

OMB APPROVAL

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FORM 4

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\*

Chopra

Deepak

(Last)

(First)

(Middle)

c/o OSI Systems, Inc.

12525 Chadron Ave

(Street)

Hawthorne,

CA

90250

(City)

(State)

(Zip)

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

3. I.R.S. or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year 3/02

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

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

X Director

X Officer

\_\_\_ 10% Owner

\_\_\_ Other

--- (give title below)

--- (specify below)

President, CEO

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

\_\_\_ 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. Trans- action Date (Month/ Day/ Year)	3. Trans- action 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. Owner- ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of In- direct Bene- ficial Owner- ship (Instr. 4)
		Code	V	Amount	(A) or (D)	Price		
Common Stock	3-18-02	S		84,619	D	\$25.56	D	
	3-19-02	S		19,000	D	\$25.51	600,440	D
	3-18-02	S		42,000	D	\$25.56	I	By Children
	3-19-02	S		17,902	D	\$25.51	400,000	I
								Trust

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:

/s/ Deepak Chopra 3/20/01

\*\*Signature of Reporting Person                      Date

\*\* 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.