Genpact LTD Form 3 August 01, 2007

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)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement Genpact LTD [[G]] A General Atlantic Partners (Month/Day/Year) 08/01/2007 (Bermuda), L.P. (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O GENERAL ATLANTIC (Check all applicable) SERVICE COMPANY.LLC. 3 PICKWICK PLAZA _X_ 10% Owner Director (Street) Officer _X_ Other 6. Individual or Joint/Group (give title below) (specify below) Filing(Check Applicable Line) See Remarks _X_ Form filed by One Reporting Person GREENWICH, CTÂ 06830 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (Instr. 5) Common Shares Ι 42,183,911 (1) See footnote (1) Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not

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

required to respond unless the form displays a

currently valid OMB control number.

1. Title of Derivative Security
2. Date Exercisable and Expiration Date Expiration Date (Month/Day/Year)
2. Date Exercisable and Expiration Date Securities Underlying Derivative Security
3. Title and Amount of Exercise Conversion Ownership Ownership Ownership Or Exercise Form of Conversion Ownership Owner

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(Instr. 4) Price of Derivative Derivative Security: Date **Expiration Title** Amount or Security Direct (D) Exercisable Number of or Indirect Shares (I) (Instr. 5)

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See Remarks

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

General Atlantic Partners (Bermuda), L.P.

C/O GENERAL ATLANTIC SERVICE COMPANY,LLC 3 PICKWICK PLAZA $\hat{\mathbf{A}}$

GREENWICH, CTÂ 06830

Signatures

Thomas J. Murphy, Vice President 08/01/2007

**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).
- The reporting person 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 the reporting person may be deemed to own based on its ownership interest in GICo.

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Remarks:

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

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.

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