SYNTEL INC Form 5 February 14, 2006

FORM 5

Transactions Reported

Reminder: Report on a separate line for each class of

securities beneficially owned directly or indirectly.

OMB APPROVAL

	UNITED STATES SECURITIES AND EXCHANGE COMMISSION	Number:	3235-0362	2
Check this box if no longer subject	Washington, D.C. 20549	Expires:	January 31 2005	
to Section 16. Form 4 or Form 5 obligations may continue. See Instruction	ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES	Estimated a burden hou response	rs per)
1(b).	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			

· F · · · · ·												
1. Name and Address of Reporting Person * Bharat Desai Irrevocable Trust Agreement Dtd 12/27/2004			2. Issuer Name and Ticker or Trading Symbol SYNTEL INC [SYNT]				5. Relationship of Reporting Person(s) to Issuer					
(Last)	(First) (Middle) 3. S	(Month/Day/Year) 12/31/2005			(Check all applicable)						
		12				Director Officer (give tit		Owner (specify				
7446 FISH	ER ISLAND DR	IVE					belo	ow)	below)			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			6. I	6. Individual or Joint/Group Reporting					
								(check applicable line)				
MIAMI BEACH, FL 33109 _X_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person Person												
(City)	(State)	(Zip)	Table I - Non	-Dei	rivative Securi	ities A	cquire	d, Disposed of, o	or Beneficially	y Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date any (Month/Day/Y	Code		4. Securities Acquired on Disposed of (D) (Instr. 3, 4 and 5)		ed (A)	d (A) 5. Amount of 6. Securities Ownership Beneficially Form: Owned at end Direct (D) of Issuer's or Indirect Fiscal Year (I)		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Amount	or (D)	Price	(Instr. 3 and 4)	(Instr. 4)			
Common Stock	12/27/2005	Â	G		4,000,000	A	\$ 0	12,467,750	D	Â		

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration Date	Amount of	Derivative

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SEC 2270

(9-02)

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D So B O

Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Year)	Underlyi Securitie (Instr. 3	es	Security (Instr. 5)
				(A) (D)	Date Exercisable	Expiration Date	or Ni of	umber	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other Bharat Desai Irrevocable Trust Agreement Dtd 12/27/2004

7446 FISHER ISLAND DRIVE MIAMI BEACH, FLÂ 33109 Â X Â Â

Signatures

/s/ Byron S. Collier on behalf of Neerja Sethi,
Trustee 02/14/2006

**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).

Note: File three copies of this Form, one of which must be manually signed. If space provided 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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