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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APP	PROVAL
MB Number	3235-028

- 1		
	OMB Number:	3235-0287
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	hours per response:	0.5

		n*	2. Issuer Name and Ticker or Trading Symbol <u>GSI TECHNOLOGY INC</u> [ GSIT ]		tionship of Reporting Pers all applicable) Director	son(s) to Issuer 10% Owner
				x	Officer (give title	Other (specify
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		below)	below)
GSI TECHNOL	( )	(,	05/02/2018		VP, Taiwan Ope	erations
6F-1, NO. 30, TA	AI-YUAN STREE	Т				
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	idual or Joint/Group Filing	g (Check Applicable
(Street)				Line)		
. ,		20200		X	Form filed by One Rep	orting Person
CHU PEI CITY	F5	30288			Form filed by More that Person	o One Reporting
(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)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code ( 8)	action (Instr.	on Disposed Of (D) (Instr. 3, 4 and 5) tr.			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	05/02/2018		М		10,000	A	\$4.3	922,500	I	Self as Co- Trustee for Yau Revocable Trust
Common Stock	05/02/2018		S <sup>(1)</sup>		10,000	D	\$7.5789 <sup>(2)</sup>	912,500	I	Self as Co- Trustee for Yau Revocable Trust
Common Stock	05/03/2018		М		4,590	A	\$4.3	917,090	I	Self as Co- Trustee for Yau Revocable Trust
Common Stock	05/03/2018		S <sup>(1)</sup>		4,590	D	\$7.2681 <sup>(3)</sup>	912,500	I	Self as Co- Trustee for Yau Revocable Trust

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		of Deri Sec Acq (A) ( Disp of (I	umber vative urities uired or oosed D) (Instr. and 5)	Expiration Date (Month/Day/Year)		te of Securities		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to buy)	\$4.3	05/02/2018		М			10,000	01/13/2012	05/12/2018	Common Stock	10,000	\$0	10,625	D	
Stock Option (right to buy)	\$4.3	05/03/2018		М			4,590	01/13/2012	05/12/2018	Common Stock	4,590	\$0	6,035	D	

Explanation of Responses:

1. The reported sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 21, 2018.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$7.53 to \$7.60, inclusive. The reporting person undertakes to provide to Issuer, any security holder of Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (2) to this Form 4.

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$7.25 to \$7.30, inclusive. The reporting person undertakes to provide to Issuer, any security holder of Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (3) to this Form 4.

**Remarks:** 

## /s/ Douglas Schirle, Attorney-

in-Fact

05/04/2018

\*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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