

Genpact LTD
Form SC 13G/A
February 13, 2012

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 5)*

GENPACT LIMITED
(Name of Issuer)

Common Shares, par value \$0.01 per share
(Title of Class of Securities)

G3922B107
(CUSIP Number)

December 31, 2011
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. G3922B107

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1 NAMES OF REPORTING PERSONS

GE Capital (Mauritius) Holdings Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER
OF A GROUP

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Mauritius

5 SOLE VOTING POWER

10,847,364 (1)

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH:

6 SHARED VOTING POWER

0 (1)

7 SOLE DISPOSITIVE POWER

10,847,364 (1)

8 SHARED DISPOSITIVE POWER

0 (1)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10,847,364 (1)

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

4.9% (1)

12 TYPE OF REPORTING PERSON

CO

(1) See Item 4 of this Schedule 13G (Amendment No. 5).

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1 NAMES OF REPORTING PERSONS

GE Capital International (Mauritius)

2 CHECK THE APPROPRIATE BOX IF A MEMBER
OF A GROUP

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Mauritius

5 SOLE VOTING POWER

0 (1)

6 NUMBER OF
SHARES
BENEFICIALLY

SHARED VOTING POWER

10,847,364 (1)

7 OWNED BY
EACH
REPORTING

SOLE DISPOSITIVE POWER

0

8 PERSON
WITH:

SHARED DISPOSITIVE POWER

10,847,364 (1)

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10,847,364 (1)

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

4.9% (1)

12 TYPE OF REPORTING PERSON

CO

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1 NAMES OF REPORTING PERSONS

GE Indian Services Holding Private Limited

2 CHECK THE APPROPRIATE BOX IF A MEMBER
OF A GROUP

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

India

5 SOLE VOTING POWER

0

NUMBER OF
SHARES

6 SHARED VOTING POWER

BENEFICIALLY

10,847,364 (1)

OWNED BY
EACH

7 SOLE DISPOSITIVE POWER

REPORTING

0

PERSON

8 SHARED DISPOSITIVE POWER

WITH:

10,847,364 (1)

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10,847,364 (1)

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4.9%(1)

12 TYPE OF REPORTING PERSON

CO

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1 NAMES OF REPORTING PERSONS

GE India Ventures LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER
OF A GROUP

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

0

NUMBER OF
SHARES

6 SHARED VOTING POWER

BENEFICIALLY

10,847,364 (1)

OWNED BY

7 SOLE DISPOSITIVE POWER

EACH

REPORTING

0

PERSON

8 SHARED DISPOSITIVE POWER

WITH:

10,847,364 (1)

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10,847,364 (1)

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11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

4.9% (1)

12 TYPE OF REPORTING PERSON

CO

(1) See Item 4 of this Schedule 13G (Amendment No. 5).

1 NAMES OF REPORTING PERSONS

General Electric Capital Services Indian Investments LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER
OF A GROUP

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

0

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH:

6 SHARED VOTING POWER

10,847,364 (1)

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

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4.9% (1)

12 TYPE OF REPORTING PERSON

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1 NAMES OF REPORTING PERSONS

General Electric Capital Corporation

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

0

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH:

6 SHARED VOTING POWER

10,847,364 (1)

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

10,847,364 (1)

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4.9% (1)

12 TYPE OF REPORTING PERSON

CO

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General Electric Capital Services, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER
OF A GROUP

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

0

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH:

6 SHARED VOTING POWER

10,847,364 (1)

7 SOLE DISPOSITIVE POWER

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8 SHARED DISPOSITIVE POWER

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CO

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