

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person

Syal	Madan	G.
(Last)	(First)	(Middle)
c/o OSI Systems, Inc. 12525 Chadron Avenue		
(Street)		
awthorne	California	90250
(City)	(State)	(Zip)

2. Issuer Name and Ticker or Trading Symbol	OSI Systems, Inc. (OSIS)
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3. IRS or Social Security Number of Reporting Person (Voluntary) 000-00-0000

4. Statement for Month/Year October 1997

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person to Issuer (Check all applicable)

[X] Director [] Officer [] 10% Owner [] Other
(give title below) (specify below)

TABLE I--NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED					
	(1)	(2)	(3)	(4)	(5)
	Amount paid or value of securities acquired during the reporting period	Amount paid or value of securities disposed of during the reporting period	Amount paid or value of securities beneficially owned at the end of the reporting period	Amount paid or value of securities beneficially owned at the beginning of the reporting period	Amount paid or value of securities beneficially owned at the end of the reporting period
Common stock of ABC Company	\$100,000	\$50,000	\$75,000	\$25,000	\$75,000
Bonds of XYZ Corporation	\$200,000	\$100,000	\$150,000	\$50,000	\$150,000
Preferred stock of DEF Limited	\$50,000	\$0	\$50,000	\$0	\$50,000
Total	\$350,000	\$150,000	\$275,000	\$75,000	\$275,000

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Direct or Indirect Ownership (Instr. 4)	
		Code	V	Amount	(A) or (D)	Price			
Common Stock	10-7-97	S		25,926	D	\$13.50	215,199(1)	I	By Syal Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. (Print or Type Responses)

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

[illegible]

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

[illegible]

Explanation of Responses: (1) Previous filing included 2,813 shares issuable pursuant to fully vested options. These shares will now be reported on Table II only until exercised or canceled.

****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.

/s/ Madan Syal

1/8/98

**Signature of Reporting Person

Date