



IMPORTANT ANNUAL MEETING INFORMATION



Using a black ink pen, mark your votes with an X as shown in this example. Please do not write outside the designated areas.



Annual Meeting Proxy Card

PLEASE FOLD ALONG THE PERFORATION, DETACH AND RETURN THE BOTTOM PORTION IN THE ENCLOSED ENVELOPE.

A Proposals — The Board of Directors recommends a vote FOR all the nominees listed and FOR Proposals 2, 3 and 4.

1. To elect the following seven (7) persons directors to serve on the Company's Board of Directors and hold office until their respective successors are duly elected and qualified:



	For	Withhold		For	Withhold		For	Withhold
01 - Lee-Lean Shu, Chairman of the Board, President and Chief Executive Officer, GSI Technology, Inc.	<input type="checkbox"/>	<input type="checkbox"/>	02 - Jack A. Bradley, Partner, David Powell Financial Services	<input type="checkbox"/>	<input type="checkbox"/>	03 - E. Thomas Hart, Non-executive Chairman of the Board, QuickLogic Corporation	<input type="checkbox"/>	<input type="checkbox"/>
04 - Haydn Hsieh, Chairman and Chief Strategy Officer, Wistron NeWeb Corp.	<input type="checkbox"/>	<input type="checkbox"/>	05 - Ruey L. Lu, President, EMPIA Technology	<input type="checkbox"/>	<input type="checkbox"/>	06 - Arthur O. Whipple, North American President, ABBYY USA Software House, Inc.	<input type="checkbox"/>	<input type="checkbox"/>
07 - Robert Yau, Vice President, Engineering, GSI Technology, Inc.	<input type="checkbox"/>	<input type="checkbox"/>						

2. To ratify the appointment of BDO USA, LLP as the independent registered public accounting firm for the Company for the fiscal year ending March 31, 2019.

For Against Abstain

3. To approve the compensation of the executive officers named in the Summary Compensation Table, as disclosed in the proxy statement for the annual meeting.

For Against Abstain

4. To transact such other business as may properly come before the meeting or any adjournment or postponement of the meeting.

For Against Abstain

WHETHER OR NOT YOU PLAN TO ATTEND THE MEETING IN PERSON, YOU ARE URGED TO SIGN AND PROMPTLY MAIL THIS PROXY IN THE RETURN ENVELOPE SO THAT YOUR STOCK MAY BE REPRESENTED AT THE MEETING.

B Authorized Signatures — This section must be completed for your vote to be counted. — Date and Sign Below

Please sign exactly as name(s) appears hereon. Joint owners should each sign. When signing as attorney, executor, administrator, corporate officer, trustee, guardian, or custodian, please give full title.

Date (mm/dd/yyyy) — Please print date below.

Signature 1 — Please keep signature within the box.

Signature 2 — Please keep signature within the box.

Signature box 1 (containing slashes)

Signature box 2

Signature box 3



▼ PLEASE FOLD ALONG THE PERFORATION, DETACH AND RETURN THE BOTTOM PORTION IN THE ENCLOSED ENVELOPE. ▼

Proxy — GSI TECHNOLOGY, INC.

Proxy for the Annual Meeting of Stockholders

To be held on August 28, 2018

Solicited by the Board of Directors

The annual meeting of stockholders will be held on Tuesday, August 28, 2018 at 2:00 P.M. PDT at DLA Piper US LLP, 2000 University Avenue, East Palo Alto, CA 94303-2248.

The undersigned hereby appoints Lee-Lean Shu and Douglas Schirle, and each of them, with full power of substitution, as proxies and attorneys-in-fact to represent the undersigned and to vote all of the shares of stock in GSI Technology, Inc., a Delaware corporation (the "Company"), which the undersigned is entitled to vote at the Annual Meeting of Stockholders of the Company to be held at DLA Piper US LLP, 2000 University Avenue, East Palo Alto, CA 94303-2248 on Tuesday, August 28, 2018 at 2:00 P.M. PDT, and at any adjournment or postponement thereof (1) as hereinafter specified upon the proposals listed on the reverse side and as more particularly described in the Proxy Statement of the Company dated July 20, 2018 (the "Proxy Statement"), receipt of which is hereby acknowledged, and (2) in their discretion upon such other matters as may properly come before the meeting.

IMPORTANT NOTICE REGARDING THE AVAILABILITY OF PROXY MATERIALS FOR THE ANNUAL MEETING OF STOCKHOLDERS TO BE HELD ON AUGUST 28, 2018: A complete set of proxy materials relating to our annual meeting is available on the Internet. These materials, consisting of the notice of annual meeting, proxy statement, proxy card and annual report to stockholders, may be viewed at <http://ir.gsitechnology.com/proxy-materials>.

THE SHARES REPRESENTED HEREBY WILL BE VOTED AS SPECIFIED. IF NO SPECIFICATION IS MADE, SUCH SHARES SHALL BE VOTED FOR THE ELECTION OF THE NOMINEES LISTED ON THE REVERSE SIDE FOR THE BOARD OF DIRECTORS AND FOR PROPOSALS 2, 3 AND 4.

SEE REVERSE SIDE

SEE REVERSE SIDE