FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

| OMB APPROVAL             |           |  |  |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|--|--|
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| 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).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person*     CHADHA PAR     (Last) (First) (Middle)   |  |      |             |   |                             | Issuer Name and Ticker or Trading Symbol     Exela Technologies, Inc. [ XELA ]      Date of Earliest Transaction (Month/Day/Year)     06/19/2018 |     |   |                   |          |                        |  |           |   | Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director X 10% Owner     Officer (give title below) |  |  |   |                                       |  |
|--|--|------|-------------|---|-----------------------------|--|-----|---|-------------------|----------|------------------------|--|-----------|---|--|--|--|---|---------------------------------------|--|
| 8550 WEST DESERT INN ROAD, SUITE 102-452   |  |      |             |   | 2 4.                        | 4. If Amendment, Date of Original Filed (Month/Day/Year)   |     |   |                   |          |                        |  |           |   | 6. Individual or Joint/Group Filing (Check Applicable  |  |  |   |                                       |  |
| (Street) LAS VEGAS (City)  | NV<br>(State   |      | 391<br>Zip) | 17  | _                           |  |     |   |                   |          |                        |  |           |   | X Form filed by One Reporting Person Form filed by More than One Reporting Person  |  |  |   |                                       |  |
|  | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |      |             |   |                             |  |     |   |                   |          |                        |  |           |   |  |  |  |   |                                       |  |
| 1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Yea  |  |      | Year)       | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |                             |  |     |   | sed Of            |          | ed (A) or<br>str. 3, 4 | Securities<br>Beneficially<br>Owned  |           | Form: Direct<br>(D) or<br>Indirect (I)              |  | 7. Nature of Indirect Beneficial Ownership |  |   |                                       |  |
|  |  |      |             |   |                             | Code   | v   | Amou  | ınt (A) (         |          | Price                  | Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4)                |           | (Instr. 4)  |  | (Instr. 4)                                 |  |   |                                       |  |
| Common Stock, par value \$0.0001<br>per share ("Common Stock")   |  |      |             |   |                             |  |     |   |                   |          |                        |  | 38,201(1) |   | D  |  |  |   |                                       |  |
| Common Stock 06/19/20  |  |      | 018         |   |                             | P  |     | 46,500 <sup>(7)</sup>                                 |                   | A        | \$5.23                 | 79,209,000   |           | I   |  | See<br>Footnotes <sup>(2)(3)</sup>         |  |   |                                       |  |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |  |      |             |   |                             |  |     |   |                   |          |                        |  |           |   |  |  |  |   |                                       |  |
| 1. Title of<br>Derivative Security<br>(Instr. 3)   | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security            | Date | Exe         | Deemed<br>cution Date, if<br>onth/Day/Year)                 | 4. Transa<br>Code (In<br>8) |  |     | 6. Date Exercisa<br>Expiration Date<br>(Month/Day/Yea |                   | Securiti |                        | tle and Amount of<br>urities Underlying<br>vative Security (Instr. 3<br>4) |           | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Numl<br>derivati<br>Securiti<br>Benefic<br>Owned<br>Followi<br>Reporte  | ve<br>es<br>ially<br>ng<br>ed              | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4 | 11. Nature of<br>Indirect Beneficial<br>Ownership (Instr.<br>4) |                                       |  |
|  |  |      |             |   | Code                        | v  | (A) | (D)   | Date<br>Exercisab |          | xpiration<br>ate       | Title  |           | Amount or<br>Number of<br>Shares                    |  | Transaction(s)<br>(Instr. 4)               |  |   |                                       |  |
| Restricted Stock<br>Unit <sup>(4)</sup>  | (5)  |      |             |   |                             |  |     |   | (4)               |          | (4)                    | Com<br>Sto   |           | 24,645  |  | 24,6                                       | 545  | D   |                                       |  |
| Series A<br>Convertible<br>Preferred Stock   | (6)  |      |             |   |                             |  |     |   | (6)               |          | (6)                    | Com  |           | 3,263,47  | 3  | 2,669                                      | ,233   | I   | See<br>Footnotes <sup>(2)(3)(6)</sup> |  |

## **Explanation of Responses:**

- 1. Shares acquired through vesting of non-employee director compensation pursuant to the terms and conditions of the Director Compensation Policy and 2018 Stock Incentive Plan.
- 2. Ex-Sigma 2 LLC, a Delaware limited liability company, ("Ex-Sigma 2") directly owns 77,912,500 shares of Common Stock and 2,669,233 shares of Preferred Stock of Exela Technologies, Inc. (the "Issuer"). HandsOn Global Management, LLC, a Delaware limited liability company ("HGM"), directly owns 1,250,000 shares of Common Stock of the Issuer. HandsOn 3, LLC, a Nevada limited liability company ("HOF 3"), directly owns 46,500 shares of Common Stock of the Issuer. Ex-Sigma LLC ("Ex-Sigma") is the sole equityholder of Ex-Sigma 2. HOVS LLC, a Delaware limited liability company ("HOVS"), HandsOnFund 4 LLC, a Nevada limited liability company ("HOV S"), each directly own interests in Ex-Sigma. HOVS is a wholly-owned subsidiary of HOV Services Ltd., an Indian limited company ("HOV Services").
- 3. Adesi 234 LLC, a Nevada limited liability company ("Adesi"), and HOF 2 LLC, a Nevada limited liability company ("HOF 2"), together own a majority of the equity interests of HOV 3. Mr. Par Chadha may be deemed to control HGM, Ex-Sigma 2, Ex-Sigma, HOVS, HOF 4, HOV 3, Adesi, HOF 2 and HOF 3. Mr. Chadha disclaims beneficial ownership of any shares or other securities of the Issuer owned by any of the above entities, except to the extent of his pecuniary interest therein.
- 4. Non-employee director equity compensation pursuant to the terms and conditions of the Director Compensation Policy and 2018 Stock Incentive Plan. This award will vest in two equal installments immediately prior to each of the 2019 and 2020 annual meetings of the stockholders of Exela Technologies, Inc.
- 5. Each restricted stock unit represents the right to receive, following vesting, one share of Common Stock.
- 6. Ex Sigma 2 owns 2,669,233 shares of Series A Convertible Preferred Stock. Each share of Series A Convertible Preferred Stock is convertible into the number of shares of Common Stock equal to the Applicable Conversion Rate (as defined in the Issuer's Certificate of Designations, Preferences, Rights and Limitations of Series A Perpetual Convertible Preferred Stock (the "Certificate of Designation")) in effect as of the date of such conversion. The initial Applicable Conversion Rate is 1.2226 shares of Common Stock for each share of Preferred Stock, which rate will increase following the third anniversary of the date of issue, (x) at the election of the holder, or (y) at the election of the Company from and after the time that the weighted average price of the Common Stock equals or exceeds \$24 for at least 5 consecutive days on which trading in the Common Stock generally occurs on the Nasdaq Stock Market. The shares of Series A Convertible Preferred Stock have no expiration date.
- 7. These shares were acquired by HOF 3 in open market transactions.

<u>/s/ Par Chadha</u> <u>06/20/2018</u>

\*\* Signature of Reporting Person

on 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.