FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington D.C. 20549

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	Ш
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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

OMB APPROVAL								
OMB Number: 3235-028								
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hours per response:	0.5							

							. ,											
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>			100	Genhact PID [G]								[Director	10%	Owner			
				-										Officer (give title elow)	Othe belo	r (specify v)		
(Last)	(Fi	rst) (Middle))		3. Date of Earliest Transaction (Month/Day/Year)								Chief Financial Officer				
C/O GENPACT LLC			02/	02/19/2019								Cilier Filialiciai Officei						
1155 AVENUE OF THE AMERICAS, 4TH FLOOR																		
1155 AVENUE OF THE AMERICAS, 4111 FLOOR				4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable						
					- - "	4. II Amendment, Date of Original Filed (Month/Day/Year)								Line)				
(Street)														X Form filed by One Reporting Person				
NEW YO	ORK N	Y :	10036												orm filed by Mo			
-					-										Person	ne than One ite	porting	
(City)	(St	ate) (Zip)															
	`	,																
		Tab	e I - 1	Non-Deriv	vative	Sec	uritie	s Ac	cquire	ed, D	isposed c	of, or E	Benefic	ally O	vned			
1. Title of S	Security (Inst	r. 3)		2. Transact	ion	Execution Date,			3.	3. 4. Securities Acquired (A) or					Amount of	6. Ownership	7. Nature	
				Date (Month/Day	/Vear)				Transaction Disposed Of (D) (Instr. 3, 4 and Code (Instr.			r. 3, 4 and		ecurities eneficially	Form: Direct (D) or Indirect	of Indirect Beneficial		
(wontinbay) t			/ Icai,	(Month/Day/Year)							0	wned Following	(I) (Instr. 4)	Ownership				
										(A) or			eported ansaction(s)		(Instr. 4)			
							Code	V	Amount	(A) or (D)	Price		nstr. 3 and 4)					
Common Shares 02/19/20			019	19			S		50,213	D	\$33.03	35(1)	137,923	D				
		T/	hla II	L - Doriva	tivo S	ocur	itios	۸۰۵	uirad	Dier	osed of,	or Ro	neficial	ly Own	od			
		16	wie ii								convertib				cu			
1. Title of	2.	3. Transaction	24 D	eemed	4.		_	mber				7. Title		8. Price	of 9. Number	of 10.	11. Nature	
Derivative	Conversion	Date		ition Date,	Transa	action	of		6. Date Exercisable and Expiration Date			Amount of		Derivat	ve derivative	Ownership	of Indirect	
Security (Instr. 3)	or Exercise Price of		if any (Month/Day/Year)		Code (Instr.	Derivative Securities		(Mon	nth/Day/	Year)	Securi		Security (Instr. 5)		Form: Direct (D)	Beneficial Ownership	
(111511. 3)	Derivative		(WOIIL	onth/Day/Year) 8)		8)		Acquired					Underlying Derivative		Owned	or Indirect	(Instr. 4)	
	Security			(A) or			Security (Instr.				Following Reported	(I) (Instr. 4)						
				Disposed of (D)			and 4)					Transaction						
							(Instr. 3, 4		·						(Instr. 4)			
						and 5)		" 			1			4	1			
													Amount		1			
													Number		1			
					Code	Code V (A) (D)				Date Expiration Exercisable Date		Title	of Title Shares		- [
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Explanation of Responses:

1. The price in Column 4 is a weighted average price. The actual sales prices for these transactions ranged from \$33.00 to \$33.065. 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.

/s/ Heather White, as Attorney-

in-fact for Edward J.

02/21/2019

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.