/		. /								
/	OMB APPROVAL									
1		./								
/	OMB Number: 3235-0287	/								
/	Expires: September 30, 1998	/								
/	Estimated average burden	/								
/	hours per response 0.5	/								
1		. /								

FORM 4

 $[_]$ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

Instruction 1(b).

U.S. SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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 A	.ddress of Re	eporting	Person*	2. Issuer Name a	nd Ticker or T	rading Symb	ool 6.	Relationship Issuer (Check	of Reporting		
Good Steven				OSI Systems,	Inc. (OSIS)	Х	Director	10	10% Owner		
(Last) (First) C/O OSI Systems, Inc. 3. 12525 Chadron Avenue			(Middle) IRS or Socia Number of R Person (Vol	eporting	Statement fo	r Month/Yea		Officer (give title below)		Other (specify below)	
(Street) Ca. 9025	50		5.	If Amendment Original (Mc		7.	Person Form fi		eporting	
(City) (S	tate) (Zip	· · ·))		Table I No	n Derivative S	ecurities A	 Acquired,	Disposed of,	or Beneficia	ally Owned	
* If the Form one Reporti 4(b)(v). 1. Title of S (Instr.	ng Person, s		ruction 3. Transa Code (Instr		ties Acquired posed of (D) . 3, 4 and 5) (A) or (D)	(A) 5	Owned of Mon	ties cially at End	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock		0/20/01	s	100	D	\$6.67			I		
Common Stock		0/20/01 0/20/01	 S	100	D	\$6.73					
		9/20/01 9/20/01	 S	300	D	\$6.62			I		
Common Stock Common Stock		9/20/01 9/20/01	 S	300	D	\$6.02 \$6.70			I	COOD CWARTZ	
										GOOD, SWARTZ	
Common Stock		0/20/01	S 	800	D 	\$6.75			I		
Common Stock		9/20/01 	S	1400 	D	\$6.60 			I	RERNS	
Common Stock	9	9/20/01 	S 	2000 	D	\$6.65 			I		
Common Stock	9	9/20/01	S 	5000 	D	\$7.00			I	PENSION	
Common Stock	9	9/20/01	S	5000	D	\$7.50	10,000		I	PROFIT	
										SHARING PLAN	

(Over)

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

1	. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exercise Price of Derivative Security		3. Trans- action Date (Month/ Day/Year)			4. Transac- tion Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed (D) of (Instr. 3, 4, and 5)			
							Code	V		(A)	(D)	
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-		6. Date Exer- 7. cisable and Expiration Date (Month/Day/		Underly	Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price S of Deriv- ative Secur- ity	Number of Deriv ative Secur- ities Bene-		Owner- 11. ship Form of De- rivative Security:	Na- ture of In- direct Bene- ficial	
		Year) Date Exer- cisable	Expira- tion Date	Title	Amount Number Shares			(Instr. 5)	ficially Owned at End of Month		Direct (D) or Indirect (I)	Owner- ship (Instr. 4)
-									(Instr. 4	1)	(Instr. 4)	
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Ex	planation of Responses:											
**	Intentional misstatements Violations. See 18 U.S.C. 1001 and 15			ts constit	ute Federa	al Crimi	inal					
		/s/ Stever	n Good		3	3/8/02						

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

**Signature of Reporting Person Date