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>Tseng Saria</u> | | | | | 2. Issuer Name and Ticker or Trading Symbol MONOLITHIC POWER SYSTEMS INC [MPWR] | | | | | | | | all app Direc | blicable) stor | g Person(s) to Issuer 10% Owner Other (specify | |
|--|---|--|---|---|---|--|--|---|--|--|---|---|---|--|--|--|
| | , | 3. Date of Earliest Transaction (Month/Day/Year) 02/06/2015 | | | | | | | | | Х | below) | | below) | | |
| (Street) SAN JOSE CA 95119 (City) (State) (Zip) | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) 02/09/2015 | | | | | | | · I | | ′ | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | |
| Date | | | Year) if | 2A. Deemed Execution Date, if any (Month/Day/Year) | | | | | | | | and Secu Bene Own | | ities ficially d | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | | | Code | v | Amount | (A) or (D) | Price | e Tr | | rted action(s) | (instr. 4) | (IIISU: 4) |
| Common Stock 02 | | | | 2015 | | | | | 699 | D | \$47 | .39 | 1 | 90,713 | D | |
| Common Stock 02/0 | | | | | | | S ⁽¹⁾ | | 1,466 | D | \$47. | \$47.5573 | | 89,247 | D | |
| Common Stock 02/09/20 | | | | 5 | | | S ⁽¹⁾ | | 69 | D | \$47 | \$47.56 | | 89,178 | D | |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | | | |
| Derivative Conversion Date Executio Security or Exercise (Month/Day/Year) if any | | | | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | Expiration E (Month/Day/ | | Date | or Number of | | 8. Price of Derivative Security (Instr. 5) | | derivative Securities Beneficially Owned Following Reported | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | Saria (Fir: AT OAKS B E CA (Sta Security (Inst Stock Stock Stock Stock Stock Stock | Saria (First) (N AT OAKS BLVD E CA 9 (State) (2 Table Security (Instr. 3) Stock Stock Stock Stock Stock Stock Stock Ta | Saria (First) (Middle) AT OAKS BLVD (SE CA 95119 (State) (Zip) Table I - Non-Deriv Security (Instr. 3) Stock 02/06/20 Stock 02/09/20 Stock 02/09/20 Stock 02/09/20 Carbon Date (Month/Day/Year) Conversion or Exercise Price of Date (Month/Day/Year) A. Deemed Execution Date, if any (Month/Day/Year) | Saria MO (First) (Middle) AT OAKS BLVD 3. Date (State) (Zip) Table 1 - Non-Derivative S Security (Instr. 3) 2. Transaction Date 02/06/2015 Stock 02/09/2015 Stock 02/09/2015 | Saria MONO (First) (Middle) AT OAKS BLVD 3. Date of 1 BE CA 95119 (State) (Zip) Table I - Non-Derivative Secu Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Stock 02/06/2015 24. Dec Execution Date (Month/Day/Year) Stock 02/06/2015 25. Stock 02/09/2015 5. Orego of Date (Month/Day/Year) 3. 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Title Armosuto Date 7. Title Armosuto Date 7. Title Armosuto Date 7. Title Armosuto Date 7. Title Armosuto Date 7. Tit | Saria MONOLITHIC POWER SYSTEMS INC [MPWR] MONOLITHIC POWER SYSTEMS INC [MPWR] MONOLITHIC POWER SYSTEMS INC [MPWR] AT OAKS BLVD | Saria MONOLITHIC POWER SYSTEMS INC [MPWR] (Check X (First) (Mddle) AT OAKS BLVD 3. Date of Earliest Transaction (Month/Day/Year) (Check X (State) (Zip) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of (D) (Instr. 3) 2. Transaction (Month/Day/Year) 2. Transaction (Month/Day/Year) 3. Transaction (Month/Day/Year) 4. Scurities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Stock 02/06/2015 Still 4. 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Explanation of Responses:

1. Shares sold to pay tax obligations resulting from the vesting of restrice stock units.

Remarks:

/s/ Saria Tseng

** Signature of Reporting Person Date

03/20/2015

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.