

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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Form 5

ANNUAL 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

☐ Check box if no longer  
subject to Section 16. Form 4 or  
Form 5 obligations may  
continue. See Instruction 1(b).  
☐ Form 3 Holdings Reported  
☐ Form 4 Transactions  
Reported

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
VISHWANATHAN, CHAND			OSI SYSTEMS, INC. (OSIS)		X Director _ 10% Owner _ Officer (give title below) _ Other (specify below)
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year	
C/O OSI SYSTEMS, INC 12525 CHADRON AVENUE				6/02	
(Street)				5. If Amendment, Date of Original (Month/Year)	7. Individual or Joint/Group Filing (Check Applicable Line) X Form Filed by One Reporting Person _ Form Filed by More than One Reporting Person
HAWTHORNE, CA		90250			
(City)		(State)	(Zip)		

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 the end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Amount	(A) or (D)	Price			

\* If the form is filed by more than one reporting person, see instruction 4(b)(v). (Print or Type Responses)

[illegible]

Explanation of Responses:

\* VEST OVER A PERIOD OF THREE YEARS FROM THE DATE OF THE GRANT

/Sd/ 8/10/02

/Sd/ 8/10/02

\_\_\_\_\_  
 \*\*Signature of Reporting Person (Date)

\_\_\_\_\_  
 \*\*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 is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number