Genpact LTD Form 3 August 01, 2007

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

Person *

(Last)

Gour Vivek N.

(First)

(Middle)

Statement

(Month/Day/Year)

08/01/2007

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Genpact LTD [G]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/ - GENPACT U.S. HOLDINGS, INC.,, 1251 AVENUE OF THE AMERICAS

(Street)

Director _X__ Officer

10% Owner

Other 6. Individual or Joint/Group (give title below) (specify below) Filing(Check Applicable Line) Chief Financial Officer

X Form filed by One Reporting Person

Form filed by More than One

Reporting Person

NEW YORK. NYÂ 10020

(City) (State) (Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial Ownership

Form: Direct (D)

Table I - Non-Derivative Securities Beneficially Owned

(Instr. 5) or Indirect

(I) (Instr. 5)

Common Shares

1. Title of Security

(Instr. 4)

17,570

Â D

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

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial

Ownership

(Instr. 5)

Derivative Security:

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Options (right to buy)	01/01/2006(1)	07/26/2015	Common Shares	542,700	\$ 3.44	D	Â
Stock Options (right to buy)	12/31/2010(2)	04/20/2017	Common Shares	135,675	\$ 16.13	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
· F · · · 6 · · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other	
Gour Vivek N. C/ - GENPACT U.S. HOLDINGS, INC., 1251 AVENUE OF THE AMERICAS NEW YORK Â NYÂ 10020	Â	Â	Chief Financial Officer	Â	

Signatures

/s/ Vivek Gour	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).
- (1) 20% vests on January 1, 2006, and 5% vests each subsequent quarter thereafter.
- (2) 33% vests on December 31, 2010 and each anniversary thereof.

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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