

OSI SYSTEMS INC  
Form 8-K  
November 16, 2012

**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) **NOVEMBER 15, 2012**

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**OSI SYSTEMS, INC.**

(EXACT NAME OF REGISTRANT SPECIFIED IN CHARTER)

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**DELAWARE**  
(STATE OR OTHER JURISDICTION  
OF INCORPORATION)

**000-23125**  
(COMMISSION  
FILE NUMBER)

**330238801**  
(IRS EMPLOYER  
IDENTIFICATION NO.)

**12525 CHADRON AVENUE**

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HAWTHORNE, CA 90250

(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES) (ZIP CODE)

(310) 978-0516

(REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE)

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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 8.01. Other Events**

On November 15, 2012, OSI Systems, Inc. responded to media reports regarding testing of its Advanced Imaging Technology (AIT) systems by the U.S. Transportation Security Administration ( TSA ) and a show cause letter that its Security division, Rapiscan Systems, received from the TSA on November 9, 2012. The letter, which pertains to a privacy system that Rapiscan was developing under a contract for the TSA, alleges that Rapiscan did not disclose issues related to the development process in a timely or complete manner.

In connection with its response, the Company issued a press release stating that Rapiscan did not falsify test data or engage in fraudulent conduct. A copy of the press release is attached hereto as Exhibit 99.1.

The Company continues to work closely with the TSA and, while there can be no assurance, believes that the matter is likely to be resolved in the near future.

**Item 9.01. Financial Statements and Exhibits**

**(d) Exhibits.**

**99.1** Press Release of OSI Systems, Inc. dated November 15, 2012

**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.

Date: November 15, 2012

OSI SYSTEMS, INC.

By:

/s/ Alan Edrick  
Alan Edrick  
Chief Financial Officer

**EXHIBIT INDEX**

| <b>Exhibit No.</b> | <b>Description</b>   |
|--------------------|--|
| 99.1               | Press Release of OSI Systems, Inc. dated November 15, 2012 |