

OSI SYSTEMS, INC.

CHARTER OF THE TECHNOLOGY COMMITTEE OF THE BOARD OF DIRECTORS

Purpose

The purpose of the Technology Committee of the Board of Directors (the “Board”) of OSI Systems, Inc. (the “Company”) shall be to evaluate and make recommendations to the Board regarding technology-related matters, and such other duties as the Board may from time to time prescribe.

Membership

The Technology Committee shall be composed of two or more non-management members of the Board. The Board shall appoint the members and may designate one of the Technology Committee members to be the chairman of the Technology Committee. Each member of the Technology Committee shall serve until such member’s successor is duly appointed or until such member’s earlier resignation or removal. The members of the Technology Committee may be removed from the Committee, with or without cause, by a majority vote of the Board.

The Technology Committee may delegate any of its responsibilities to subcommittees as the Technology Committee may deem appropriate in its sole discretion.

Meetings

The Technology Committee shall meet as often as it deems appropriate to fulfill the responsibilities set forth in this Charter.

Access and Resources

The Technology Committee shall have direct access to, and open communication with, senior management and may obtain advice and assistance from internal legal, accounting, and other advisors to assist it. While carrying out its responsibilities, the Technology Committee is entitled to rely on findings of fact, reports, opinions and advice of management as well as legal, accounting and other advisors retained by the Company. The Technology Committee may retain, when appropriate, independent technology experts, legal, accounting, and other advisors to assist it, and may determine the compensation of such advisors. The Company shall be responsible for any costs or expenses so incurred.

Responsibilities

Outlined below are certain continuing responsibilities that the Technology Committee shall fulfill in effecting its purpose as stated in this Charter. This list of responsibilities is presented for illustrative purposes and is not intended to be exhaustive. The Technology Committee may conduct additional activities as appropriate in light of changing technological, business,

financial, legislative, regulatory, legal or other conditions. The Technology Committee shall also fulfill other responsibilities delegated to it from time to time by the Board.

1. Review and make recommendations to the Board regarding significant technology investments in support of the Company's technology strategy.
2. Review the Company's risk exposure related to technology matters, as well as the Company's processes for monitoring and mitigating such risks.
3. Review the Company's technology competitiveness, including its research and development programs and intellectual property portfolio.
4. Review and discuss significant emerging technology issues, trends and opportunities.
5. Report regularly to the Board of Directors.
6. Maintain minutes or other records of meetings and activities of the Technology Committee.