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Genpact L' Form 4	ГD								
June 04, 20)13								
FOR	МД						PPROVAL		
	UNITED			AND EXCHAN(1, D.C. 20549	GE COMMISSION	OMB Number:	3235-0287		
if no lo subject Sectior Form 4 Form 5 obligat may co	to 16. or 5 Filed pur ions Section 17(MENT OF CHA rsuant to Section (a) of the Public	NGES IN SECUI 16(a) of th Utility Hol	BENEFICIAL RITIES he Securities Excl	OWNERSHIP OF hange Act of 1934, act of 1935 or Sectio	Expires: Estimated burden hou response n	urs per		
<i>See</i> Ins 1(b).	struction	50(ii) of the	in vestmen	t company rict o	11940				
(Print or Type	e Responses) Address of Reporting	Person * 2 Les	ier Name an	d Ticker or Trading	5. Relationship of	[*] Reporting Per	rson(s) to		
Mehta Piy	Symbo		-	(Check all applicable)					
(Last)	(First) (I	Middle) 3. Date	of Earliest T	Transaction	(Clied	(Check an applicable)			
C/O GEN MADISO	05/31	/Day/Year) /2013		below)	Officer (give title Other (specify				
(Street)			nendment, D Ionth/Day/Yea	Date Original ar)	6. Individual or Jo Applicable Line)	6. Individual or Joint/Group Filing(Check Applicable Line)			
NEW YO	RK, NY 10016				_X_ Form filed by Form filed by M Person	One Reporting P Aore than One R			
(City)	(State)	(Zip) Ta	ble I - Non-	Darivativa Sacuritia	s Acquired, Disposed o	f or Bonoficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any	3. Transactio Code (Instr. 8)	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Pri	5. Amount of Securities H Beneficially (Owned (Following (Reported Transaction(s) (Instr. 3 and 4)	5. Ownership Form: Direct D) or Indirect I) Instr. 4)	7. Nature of Indirect		
Reminder: R	eport on a separate line	e for each class of se	curities bene	Persons who information co required to res	ly or indirectly. respond to the collec ontained in this form spond unless the for rrently valid OMB cor	are not m	SEC 1474 (9-02)		

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (Disposed o (Instr. 3, 4 5)	of (D)				
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (Right to Buy)	\$ 19.35	05/31/2013		А	145,000		<u>(1)</u>	05/30/2023	Common Shares	145,00

Reporting Owners

Reporting Owner Name / Address		1				
	Director	10% Owner	Officer	Other		
Mehta Piyush C/O GENPACT LLC 105 MADISON AVENUE, 2ND FLOOR NEW YORK, NY 10016			Senior Vice F	President		
Signatures						
/s/ Heather White, as Attorney-in-fact for F Mehta	Piyush	06/	/04/2013			
** Signature of Reporting Person			Date			
Explanation of Responses:						

- * 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).
- (1) The option vests 50% on January 10, 2016 and 50% on January 10, 2018.

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.