SEC Form 3

FORM 3

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

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

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* 2. Date of Event Requiring Statement (Month/Day/Year) (Last) (First) (Middle)			ment	3. Issuer Name and Ticker or Trading Symbol <u>MONOLITHIC POWER SYSTEMS INC</u> [MPWR]						
					4. Relationship of Reporting Person(s) to (Check all applicable)		(Mo	5. If Amendment, Date of Original Filed (Month/Day/Year)		
6409 GUADALUPE MINES ROAD				Director 10% Owner X Officer (give title below) Other (specify below) Sr. V.P. Design Engineering			6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person			
(Street)										
SAN JOSE	CA	95120		Form filed by Mo Reporting Perso						
(City)	(State)	(Zip)								
			Table I - No	n-Derivat	ive Securities Beneficial	y Owned				
1. Title of Security (Instr. 4)					. Amount of Securities eneficially Owned (Instr. 4)	3. Ownersh Form: Direct or Indirect (Instr. 5)	t (D) (Instr	4. Nature of Indirect Beneficial Ownershi (Instr. 5)		
Common Stock					69,500 ⁽¹⁾	D				
Common Stock					153,556	Ι	Ueur	nten Trust I		
Common Stock					123,900	I	Ueur	eunten Trust II		
Common Stock					40,550	I	Ueuı	eunten Trust III		
Common Stock					40,550	I	Ueur	nten Trust IV		
		(€			e Securities Beneficially nts, options, convertible		s)			
1. Title of Derivative Security (Instr. 4) Expiration Date (Month/Day/Year)			ate	nd 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or	5. Ownership Form:	6. Nature of Indirect Beneficial Ownershi (Instr. 5)		
			Date Exercisable	Expiratior Date	Title	Amount or Number of Shares	Exercise Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
Incentive Sto	ock Option (ri	ght to buy)	07/15/2003 ⁽²⁾	07/17/2012	Common Stock	58,000	1.2	D		
Incentive Sto	ock Option (ri	ght to buy)	09/10/2004 ⁽³⁾	09/11/2013	Common Stock	40,000	1.2	D		
Incentive Sto	ock Option (ri	ght to buy)	01/26/2006 ⁽⁴⁾	01/26/2015	Common Stock	23,271	7.77	D		
	ock Option (ri	ght to buy)	06/15/2006 ⁽⁵⁾	06/15/2015	Common Stock	19,238	9.32	D		
Incentive Sto			01/26/2006 ⁽⁴⁾ 01/26/20		Common Stock	3,729	7.77	D		
	ed Stock Optio	on (right to buy)	01/26/2006							
Non-Qualifie		on (right to buy) on (right to buy)	01/26/2006(*) 06/15/2006 ⁽⁵⁾	06/15/2015	Common Stock	60,762	9.32	D		
Non-Qualifie Non-Qualifie	ed Stock Optio			06/15/2015		60,762 25,000	9.32 11.85	D D		

1. Includes 9,500 restricted stock units granted on 7/27/07 that vest in increments of 50% of each on 7/27/08 and 7/27/09. Also includes 60,000 shares held in an Individual Retirement Account for the benefit of the Reporting Person.

2. A total of 94,000 shares were granted on 7/17/02. Twenty five percent (25%) of the shares vested on 7/15/03 and 1/48th of the shares vested each month thereafter.

3. A total of 40,000 shares were granted on 9/11/03. Twenty five percent (25%) of the shares vested on 9/10/04 and 1/48th of the shares vested each month thereafter.

4. A total of 27,000 shares were granted on 1/26/05. Twenty five percent (25%) of the shares vested on 1/26/06 and 1/48th of the shares vests each month thereafter.

5. A total of 80,000 shares were granted on 6/15/05. Twenty five percent (25%) of the shares vested on 6/15/06 and 1/48th of the shares vests each month thereafter.

6. A total of 25,000 shares were granted on 10/26/06. Fifty percent (50%) of the shares vest twenty-four (24) months after the grant date, and 1/48 of the shares vest monthly thereafter on the same day of the month as the grant date.

7. A total of 77,000 shares were granted on 7/27/07. Fifty percent (50%) of the shares vest twenty-four (24) months after the grant date, and 1/48 of the shares vest monthly thereafter on the same day of the month as the grant date.

Paul Ueunten

11/07/2007

** Signature of Reporting Person Date

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 5 (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.