

Tseng Saria
 Form 3
 February 10, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Tseng Saria | | (Month/Day/Year) | MONOLITHIC POWER SYSTEMS INC [MPWR] | |
| (Last) | (First) | (Middle) | 02/09/2010 | |
| 6409 GUADALUPE MINES ROAD | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| SAN JOSE,Â CAÂ 95120 | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| | | | VP and General Counsel | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 15,138 ⁽¹⁾ | D | Â |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Title | | | |

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| | Expiration Date | Amount or Number of Shares | or Indirect (I) (Instr. 5) |
|---|--------------------------------------|------------------------------|----------------------------|
| Incentive Stock Option (right to buy) | 10/15/2005 ⁽²⁾ 10/15/2014 | Common Stock 6,747 \$ 8 | D Â |
| Non Qualified Stock Option (right to buy) | 10/15/2005 ⁽²⁾ 10/15/2014 | Common Stock 49,001 \$ 8 | D Â |
| Non Qualified Stock Option (right to buy) | 07/27/2009 ⁽³⁾ 07/27/2014 | Common Stock 37,000 \$ 16 | D Â |
| Non Qualified Stock Option (right to buy) | 01/31/2010 ⁽⁴⁾ 01/31/2015 | Common Stock 10,000 \$ 15.64 | D Â |
| Non Qualified Stock Option (right to buy) | 10/22/2010 ⁽⁵⁾ 10/22/2015 | Common Stock 20,000 \$ 13.01 | D Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Tseng Saria 6409 GUADALUPE MINES ROAD SAN JOSE, CA 95120 | Â | Â | Â VP and General Counsel | Â |

Signatures

/s/ Saria Tseng 02/10/2010

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Includes 3,000 restricted stock units. The restricted stock units vest in three equal installments on July 29, 2010, 2011 and 2012.
- (2) A total of 150,000 shares were granted on 11/17/04. 50,000 shares vested on 10/15/05, and 1/24th of the shares vested monthly thereafter.
- (3) A total of 37,000 shares were granted on 7/27/07. Fifty percent (50%) of the shares vested twenty-four (24) months after the grant date, and 1/48th of the shares vest monthly thereafter.
- (4) A total of 10,000 shares were granted on 1/31/08. Fifty percent (50%) of the shares vested twenty-four (24) months after the grant date, and 1/48th of the shares vest monthly thereafter.
- (5) A total of 20,000 shares were granted on 10/22/08. Fifty percent (50%) of the shares vest twenty-four (24) months after the grant date, and 1/48th of the shares vest monthly thereafter.

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.