FORM 4 Check this box if no longer

subject to Section 16. Form 4 or Form 5 obligations may continue.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

Expires: February 28, 2018 Estimated average burden hours per response 0.5

See Instruction 1(b). (Print or Type Responses)

(Print or Type Responses)															
1. Name and Address of Reporting Person*				2. Issuer Name and Ticker or Trading Symbol						5. Relationship of Reporting Person(s) to Issuer					
										(Check all applicable)					
Blegen, Bernie				MONOLITHIC POWER SYSTEMS (MPWR)							Director	109			
(Last)	(First)	(Middle)	3 Data of	3. Date of Earliest 4. If Amendment,							C Officer (give	Ot	her (specify		
(Last) (First) (winddie)			Transaction Required				Date Original				title below)		below)		
5808 Lake Washington Blvd NE				to be Reported				Filed(Month/Day/Year)			0				
(Street) Kirkland, WA 98033			(Month/Day/Year)				Thea(Mondia Buy, Tear)			6. Individual or Joint/Group Filing (Check Applicable Line)					
			02/04/2020				0				X Form filed by One Reporting Person				
							-			<u>A</u> _	Form filed by More than One Reporting Person				
·			<u> </u>												
(City) (State) (Zip)			Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1. Title of Security		2. Trans-	2A.	3. Trans-	.	4. Securities Ac	anire	ed (A)			5. Amount of	6. Owner-	7. Nature of		
(Instr. 3) 2. Hais-			Deemed	1		or Disposed of					Securities	ship	Indirect		
,	Date	Execution	Code (Instr. 8)		(Instr. 3, 4 an					Beneficially Owned Following	Form:	Beneficial			
		Date, if any			•				Reported	Direct (D) or	Owner-				
		(Month/	(Month/					(4)			Transaction(s) (Instr. 3 and 4)	Indirect	ship		
		Day/	Day/					(A) or			(moure and i)	(I)			
		Year)	Year)	Code	V	Amount		(D)	Price			(Instr. 4)	(Instr. 4)		
Common Stock		02/04/20		M		19,20	00	A	\$0	.0000	116,548	D			
		(1)		(1)			(1)								
Common Stock		02/04/20		A		44,05	55	A	\$30	.0000	160,603	D			
							(2)								
Common Stock		02/06/20		S		12,09	96	D	\$183	3.7522	148,507	D			
				(3)											
		-													

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).

FORM 4 (continued)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g. puts, calls, warrants, options, convertible securities)

(e.g. puts, cans, warrants, options, convertible securities)															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	action Date (Month/	3A. Deemed Execution Date, if any	4. Trans- action Code (Instr. 8) 5. Number of Deriv- ative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		ties	6. Date Ez cisable Expirat (Month Year)	and ion Date	7. Title and Amou Underlying Sec (Instr. 3 and 4)	of Derivative Security (Instr.	9. Number of deriva- tive Se- curities Benefici- ally Own- ed foll- owing	10. Owner-ship Form of Deriv- ative Security: Direct	of Indirect Benefi- cial Owner- ship		
			(Month/ Day/ Year)					Date Exer- cisable	Expira- tion Date	Title	Amount or Number of Shares	5)	Reported Transac- tion(s) (Instr. 4)	(D) or Indirect (I) (Instr. 4)	(Instr. 4)
				Code	v	(A)	(D)								
Restricted Stock Units	(1)	02/04/20		M (1)			19,200	(1)	(1)	Common Stock	19,200	\$0.0000	0	D	

Explanation of Responses:

See continuation page(s) for footnotes

By: Saria Tseng For: Bernie Blegen

** Signature of Reporting Person

02/06/2020 Date

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

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^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

5808 Lake Washington Blvd NE

Kirkland, WA 98033

- On October 25, 2018, the reporting person was granted a target number of 9,600 performance units and can earn up to a maximum of 48,000 performance units subject to satisfaction of five stock price targets ranging from \$140 to \$172 over the performance periods from October 25, 2018 to December 31, 2023, as determined by the Board's Compensation Committee. All performance units are subject to time based vesting and require service through January 1, 2024 or an earlier change in control. Once vested, performance units convert into shares of common stock on a 1-for-1 basis and one-third of the resulting shares have no sales restrictions and are sellable on January 1, 2024, one-third of the shares have sales restrictions until January 1, 2025 and one-third have sales restrictions until January 1, 2026. On February 4, 2020, the fourth and fifth price targets had been met and approved by the Compensation Committee, which resulted in 19,200 units being credited, subject to time based vesting above.
- On February 7, 2018, the reporting person was granted a target of 14,850 shares of restricted stock units, with the right to earn up to 300% of the target shares, subject to satisfaction of pre-determined, performance-based vesting criteria. On February 4, 2020, the Company's Compensation Committee of the Board of Directors determined and approved the achievement of the performance criteria for the restricted stock units, which resulted in 29,205 additional shares being earned by the reporting person. Of the restricted stock units that were awarded, 22,027 will vest immediately and 22,028 will vest quarterly in the next two years.
- (3) The reported sales were to cover taxes upon the vesting of restricted stock units, as required by the Company's equity incentive plans.