<i>Date Issued</i>	<i>Application Number</i>	<i>Reel/Frame Number</i>
Overland Solutions, Inc.	SYSTEM AND METHOD FOR ELECTRONIC AUDITING	8566130	10/22/2013	13/358,302	034526/0433

SCHEDULE II

1. Notice of Grant of Security Interest in Trademarks, dated as of May 26, 2011, by ExlService Holdings, Inc., a Delaware corporation, and JPMorgan Chase Bank, N.A., as administrative agent, recorded at Reel/Frame 004558/0434.

a. Trademark Registrations

<i>Grantor</i>	<i>Trademark</i>	<i>Country</i>	<i>Registration No.</i>	<i>Registration Date</i>
ExlService Holdings, Inc.	EXL	US	3449907	06/17/2008
ExlService Holdings, Inc.	EXL	US	3260118	07/10/2007
ExlService Holdings, Inc.	EXL	European Community	8283731	02/17/2010
ExlService Holdings, Inc.	EXL	UK	2412858	04/20/2007
ExlService Holdings, Inc.	EXL & Design	US	3260119	07/10/2007
ExlService Holdings, Inc.	EXL & Design	UK	2413048	05/25/2007
ExlService Holdings, Inc.	EXL GO NEXT.NOW. & Design	US	3877326	11/16/2010
ExlService Holdings, Inc.	EXL GO NEXT.NOW. & Design	European Community	8295727	02/22/2010
ExlService Holdings, Inc.	EXL GO NEXT.NOW. & Design	UK	2490845	10/31/2008
ExlService Holdings, Inc.	EXL SERVICE & Design	US	3449908	06/17/2008
ExlService Holdings, Inc.	EXLBPRS	US	3198469	01/16/2007
ExlService Holdings, Inc.	EXLBPRS	UK	2424647	05/25/2007
ExlService Holdings, Inc.	EXLBPRS & Design	US	3198498	01/16/2007
ExlService Holdings, Inc.	EXLBPRS & Design	UK	2424645	05/25/2007
ExlService Holdings, Inc.	GLOBAL SOLUTIONS. VALUE DELIVERED.	US	3494173	08/26/2008
ExlService Holdings, Inc.	GO NEXT.NOW	UK	2483803	08/22/2008
ExlService Holdings, Inc.	GO NEXT.NOW	Philippines	4-2008-003832	11/10/2008
ExlService Holdings, Inc.	GO NEXT.NOW.	European Community	8295701	01/21/2010
ExlService Holdings, Inc.	IMPROVEMENT ALWAYS	US	3196361	01/09/2007
ExlService Holdings, Inc.	IMPROVEMENT ALWAYS	UK	2424648	10/19/2007
ExlService Holdings, Inc.	INDUCTIS	US	2871161	08/10/2004
ExlService Holdings, Inc.	LIFE PRO	US	1666590	12/03/1991
ExlService Holdings, Inc.	MISCELLANEOUS DESIGN (SEATED MAN LOGO)	US	3196393	01/09/2007
ExlService Holdings, Inc.	MISCELLANEOUS DESIGN (SEATED MAN LOGO)	UK	2424646	05/25/2007
ExlService Holdings, Inc.	EXL GO NEXT.NOW.	US	4012790	8/16/2011
ExlService Holdings, Inc.	GO NEXT.NOW.	US	4016669	8/23/2011

b. Trademark Applications

<i>Grantor</i>	<i>Trademark</i>	<i>Country</i>	<i>Serial No.</i>	<i>Filing Date</i>
ExlService Holdings, Inc.	EXL GO NEXT.NOW.	European Community	8283772	05/06/2009

2. Notice of Grant of Security Interest in Trademarks, dated as of November 7, 2012, by Landacorp, Inc. (n/k/a ExlService Technology Solutions, LLC), a Delaware corporation, and JPMorgan Chase Bank, N.A., as administrative agent, recorded at Reel/Frame 004910/0409.

a. Trademark Registrations

<i>Grantor</i>	<i>Trademark</i>	<i>Country</i>	<i>Registration No.</i>	<i>Registration Date</i>
Landacorp, Inc.	LANDACORP	US	2193444	10/06/1998
Landacorp, Inc.	MAXSYS	US	2548779	03/19/2002
Landacorp, Inc.	MAXMC	US	2687735	02/18/2003
Landacorp, Inc.	LANDACORP	US	3375721	01/29/2008
Landacorp, Inc.	CareAffiliate	US	3962088	05/17/2011
Landacorp, Inc.	CareFind	US	4045655	10/25/2011
Landacorp, Inc.	CareRadius	US	3620180	05/12/2009

b. Trademark Applications


*None.*

3. Notice of Grant of Security Interest in Trademarks, dated as of October 24, 2014, by, *inter alios*, ExlService Holdings, Inc., a Delaware corporation, and JPMorgan Chase Bank, N.A., as administrative agent, recorded at Reel/Frame 005400/0283.

a. Trademark Registrations

<i>Grantor</i>	<i>Trademark</i>	<i>Country</i>	<i>Registration No.</i>	<i>Registration Date</i>
ExlService Holdings, Inc.	EXL SERVICE	US	3449908	06/17/2008
ExlService Holdings, Inc.	EXL GO NEXT. NOW.	US	3877326	11/16/2010
ExlService Holdings, Inc.	EXL	US	3449907	06/17/2008
ExlService Holdings, Inc.	EXL	US	3260118	07/10/2007
ExlService Holdings, Inc.	GO NEXT.NOW.	US	4016669	08/23/2011
ExlService Holdings, Inc.	GO NEXT.NOW.	US	4012790	08/16/2011
ExlService Holdings, Inc.	LIFE PRO	US	1666590	12/03/1991

b. Trademark Applications

<i>Grantor</i>	<i>Trademark</i>	<i>Country</i>	<i>Serial No.</i>	<i>Filing Date</i>
ExlService Holdings, Inc.		US	86/034137	09/09/2013
ExlService Holdings, Inc.	BUSINESS EXLERATOR FRAMEWORK	US	86/335047	07/11/2014
ExlService Holdings, Inc.	EXLERATOR	US	86/335076	07/11/2014



4. Notice of Grant of Security Interest in Trademarks, dated as of October 24, 2014, by, *inter alios*, ExlService.com, LLC, a Delaware limited liability company, and JPMorgan Chase Bank, N.A., as administrative agent, recorded at Reel/Frame 005400/0291.

a. Trademark Registrations

<i>Grantor</i>	<i>Trademark</i>	<i>Country</i>	<i>Registration No.</i>	<i>Registration Date</i>
ExlService.com, LLC	MICROANALYTIX	US	3395923	03/11/2008

b. Trademark Applications

*None.*

5. Notice of Grant of Security Interest in Trademarks, dated as of October 24, 2014, by, *inter alios*, Landacorp, Inc., a Delaware corporation (n/k/a ExlService Technology Solutions, LLC, a Delaware limited liability company), and JPMorgan Chase Bank, N.A., as administrative agent, recorded at Reel/Frame 005400/0299.

a. Trademark Registrations

<i>Grantor</i>	<i>Trademark</i>	<i>Country</i>	<i>Registration No.</i>	<i>Registration Date</i>
Landacorp, Inc.	CAREAFFILIATE	US	3962088	05/17/2011
Landacorp, Inc.	CAREFIND	US	4045655	10/25/2011
Landacorp, Inc.	CARERADIUS	US	3620180	05/12/2009
Landacorp, Inc.	LANDACORP	US	2193444	01/29/2008
Landacorp, Inc.	LANDACORP	US	3375721	10/06/1998
Landacorp, Inc.	MAXMC	US	2687735	02/18/2003
Landacorp, Inc.	MAXSYS	US	2548779	03/19/2002

b. Trademark Applications

*None.*

6. Notice of Grant of Security Interest in Trademarks, dated as of October 24, 2014, by, *inter alios*, Blue Slate Solutions, LLC, a New York limited liability company (n/k/a ExlService Technology Solutions, LLC, a Delaware limited liability company), and JPMorgan Chase Bank, N.A., as administrative agent, recorded at Reel/Frame 005400/0388.

a. Trademark Registrations

*None.*

b. Trademark Applications

<i>Grantor</i>	<i>Trademark</i>	<i>Country</i>	<i>Serial No.</i>	<i>Filing Date</i>
Blue Slate Solutions, LLC	COGNITIVE MEDICAL REVIEW SYSTEM	US	86/033561	08/09/2013
Blue Slate Solutions, LLC	DATA UNLEASHED	US	86/128693	11/25/2013
Blue Slate Solutions, LLC	DATA UNLEASHED ANALYTICS	US	86/128655	11/25/2013
Blue Slate Solutions, LLC	DATA UNLEASHED FEDERATOR	US	86/128208	11/25/2013
Blue Slate Solutions, LLC	DATAMASQ	US	86/033497	08/09/2013
Blue Slate Solutions, LLC	EXLERATOR	US	86/335076	07/11/2014
Blue Slate Solutions, LLC	FORMAT EXPRESSION LANGUAGE	US	86/033526	08/09/2013

7. Notice of Grant of Security Interest in Trademarks, dated as of December 2, 2014, by Overland Solutions, Inc., a Delaware corporation, and JPMorgan Chase Bank, N.A., as administrative agent, recorded at Reel/Frame 005420/0949.

a. Trademark Registrations

<i>Grantor</i>	<i>Trademark</i>	<i>Country</i>	<i>Registration No.</i>	<i>Registration Date</i>
Overland Solutions, Inc.	auditstream	US	3984698	06/28/2011
Overland Solutions, Inc.	Castle Inspection Service	US	4121794	04/03/2012
Overland Solutions, Inc.	insight solutions	US	4019470	08/30/2011
Overland Solutions, Inc.	OSITrac	US	3685179	09/22/2009
Overland Solutions, Inc.	OSITrac Aspen	US	4245336	11/20/2012
Overland Solutions, Inc.	Overland Solutions, Inc.	US	3074229	03/28/2006
Overland Solutions, Inc.	Rapid Survey Group	US	2932085	03/08/2005

b. Trademark Applications

*None.*