OSI SYSTEMS INC Form 4 July 25, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

3235-0287 Number:

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Check this box

Form 5 obligations may continue. See Instruction

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(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Feinberg David T

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

(Last)

(City)

Stock

(First)

(Street)

(State)

07/24/2014

(Middle)

(Zip)

OSI SYSTEMS INC [OSIS] 3. Date of Earliest Transaction

(Month/Day/Year) 07/24/2014

_X__ Director Officer (give title

10% Owner Other (specify

12525 CHADRON AVE

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line) _X_ Form filed by One Reporting Person

D

Form filed by More than One Reporting Person

below)

Filed(Month/Day/Year)

HAWTHORNE, CA 90250

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

1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities	S	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	onAcquired (A	A) or	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	de Disposed of (D)		Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)		Owned	Indirect (I)	Ownership
						Following	(Instr. 4)	(Instr. 4)
					A >	Reported		
					A)	Transaction(s)		
			Code V		or D) Price	(Instr. 3 and 4)		
			Couc v	Amount (D) THEC			Caa
Common						10		See
Stock						10	1	Footnote 1
310411								<u>(1)</u>
Common				2,700				
Common	07/24/2014		٨	2,700 A	40	15 400	D	

(2)

A

\$0

15,400

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

Α

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration		or		
					Exercisable	Date	Title Number				
				C 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
r-	Director	10% Owner	Officer	Other			
Feinberg David T							
12525 CHADRON AVE	X						

12525 CHADRON AVE HAWTHORNE, CA 90250

Signatures

/s/ David T. 07/25/2014 Feinberg Date

**Signature of Reporting Person

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Shares purchased by Ryan Feinberg, Son
- Shares are restricted stock units issued to the Reporting Person pursuant to the OSI Systems, Inc. 2012 Incentive Award Plan vesting **(2)** annually over four years.

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.

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