

OSI SYSTEMS INC  
Form 8-K  
January 29, 2009  
**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(D) OF  
THE SECURITIES EXCHANGE ACT OF 1934**

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED): JANUARY 29, 2009

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**OSI SYSTEMS, INC.**  
**(EXACT NAME OF REGISTRANT SPECIFIED IN CHARTER)**

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|---|-------------------------------------|--|
| <b>CALIFORNIA</b>   | <b>000-23125</b>                    | <b>330238801</b>                             |
| <b>(STATE OR OTHER<br/>JURISDICTION<br/>OF INCORPORATION)</b> | <b>(COMMISSION FILE<br/>NUMBER)</b> | <b>(IRS EMPLOYER IDENTIFICATION<br/>NO.)</b> |
| <b>12525 CHADRON AVENUE<br/>HAWTHORNE, CA 90250</b>           |                                     |  |
| <b>(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES) (ZIP CODE)</b>    |                                     |  |
| <b>(310) 978-0516</b>   |                                     |  |
| <b>(REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE)</b>   |                                     |  |

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 2.02. Results of Operations and Financial Condition.**

On January 29, 2009, we issued a press release announcing our financial results for the second quarter and first half of fiscal 2009. A copy of the press release is attached hereto as Exhibit 99.1 and incorporated herein in its entirety by this reference.

We are furnishing the information contained in this Item 2.02 (including Exhibit 99.1). It shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall it be deemed to be incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended.

**Item 9.01. Financial Statements and Exhibits.**

*(d) Exhibits*

Exhibit 99.1: Press Release of OSI Systems, Inc., dated January 29, 2009.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

OSI SYSTEMS, INC.

Date: January 29, 2009

By: /s/ Alan Edrick  
Alan Edrick  
Chief Financial Officer

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**EXHIBIT INDEX**

**Exhibit  
Number Description**

99.1 Press Release of OSI Systems, Inc., dated January 29, 2009.