

Genpact LTD
Form 8-K
February 18, 2010

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): February 11, 2010

GENPACT LIMITED
(Exact name of registrant as specified in its charter)

| | | |
|--------------------------------------------------------------|------------------------------------------|-------------------------------------------------------|
| Bermuda (State or other jurisdiction of incorporation) | 001-33626 (Commission File Number) | 98-0533350 (I.R.S. Employer Identification No.) |
|--------------------------------------------------------------|------------------------------------------|-------------------------------------------------------|

Canon's Court, 22 Victoria Street
Hamilton HM, Bermuda
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (441) 295-2244

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(b) On February 11, 2010, Vivek Gour resigned from his position as Senior Vice President and Chief Financial Officer for Genpact Limited (“Genpact”), effective March 1, 2010. Mohit Bhatia, 45, the business leader for Genpact’s finance and accounting practice since December 2004, will succeed Mr. Gour as Chief Financial Officer of Genpact on March 1, 2010. Mr. Bhatia’s annual base salary will be \$260,000, and he will continue to be eligible to participate in Genpact’s bonus and equity-based compensation programs, as administered by Genpact’s compensation committee. Genpact’s related press release announcing these changes is included as Exhibit 99.1 to this Form 8-K.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits:

99.1 Press release, dated February 18, 2010

Signature

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GENPACT LIMITED

Date: February 18, 2010

By: /s/ Victor Guaglianone
Name: Victor Guaglianone
Title: Senior Vice President
and General Counsel

EXHIBIT INDEX

| Exhibit | Description |
|---------|----------------------------------------|
| 99.1 | Press release, dated February 18, 2010 |

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