FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
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0.5

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Check this box if no longer subject to	0
Section 16. Form 4 or Form 5	
obligations may continue. See	
Instruction 1(h)	

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

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1. Name and Address of Reporting Person*						2. Issuer Name <b>and</b> Ticker or Trading Symbol  Genpact LTD [ G ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>Fitzpatrick Edward J.</u>						<u>p.</u>			J							Direc	ctor	10%	Owner	
														_	X		er (give title		(specify	
(Last)	(Fi	rst) (	Middle)		3. D	3. Date of Earliest Transaction (Month/Day/Year)										belov	,	belov	v)	
C/O GENPACT LLC					08/	08/20/2015											Chief Fina	ncial Officer		
1155 AVENUE OF THE AMERICAS, 4TH FLOOR																				
					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable Line)					
(Street)														٦١	X	Form	a filed by One	e Reporting Pe	con	
NEW YO	ORK N	Y 1	10036												Λ		•			
																Form Pers		e than One Re	porting	
(City)	(9)	ate) (	Zip)													. 0.0				
(City)	(5)	(																		
		Tabl	e I - No	n-Deriv	ative	Se	curitie	s Ac	quired	, Dis	posed o	f, or	r Ben	efici	ally	Owne	ed			
1. Title of S	ecurity (Inst	r. 3)		2. Transa	ction		A. Deen		3.		4. Securit						ount of	6. Ownership	7. Nature	
		-		Date (Month/D	av/Yea		Execution Date, if any		Transaction Code (Instr.				3, 4 a				Form: Direct (D) or Indirect	of Indirect Beneficial		
				(WOTHIND	ayrıca			lonth/Day/Year)				3)				Owned Following		(I) (Instr. 4)	Ownership	
												(A) or		<u>.</u> .		Reported Transaction(s)			(Instr. 4)	
						Code	۱۷	Amount	(A) or (D)		Price	e (Instr		3 and 4)						
Common Shares 08/20/2					/2015	2015			P		23,500	00 A		\$22	.53	131,477		D		
		To	blo II I	Dorivati	S	0011	ritios	٨٠٥١١	irod D	icno	sed of,	or D	onof	الدنما	· O	wood				
		10									onvertib					viieu				
1. Title of	2.	3. Transaction	3A. Deem	nd la	4.		5 Ni	ımber	6 Date F	verci	sable and	7 Ti	itle and		Ω Dr	ice of	9. Number o	f 10.	11. Nature	
Derivative	Conversion	Date (Month/Day/Year)	Execution	Date,	Transa		ion of		Expiration	on Dat	e	Amount of			Derivati		derivative	Ownership	of Indirect	
Security (Instr. 3)	or Exercise Price of		if any (Month/D:		Code (Insti 8)		tr. Derivative Securities		(Month/I	Day/Ye	ear)	Securities Underlying			Security (Instr. 5)		Securities Beneficially	Form: Direct (D)	Beneficial Ownership	
` Derivative \ \ `					٥,	Acquired		Derivative					(5	0,	Owned	or Indirect	(Instr. 4)			
Security						(A) or Disposed			Security (Instr. and 4)					ıstr. 3	3		Following Reported	(I) (Instr. 4)		
							of (D	)									Transaction	(s)		
							(Instr. 3, 4 and 5)										(Instr. 4)			
				⊦	$\overline{}$		1 1					1	Τ.	mount						
													or	ount						
									Date		Fuminatio:		Nu	mber						
										Date Expiration Exercisable Date			Title Shares							
	1	1																		

**Explanation of Responses:** 

Remarks:

/s/ Heather White, as Attorney-

in-fact for Edward J.

08/24/2015

Date

**Fitzpatrick** 

\*\* Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.