## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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|--|--------------|----------|--|---------|--|------------------------|--|--|--|
| 1 I. Nume and Address of Reporting Leson |              |          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol GSI TECHNOLOGY INC [ GSIT ] |         | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable) |                        |  |  |  |
| Lu Ruey-                                 |              |          |  | X       | Director   | 10% Owner              |  |  |  |
| ,  |              |          | —  | _       | Officer (give title  | Other (specify         |  |  |  |
| (Last)                                   | (First)      | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)                               |         | below)   | below)                 |  |  |  |
| EMDIA TEC                                | CHNOLOGY COI | חח       | 11/10/2017   |         |  |                        |  |  |  |
|  |              | KP.      |  |         |  |                        |  |  |  |
| 2600 AUGU                                | JSTINE DRIVE |          | 4. If Amandment, Data of Original Filed (Manth/Day/Waar)                       | C India | vidual ar laint/Crown Fil  | ing (Chaoli Applicable |  |  |  |
|  |              |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)                       | Line)   | vidual or Joint/Group Fil  | іпд (Спеск Арріїсаріе  |  |  |  |
| (Street)                                 |              |          |  | X       | Form filed by One Re   | eporting Person        |  |  |  |
| SANTA CL                                 | ARA CA       | 95054    |  |         | Form filed by More th<br>Person  | an One Reporting       |  |  |  |
| (City)                                   | (State)      | (Zip)    |  |         |  |                        |  |  |  |

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Code ( | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and<br>5) |        |               | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |   |
|---------------------------------|--|---|--------|---|--------|---------------|---|---|---|---|
|                                 |  |   | Code   | v   | Amount | (A) or<br>(D) | Price   | Transaction(s)<br>(Instr. 3 and 4)                                |   | ( |
| Common Stock                    | 11/10/2017                                 |   | М      |   | 5,000  | Α             | <b>\$</b> 3.81  | 10,000  | D   |   |

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of  |       | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|-----|-------|--|--------------------|--|--|---|--|--|--|
|   |   |  |   | Code                         | v | (A) | (D)   | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Stock<br>Option<br>(right to<br>buy)                | \$3.81  | 11/10/2017                                 |   | М                            |   |     | 5,000 | 08/15/2009   | 08/28/2018         | Common<br>Stock  | 5,000                                  | \$0   | 0  | D  |  |

Explanation of Responses:

**Remarks:** 

#### <u>/s/ Douglas Schirle, Attorney-</u> in-Fact

11/14/2017

\*\* 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.