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

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

						,				1 7										
Name and Address of Reporting Person*					2. Issuer Name and Ticker or Trading Symbol Genpact LTD [G]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
<u>Fitzpatrick Edward J.</u>				15	Genpact LTD [G]									Direc	ctor 10%		10% O	wner		
,				_						/D N/)			\dashv	X	Office	er (give title w)		Other ((specify	
(Last)	(F	First) (Middle)				st Irans	action (N	/lonth	/Day/Year)				Chief Financial Officer						
C/O GENPACT LLC				04	04/18/2016							Chief Financial Officer								
1155 AVENUE OF THE AMERICAS, 4TH FLOOR				,																
1133 AVENUE OF THE AMERICAS, 4TH FEOOR				4. If Amendment, Date of Original Filed (Month/Day/Year)							6	6. Individual or Joint/Group Filing (Check Applicable								
(0) ()				_ '''	T. II Amendment, Date of Original Flied (Month/Ddy/Teal)								Line)							
(Street)	NDIZ N	TX 7	10026											X	Form	n filed by One	e Repo	orting Pers	on	
NEW YO	OKK N	Y :	10036												Form	n filed by Mo	re than	One Rep	ortina	
-				-											Pers			,		
(City)	(5	State) (Zip)																	
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
1. Title of S	Security (Ins	str. 3)		saction					ities Acquired (A)					ount of		vnership	7. Nature			
			Date (Month	/Day/Ye	Execut ay/Year) if any		n Date,			Disposed	d Of (D) (Instr. 3, 4			and Secur		ties cially		Form: Direct (D) or Indirect	of Indirect Beneficial	
(Monary 2)				- u.y c	(Month/Day/Year)											(I) (Instr. 4)	Ownership (Instr. 4)			
							Code	v	Amount	(A) or		Price		Transaction(s)				(111511. 4)		
							Joue	Ľ	Amount	(D)		11100		(Instr. 3 and 4)						
Common Shares 04/18/2				8/2010	3/2016					56,435	5 ⁽¹⁾ A S		\$	188,895(2)		8,895(2)		D		
		Ts	ble II - Deriva	ativo S	Sacı	uritiae	Acan	ired C	lien	nead of	or B	Ronofi	ciall	<u>ν Ων</u>	vnod					
		16								onvertib				yOv	viicu					
1. Title of 2. 3. Transaction 3A. Deemed 4					5. Number 6. Date Exercisable and					sable and	7. Title and			8. Pr	ice of	9. Number o	of 10	0.	11. Nature	
Derivative	Conversion	Date	Execution Date,					Expiration Date Amount of				Derivative Security		derivative Securities		Ownership Form:	of Indirect Beneficial			
Security or Exercise (Month/Day/Year) if any (Month/Day/Year) (Month/Day/Year) with the control of the control o				Code (Inst y/Year) 8)		tr. Derivative Securities						Securities Underlying		(Instr. 5)		Beneficially		Direct (D)	Ownership	
	Derivative Security			1	Acquired (A) or Disposed		Derivative Security (In and 4)			otr 2	ļ .		Owned Following		r Indirect) (Instr. 4)	(Instr. 4)				
	Security			1								SII. J	'		Reported) (IIISU. 4)			
							of (D) (Instr. 3, 4									Transaction (Instr. 4)	(s)			
					and 5)								(111301. 4)							
					П	Amo		ount	ĺ											
												or								
								Date		Expiration		Nur	nber							
		1	1	Code	l٧	(A)	(D)	Exercisa		Date	Title		res	l						

Explanation of Responses:

- 1. The reporting person was granted performance share units (PSUs) on March 9, 2015 that were subject to performance conditions which have been satisfied. Each PSU represents the contingent right to receive one common share. The PSUs will vest on January 10, 2018 subject to the reporting person's continued service through such date.
- 2. Includes 983 shares acquired under the Genpact Employee Stock Purchase Plan ("ESPP") since the reporting person's Form 4 filed on August 24, 2015. The reporting person currently holds a total of 3,630 shares under the ESPP.

/s/ Heather White, as Attorney-

in-fact for Edward J.

04/19/2016

Fitzpatrick

** 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.