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

# SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 2)\*

Virtusa Corporation

(Name of Issuer)

# Common Stock, par value \$0.01 per share

(Title of Class of Securities)

92827P102

(CUSIP Number)

Vikram S. Pandit Chairman and CEO The Orogen Group LLC One Rockefeller Plaza Suite 2416 New York, NY 10020 (212) 332-4580

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

With Copies to:

David L. Caplan Vice President & General Counsel Atairos Management L.P. 620 Fifth Avenue New York, NY 10020 (646) 690-5220 Louis L. Goldberg Davis Polk & Wardwell LLP 450 Lexington Avenue New York, NY 10017 (212) 450-4539

February 11, 2021

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-l(f) or 240.13d-l(g), check the following box.

*Note* Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

\*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 disclosures provided in a prior cover page.

The information required on 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. 92827P102						
1.	Names of Reporting Persons. Orogen Viper LLC					
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) □ (b) □					
3.	SEC Use Only					
4.	Source of Funds (S OO	Source of Funds (See Instructions) OO				
5.	Check if Disclosure	losure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)				
6.	Citizenship or Plac Delaware	e of C	f Organization			
		7.	Sole Voting Power 0			
BENE	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH		Shared Voting Power 0			
	RTING PERSON	9.	Sole Dispositive Power 0			
		10.	Shared Dispositive Power 0			
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 0					
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)					
13.	Percent of Class Re 0%	prese	ented by Amount in Row (11)			
14.	Type of Reporting Person (See Instructions) OO					

CUSIP No. 92827P102						
1.	Names of Reporting Persons. The Orogen Group LLC					
2.	Check the Appropriation (a) $\Box$ (b) $\Box$	riate E	Box if a Member of a Group (See Instructions)			
3.	SEC Use Only					
4.	Source of Funds (S OO	ee In	structions)			
5.	Check if Disclosur	e of L	Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)			
6.	Citizenship or Place of Organization Delaware					
		7.	Sole Voting Power 0			
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		8.	Shared Voting Power 0			
		9.	Sole Dispositive Power 0			
		10.	Shared Dispositive Power 0			
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 0					
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)					
13.	Percent of Class Ro 0%	eprese	ented by Amount in Row (11)			
14.	4. Type of Reporting Person (See Instructions) OO					

CUSIP No. 92827P102						
1.	Names of Reporting Persons. Orogen Holdings LLC					
2.	Check the Appropr (a) $\Box$ (b) $\Box$	riate I	Box if a Member of a Group (See Instructions)			
3.	SEC Use Only					
4.	Source of Funds (S OO	ee In	istructions)			
5.	Check if Disclosur	e of I	Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)			
6.	Citizenship or Place of Organization Delaware					
		7.	Sole Voting Power 0			
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		8.	Shared Voting Power 0			
		9.	Sole Dispositive Power 0			
		10	<ul> <li>Shared Dispositive Power</li> <li>0</li> </ul>			
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 0					
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)					
13.	Percent of Class Re 0%	epres	ented by Amount in Row (11)			
14.	. Type of Reporting Person (See Instructions) OO					

CUSIP No. 92827P102						
1.	Names of Reporting Persons. Vikram S. Pandit					
2.	Check the Appropr (a) $\Box$ (b) $\Box$	iate l	Box if a Member of a Group (See Instructions)			
3.	SEC Use Only					
4.	Source of Funds (S OO	ee In	nstructions)			
5.	Check if Disclosure	e of I	Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)			
6.	Citizenship or Place of Organization United States					
		7.	Sole Voting Power 0			
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		8.	<ul> <li>Shared Voting Power</li> <li>0</li> </ul>			
		9.	<ul> <li>Sole Dispositive Power</li> <li>0</li> </ul>			
		10	<ul> <li>Shared Dispositive Power</li> <li>0</li> </ul>			
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 0					
12.	Check if the Aggre	gate	Amount in Row (11) Excludes Certain Shares (See Instructions)			
13.	Percent of Class Re 0%	epres	ented by Amount in Row (11)			
14.	. Type of Reporting Person (See Instructions) IN					

CUSIP No. 92827P102						
1.	Names of Reporting Persons. Atairos-Orogen Holdings, LLC					
2.	Check the Appropriation (a) $\Box$ (b) $\Box$					
3.	SEC Use Only					
4.	Source of Funds (S OO	See In	structions)			
5.	Check if Disclosur	e of L	Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)			
6.	Citizenship or Place of Organization Delaware					
		7.	Sole Voting Power 0			
NUMBER OF SHARES BENEFICIALLY		8.	Shared Voting Power 0			
	D BY EACH RTING PERSON	9.	Sole Dispositive Power 0			
		10	<ul> <li>Shared Dispositive Power</li> <li>0</li> </ul>			
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 0					
12.	Check if the Aggre	gate 4	Amount in Row (11) Excludes Certain Shares (See Instructions)			
13.	Percent of Class R 0%	epres	ented by Amount in Row (11)			
14.	4.     Type of Reporting Person (See Instructions)       OO					

CUSIP No. 92827P102							
1.		Names of Reporting Persons. Atairos Group, Inc.					
2.	Check the Appropriation (a) $\Box$ (b) $\Box$	iate B	Box if a Member of a Group (See Instructions)				
3.	SEC Use Only						
4.	Source of Funds (S OO	ee Ins	structions)				
5.	Check if Disclosur	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)					
6.	Citizenship or Place of Organization Cayman Islands						
		7.	Sole Voting Power 0				
BENE	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		Shared Voting Power 0				
REPOI			Sole Dispositive Power 0				
		10.	Shared Dispositive Power 0				
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 0						
12.	Check if the Aggre	gate A	Amount in Row (11) Excludes Certain Shares (See Instructions)				
13.	Percent of Class Re 0%	eprese	ented by Amount in Row (11)				
14.	. Type of Reporting Person (See Instructions) CO						

CUSIP No. 92827P102							
1.		Names of Reporting Persons. Atairos Partners, L.P.					
2.	Check the Appropriation (a) $\Box$ (b) $\Box$	iate B	Box if a Member of a Group (See Instructions)				
3.	SEC Use Only						
4.	Source of Funds (S OO	ee Ins	structions)				
5.	Check if Disclosur	e of L	egal Proceedings Is Required Pursuant to Items 2(d) or 2(e)				
6.	Citizenship or Place of Organization Cayman Islands						
		7.	Sole Voting Power 0				
BENE	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		Shared Voting Power 0				
REPOI			Sole Dispositive Power 0				
		10.	Shared Dispositive Power 0				
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 0						
12.		-	Amount in Row (11) Excludes Certain Shares (See Instructions)				
13.	Percent of Class Ro 0%	eprese	ented by Amount in Row (11)				
14.	. Type of Reporting Person (See Instructions) PN						

CUSIF	P No. 92827P102						
1.	Names of Reporting Persons. Atairos Partners GP, Inc.						
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) □ (b) □						
3.	SEC Use Only						
4.	Source of Funds (S OO	ee Ins	structions)				
5.	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)						
6.	Citizenship or Place of Organization Cayman Islands						
		7.	Sole Voting Power 0				
BENE	NUMBER OF SHARES BENEFICIALLY		Shared Voting Power 0				
	ED BY EACH RTING PERSON	9.	Sole Dispositive Power 0				
		10.	Shared Dispositive Power 0				
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 0						
12.	Check if the Aggre	gate A	Amount in Row (11) Excludes Certain Shares (See Instructions)				
13.	Percent of Class Re 0%	eprese	ented by Amount in Row (11)				
14.	I. Type of Reporting Person (See Instructions) CO						

CUSIP No. 92827P102						
1.	Names of Reporting Persons. Michael J. Angelakis					
2.	Check the Appropr (a) □ (b) □	iate B	Box if a Member of a Group (See Instructions)			
3.	SEC Use Only					
4.	Source of Funds (S OO	ee Ins	structions)			
5.	Check if Disclosure	e of L	egal Proceedings Is Required Pursuant to Items 2(d) or 2(e) $\Box$			
6.	Citizenship or Place of Organization United States					
		7.	Sole Voting Power 0			
BENE	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		Shared Voting Power 0			
REPO			Sole Dispositive Power 0			
			Shared Dispositive Power 0			
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 0					
12.	Check if the Aggre	gate A	Amount in Row (11) Excludes Certain Shares (See Instructions)			
13.	Percent of Class Re 0%	eprese	ented by Amount in Row (11)			
14.	4. Type of Reporting Person (See Instructions) IN					

#### **SCHEDULE 13D**

#### Item 1. Security and Issuer

Orogen Viper LLC, a corporation incorporated under the laws of the State of Delaware ("**Orogen**" or the "**Reporting Person**") hereby amends and supplements its report on Schedule 13D (the "**Original Schedule 13D**"), as filed with the Securities and Exchange Commission on May 12, 2017, with respect to shares of Series A Convertible Preferred Stock that is convertible into shares of common stock, \$0.01 par value per share (the "**Common Stock**"), of Virtusa Corporation, a Delaware corporation ("**Virtusa**" or the "**Issuer**"), as amended by Amendment No. 1 ("**Amendment No. 1**") filed with the SEC on May 21, 2017 (the Original Schedule 13D and Amendment No. 1, collectively, the "**Amended Schedule 13D**").

Pursuant to the Merger Agreement referred to in Item 4 below, effective as of February 11, 2021, the Reporting Persons disposed of all of their equity securities in Virtusa and the number of shares reported as held by the Reporting Persons in this Amendment No. 2 gives effect to such transaction.

Except as specifically provided herein, this Amendment No. 2 does not modify any of the information previously reported in the Amended Schedule 13D. Capitalized terms used but not defined in this Amendment No. 2 shall have the same meanings ascribed to them in the Amended Schedule 13D.

#### Item 4. Purpose of Transaction

Item 4 of the Schedule 13D is hereby amended and supplemented by adding the following information:

On February 11, 2021, pursuant to the terms of the Merger Agreement, dated as of September 9, 2020, by and among Austin HoldCo Inc., a Delaware corporation (that is owned by Baring Private Equity Asia), Austin BidCo Inc., a Delaware corporation and a wholly owned subsidiary of Parent and Virtusa, Orogen's entire equity interest in Virtusa was converted into the right to receive cash (the "**Merger**").

#### Item 5. Interest in Securities of the Issuer

Item 5(a) of the Schedule 13D is hereby amended and supplemented by adding the following information:

(a) Following completion of the Merger, the Reporting Persons no longer beneficially own any Shares.

Item 5(b) of the Schedule 13D is hereby amended and supplemented by adding the following information:

(b) Following completion of the Merger, the Reporting Persons no longer have the power to vote and to dispose of any Shares.

Item 5(c) of the Schedule 13D is hereby amended and supplemented by adding the following information:

(c) Other than as a result of the Merger described in Item 4 of this Amendment No. 2, the Reporting Persons have not effected any transactions in the Shares during the past sixty days.

# SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 16, 2021

### **OROGEN VIPER LLC**

By: THE OROGEN GROUP LLC, its sole member

By: /s/ Vikram S. Pandit Name: Vikram S. Pandit Title: Chairman and Chief Executive Office

## THE OROGEN GROUP LLC

By: /s/ Vikram S. Pandit Name: Vikram S. Pandit Title: Chairman and Chief Executive Office

#### **OROGEN HOLDINGS LLC**

By: /s/ Vikram S. Pandit Name: Vikram S. Pandit Title: Manager

#### VIKRAM S. PANDIT

By: /s/ Vikram S. Pandit

# ATAIROS-OROGEN HOLDINGS, LLC

By: /s/ David L. Caplan Name: David L. Caplan Title: Vice President

[Signature Page to Schedule 13D]

### ATAIROS GROUP, INC.

By: /s/ David L. Caplan Name: David L. Caplan Title: Vice President and General Counsel

# ATAIROS PARTNERS, L.P.

- By: ATAIROS PARTNERS GP, INC., its general partner
- By: /s/ David L. Caplan Name: David L. Caplan Title: Vice President

### ATAIROS PARTNERS GP, INC.

By: /s/ David L. Caplan Name: David L. Caplan Title: Vice President

# MICHAEL J. ANGELAKIS

By: /s/ Michael J. Angelakis

[Signature Page to Schedule 13D]