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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934  
(Amendment No. 16)\*

**GSI Technology, Inc.**

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(Name of Issuer)

**Common Stock**

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(Title of Class of Securities)

**36241U106**

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(CUSIP Number)

**12/31/2024**

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(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

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SCHEDULE 13G

CUSIP No. 36241U106

Names of Reporting Persons

1

Lee-Lean Shu

Check the appropriate box if a member of a Group (see instructions)

2

- (a)  
 (b)

3

Sec Use Only

Citizenship or Place of Organization

4

CALIFORNIA

|  |   |
|--|---|
|  | Sole Voting Power   |
| 5  | 2,882,417.00  |
| Number of Shares Beneficially Owned by Each Reporting Person With: | Shared Voting Power   |
| 6  | 621,885.00  |
|  | Sole Dispositive Power  |
| 7  | 2,882,417.00  |
|  | Shared Dispositive Power  |
| 8  | 621,885.00  |
| 9  | Aggregate Amount Beneficially Owned by Each Reporting Person                            |
|  | 3,504,302.00  |
| 10   | Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) |
|  | <input type="checkbox"/>  |
| 11   | Percent of class represented by amount in row (9)                                       |
|  | 13.2 %  |
| 12   | Type of Reporting Person (See Instructions)   |
|  | IN  |

**Comment for Type of Reporting Person:** Sole Voting and Dispositive Powers Include (i) 1,982,417 shares owned directly and (ii) options to purchase 900,000 shares of Common Stock that are exercisable within 60 days of December 31, 2024. Shared Voting and Dispositive Powers Include (i) 13,600 shares held by Mr. Shu's children, (ii) 530,939 shares held by Mr. Shu's spouse, and (iii) 77,346 shares of Common Stock issuable upon exercise of options held by his spouse that are exercisable within 60 days of December 31, 2024. Mr. Shu disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

## SCHEDULE 13G

### Item 1.

Name of issuer:

(a) GSI Technology, Inc.

Address of issuer's principal executive offices:

(b) 1213 Elko Drive Sunnyvale, CA, 94089

### Item 2.

Name of person filing:

(a) Lee-Lean Shu

Address or principal business office or, if none, residence:

(b) 1213 Elko Drive, Sunnyvale, CA 94089

Citizenship:

(c) CA

Title of class of securities:

(d) Common Stock

CUSIP No.:

(e) 36241U106

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

(a)  Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);

(b)  Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);

- (c)  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d)  Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e)  An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h)  A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i)  A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j)  A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:
- (k)  Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4. Ownership

Amount beneficially owned:

(a) 3,504,302

Percent of class:

(b) 13.2 %

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

2,882,417

(ii) Shared power to vote or to direct the vote:

621,885

(iii) Sole power to dispose or to direct the disposition of:

2,882,417

(iv) Shared power to dispose or to direct the disposition of:

621,885

Item 5. Ownership of 5 Percent or Less of a Class.

Item 6. Ownership of more than 5 Percent on Behalf of Another Person.

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not Applicable

Item 8. Identification and Classification of Members of the Group.

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certifications:

Not Applicable

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Lee-Lean Shu

Signature: Lee-Lean Shu

Name/Title: Lee-Lean Shu

Date: 01/15/2025