Hsing Michael Form 4 February 18, 2011

# FORM 4

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** 

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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obligations

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Hsing Michael				2. Issuer Name <b>and</b> Ticker or Trading Symbol MONOLITHIC POWER SYSTEMS INC [MPWR]			5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
	(Last)	(First) (I	Middle)	3. Date of Earliest Transaction			_X_ Director		Owner	
6409 GUADALUPE MINES ROAD				(Month/Day/Year) 02/18/2011				X Officer (give title Other (specify below) CEO		
(Street)				4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check		
SAN JOSE, CA 95120				Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
	(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative S	Securities Acq	uired, Disposed of	f, or Beneficial	lly Owned
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any		3. Transaction Code (Instr. 8)	or(A) or Dis (Instr. 3, 4	ies Acquired sposed of (D) 4 and 5)  (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)

(msu. 3)		(Month/Day/Year)	(Instr. 8)	Amount	(A) or (D)	Price	Owned Following Reported Transaction(s) (Instr. 3 and 4)	(D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common Stock	02/18/2011		M	240,000 (1)	A	\$ 5	692,105	D	
Common Stock							498,566	I	By Jointly w/Spouse
Common Stock							133,040	I	By S. Hsing 04 Trust
Common Stock							133,040	I	by M Hsing 04 Trust

#### Edgar Filing: Hsing Michael - Form 4

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

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(9-02)

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 Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Y	Expiration Date		7. Title and Am Underlying Sect (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	A N Sl	
Non-Qualified Stock Option (right to buy)	\$ 5	02/18/2011		M	240,000	01/13/2005	01/13/2014	Common Stock	2	

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
<u>.</u>	Director	10% Owner	Officer	Other			
Hsing Michael 6409 GUADALUPE MINES ROAD SAN JOSE, CA 95120	X		CEO				

# **Signatures**

By: Saria Tseng For: Michael 02/18/2011 Hsing

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- 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).
- Represents vested shares acquired through the cash exercise of a stock option in compliance with the Company's Insider Trading Compliance Program.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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