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

FORM 8-K

CURRENT REPORT

**PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (date of earliest event reported):
March 13, 2006

MONOLITHIC POWER SYSTEMS, INC.

(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

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, CA 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)

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 2.02 Results of Operations and Financial Condition.

On March 13, 2006, Monolithic Power Systems, Inc. (the “Company”), a Delaware corporation, issued a press release providing revenue for the fourth quarter and fiscal year ended December 31, 2005.

A copy of the press release issued by the Company concerning the foregoing results is furnished herewith as Exhibit 99.1 and is incorporated herein by reference.

The information under this Item 2.02 of this Current Report on Form 8-K and the exhibit attached hereto are being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (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 Securities Act of 1933, as amended, 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>
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99.1	Press Release issued on March 13, 2006
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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.

Date: March 13, 2006

By: _____ /s/ C. Richard Neely Jr.

C. Richard Neely Jr.
Chief Financial Officer
(Principal Financial and Accounting Officer and
Duly Authorized Officer)

Index to Exhibits

Exhibit	Description
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99.1	Press Release issued on March 13, 2006
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Contact:

Rick Neely
Chief Financial Officer
Monolithic Power Systems, Inc.
408-357-6759

For Immediate Release

Monolithic Power Systems Announces Fourth Quarter and Fiscal 2005 Revenue

LOS GATOS, Calif., March 13, 2006 – Monolithic Power Systems, Inc. (MPS) (Nasdaq: MPWRE), a leading fabless manufacturer of high-performance analog and mixed-signal semiconductors, announced today that its revenue for the fourth quarter of 2005 was \$32.5 million, a 120% increase over revenue of \$14.8 million in the fourth quarter of 2004, and that its fiscal 2005 revenue was \$99.1 million, a 108% increase over revenue of \$47.6 million in 2004. The Company also stated that it expects its revenue for the first fiscal quarter of 2006 to be in the range of \$24 million to \$25 million, an approximate increase of 68% over the same quarter of 2005.

As previously announced, the Company will hold a conference call today at 6 p.m. EST. The dial-in number is 719-457-2733, code number 4971714. This call will be webcast live for all investors and archived for one year on the MPS website at http://www.monolithicpower.com/cmp_02_inv_rel.htm. In addition, a phone replay of the call will be available for seven days at 888-203-1112, code number 4971714.

About Monolithic Power Systems, Inc.

Monolithic Power Systems, Inc. (MPS) develops and markets proprietary, advanced analog and mixed-signal semiconductors. The Company combines advanced process technology with its highly experienced analog designers to produce high-performance power management integrated circuits (ICs) for Cold Cathode Fluorescent Lamp (CCFL) backlight controllers, LED drivers, DC to DC converters, Class D audio amplifiers, and Linear ICs. MPS products are used extensively in computing and network communications products, LCD monitors and TVs, and a wide variety of consumer and portable electronics products. MPS partners with world-class manufacturing organizations to deliver top quality, ultra-compact, high-performance solutions through the most productive, cost-efficient channels. Founded in 1997 and headquartered in Los Gatos, California, the company has expanded its global presence with offices in Taiwan, China, Korea, Japan, and Europe, which operate under MPS International, Ltd.

Safe Harbor Statement

This press release contains forward-looking statements, including statements regarding the Company's expectations concerning its revenue for the fourth quarter of 2005, fiscal 2005 and first quarter of 2006. These statements are not historical facts or guarantees of future performance or events, and are based on current expectations, estimates, beliefs, assumptions, goals, and objectives, and involve known and unknown risks, uncertainties and other factors that may cause actual results to be materially different from the results expressed or implied by these statements. Readers of this press release and listeners to any related conference call are

cautioned not to place undue reliance on any forward-looking statements. Factors that could cause actual results to differ include, but are not limited to, adjustments that occur as the Company and its auditors complete the audit of the Company's results of operations for fiscal 2005; incorrect forecasting of product demand and shipments for the quarter; acceptance of, or demand for, the Company's products being lower than expected; the uncertain impact of the Company's ongoing litigation on customer demand, including the possibility of additional lost business; the seasonality of the Company's business; especially in the first quarter of the year; the ability of our distributors to accurately forecast their customers' needs and manage their level of inventory to correspond with the actual demand of their customers; risks associated with the continued development, structuring and expansion of the Company's business and distribution partner capabilities; and other important risk factors identified in the Company's SEC filings including, but not limited to, the Company's 2004 Annual Report on Form 10-K/A and Quarterly Reports on the form 10-Q/A for the first and second quarters of 2005 filed on March 9, 2006 and the Company's most recent Quarterly Report for the third quarter of 2005 filed on March 10, 2006.

MPS, Monolithic Power Systems, and the MPS logo are among the trademarks of Monolithic Power Systems, Inc. in the U.S. and certain other countries.