

☐ 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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Stein Kathryn Vanpelt</u>  (Last) (First) (Middle) <u>C/O GENPACT LLC</u> <u>1155 AVENUE OF THE AMERICAS, 4TH FLOOR</u>  (Street) <u>NEW YORK</u> <u>NY</u> <u>10036</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Genpact LTD [ G ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below)  <u>Senior Vice President</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/10/2022</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
<u>Common Shares</u>	<u>08/10/2022</u>		<u>M</u>		<u>30,000</u>	<u>A</u>	<u>\$24.74</u>	<u>128,223<sup>(1)</sup></u>	<u>D</u>	
<u>Common Shares</u>	<u>08/10/2022</u>		<u>S</u>		<u>30,000</u>	<u>D</u>	<u>\$47.7135<sup>(2)</sup></u>	<u>98,223</u>	<u>D</u>	
<u>Common Shares</u>	<u>08/11/2022</u>		<u>S</u>		<u>15,000</u>	<u>D</u>	<u>\$48.044<sup>(3)</sup></u>	<u>83,223</u>	<u>D</u>	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
<u>Employee Stock Option (Right to Buy)</u>	<u>\$24.74</u>	<u>08/10/2022</u>		<u>M</u>		<u>30,000</u>	<u>(4)</u>	<u>03/29/2027</u>	<u>Common Shares</u>	<u>30,000</u>	<u>\$0</u>	<u>0</u>	<u>D</u>	

Explanation of Responses:

1. Includes 195 shares acquired under the Genpact Employee Stock Purchase Plan ("ESPP") since the reporting person's Form 4 filed on March 9, 2022. The reporting person currently holds a total of 2,802 shares under the ESPP.
2. The price in Column 4 is a weighted average price. The actual sales prices for these transactions ranged from \$47.60 to \$47.94. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
3. The price in Column 4 is a weighted average price. The actual sales prices for these transactions ranged from \$47.64 to \$48.32. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
4. The option vested 50% on January 10, 2020 and 50% on January 10, 2022.

/s/ Thomas D. Scholtes, as  
Attorney-in-fact for Kathryn 08/12/2022  
Vanpelt Stein

\*\* Signature of Reporting Person 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.