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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 Address of Reporting Person*

Mehra	Ajay	
(Last)	(First)	(Middle)
C/O OSI Systems, Inc.		
12525 Chadron Avenue		
	(Street)	
Hawthorne,	Ca.	90250
(City)	(State)	(Zip)

* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v)

OSI Systems, Inc. (OSIS)

2. Issuer Name and Ticker or Trading Symbol-----

3. IRS or Social Security Number of Reporting Person (Voluntary) -----

4. Statement for Month/Year March 2000

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

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

X
--- Director

X
--- Officer
(give title below)

___ 10% Owner

___ Other
(specify below)

Vice President, CFO & Secretary

7. Individual or Joint/Group Filing (Check applicable line)

X
---- Form filed by One Reporting Person
_____ Form filed by More than One Reporting Person

Table I--Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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 Indirect Ownership (Instr. 4)
		Code	V	Amount	(A) or (D)	Price			
Common Stock	3-21-00	S		20,000	D	\$17.00			
Common Stock	3-21-00	S		10,000	D	\$16.1875	135,964	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

(Print or Type Responses)

(Over)

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

Explanation of Responses:

(1) Vested over four year period from the date of grant.

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/ AJAY MEHRA

4-10-00

**Signature of Reporting Person

Date

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

