

GSI TECHNOLOGY INC  
Form 8-K  
November 13, 2008

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## Form 8-K

### CURRENT REPORT Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 13, 2008

## GSI Technology, Inc.

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation)

**000-33387**  
(Commission File No.)

**77-0398779**  
(I.R.S. Employer Identification  
No.)

**2360 Owen Street**  
**Santa Clara, California 95054**  
(Address of principal executive offices)

Registrant's telephone number, including area code:  
**(408) 980-8388**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01 Other Events.**

On November 13, 2008, GSI Technology (the Company ) announced that its Board of Directors had adopted a program to repurchase, at management's discretion, shares of the Company's common stock having an aggregate purchase price of up to \$10 million. A copy of the Company's press release announcing the repurchase program is attached hereto as Exhibit 99.1 and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

The following exhibit is attached hereto:

| <b>Exhibit<br/>Number</b> | <b>Description</b>                    |
|---------------------------|---------------------------------------|
| 99.1                      | Press Release dated November 13, 2008 |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: November 13, 2008

GSI Technology, Inc.

By:

*/s/ Douglas M. Schirle*  
**Douglas M. Schirle**  
**Chief Financial Officer**