



Agilyst Acquisition - Update

April 12, 2012



eClerx – An ISO/IEC 27001:2005 Certified Company

Transaction Structure



eClerx Services Ltd., through its wholly owned subsidiary eClerx Investments Ltd., has agreed to acquire Agilyst Inc., a niche operational and analytics company serving the US Media industry

Transaction Structure

- eClerx Investments Ltd. will acquire 100% of Agilyst Inc., a closely held US company
- Agilyst Inc. will operate as a fully owned subsidiary of eClerx
- Agilyst's management team will continue to manage day-to-day operations
- The all cash consideration includes a substantial earn out component based on Agilyst's future performance
- The transaction is expected to close in the near future
- The transaction is EPS accretive for eClerx
- Will be funded from eclerx's internal resources – no plan to raise incremental capital

Agilyst - Company Overview



**Agilyst is a
specialized and
profitable KPO
with strong
business
fundamentals**

- A niche KPO focused on the North American Media Industry
- Business founded in 2007 and focussed on large corporate clients
- Employs approximately 1000 people, mostly in India
- The company is expected to generate just under \$10mm in revenues for FY2012, and is profitable
- Services include critical error identification, customer experience analysis & end user support services
- Attractive delivery cost advantage of a Tier-2 Indian city

Agilyst has a high ROI portfolio of services to help clients minimize costs associated with servicing their clients, while improving end customer service levels

- Proactive review of work orders to identify and fix potential errors in provisioning, billing, business rules etc.

- Analysis of customer interaction on all communication channels covering all contact types
- Service helps both hold agent teams accountable, and also helps drive operational improvement in client operations



- Tier 1.5 support that increases effectiveness of external vendors and internal teams
- Limited end user support provided as an extension to Agilyst's core offerings

Transaction Rationale



- Meets our criteria– non voice data processing business, with a specialized focus serving large corporate clients
- Similar business model to eClerx - relying on domain knowledge, client context and focus on automation
- Provides a strong foothold in Media industry in the US - an attractive opportunity
- Diversification of revenue base by addition of large Fortune 100 clients
- Brings on board a strong delivery team in a Tier-2 Indian location with attractive talent pool and cost structures

Thank You