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*  CHANG KUO WEI HERBERT  (Last) (First) (Middle)					2. Issuer Name and Ticker or Trading Symbol MONOLITHIC POWER SYSTEMS INC [ MPWR ]  3. Date of Earliest Transaction (Month/Day/Year)								(Check all appoint of the Check all appoints of the Check a		olicable) stor er (give title		Owner (specify
6409 GUADALUPE MINES ROAD					05/27/2011								below) below)				
(Street) SAN JOSE CA 95120 (City) (State) (Zip)					4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person				
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year				ar) Ex	2A. Deemed Execution Date, if any (Month/Day/Year)		Co	Transaction Code (Instr.		4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a			and 5) Secui		icially d	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
						Co	ode	v	Amount	(A) or (D)	Price		Repo Trans		(1134: 4)	(msu. 4)	
Common Stock 05/27/2011								S		20,000	D	\$16.90	\$16.9038(1)		4,663	I	By VCFA GP <sup>(2)</sup>
Common Stock														8	6,200	D	
Common Stock													31,189		I	By Investar Capital <sup>(3)</sup>	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
Derivative Conversion Date Execution Date, Security or Exercise (Month/Day/Year) if any					Transaction Code (Instr.		tive ties ed sed 3, 4	Expiration (Month/Da			7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4)		of Deri Seco (Inst	Price rivative curity str. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr.	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	Code V (A) (		(D)	Date Exer		Expiration e Date	Title	or Number of Shares	er				

## **Explanation of Responses:**

- 1. The price is the weighted average sale price for the transactions reported on this line. The prices for the transactions reported on this line range from \$16.75 to \$17.00. The reporting person undertakes to provide, upon request by the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- 2. Reporting person is a General Partner of the VCFA Growth Partners, L.P., a Cayman Island Limited Partnership. Mr. Chang retains beneficial ownership of these shares, but disclaims the economic benefit except to his pecuniary interests, if any.
- 3. Reporting person is the partner of InveStar Capital, Inc. Mr. Chang retains beneficial ownership of these shares, but disclaims the economic benefit except to his pecuniary interests, if any.

By: Saria Tseng For: Herbert Chang 05/31/2011

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.