

MONOLITHIC POWER SYSTEMS INC
 Form 4
 September 28, 2007

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL
 OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|---|---------|----------|---|---|
| 1. Name and Address of Reporting Person * Moyer James C | | | 2. Issuer Name and Ticker or Trading Symbol MONOLITHIC POWER SYSTEMS INC [MPWR] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief IC Design Engineer |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 09/27/2007 | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
| 6409 GUADALUPE MINES ROAD (Street) | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | |
| SAN JOSE, CA 95120 (City) (State) (Zip) | | | | |

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---------|---|----------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 09/27/2007 | | S(1) | | 100 | D | \$ 24.96 | 297,210 | I | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | | S(1) | | 100 | D | \$ 25.23 | 297,110 | I | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | | S(1) | | 300 | D | \$ 25.24 | 296,810 | I | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | | S(1) | | 100 | D | \$ 25.26 | 296,710 | I | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | | S(1) | | 200 | D | \$ 25.27 | 296,510 | I | by Moyer FamilyTrust |

Edgar Filing: MONOLITHIC POWER SYSTEMS INC - Form 4

| | | | | | | | | |
|--------------|------------|-------------|-----|---|----------|---------|---|----------------------|
| Common Stock | 09/27/2007 | <u>S(1)</u> | 300 | D | \$ 25.28 | 296,210 | I | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | <u>S(1)</u> | 300 | D | \$ 25.3 | 295,910 | I | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | <u>S(1)</u> | 400 | D | \$ 25.31 | 295,510 | I | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | <u>S(1)</u> | 100 | D | \$ 25.32 | 295,410 | I | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | <u>S(1)</u> | 400 | D | \$ 25.33 | 295,010 | I | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | <u>S(1)</u> | 900 | D | \$ 25.34 | 294,110 | I | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | <u>S(1)</u> | 100 | D | \$ 25.35 | 294,010 | I | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | <u>S(1)</u> | 100 | D | \$ 25.36 | 293,910 | I | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | <u>S(1)</u> | 400 | D | \$ 25.37 | 293,510 | I | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | <u>S(1)</u> | 200 | D | \$ 25.38 | 293,310 | I | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | <u>S(1)</u> | 100 | D | \$ 25.4 | 293,210 | I | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | <u>S(1)</u> | 100 | D | \$ 25.41 | 293,110 | I | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | <u>S(1)</u> | 100 | D | \$ 25.45 | 293,010 | I | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | <u>S(1)</u> | 95 | D | \$ 25.55 | 292,915 | I | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | <u>S(1)</u> | 105 | D | \$ 25.56 | 292,810 | I | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | <u>S(1)</u> | 800 | D | \$ 25.57 | 292,010 | I | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | <u>S(1)</u> | 300 | D | \$ 25.58 | 291,710 | I | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | <u>S(1)</u> | 806 | D | \$ 25.59 | 290,904 | I | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | <u>S(1)</u> | 994 | D | \$ 25.6 | 289,910 | I | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | <u>S(1)</u> | 400 | D | \$ 25.61 | 289,510 | I | by Moyer FamilyTrust |
| | 09/27/2007 | <u>S(1)</u> | 200 | D | | 289,310 | I | |

Edgar Filing: MONOLITHIC POWER SYSTEMS INC - Form 4

| | | | | | | | | | |
|--------------|------------|------------------|-----|---|----------|---------|---|--|----------------------|
| Common Stock | | | | | \$ 25.62 | | | | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | S ⁽¹⁾ | 100 | D | \$ 25.64 | 289,210 | I | | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | S ⁽¹⁾ | 600 | D | \$ 25.66 | 288,610 | I | | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | S ⁽¹⁾ | 200 | D | \$ 25.67 | 288,410 | I | | by Moyer FamilyTrust |
| Common Stock | 09/27/2007 | S ⁽¹⁾ | 200 | D | \$ 25.68 | 288,210 | I | | by Moyer FamilyTrust |

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

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 control number.

SEC 1474
(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 Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Moyer James C 6409 GUADALUPE MINES ROAD SAN JOSE, CA 95120 | X | | Chief IC Design Engineer | |

Signatures

By: Rick Neely For: James Moyer
09/28/2007

**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).
- (1) In accordance with the reporting person's 10b5-1 trading plan.

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.