			/		/			
			/ OMB	APPROVAL	/			
			/ OMB Number	: 32	35-0287 /			
			/ Expires: : / Estimated :					
			/ hours per	response	0.5 /			
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++   FORM 4	U		TIES AND EXCHANG		N			
T		WASI	IINGTON, D.C. 20	549				
[_] Check this box if no longer subject to Section 16.		EMENT OF CH	IANGES IN BENEFI	CIAL OWNERS				
Form 4 or Form 5	Filed p	ursuant to	Section 16(a) o	f the Secur	ities			
obligations may			1934, Section					
continue. See Instruction 1(b).			lolding Company A the Investment Co					
(Drint or Type Deeper	,,,,,							
(Print or Type Respor	ises)							
1. Name and Address	or Reporting	Person <sup>^</sup>						
Kotowski		Andreas						
(Last)		(First)			dle)			
		( /		,	,			
C/O OSI Systems, Inc 12525 Chadron Avenue								
		(Street)						
		,						
Hawthorne		CA			250			
(City)		(State)		(	Zip)			
2. Issuer Name and T	icker or Trad	ing Symbol	OSI Systems, I	nc. (OSIS)				
<ol><li>IRS or Identification</li></ol>	ation Number o	f Reportino	Person if an e					
(Voluntary)				,				
4. Statement for Mor	nth/Year 2/02							
5. If Amendment, Dat	e of Original	(Month/Yea	ır)					
C Polotionobin of F	lonorting Doro	on(o) to To	ouer (Cheek ell	onnliachla				
6. Relationship of F	Reporting Pers	on(S) to 19	ssuer (Check all	аррттсавте	•)			
[ ] Diwastan [	.V1 066:		F 1 40% O	[ ] O+b				
[_] Director [	[X] Officer (give titl		[_] <b>10</b> % Owner	[_] Other (speci	fy below)			
		-		(-1	,,			
	nology Officer							
7. Individual or Joi	nt/Group Fili	ng (Check A	pplicable Line)					
Form filed b	ov One Renorti	na Person						
Form filed b			ig Person					
TABLE INON-DERIVATI	VE SECURITIES	ACOUTRED.	DISPOSED OF OR	RENEETCTAL	I Y OWNED			
						5. Amount of Securities Beneficially Owned at End of		
1. Title of	2. Trans- 3	. Trans-	4. Securiti	es Acquired	(A)	5. Amount of	6. Owner- 7 ship	. Nature of In-
Security	Date	Code	(Instr.	3, 4 and 5)		Beneficially	Form:	direct
(Instr. 3)	(Month/	(Instr. 8	3)			Owned at	Direct (D) or	Bene-
	Day/ - Year)					End of Month	(D) or Indirect	ficial Owner-
	,	Code	V Amount	(A) or	Price	(Instr. 3 and 4)	(I)	ship
				(D)			(Instr. 4)	(Instr. 4)
	<b></b>	·	<b>-</b>	·	<b>-</b>		<b>-</b>	
Common Stock	2-8-02	S	12.500	D	\$22.10			
Common Stock								
	2-11-02		37,500	D	\$22.14	47,289	D	
Reminder: Report on a		e for each	class of securi	ties benefi	cially			
owned directly or inc	itrectTA:							

 $^{\star}$  If this form is filed by more than one reporting person, see Instruction 4(b)(v).

TABLE II--DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exercise Price of Deriv- ative Security		a D ( D	3. Trans- action Date (Month/ Day/ Year)		4. Transac- tion Code (Instr. 8)		5. Number of Deriv- ative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
					Code	V			A	A)	1)	))	
TABLE II DEDIVATIVE SECUR	ITTES ACQUITE	ED DISDO	OSED OF OR	DENESTOTALLY OW	NED								
TABLE IIDERIVATIVE SECURI (e.g., puts, calls, warra	6. Date E cisabl Expira Date (Month Year)	s, conver  xer- e and tion /Day/	tible secur	ities)CONTINU  d Amount of ng Securities and 4)	ED 8. F c c a s	rice f veriv- tive secur- ty Instr.		Number of Deri ative Secur- ities Bene- ficiall Owned at End	V -		Owner- ship Form of De- rivative Secu- rity: Direct (D) or		Na- ture of In- direct Bene- ficial Owner- ship (Instr.
	6. Date E cisabl Expira Date (Month	s, conver  xer- e and tion /Day/  Expira- tion	tible secur 7. Title an Underlyi	ities)CONTINU  d Amount of ng Securities	ED 8. F c c a s	eriv- eriv- tive ecur- ty Instr.		of Deri ative Secur- ities Bene- ficiall	у-		ship Form of De- rivative Secu- rity:	<b>:</b>	ture of In- direct Bene- ficial Owner-
(e.g., puts, calls, warra	6. Date E cisabl Expira Date (Month Year) Date Exer- cisable	s, conver  xer- e and tion /Day/  Expira- tion Date	7. Title an Underlyi (Instr.	ities)CONTINU  d Amount of ng Securities and 4)  Amount or Number of Shares	8. F C C C C C C C C C C C C C C C C C C	of heriv- tive hecur- ty Instr.		of Deri ative Secur- ities Bene- ficiall Owned at End of Month (Instr.	y 4)		ship Form of De- rivative Secu- rity: Direct (D) or Indi- rect (1) (Instr.	4)	ture of In- direct Bene- ficial Owner- ship (Instr. 4)
	6. Date E cisabl Expira Date (Month Year)  Date Exer- cisable	s, conver  xer- e and tion  /Day/  Expira- tion Date	7. Title an Underlyi (Instr.	ities)CONTINU  d Amount of ng Securities 3 and 4)  Amount or Number of Shares	8. F C C C C C C C C C C C C C C C C C C	feriv- tive decur- ty Instr.		of Deri ative Secur- ities Bene- ficiall Owned at End of Month (Instr.	y 4) 		ship Form of De- rivative Secu- rity: Direct (D) or Indi- rect (1) (Instr.	4)	ture of In- direct Bene- ficial Owner- ship (Instr. 4)
(e.g., puts, calls, warra	6. Date E cisabl Expira Date (Month Year)  Date Exer- cisable	s, conver  xer- e and tion /Day/  Expira- tion Date	7. Title an Underlyi (Instr.	ities)CONTINU  d Amount of ng Securities 3 and 4)  Amount or Number of Shares	8. F C C C C C C C C C C C C C C C C C C	feriv- tive Gecur- tty Instr.		of Deri ative Secur- ities Bene- ficiall Owned at End of Month (Instr.	y 4) 		ship Form of De- rivative Secu- rity: Direct (D) or Indi- rect (1) (Instr.	4)	ture of In- direct Bene- ficial Owner- ship (Instr. 4)
(e.g., puts, calls, warra	6. Date E cisabl Expira Date (Month Year)  Date Exer- cisable	s, conver	7. Title an Underlyi (Instr.	ities)CONTINU  d Amount of ng Securities 3 and 4)  Amount or Number of Shares	8. F	feriv- tive tive fecur- ty Instr.		of Deri ative Secur- ities Bene- ficiall Owned at End of Month (Instr.	y 4) 		ship Form of De- rivative Secu- rity: Direct (D) or Indi- rect (1) (Instr.	4)	ture of In- direct Bene- ficial Owner- ship (Instr. 4)
(e.g., puts, calls, warra	6. Date E cisabl Expira Date (Month Year)  Date Exer- cisable	s, conver	7. Title an Underlyi (Instr.	ities)CONTINU  d Amount of ng Securities 3 and 4)  Amount or Number of Shares	8. F	feriv- tive secur- tty Instr.		of Deri ative Secur- ities Bene- ficiall Owned at End of Month (Instr.	y 4)		ship Form of De- rivative Secu- rity: Direct (D) or Indi- rect (1) (Instr.	4)	ture of In- direct Bene- ficial Owner- ship (Instr. 4)
(e.g., puts, calls, warra	6. Date E cisabl Expira Date (Month Year)  Date Exer- cisable	s, conver	7. Title an Underlyi (Instr.	ities)CONTINU  d Amount of ng Securities 3 and 4)  Amount or Number of Shares	8. F C C C C C C C C C C C C C C C C C C	feriv- tive tive tive tive ty Instr.		of Deri ative Secur- ities Bene- ficiall Owned at End of Month (Instr.	y 4)		ship Form of De- rivative Secu- rity: Direct (D) or Indi- rect (1) (Instr.	4)	ture of In- direct Bene- ficial Owner- ship (Instr. 4)
(e.g., puts, calls, warra	6. Date E cisabl Expira Date (Month Year)  Date Exer- cisable	s, conver	7. Title an Underlyi (Instr.	ities)CONTINU	8. F C C C C C C C C C C C C C C C C C C	feriv- tive secur- ty Instr. )		of Deri ative Secur- ities Bene- ficiall Owned at End of Month (Instr.	y 4)		ship Form of De- rivative Secu- rity: Direct (D) or Indi- rect (1) (Instr	4)	ture of In- direct Bene- ficial Owner- ship (Instr. 4)

Explanation of Responses:

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.

owski 3/01/02 /s/ Andreas Kotowski \*\*Signature of Reporting Person Date

 $<sup>\</sup>hbox{$^{**}$Intentional misstatements or omissions of facts constitute Federal Criminal}$ Violations.