### Edgar Filing: Hsing Michael - Form 4

Hsing Micha Form 4	ael											
February 11	, 2013											
FORM	14						NGE	~~~~		APPROVAL		
W				URITIES AND EXCHANGE COMMISSIC Vashington, D.C. 20549					OMB Number:	3235-0287		
Subject to Section 16. Form 4 or Form 5 obligations may continue Fort 17(a) of the Publ					DENIER				Expires:	January 31 2005		
				CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES etion 16(a) of the Securities Exchange Act of 1934, blic Utility Holding Company Act of 1935 or Section the Investment Company Act of 1940						Estimated average burden hours per response 0.3		
1(b).												
(Print or Type ]	Responses)											
Hsing Michael Symbol				er Name <b>and</b> Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer				
			MONOLITHIC POWER SYSTEMS INC [MPWR]					(Check all applicable)				
(Last) 79 GREAT	(First) (I OAKS BLVD	Middle)	3. Date o (Month/I 02/07/2	-	ransaction			X Director X Officer (giv below)		0% Owner Other (specify		
				endment, Date Original nth/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>				
SAN JOSE,	, CA 95119							Person	More than One	Reporting		
(City)	(State)	(Zip)	Tabl	le I - Non-I	Derivative	Secu	rities Ac	quired, Disposed	of, or Benefic	ially Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	n Date, if	3. Transactic Code (Instr. 8)	on(A) or D (D) (Instr. 3,	ispose 4 and (A) or	d of 5)	Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common	02/07/2012			Code V			Price	565 000	D			
Stock	02/07/2013			A <u>(1)</u>	450	А	\$0	565,808	D			
Common Stock	02/11/2013			S <u>(2)</u>	4,986	D	\$ 24.6	560,822	D			
Common Stock	02/11/2013			S <u>(2)</u>	235	D	\$ 24.6	560,587	D			
Common Stock								465,566	I	By Jointly w/Spouse		
Common Stock								133,040	I	By S. Hsing 04 Trust		

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Common Stock	33,000	Ι	Hsing Fam Foundation
Common Stock	133,040	Ι	by M Hsing 04 Trust

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

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# 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. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	ate	Amou Unde Secur	le and unt of rlying rities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1	Director	Officer	Other				
Hsing Michael 79 GREAT OAKS BLVD SAN JOSE, CA 95119	Х		CEO				
Signatures							
By: Meera Rao For: Michael Hsing		02/11/2013					
<u>**</u> Signature of Reporting Person		Date					

### **Explanation of Responses:**

\* 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).

(1) Equitable stock dividend adjustment approved by the Board of Director as a result of dividend Payment to shareholders on December 28, 2012. Stock dividends will release according to the same vesting schedule as the original grants.

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(2) Shares sold to pay tax obligations resulting from the release of restricted stock units.

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.