| FORM | 4 |
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Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue.

See Instruction 1(b).

(Print or Type Responses)

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

| 1. Name and Address of | 2. Issuer Name and Ticker or Trading Symbol | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|---|--|--|---|---------------------------------------|---|---|--|---------------|--|---|---|--|--|
| Xiao, Deming | MONOLITHIC POWER SYSTEMS (MPWR) | | | | | | | | Director 10% O | | | | |
| (Last) (First) (Middl 4040 Lake Washington Blvd. NE, Suite 201 | | | 3. Date of Earliest Transaction Required to be Reported | | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | <u>X</u> Officer (give title below) es. of MPS Asia Oper | Other (specify below) | |
| Kirkland, WA 98033 | (Street) | | (Month/Day/Year) 11/04/2019 | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line <u>X</u> Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| (City) | | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) | | 2. Trans- action Date | 2A. Deemed Execution Date, if any | 3. Trans action Code (Instr. | 1 | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Owner- ship Form: Direct (D) or | 7. Nature of Indirect Beneficial Owner- |
| | | (Month/ Day/ Year) | (Month/ Day/ Year) | Code | v | Amou | nt | (A) or (D) | Price | | Transaction(s) (Instr. 3 and 4) | (D) of Indirect (I) (Instr. 4) | ship (Instr. 4) |
| Common Stock | | 11/04/19 | | S (1) | | | 2,948 | D | \$159 | 9.6322 | 329,995 | D | |
| Common Stock | | | | (1) | | | | | | | 1,101 | I | by Spouse |
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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).

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 control Number.

FORM 4 (continued)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conver- sion or | 3. Trans- action | Deemed | 4. Tra acti | ins- | 5.Number of E ative Securit | Deriv- | 6. Date Exer- cisable and | | 7. Title and Amo | of Deriv- ative Secur- ity (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 | |
|---|---|---------------------|-----------------------------------|----------------|------------|---|---|------------------------------|-------------------------|---|---|--|---|---|------------|
| | Exercise Price of Deri- vative Security | (Month/ | Execut- ion Date, if any | Coo (Instr. | de . 8) | Acquired (A Disposed of (Instr. 3, 4 a) | Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | ion Date /Day/ | Underlying Securities (Instr. 3 and 4) | | | | | |
| | | | (Month/ Day/ Year) | | 1 | | | 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) | | | | | | | | |
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Explanation of Responses: See continuation page(s) for footnotes

** 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.

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.

By: Saria Tseng For: Deming Xiao

11/05/2019

** Signature of Reporting Person

Date

Xiao, Deming

4040 Lake Washington Blvd. NE, Suite 201 Kirkland, WA 98033

(1) The reported sales were to cover taxes upon the vesting of restricted stock units, as required by the Company's equity incentive plans.