

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

<b>1. Name and Address of Reporting Person*</b> <u>Wu Bor-Tay</u>  (Last) (First) (Middle) <u>GSI TECHNOLOGY, INC.</u> <u>6F-1, NO. 30, TAI-YUAN STREET</u>  (Street) <u>CHU PEI F5 30288</u> <u>CITY</u>  (City) (State) (Zip)	<b>2. Date of Event Requiring Statement (Month/Day/Year)</b> <u>03/28/2007</u>	<b>3. Issuer Name and Ticker or Trading Symbol</b> <u>GSI TECHNOLOGY INC [ GSIT ]</u>  <b>4. Relationship of Reporting Person(s) to Issuer (Check all applicable)</b> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>VP, Taiwan Operations</u>  <b>5. If Amendment, Date of Original Filed (Month/Day/Year)</b> <u>03/28/2007</u>  <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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### Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common Stock</u>	<u>412,500</u>	<u>D</u>	

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<u>Series A Preferred Stock</u>	<u>(1)</u>	<u>(2)</u>	<u>Common Stock</u>	<u>500,000</u>	<u>(3)</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>(4)(16)</u>	<u>03/27/2010</u>	<u>Common Stock</u>	<u>20,625</u>	<u>2</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>(5)(16)</u>	<u>03/27/2010</u>	<u>Common Stock</u>	<u>20,625</u>	<u>2</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>(6)(16)</u>	<u>05/25/2010</u>	<u>Common Stock</u>	<u>18,518</u>	<u>5.4</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>(7)(16)</u>	<u>05/25/2010</u>	<u>Common Stock</u>	<u>2,107</u>	<u>5.4</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>(8)(16)</u>	<u>07/15/2013</u>	<u>Common Stock</u>	<u>20,625</u>	<u>2.1</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>(9)(16)</u>	<u>07/15/2013</u>	<u>Common Stock</u>	<u>20,625</u>	<u>2.1</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>(10)(16)</u>	<u>11/21/2016</u>	<u>Common Stock</u>	<u>18,181</u>	<u>5.5</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>(11)(16)</u>	<u>11/21/2016</u>	<u>Common Stock</u>	<u>18,181</u>	<u>5.5</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>(12)(16)</u>	<u>11/21/2016</u>	<u>Common Stock</u>	<u>18,181</u>	<u>5.5</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>(13)(16)</u>	<u>11/21/2016</u>	<u>Common Stock</u>	<u>2,444</u>	<u>5.5</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>(14)(16)</u>	<u>11/21/2016</u>	<u>Common Stock</u>	<u>2,444</u>	<u>5.5</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>(15)(16)</u>	<u>11/21/2016</u>	<u>Common Stock</u>	<u>2,444</u>	<u>5.5</u>	<u>D</u>	

**Explanation of Responses:**

1. Immediately
2. Not applicable
3. Each outstanding share of the Issuer's preferred stock will automatically be converted into one share of the Issuer's common stock immediately prior to the closing of a firm commitment underwritten public offering.
4. Option for 20,625 shares was granted on March 27, 2000, and vests and becomes exercisable at the rate of 100% on January 13, 2003.
5. Option for 20,625 shares was granted on March 27, 2000, and vests and becomes exercisable at the rate of 100% on January 13, 2004.
6. Option for 18,518 shares was granted on May 25, 2001, and vests and becomes exercisable at the rate of 100% on January 13, 2005.
7. Option for 2,107 shares was granted on May 25, 2001, and vests and becomes exercisable at the rate of 100% on January 13, 2005.
8. Option for 20,625 shares was granted on July 15, 2003, and vests and becomes exercisable at the rate of 100% on January 13, 2006.
9. Option for 20,625 shares was granted on July 15, 2003, and vests and becomes exercisable at the rate of 100% on January 13, 2007.
10. Option for 18,181 shares was granted on November 21, 2006, and vests and becomes exercisable at the rate of 100% on January 13, 2008.
11. Option for 18,181 shares was granted on November 21, 2006, and vests and becomes exercisable at the rate of 100% on January 13, 2009.
12. Option for 18,181 shares was granted on November 21, 2006, and vests and becomes exercisable at the rate of 100% on January 13, 2010.
13. Option for 2,444 shares was granted on November 21, 2006, and vests and becomes exercisable at the rate of 100% on January 13, 2008.
14. Option for 2,444 shares was granted on November 21, 2006, and vests and becomes exercisable at the rate of 100% on January 13, 2009.

15. Option for 2,444 shares was granted on November 21, 2006, and vests and becomes exercisable at the rate of 100% on January 13, 2010.

16. This amended Form 3 is being filed to correct the description of vesting, which was incorrectly reported on the Form 3 originally filed on March 28, 2007.

**Remarks:**

Caroline Y. Wu, Attorney-in-Fact

04/03/2007

\*\* 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 5 (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.

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