

Bhatia Mohit
Form 3
March 04, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | | |
|--|---|---|--|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Bhatia Mohit</p> <p>(Last) (First) (Middle)</p> <p>C/O GENPACT PROCESS SOLUTIONS, LLC, Â 105 MADISON AVENUE, 2ND FLOOR</p> <p>(Street)</p> <p>NEW YORK, Â NY Â 10016</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>03/01/2010</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Genpact LTD [G]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>Chief Financial Officer</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|---|--|---|--|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
|------------------------------------|--|---|--|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------------|------------------|-----------------|---------------|----------------------------|------------|---------------------------------------|---|
| Employee Stock Option (Right to Buy) | Â (1) | 04/20/2017 | Common Shares | 90,450 | \$ 16.1305 | D | Â |
| Employee Stock Option (Right to Buy) | Â (2) | 12/15/2018 | Common Shares | 60,000 | \$ 7.18 | D | Â |
| Employee Stock Option (Right to Buy) | Â (3) | 07/26/2015 | Common Shares | 58,125 | \$ 3.4439 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Bhatia Mohit C/O GENPACT PROCESS SOLUTIONS, LLC 105 MADISON AVENUE, 2ND FLOOR NEW YORK, NY 10016 | Â | Â | Â Chief Financial Officer | Â |

Signatures

/s/ Heather White, as Attorney-in-fact for Mohit Bhatia 03/04/2010

__Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) The option vests 33.33% on December 31, 2010, 33.33% on December 31, 2011 and 33.34% on December 31, 2012.
- (2) The option vests 20% annually over 5 years beginning on December 1, 2009.
- (3) The original (full) option, granted for 226,125 shares, vested 20% on January 1, 2006 and 5% quarterly thereafter.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.