

MONOLITHIC POWER SYSTEMS INC
 Form 5
 February 01, 2007

FORM 5

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

OMB APPROVAL
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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).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN 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

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer		
Moyer James C			MONOLITHIC POWER SYSTEMS INC [MPWR]		(Check all applicable)		
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)		<input checked="" type="checkbox"/> Director	<input type="checkbox"/> 10% Owner	
			12/31/2006		<input checked="" type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)	
6409 GUADALUPE MINES ROAD			4. If Amendment, Date Original Filed(Month/Day/Year)		Chief IC Design Engineer		
(Street)					6. Individual or Joint/Group Reporting (check applicable line)		
SAN JOSE, CA 95120					<input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(City)	(State)	(Zip)					

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount (A) or (D) Price			
Common Stock	05/10/2006	Â	J ⁽¹⁾	1,496 D \$ 0	1,359,572	D	Â
Common Stock	06/05/2006	Â	J ⁽²⁾	518,504 D \$ 0	841,068	D	Â
Common Stock	05/11/2006	Â	J ⁽³⁾	43,255 D \$ 0	86,953	I	By F. Moyer 04 Trust
Common Stock	05/11/2006	Â	G ⁽⁴⁾	86,953 D \$ 0	0	I	By F. Moyer 04 Trust

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Common Stock	05/11/2006	Â	J ⁽⁵⁾	43,255	D	\$ 0	86,953	I	By J. Moyer 04 Trust
Common Stock	05/11/2006	Â	G ⁽⁶⁾	86,953	D	\$ 0	0	I	By J. Moyer 04 Trust
Common Stock	06/05/2006	Â	J ⁽²⁾	518,504	A	\$ 0	518,504	I	By Jointly w/Spouse
Common Stock	05/10/2006	Â	J ⁽¹⁾	1,496	A	\$ 0	239,584	I	by Moyer FamilyTrust
Common Stock	05/11/2006	Â	J ⁽⁷⁾	86,510	A	\$ 0	326,094	I	by Moyer FamilyTrust

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

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(9-02)

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of D Se O Er Is Fi (I
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						(A) (D)			

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Moyer James C 6409 GUADALUPE MINES ROAD SAN JOSE, CA 95120	Â X	Â	Â	Chief IC Design Engineer Â

Signatures

James C. Moyer 02/01/2007
 **Signature of Date
 Reporting Person

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) Represents shares transferred from the reporting person's account to his family trust.
- (2) Represents shares transferred from the reporting person's account to his joint account with his spouse.
- (3) Represents shares transferred from the Frances K. Moyer 2004 Trust to the Moyer Family Trust.
- (4) Gifted shares from the Frances K. Moyer 2004 Trust to the following: 10,811 shares to William C. & Viola J. Moyer Trust, Viola J. McCreary Moyer, Trustee; 38,071 shares to Cynthia Anne Moyer; and 38,071 to William James Moyer.
- (5) Represents shares transferred from the James C. Moyer 2004 Trust to the Moyer Family Trust.
- (6) Gifted shares from the reporting person's trust to the following: 10,811 shares to William C. & Viola J. Moyer Trust, Viola J. McCreary Moyer, Trustee; 38,071 shares to Cynthia Anne Moyer; and 38,071 to William James Moyer.
- (7) Represents shares transferred from the James C. Moyer 2004 Trust and the Frances K. Moyer 2004 Trust.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.