FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average burden									
hours ner resnonse.	0.5								

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

1. Name and Address of Reporting Person*  Hsieh Hong-Po					2. Issuer Name and Ticker or Trading Symbol GSI TECHNOLOGY INC [ GSIT ]										all application	cable)	g Per	son(s) to Iss 10% Ov Other (s	vner
(Last) (First) (Middle) 20 PARK AVE. II				3. Date of Earliest Transaction (Month/Day/Year) 11/02/2020										below)			below)	specify	
HSINCHU SCIENCE PARK					4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street) HSINCHU 308 F5												X Form filed by One Reporting Person  Form filed by More than One Reporting Person							
(City)	(Si	tate) (	(Zip)																
		Tab	le I - Non-I	Derivat	tive	Sec	uritie	s Ac	quired,	Disp	posed o	of, or Be	nefici	ally	Owned	ı			
1. Title of Security (Instr. 3)  2. Transac Date (Month/Da					Execution Date,		, Transaction Disposed Code (Instr. 5)			ities Acquir d Of (D) (Ins		4 and Securiti		es Formalist Following (I)		n: Direct r Indirect istr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
							Code	v	Amount	(A) or (D)		,	Transact (Instr. 3	ction(s)			,iiisu. 4)		
	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 Da if any (Month/Day/Y	Co	Transacti Code (Ins				6. Date Exercisa Expiration Date (Month/Day/Yea		Amount Securiti Underly Derivati		Title and mount of securities laderlying lerivative Security lnstr. 3 and 4)		Price of privative ecurity estr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	Ownersi Form: Direct (Dor Indire (I) (Instr.	Ownership	Beneficial Ownership ct (Instr. 4)
				Co	ode \	v	(A)	(D)	Date Exercisable		xpiration ate	Title	Amoun or Numbe of Shares						
Stock Option (right to buy)	\$6.18	11/02/2020		Α	۸.		8,495		(1)	1	1/02/2030	Common Stock	8,495		\$0	8,495		D	

## Explanation of Responses:

1. Subject to the Reporting Person's continued service to the Issuer, the option vests and becomes 100% exercisable on August 15, 2021.

## Remarks:

/s/ Douglas Schirle, Attorneyin-Fact

11/03/2020

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.