SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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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. Name and Address of Reporting Person* <u>GAPCO MANAGEMENT GMBH</u>	2. Date of Event Requiring Statem (Month/Day/Year) 08/01/2007	ent 🛛	3. Issuer Name and Ticker or Trading Symbol <u>Genpact LTD</u> [[G]]					
(Last) (First) (Middle) C/O GENERAL ATLANTIC GMBH			4. Relationship of Reporting Perso (Check all applicable) Director	10% Owne	er (Mo	5. If Amendment, Date of Original Filed (Month/Day/Year)		
KOENIGSALLEE 63			Officer (give title X below) See Remark	Delow)		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person		
(Street) DUSSELDORF 2M 40212					4	-	y More than One	
(City) (State) (Zip)								
	Table I - Non-	Derivati	ve Securities Beneficiall	y Owned				
1. Title of Security (Instr. 4)			Amount of Securities eneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Shares ⁽¹⁾			61,671 ⁽¹⁾	I Se		See footnote ⁽¹⁾		
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)								
1. Title of Derivative Security (Instr. 4)	2. Date Exerci Expiration Da (Month/Day/Ye	te	3. Title and Amount of Securi Underlying Derivative Securit		4. Conversion or Exercise Price of	Form:	(Instr. 5))) ect	
Explanation of Responses:		Expiration Date	Title	Amount or Number of Shares	Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		

1. GAPCO GmbH & Co. KG ("GmbH") owns shares of Genpact Investment Co. (Lux) SICAR S.a.r.l. ("GICo"), a holder of 118,597,405 shares common shares of Genpact Limited (the "Issuer"). The common shares of the Issuer reported on this Form 3 represents the number of common shares of the Issuer that GmbH may be deemed to own based on its ownership interest in GICo. The reporting person is the general partner of GmbH.

Remarks:

The reporting person may be deemed to be a member of a "group" for purposes of the Securities Exchange Act of 1934. The reporting person disclaims beneficial ownership of any securities deemed to be owned by the group that are not directly owned by the reporting person. This report shall not be deemed an admission that the reporting person is a member of a group or the beneficial owner of any securities not directly owned by the reporting person.

Thomas J. Murphy, Procuration 08/01/2007

Officer

** 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 5 (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.