

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

☐ 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

|        |         |          |
|--------|---------|----------|
| Good   | Steven  | C.       |
| (Last) | (First) | (Middle) |

c/o OSI Systems, Inc.  
12525 Chadron Avenue

|           |            |       |
|-----------|------------|-------|
| (Street)  |            |       |
| Hawthorne | California | 90250 |
| -----     |            |       |
| (City)    | (State)    | (Zip) |

|                                             |                          |
|---------------------------------------------|--------------------------|
| 2. Issuer Name and Ticker or Trading Symbol | OSI Systems, Inc. (OSIS) |
|---------------------------------------------|--------------------------|

3. IRS or Social Security Number of Reporting Person (Voluntary) 000-00-0000

4. Statement for Month/Year November 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)

[illegible]

| 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                    | 11-5-97                              | S                              |                                                                   | 13,917 | D          | \$13.50                                                                     | 1,687                                                    | D                                          |

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)--CONTINUED

### Explanation of Responses:

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/ Steven Good                 | 1/8/98 |
| -----                           | -----  |
| **Signature of Reporting Person | Date   |

