

FU CHIEH HSU
Form 4
November 30, 2004

FORM 4 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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
FU CHIEH HSU

2. Issuer Name and Ticker or Trading Symbol
MONOLITHIC SYSTEM
TECHNOLOGY INC [mosy]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

1020 STEWART DRIVE, C/O
MONOLITHIC SYSTEM
TECHNOLOGY, INC.

3. Date of Earliest Transaction
(Month/Day/Year)
11/24/2004

Director 10% Owner
 Officer (give title below) Other (specify below)
President, CEO & Chairman BOD

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

SUNNYVALE, CA 94085

(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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | Code V | Amount | (A) or (D) | Price |
| Common Stock | 11/24/2004 | | | S | 200,000 | D | \$ 4.5 |
| | | | | | 2,470,000 ⁽¹⁾ | D | |

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

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SEC 1474 (9-02)

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

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| 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. Number of Derivative Securities Owned Following Report (Instr. 5) |
|---|--|---|---|--------------------------------------|--|--|---|---|---|
|---|--|---|---|--------------------------------------|--|--|---|---|---|

| | | | |
|---------------------|--------------------|-------|--|
| Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|---------------------|--------------------|-------|--|

Code V (A) (D)

Reporting Owners

Reporting Owner Name / Address

Relationships

| | | | | | |
|--|----------|-----------|---------|--|-------|
| | Director | 10% Owner | Officer | | Other |
|--|----------|-----------|---------|--|-------|

| | | | | | |
|--|---|---|----------------------------------|--|--|
| FU CHIEH HSU 1020 STEWART DRIVE C/O MONOLITHIC SYSTEM TECHNOLOGY, INC. SUNNYVALE, CA 94085 | X | X | President, CEO & Chairman BOD | | |
|--|---|---|----------------------------------|--|--|

Signatures

Fu-Chieh Hsu 11/30/2004

**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).

 Additionally, Dr. Hsu also has indirect ownership of 520,000 shares. Of these shares, 240,000 shares are held by Dr. Hsu as co-trustee with his wife Adela Lee for the benefit of his son, Percy Alexander Hsu, and 240,000 shares are held by Dr. Hsu as co-trustee with his wife for the benefit of his son, Jerone Lee Hsu. In addition, 20,000 shares are owned of record by Percy Alexander Hsu, and 20,000 shares are owned of record by Jerone Lee Hsu. Dr. Hsu disclaims beneficial ownership of these shares.

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.