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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934**

**Date of Report (date of earliest event reported):  
August 31, 2005**

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**MONOLITHIC POWER SYSTEMS, INC.**

(Exact name of Registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**000-51026**  
(Commission File Number)

**77-0466789**  
(I.R.S. Employer  
Identification Number)

**983 University Avenue, Building A  
Los Gatos, California 95032**  
(Address of principal executive offices) (Zip Code)

**(408) 357-6600**  
(Registrant's telephone number, including area code)

(former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01 Other Events**

Attached hereto as Exhibit 99.1 and incorporated by reference herein is the text of Monolithic Power Systems, Inc.'s announcement regarding an update to forward-looking statements relating to the third quarter of 2005 as presented in a press release issued August 31, 2005. The information under this Item 8.01 of this Current Report on Form 8-K and Exhibit 99.1 attached hereto are being furnished and shall not be deemed "filed" for purposes of Section 18 of the 1934 Act, nor shall they be deemed incorporated by reference in any filing with the Securities and Exchange Commission under the 1934 Act or the 1933 Act, except as shall be expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits.

<u>Exhibit</u>	<u>Description</u>
99.1	Press Release issued on August 31, 2005.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

September 1, 2005

By: \_\_\_\_\_ /s/ Michael Hsing

**Michael Hsing,  
Chief Executive Officer and President  
(Principal Executive Officer and Duly Authorized  
Officer)**

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## Index to Exhibits

<u>Exhibit</u>	<u>Description</u>
99.1	Press Release issued on August 31, 2005.

**MONOLITHIC POWER SYSTEMS UPDATES REVENUE OUTLOOK FOR THIRD-QUARTER 2005****Revenue Forecast Increased to \$27 Million to \$29 Million**

LOS GATOS, Calif., August 31, 2005 — Monolithic Power Systems, Inc. (MPS) (Nasdaq: MPWR), a leading fabless manufacturer of high-performance analog and mixed-signal semiconductors, today updated its outlook for net revenues for the third quarter ending September 30, 2005. MPS currently expects third-quarter net revenues to range from approximately \$27 million to \$29 million, up from the previous estimate of approximately \$25 million to \$27 million.

MPS attributed its updated revenue outlook to increased demand for its DC to DC product segments across a broad base of applications and markets in Asia.

“We are pleased to see a faster than expected product adoption rate by our customers,” said Michael Hsing, CEO of MPS. “We believe that this is a result of our continuing expansion of sales and marketing efforts in the region.” In reporting its financial results for the second quarter of 2005 on July 28, 2005, the company had estimated that net revenues for the third quarter would range from approximately \$25 million to \$27 million. This outlook was included in management’s prepared remarks for MPS’ regular quarterly teleconference, a webcast of which is available to all investors on the corporate website at [http://www.monolithicpower.com/cmp\\_0204\\_ir\\_invevents.htm](http://www.monolithicpower.com/cmp_0204_ir_invevents.htm)

**About MPS**

Monolithic Power Systems, Inc. (MPS) designs, develops and markets proprietary, advanced analog and mixed-signal semiconductors for large and high-growth markets. The company’s integrated circuits (ICs) are used in a variety of electronic products, such as notebook computers, flat panel displays, cellular handsets, digital cameras, wireless local area network (LAN) access points, home entertainment systems, and personal digital assistants (PDAs). MPS utilizes a fabless business model, manufacturing its ICs through foundry partners that employ the company’s proprietary process technology. MPS is based in Los Gatos, California, and through MPS International maintains international sales offices in Taiwan, China, Japan, and Korea.

**Safe Harbor Statement**

This press release contains forward-looking statements, including statements regarding, among other things, expected net revenues for the third quarter ending September 30, 2005. These forward-looking statements are subject to risks and uncertainties that could cause actual results to differ materially from those projected, including the potential impact on customers of the effects of litigation in which the company is involved, risks associated with the continued development and expansion of our business in Asia and other regions; acceptance of, or demand for, our products being lower than expected; and, based on our limited operating history, difficulty in predicting or budgeting for future expenses and financial contingencies.

Other risk factors are listed in MPS’ SEC filings, including but not limited to the final prospectus for its initial public offering of common stock filed on November 19, 2004, its Annual Report on Form 10-K filed on March 31, 2005, and its Quarterly Report on Form 10-Q filed on August 15, 2005.

The forward-looking statements in this press release represent MPS’ targets, not predictions of actual performance. Any statements by persons outside of MPS speculating on the progress of the quarter, or other aspects of MPS’ business, are not based on internal MPS information and should be assessed accordingly by investors.

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