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
)	Section 16. Form 4 or Form 5
J	obligations may continue. See
	Instruction 1(b).

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

Clast) (First) (Middle)   C/O GENPACT LLC				_ *			_		. ,				Symbol	01 13	740		Dolotio	nchin of	Donortino	n Doroon(s) to le	ouer.		
(Last) (First) (Middle) (C/O GENPACT LLC  (Street)  NEW YORK NY 10036  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Any Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Security (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Security (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Security (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Security (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Security (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Security (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Security (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Security (Instr. 4)  Table II - Derivative Securities Acquired (A) or Amount or Owned Following Reported (Instr. 4)  Table II - Derivative Security (Instr. 4)  Table II - Derivative Securities Acquired (A) or Securities Acquired (A) or Securities Acquired (A) or Ownership Security (Instr. 5)  Table II - Derivative Securities Acquired (A) or Ownership Security (Instr. 4)  Table II - Derivative Security (Instr. 4)  Table II - Derivative Securities Acquired (A) or Securities Acquired (A) or Ownership Security (Instr. 5)  Tab	Name and Address of Reporting Person*     Singh Arvinder					2. Issuer Name <b>and</b> Ticker or Trading Symbol Genpact LTD [ G ]																	
(Last) (First) (Middle) (Grown Amount (Month/Day/Year) (Month/Day/Year) (Street) (Street) (City) (State) (Zip) (Zip) (State) (Zi																,		win so title					
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## **Explanation of Responses:**

1. Represents shares withheld for payment of taxes upon the vesting of restricted share units granted under the Genpact Limited 2007 Omnibus Incentive Compensation Plan and exempt under Rule 16b-3.

## Remarks:

/s/ Heather White, as Attorneyin-fact for Arvinder Singh 06/04/2014

\*\* Signature of Reporting Person Date

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.