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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <u>CHANG KUO WEI HERBE</u>	2. Issuer Name and Ticker or Trading Symbol <u>MONOLITHIC POWER SYSTEMS INC</u> [MPWR]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner Officer (give title Other (speci			
(Last) (First) (I C/O MONOLITHIC POWER SYSTE	3. Date of Earliest Transaction (Month/Day/Year) 11/24/2004						Officer (give title Other (specify below) below)			
983 UNIVERSITY AVENUE, BUILI	4. If Amendment,	Date of (Origir	al Filed (Month	n/Day/Y	· ·	6. Individual or Joint/Group Filing (Check Applicable Line)			
(Street) LOS GATOS CA 9								by One Report by More than C	-	
(City) (State) (A										
Tabl	e I - Non-Deriva	ative Securitie	s Acqui	ired	, Disposed	of, or	Benefic	cially Owned		
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed 3. Execution Date, Transaction if any Code (Instr. (Month/Day/Year) 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr.	
			Code	v	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	4)
Common Stock	11/24/2004		С		130,955	A	\$ <u>0</u>	130,955	I ⁽¹⁾⁽³⁾	By Forefront Venture Partners, L.P.
Common Stock	11/24/2004		С		30,386	A	\$ <u>0</u>	30,386	<mark>I</mark> (3)	By C Squared Investment Corp. ⁽⁴⁾
Common Stock	11/24/2004		С		677,671	A	\$0	677,671	I (3)	By InveStar Burgeon Venture Capital, Inc. ⁽²⁾
Common Stock	11/24/2004		С		130,955	A	\$0	130,955	I (3)	By InveStar Dayspring Venture Capital, Inc. ⁽²⁾
Common Stock	11/24/2004		С		864,489	A	\$0	864,489	<mark>[</mark> (3)	By InveStar Semiconductor Development Fund, Inc. (II) LDC ⁽²⁾
Common Stock	11/24/2004		С		313,193	A	\$0	313,193	<mark>]</mark> (3)	By InveStar Excelsus Venture Capital (International) Inc., LDC ⁽²⁾
Common Stock	11/24/2004		С		2,520,964	A	\$ <u>0</u>	0	I (3)	By InveStar Semiconductor Development Fund, Inc. ⁽²⁾
Common Stock	11/24/2004		S		546,274	D	\$7.905	1,974,690	<mark>I</mark> (3)	By InveStar Semiconductor Development Fund, Inc. ⁽²⁾

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execution Date, if Transaction Derivative		tive ties red (A) or sed of (D)	Expiration Date Securities Underlying (Month/Day/Year) Derivative Security (Instr. 3			8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)		
Series D Convertible Preferred Stock	(5)	11/24/2004		с			130,955	(6)	08/08/1998	Common Stock	130,955	\$0	0	I ⁽¹⁾⁽³⁾	By Forefront Venture Partners, L.P.
Series D Convertible Preferred Stock	(5)	11/24/2004		С			30,386	(6)	08/08/1998	Common Stock	30,386	\$0	0	I ⁽³⁾	By C Squared Investment Corp. ⁽⁴⁾
Series C Convertible Preferred Stock	(5)	11/24/2004		С			546,716	(6)	08/08/1998	Common Stock	546,716	\$0	0	I ⁽³⁾	By InveStar Burgeon Venture Capital, Inc. ⁽²
Series D Convertible Preferred Stock	(5)	11/24/2004		с			130,955	(6)	08/08/1998	Common Stock	130,955	\$0	0	I ⁽³⁾	By InveStar Burgeon Venture Capital, Inc. ⁽²
Series D Convertible Preferred Stock	(5)	11/24/2004		с			130,955	(6)	08/08/1998	Common Stock	130,955	\$0	0	I ⁽³⁾	By InveStar Dayspring Venture Capital, Inc. ⁽²
Series B Convertible Preferred Stock	(5)	11/24/2004		С			2,520,964	(6)	08/08/1998	Common Stock	2,520,964	\$0	0	I ⁽³⁾	By InveStar Semiconducto Development Fund, Inc. ⁽²⁾
Series C Convertible Preferred Stock	(5)	11/24/2004		С			733,534	(6)	08/08/1998	Common Stock	733,534	\$0	0	I ⁽³⁾	By InveStar Semiconducto Development Fund, Inc. (II) ⁽²⁾
Series D Convertible Preferred Stock	(5)	11/24/2004		С			130,955	(6)	08/08/1998	Common Stock	130,955	\$0	0	I ⁽³⁾	By InveStar Semiconducto Development Fund, Inc. (II) LDC ⁽²⁾
Series C Convertible Preferred Stock	(5)	11/24/2004		с			182,238	(6)	08/08/1998	Common Stock	182,238	\$0	0	I(3)	By InveStar Excelsus Venture Capital (International Inc., LDC ⁽²⁾
Series D Convertible Preferred Stock	(5)	11/24/2004		с			130,955	(6)	08/08/1998	Common Stock	130,955	\$0	0	I ⁽³⁾	By InveStar Excelsus Venture Capital (International Inc., LDC ⁽²⁾

CHANG KUO WEI HERBERT

(Last)	(First)	(Middle)							
C/O MONOLITHIC POWER SYSTEMS, INC.									
983 UNIVERSITY AVENUE, BUILDING A									
(Street)									
LOS GATOS	CA	95032							
(City)	(State)	(Zip)							

1. Name and Address FOREFRONT	of Reporting Person [*]	RTNERS LP
(Last)	(First)	(Middle)
	E AVENUE, SUITE	
(Street)		
SANTA CLARA	CA	95051
(City)	(State)	(Zip)
1. Name and Address	of Reporting Person [*]	
Forefront Asso	<u>ociates LLC</u>	
(Last)	(First)	(Middle)
	E AVENUE, SUITE	
(Street)		
SANTA CLARA	CA	95051
(City)	(State)	(Zip)
1. Name and Address		
INVESTAR C/		
(Last)	(First)	(Middle)
	H FLOOR 333 KEEL	UNG ROAD
SEC.1		
(Street)		
TAIPEI, TAIWAN,	F5	
R.O.C.		
(City)	(State)	(Zip)
	, , ,	
1. Name and Address	of Reporting Person*	
INVESTAR EX	KCELSUS VEN	<u>TURE</u>
CAPITAL INTI	<u>_ INC LDC</u>	
(Last)	(First)	(Middle)
SEC.1	H FLOOR 333 KEEL	UNG KUAD
(Street)		
TAIPEI, TAIWAN, R.O.C.	F5	
K.O.C.		
(City)	(State)	(Zip)

1. Name and Address INVESTAR BU CAPITAL INC	of Reporting Person [*] JRGEON VENT	<u>URE</u>
(Last) ROOM 1201, 12TH SEC.1	(First) H FLOOR 333 KEEL	(Middle) UNG ROAD
(Street) TAIPEI, TAIWAN, R.O.C.	F5	
(City)	(State)	(Zip)
1. Name and Address INVESTAR DA CAPITAL INC	of Reporting Person [*]	<u>NTURE</u>
(Last) ROOM 1201, 12TH SEC.1	(First) HFLOOR 333 KEEL	(Middle) UNG ROAD
(Street) TAIPEI, TAIWAN, R.O.C.	F5	
(City)	(State)	(Zip)
1. Name and Address (InveStar Semio Inc	of Reporting Person [*] Conductor Deve	lopment Fund
(Last) ROOM 1201, 12TH SEC.1	(First) HFLOOR 333 KEEL	(Middle) UNG ROAD
(Street) TAIPEI, TAIWAN, R.O.C.	F5	
(City)	(State)	(Zip)
1. Name and Address InveStar Semic Inc (II) LDC	of Reporting Person [*] conductor Deve	lopment Fund
(Last) ROOM 1201, 12TH SEC.1	(First) HFLOOR 333 KEEL	(Middle) UNG ROAD
(Street) TAIPEI, TAIWAN, R.O.C.	F5	
(City)	(State)	(Zip)

1. Name and Address of <u>TAI KENNETH</u>	1 0	
(Last)	(First)	(Middle)
ROOM 1201, 12TH	H FLOOR 333 KEEL	UNG ROAD
SEC.1		
(Street) TAIPEI, TAIWAN, R.O.C.	F5	
(City)	(State)	(Zip)

Explanation of Responses:

1. These securities are held directly by Forefront Venture Partners, L.P., and indirectly by Forefront Associates LLC, its general partner. Reporting person is a managing general partner of Forefront Associates LLC, and shares voting and/or investment power over these securities.

2. InveStar Capital Inc., is the investment manager of this entity. The reporting person is President of InveStar Capital Inc., and exercises voting and/or investment power over these securities.

3. Reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, if any.

4. Reporting person is the chief executive officer of C Squared Management Corporation, which is the management company of C Squared Investment Corp.

5. 1-for-1

6. Immed.

/s/ Herbert Chang

** Signature of Reporting Person Date

11/24/2004

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

POWER OF ATTORNEY

The undersigned, as a Section 16 reporting person of Monolithic Power Systems, Inc. (the "Company"), hereby constitutes and appoints InveStar Capital, Inc., Herbert Chang, Steven E. Bochner and Christine Wong, and each of them, the undersigned's true and lawful attorneys-in-fact and agents with full power of substitution and resubstitution, for the undersigned and in the undersigned's place and stead, in any and all capacities, to:

- 1. complete and execute Forms ID, 3, 4 and 5 and other forms and all amendments thereto as such attorneys-in-fact and agents or any of them, or their or his or her substitute or substitutes, shall in their, his or her discretion determine to be required or advisable pursuant to Section 16 of the Securities Exchange Act of 1934 (as amended) and the rules and regulations promulgated thereunder, or any successor laws and regulations, as a consequence of the undersigned's ownership, acquisition or disposition of securities of the Company; and
- 2. do all acts necessary in order to file such forms with the Securities and Exchange Commission, any securities exchange or national association, and such other person or agency as such attorneys-in-fact and agents or any of them, or their or his or her substitute or substitutes, shall deem appropriate.

The undersigned hereby ratifies and confirms all that said attorneys-in-fact and agents or any of them, or their or his or her substitute or substitutes, shall do or cause to be done by virtue hereof. The undersigned acknowledges that the foregoing attorneys-in-fact and agents, and each of them, in serving in such capacity at the request of the undersigned, is not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934 (as amended).

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms ID, 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact and agents.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 12th day of November, 2004.

InveStar Semiconductor Development Fund Inc.

By: /s/ Herbert Chang

POWER OF ATTORNEY

The undersigned, as a Section 16 reporting person of Monolithic Power Systems, Inc. (the "Company"), hereby constitutes and appoints InveStar Capital, Inc., Herbert Chang, Steven E. Bochner and Christine Wong, and each of them, the undersigned's true and lawful attorneys-in-fact and agents with full power of substitution and resubstitution, for the undersigned and in the undersigned's place and stead, in any and all capacities, to:

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InveStar Semiconductor Development Fund Inc. (II) LDC

By: /s/ Herbert Chang

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IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 12th day of November, 2004.

InveStar Excelsus Venture Capital Inc.

By: /s/ Herbert Chang

POWER OF ATTORNEY

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IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 12th day of November, 2004.

InveStar Dayspring Venture Capital, Inc.

By: /s/ Herbert Chang

POWER OF ATTORNEY

The undersigned, as a Section 16 reporting person of Monolithic Power Systems, Inc. (the "Company"), hereby constitutes and appoints InveStar Capital, Inc., Herbert Chang, Steven E. Bochner and Christine Wong, and each of them, the undersigned's true and lawful attorneys-in-fact and agents with full power of substitution and resubstitution, for the undersigned and in the undersigned's place and stead, in any and all capacities, to:

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This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms ID, 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact and agents.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 12th day of November, 2004.

InveStar Burgeon Venture Capital Inc.

By: /s/ Herbert Chang

POWER OF ATTORNEY

The undersigned, as a Section 16 reporting person of Monolithic Power Systems, Inc. (the "Company"), hereby constitutes and appoints InveStar Capital, Inc., Herbert Chang, Steven E. Bochner and Christine Wong, and each of them, the undersigned's true and lawful attorneys-in-fact and agents with full power of substitution and resubstitution, for the undersigned and in the undersigned's place and stead, in any and all capacities, to:

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IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 12th day of November, 2004.

Forefront Venture Partners, L.P.

By: /s/ Herbert Chang

POWER OF ATTORNEY

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IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 12th day of November, 2004.

InveStar Capital, Inc.

By: /s/ Herbert Chang

POWER OF ATTORNEY

The undersigned, as a Section 16 reporting person of Monolithic Power Systems, Inc. (the "Company"), hereby constitutes and appoints InveStar Capital, Inc., Herbert Chang, Steven E. Bochner and Christine Wong, and each of them, the undersigned's true and lawful attorneys-in-fact and agents with full power of substitution and resubstitution, for the undersigned and in the undersigned's place and stead, in any and all capacities, to:

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IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 12th day of November, 2004.

Kenneth Tai

By: /s/ Kenneth Tai

POWER OF ATTORNEY

The undersigned, as a Section 16 reporting person of Monolithic Power Systems, Inc. (the "Company"), hereby constitutes and appoints InveStar Capital,

Inc., Herbert Chang, Steven E. Bochner and Christine Wong, and each of them, the undersigned's true and lawful attorneys-in-fact and agents with full power of substitution and resubstitution, for the undersigned and in the undersigned's place and stead, in any and all capacities, to:

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IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 12th day of November, 2004.

Forefront Associates LLC

By: /s/ Herbert Chang

FORM 4 JOINT FILER INFORMATION

ForeFront Venture Partners, L.P. Name: 3600 Pruneridge Avenue, Suite 300 Address: Santa Clara, CA 95051 Relationship to Issuer: 10% Owner Chang, Kuo Wei ("Herbert") Designated Filer: Date of Event Requiring Statement: 11/24/2004 Issuer Name and Ticker or Trading Symbol: Monolithic Power Systems, Inc. (MPWR) ForeFront Venture Partners, L.P. Signature By: /s/ Herbert Chang -----Title: _____ Name: Forefront Associates LLC Address: 3600 Pruneridge Avenue, Suite 300 Santa Clara, CA 95051 Relationship to Issuer: 10% Owner Chang, Kuo Wei ("Herbert") Designated Filer: Date of Event Requiring Statement: 11/24/2004 Issuer Name and Ticker or Trading Symbol: Monolithic Power Systems, Inc. (MPWR) Signature Forefront Associates LLC By: /s/ Herbert Chang -----Title: _____ Name: InveStar Capital, Inc. Room 1201 12th Floor Address: 333 Keelung Road, Sec. 1 Taipei, Taiwan, R.O.C. Relationship to Issuer: 10% Owner Chang, Kuo Wei ("Herbert") Designated Filer: Date of Event Requiring Statement: 11/24/2004 Issuer Name and Ticker or Trading Symbol: Monolithic Power Systems, Inc. (MPWR) Signature InveStar Capital, Inc. By: /s/ Herbert Chang -----Title: _____ Name: InveStar Excelsus Venture Capital (Int'l) Inc., LDC Room 1201 12th Floor Address: 333 Keelung Road, Sec. 1 Taipei, Taiwan, R.O.C. Relationship to Issuer: 10% Owner Chang, Kuo Wei ("Herbert") Designated Filer: Date of Event Requiring Statement: 11/24/2004 Issuer Name and Ticker or Trading Symbol: Monolithic Power Systems, Inc. (MPWR) Signature InveStar Excelsus Venture Capital (Int'l) Inc., LDC By: /s/ Herbert Chang ------Title: _____ InveStar Burgeon Venture Capital, Name: Inc. Address: Room 1201 12th Floor

Taipei, Taiwan, R.O.C. Relationship to Issuer: 10% Owner Designated Filer: Chang, Kuo Wei ("Herbert") Date of Event Requiring Statement: 11/24/2004 Issuer Name and Ticker or Trading Symbol: Monolithic Power Systems, Inc. (MPWR) Signature InveStar Burgeon Venture Capital, Inc. By: /s/ Herbert Chang _____ Title: _____ Name: InveStar Dayspring Venture Capital, Inc. Address: Room 1201 12th Floor 333 Keelung Road, Sec. 1 Taipei, Taiwan, R.O.C. Relationship to Issuer: 10% Owner Chang, Kuo Wei ("Herbert") Designated Filer: Date of Event Requiring Statement: 11/24/2004 Issuer Name and Ticker or Trading Symbol: Monolithic Power Systems, Inc. (MPWR) InveStar Dayspring Venture Capital, Signature Inc. By: /s/ Herbert Chang _____ Title: _____ InveStar Semiconductor Development Name: Fund, Inc. Address: Room 1201 12th Floor 333 Keelung Road, Sec. 1 Taipei, Taiwan, R.O.C. Relationship to Issuer: 10% Owner Designated Filer: Chang, Kuo Wei ("Herbert") Date of Event Requiring Statement: 11/24/2004 Issuer Name and Ticker or Trading Symbol: Monolithic Power Systems, Inc. (MPWR) Signature InveStar Semiconductor Development Fund, Inc. By: /s/ Herbert Chang _____ _____ Title: InveStar Semiconductor Development Name: Fund, Inc. (II), LDC Room 1201 12th Floor Address: 333 Keelung Road, Sec. 1 Taipei, Taiwan, R.O.C. Designated Filer: Chang, Kuo Wei ("Herbert") Date of Event Requiring Statement: 11/24/2004 Issuer Name and Ticker or Trading Symbol: Monolithic Power Systems, Inc. (MPWR) Signature InveStar Semiconductor Development Fund, Inc. (II), LDC By: /s/ Herbert Chang _____ Title: _____ Name: Kenneth Tai Address: Room 1201 12th Floor 333 Keelung Road, Sec. 1 Taipei, Taiwan, R.O.C. Relationship to Issuer: 10% Owner Designated Filer: Chang, Kuo Wei ("Herbert") Date of Event Requiring Statement: 11/24/2004

333 Keelung Road, Sec. 1

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lssuer	Name	and	Ticker	or	'l'radıng	Symbol:	Monolithic	Power	Systems,	lnc.	(MPWR)

Signature

Kenneth Tai

By:	/s/	Herbert	Chang
Titl	.e:		