## Edgar Filing: Moyer James C - Form 4

Moyer Jam Form 4	es C										
February 08	8, 2013										
FORM			SECU	DITIES		ven		OMMERION	r	APPROVAL	
Washington, D.C. 20549								OMB Number:	3235-0287		
Check t if no lo								Expires:	January 31, 2005		
subject Section Form 4	IENT OF CHANGES IN BENEFICIAL OWNE SECURITIES						NEKSHIP OF	Estimated burden he response	d average ours per		
Form 5 obligati may co <i>See</i> Inst 1(b).	ntinue. truction	(a) of the l	Public I	Utility Ho	olding Co	ompa	U	e Act of 1934, 1935 or Sectio 0			
(Print or Type	e Responses)										
1. Name and Address of Reporting Person <u>*</u> Moyer James C			2. Issuer Name <b>and</b> Ticker or Trading Symbol MONOLITHIC POWER SYSTEMS					5. Relationship of Reporting Person(s) to Issuer			
		INC [MPWR]					(Check all applicable)				
(Last)	(First)	(Middle)	(Month	of Earliest Transaction /Day/Year) /2013				_X_ Director10% Owner Officer (give titleOther (specify below) below)			
	(Street)		02/06/2013					6. Individual or Joint/Group Filing(Check			
			4. If Amendment, Date Original Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
SAN JOSE	E, CA 95119							Person			
(City)	(State)	(Zip)	Ta	ble I - Non	-Derivativ	ve Sec	urities Acq	uired, Disposed o	f, or Benefic	ially Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, any (Month/Day/Year)			Date, if	Code (Instr. 3, 4 and 5) Year) (Instr. 8) (A)				Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	02/06/2013			S <u>(1)</u>	625	D	\$ 22.8888	1,006,248	D		
Common Stock	02/06/2013			A <u>(2)</u>	88	А	\$ 0	1,006,336	D		
Common Stock	02/07/2013			S <u>(3)</u>	35	D	\$ 23.7	1,006,301	D		
Common Stock								450,083	Ι	by Moyer FamilyTrust	

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

Persons who 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.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
				~	(1) (5)				of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
1	Director	10% Owner	Officer	Other			
Moyer James C 79 GREAT OAKS BLVD SAN JOSE, CA 95119	Х						
Signatures							
By: Saria Tseng For: James Moyer		02/08/2013					
<b>**</b> 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) Shares sold to pay tax obligations resulting from the vesting of performance units (restricted stock units) originally granted on February 25, 2010. The Performance was met and the shares were released per board approval on February 5, 2013.
- (2) 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.
- (3) 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.