

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

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934**

Date of Report (date of earliest event reported):
December 11, 2012

MONOLITHIC POWER SYSTEMS, INC.

(Exact name of Registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

000-51026
(Commission
File Number)

77-0466789
(I.R.S. Employer
Identification Number)

**79 Great Oaks Boulevard,
San Jose, CA 95119**
(Address of principal executive offices) (Zip Code)

(408) 826-0600
(Registrant's telephone number, including area code)

Former Name: **Not Applicable**
Former Address: **6409 Guadalupe Mines Road, San Jose, CA 95120**
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01 Regulation FD Disclosure.

On December 11, 2012, Monolithic Power Systems, Inc. (the “Company”) announced that its Board of Directors has approved a \$1.00 per share special cash dividend on the Company’s outstanding common stock, payable on December 28, 2012 to stockholders of record on December 21, 2012.

A press release announcing the special cash dividend is attached hereto as Exhibit 99.1.

Item 9.01 Exhibits

(d) Exhibits

| <u>Exhibit No</u> | <u>Description</u> |
|-------------------|---|
| 99.1 | Press release dated December 11, 2012 announcing special cash dividend. |

Exhibit Index

| <u>Exhibit No</u> | <u>Description</u> |
|-------------------|--------------------|
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|------|---|
| 99.1 | Press release dated December 11, 2012 announcing special cash dividend. |
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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: December 11, 2012

By:

/s/ Meera Rao

Meera Rao

Chief Financial Officer

(Principal Financial and Accounting Officer and
Duly Authorized Officer)



**PRESS RELEASE
For Immediate Release**

Monolithic Power Systems, Inc.
79 Great Oaks Boulevard
San Jose, CA 95119 USA
T: 408-826-0600, F: 408-826-0601
www.monolithicpower.com

MPS Announces a \$1.00 Per Share Special Cash Dividend

SAN JOSE, Calif., December 11, 2012 -- Monolithic Power Systems (MPS) (Nasdaq: MPWR), a leading fabless manufacturer of high-performance analog and mixed-signal semiconductors, today announced that its Board of Directors has approved a \$1.00 per share special cash dividend on MPS's outstanding common stock, payable on December 28, 2012 to stockholders of record on December 21, 2012.

"Today's announcement of a special dividend provides MPS with a tax efficient opportunity to return capital to our shareholders," said Michael Hsing, CEO and Founder of MPS. "We believe that we will continue to generate strong cash flows and are confident in our ability to maintain a healthy cash reserve to fund our growth plans."

About Monolithic Power Systems, Inc.

Monolithic Power Systems, Inc. (MPS) develops and markets proprietary, advanced analog and mixed-signal semiconductors. The company combines advanced process technology with its highly experienced analog designers to produce high-performance power management integrated circuits (ICs) for DC to DC converters, LED drivers, Cold Cathode Fluorescent Lamp (CCFL) backlight controllers, Class D audio amplifiers, and Linear ICs. MPS products are used extensively in computing and network communications products, LCD monitors and TVs, and a wide variety of consumer and portable electronics products. MPS partners with world-class manufacturing organizations to deliver top quality, ultra-compact, high-performance solutions through the most productive, cost-efficient channels. Founded in 1997 and headquartered in San Jose, California, the company has expanded its global presence with sales offices in Taiwan, China, Korea, Singapore, Japan, and Europe, which operate under MPS International, Ltd.

Monolithic Power Systems, MPS, and the MPS logo are registered trademarks of Monolithic Power Systems, Inc. in the U.S. and trademarked in certain other countries.