### Edgar Filing: Genpact LTD - Form 4

Gennact I TD

Form 4											
October 29, 2012								OMB APPROVAL			
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMMISSION	OMB Number:	3235-0287	
Check this box if no longer STATEMENT OF				CHANGES IN BENEFICIAL OWNER					Expires:	January 31, 2005	
subject to STATEMENT OF CHAN Section 16. Form 4 or				SECURITIES					Estimated a burden hou response		
Form 5 obligatio may cont <i>See</i> Instru 1(b).	ns Section 17	7(a) of the 1	Public U	tility Hol		pany	Act of 1	Act of 1934, 1935 or Section	1		
(Print or Type I	Responses)										
GAP COINVESTMENTS IV LLC Symbol								5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction					(Check	c all applicable	2)	
C/O GENERAL ATLANTIC SERVICE COMPANY,LLC, 3 PICKWICK PLAZA				h/Day/Year) 5/2012				Director 10% Owner Officer (give titleX Other (specify below) below) See Remarks			
(Street) 4. If Ame							6. Individual or Joint/Group Filing(Check				
GREENWI	CH, CT 06830		Filed(Mo	nth/Day/Yea	r)		-	Applicable Line) _X_ Form filed by O Form filed by M Person			
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative S	ecurit		ired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	) Execution any	ned 1 Date, if	3.		s Acqu d of (E	uired (A)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Shares	10/25/2012			Code V S	Amount 435,975 (1)	(D) D	Price \$ 14.76	(Instr. 3 and 4) 140,425	D		

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

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 control number.

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

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. of Derivative Securities Acquired		ate	7. Titl Amou Under Securi (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo
	Security			(A) or Disposed of (D)						Repo Trans (Instr
				(Instr. 3, 4, and 5)				Amount		
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	or Number of		
			Code V	(A) (D)				Shares		

# **Reporting Owners**

<b>Reporting Owner Name / Address</b>		Relationships					
F			10% Owner	Officer	Other		
GAP COINVESTMENTS IV LLC C/O GENERAL ATLANTIC SERV 3 PICKWICK PLAZA GREENWICH, CT 06830					See Remarks		
Signatures							
/s/ Thomas J. Murphy, Officer	10/25/2012						
**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).
- The common shares of Genpact Limited reported disposed on this Form 4 were sold in a private sale pursuant to a share purchase (1) agreement dated as of August 1, 2012, as amended.

### **Remarks:**

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The reporting person may be deemed to be a member of a "group" for purposes of the Securities Exchange Act of 1934. The re-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.