Moyer James C Form 4 April 21, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Check this box if no longer subject to Section 16.

Form 4 or

Form 5 obligations may continue. See Instruction **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(b).

(Last)

(City)

1.Title of

Security

(Instr. 3)

Common

Common

Stock

Stock

1. Name and Address of Reporting Person *

Moyer James C

(First) (Middle)

6409 GUADALUPE MINES ROAD

(Street)

(State)

(Month/Day/Year)

SAN JOSE, CA 95120

2. Transaction Date 2A. Deemed

(Zip)

2. Issuer Name and Ticker or Trading

Symbol

MONOLITHIC POWER SYSTEMS INC [MPWR]

3. Date of Earliest Transaction (Month/Day/Year)

04/21/2008

3.

Code

 $S^{(1)}$

 $S^{(1)}$

 $S^{(1)}$

 $S^{(1)}$

(Instr. 8)

4. If Amendment, Date Original

Filed(Month/Day/Year)

Table I - Non-Derivative Securities A

4. Securities Acquired

(Instr. 3, 4 and 5)

Transaction(A) or Disposed of (D)

700

100

(A) Code V Amount (D) Common $S^{(1)}$ 04/21/2008 3,124 D Stock

Execution Date, if

(Month/Day/Year)

04/21/2008 04/21/2008

Common 04/21/2008 Stock

Common 04/21/2008 Stock

\$ 100 D 21.17 \$ 200 D 21.18

D

D 21.21 **OMB APPROVAL**

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per

response... 0.5

> 10% Owner Other (specify

	Form filed by Person	y More than One	Reporting						
rities Acquired, Disposed of, or Beneficially Owned									
equired d of (D) 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)						
\$ 21.02	180,586	I	by Moyer FamilyTrust						
\$ 21.13	179,886	I	by Moyer FamilyTrust						
\$ 21.17	179,786	I	by Moyer FamilyTrust						
\$ 21.18	179,586	I	by Moyer FamilyTrust						
\$ 21.21	179,486	I	by Moyer FamilyTrust						

5. Relationship of Reporting Person(s) to

(Check all applicable)

Chief IC Design Engineer

6. Individual or Joint/Group Filing(Check

X Form filed by One Reporting Person

Issuer

below)

X Director

Applicable Line)

X_ Officer (give title

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Common Stock	04/21/2008	S(1)	300	D	\$ 21.22	179,186	I	by Moyer FamilyTrust
Common Stock	04/21/2008	S <u>(1)</u>	400	D	\$ 21.23	178,786	I	by Moyer FamilyTrust
Common Stock	04/21/2008	S(1)	500	D	\$ 21.24	178,286	I	by Moyer FamilyTrust
Common Stock	04/21/2008	S(1)	300	D	\$ 21.25	177,986	I	by Moyer FamilyTrust
Common Stock	04/21/2008	S(1)	400	D	\$ 21.27	177,586	I	by Moyer FamilyTrust
Common Stock	04/21/2008	S <u>(1)</u>	450	D	\$ 21.28	177,136	I	by Moyer FamilyTrust
Common Stock	04/21/2008	S(1)	900	D	\$ 21.29	176,236	I	by Moyer FamilyTrust
Common Stock	04/21/2008	S <u>(1)</u>	300	D	\$ 21.3	175,936	I	by Moyer FamilyTrust
Common Stock	04/21/2008	S(1)	100	D	\$ 21.31	175,836	I	by Moyer FamilyTrust
Common Stock	04/21/2008	S <u>(1)</u>	100	D	\$ 21.33	175,736	I	by Moyer FamilyTrust
Common Stock	04/21/2008	S <u>(1)</u>	100	D	\$ 21.34	175,636	I	by Moyer FamilyTrust
Common Stock	04/21/2008	S <u>(1)</u>	100	D	\$ 21.38	175,536	I	by Moyer FamilyTrust
Common Stock	04/21/2008	S <u>(1)</u>	101	D	\$ 21.39	175,435	I	by Moyer FamilyTrust
Common Stock	04/21/2008	S <u>(1)</u>	200	D	\$ 21.5	175,235	I	by Moyer FamilyTrust
Common Stock	04/21/2008	S <u>(1)</u>	600	D	\$ 21.51	174,635	I	by Moyer FamilyTrust
Common Stock	04/21/2008	S <u>(1)</u>	100	D	\$ 21.53	174,535	I	by Moyer FamilyTrust
Common Stock	04/21/2008	S <u>(1)</u>	100	D	\$ 21.62	174,435	I	by Moyer FamilyTrust
Common Stock	04/21/2008	S <u>(1)</u>	325	D	\$ 21.66	174,110	I	by Moyer FamilyTrust
Common Stock	04/21/2008	S <u>(1)</u>	400	D	\$ 21.7	173,710	I	by Moyer FamilyTrust
Common Stock						890,569	D	
						518,504	I	

Common By Jointly Stock w/Spouse

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)	4. Transacti Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3,	.	ate	7. Title Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Dimanton	1007 Oxxxxx	Officer	Otha			

Director 10% Owner Officer Other

Moyer James C

6409 GUADALUPE MINES ROAD X Chief IC Design Engineer

SAN JOSE, CA 95120

Signatures

By: Saria Tseng For: James
Moyer

04/21/2008

**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.

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