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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) X Officer (give tilte Other (o Issuer Owner			MS INC				2. Issuer Name and ⁻ MONOLITHIC	Mover James C								
(Street) SAN JOSE CA 95120 (Zity) Life Life Life X Form filed by One Reporting Person Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned X Form filed by More than One Reporting Person 1. Title of Security (Instr. 3) 2. Transaction Date (Month/DayYear) ZA. Deemed (Month/DayYear) 3. and 5) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3.4 and 5) S. Amount of Securities (Instr. 4) S. Ownership (Instr.	w)	below)			1	th/Day/Year)	(Mon	ansaction	3. Date of Earliest Tra		,	· · /					
SAN JOSE CA 95120 X Form filed by More than One Reporting Perform filed by More than One Report Perform filed by More than One Perform filed by More than One Report Perform fil	Applicable	Group Filing (Che	ndividual or Joint/G	6.1	ay/Year)	iled (Month/D	inal Fi	te of Orig	4. If Amendment, Da								
Form filed by More than One Reperson Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction Different/Day/Yeary 3. Transaction (Instr. 4) 4. Securities Acquired (A) or band 6) 5. Amount of Security (Instr. 3) 6. Ownership Security (Instr. 3) 2. Transaction Different/Day/Yeary 24. Deemed (Instr. 4) 3. Transaction Date (Instr. 4) 4. Securities Acquired (A) or band 6) 5. Amount of Security (Instr. 3) 6. Ownership Security (Instr. 4) 6. Ownership Secur	arson	One Reporting	,							20							
City (State) (Zp) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction (Month/Day/Year) 5. Ownorship 7. (Month/Day/Year) <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td>951.</td> <td>CA</td> <td></td>										951.	CA						
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, (Month/Day/Year) 3. Transaction $\frac{1}{2}$ ransaction $\frac{1}{2}$ rans			Person								(Zip)	(State)	(City)				
Date (Month/Day/Year) Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Transaction Code (month/Day/Year) Disposed Of (D) (Instr. 3, 4) Securities Beneficially Owned (month/Day/Year) Form: Direct (month/Day/Year) Disposed Of (D) (Instr. 3, 4) Securities Beneficially Owned (month/Day/Year) Form: Direct (month/Day/Year) Transaction (D) (Instr. 3, 4) Securities Beneficially Owned (month/Day/Year) Form: Direct (month/Day/Year) Instruction (D) (Instr. 3, 4) Securities Beneficially Owned (month/Day/Year) Form: Direct (month/Day/Year) Instruction (D) (Instr. 4) Securities Beneficially Owned (month/Day/Year) Form: Direct (month/Day/Year) Instruction (D) (Instr. 4) Securities Beneficially Owned (month/Day/Year) Form: Direct (month/Day/Year) Instruction (D) (Instr. 4) Securities Beneficially Owned (month/Day/Year) Form: Direct (month/Day/Year) Instruction (D) (Instr. 4) Securities Beneficially Owned (month/Day/Year) Form: Direct (month/		4	Ily Owned	neficia	f, or Ben	sposed of	d, Di	cquire	ative Securities A	- Non-Derivat	Table I						
Code V Amount (h) or (n) Price Reported Transaction(s) (Instr. 3 and 4) Reported (Instr. 3 and 4) Common Stock 10/22/2007 s ⁽¹⁾ 200 D \$23.2 250,410 I br/Fi Common Stock 10/22/2007 s ⁽¹⁾ 200 D \$23.2 250,210 I br/Fi Common Stock 10/22/2007 s ⁽¹⁾ 300 D \$23.22 249,910 I br/Fi Common Stock 10/22/2007 s ⁽¹⁾ 300 D \$23.23 249,810 I br/Fi Common Stock 10/22/2007 s ⁽¹⁾ 300 D \$23.24 249,510 I br/Fi Common Stock 10/22/2007 s ⁽¹⁾ 300 D \$23.24 249,510 I br/Fi Common Stock 10/22/2007 s ⁽¹⁾ 1000 D \$23.28 249,410 I br/Fi Common Stock 10/22/2007 s ⁽¹⁾ 1000 D \$23.29 248,510	7. Nature of Indirect Beneficial Ownership (Instr. 4)	Form: Direct (D) or Indirect (I)	Securities Beneficially Owned		Disposed Of (D) (Instr. 3, 4			Transac Code (Ir	ear) Execution Date,	Date	Date						
Common Stock 10/22/2007 s ⁽¹⁾ 200 D \$23.22 250,410 1 Fri Common Stock 10/22/2007 s ⁽¹⁾ 200 D \$23.21 250,210 I b Common Stock 10/22/2007 s ⁽¹⁾ 300 D \$23.22 249,910 I b Common Stock 10/22/2007 s ⁽¹⁾ 100 D \$23.23 249,810 I b Common Stock 10/22/2007 s ⁽¹⁾ 100 D \$23.24 249,910 I b Common Stock 10/22/2007 s ⁽¹⁾ 100 D \$23.24 249,810 I b Common Stock 10/22/2007 s ⁽¹⁾ 300 D \$23.24 249,510 I b Common Stock 10/22/2007 s ⁽¹⁾ 100 D \$23.28 249,410 I b Common Stock 10/22/2007 s ⁽¹⁾ 100 D \$23.28 249,310 I b Common Stock 10/22/2007 s ⁽¹⁾ 800 D \$23.29			Reported Transaction(s)	Price		Amount	v	Code									
Common Stock 10/22/2007 \$\star{10}\$	oy Moyer FamilyTrust	I	250,410	\$23.2	D \$	200		S ⁽¹⁾	7	10/22/2007			Common Stock				
Common Stock 10/22/2007 s ⁽¹⁾ 300 D \$23.22 249,910 I Fride Common Stock 10/22/2007 s ⁽¹⁾ 100 D \$23.23 249,810 I b ^b Common Stock 10/22/2007 s ⁽¹⁾ 300 D \$23.24 249,810 I b ^b Common Stock 10/22/2007 s ⁽¹⁾ 300 D \$23.24 249,510 I b ^b Common Stock 10/22/2007 s ⁽¹⁾ 100 D \$23.26 249,410 I b ^b Common Stock 10/22/2007 s ⁽¹⁾ 100 D \$23.28 249,310 I b ^b Common Stock 10/22/2007 s ⁽¹⁾ 100 D \$23.28 249,310 I b ^b Common Stock 10/22/2007 s ⁽¹⁾ 800 D \$23.29 248,510 I b ^b Common Stock 10/22/2007 s ⁽¹⁾ 200 D \$23.3 248,310 I b ^b	oy Moyer FamilyTrust	I	250,210	\$23.21	D \$	200		S ⁽¹⁾	7	10/22/2007			Common Stock				
Common Stock 10/22/2007 \$(1) 100 D \$23.23 249,610 I Free Common Stock 10/22/2007 \$(1) 300 D \$23.24 249,510 I b) Common Stock 10/22/2007 \$(1) 100 D \$23.26 249,410 I b) Common Stock 10/22/2007 \$(1) 100 D \$23.28 249,410 I b) Common Stock 10/22/2007 \$(1) 100 D \$23.28 249,310 I b) Common Stock 10/22/2007 \$(1) 100 D \$23.29 248,510 I b) Common Stock 10/22/2007 \$(1) 800 D \$23.29 248,510 I b) Common Stock 10/22/2007 \$(1) 200 D \$23.33 248,310 I b)	oy Moyer FamilyTrust	I	249,910	\$23.22	D \$	300		S ⁽¹⁾	7	10/22/2007			Common Stock				
Common Stock 10/22/2007 \$(3) 5	oy Moyer FamilyTrust	I	249,810	\$23.23	D \$	100		S ⁽¹⁾	7	10/22/2007			Common Stock				
Common Stock 10/22/2007 Stor 100 D \$23.28 249,410 I Frain Common Stock 10/22/2007 S ⁽¹⁾ 100 D \$23.28 249,310 I b Common Stock 10/22/2007 S ⁽¹⁾ 100 D \$23.28 249,310 I b Common Stock 10/22/2007 S ⁽¹⁾ 800 D \$23.29 248,510 I b Common Stock 10/22/2007 S ⁽¹⁾ 200 D \$23.3 248,310 I b	oy Moyer FamilyTrust	I	249,510	\$23.24	D \$	300		S ⁽¹⁾	7	10/22/2007			Common Stock				
Common Stock $10/22/2007$ $$^{(1)}$ $$^{(0)}$ D $$^{(23.28)}$ $$^{(249,510)}$ I F_{F} Common Stock $10/22/2007$ $$^{(1)}$ 800 D $$^{(23.29)}$ $$^{(249,510)}$ I b_{F} Common Stock $10/22/2007$ $$^{(1)}$ $$^{(0)}$ D $$^{(23.29)}$ $$^{(248,510)}$ I b_{F} Common Stock $10/22/2007$ $$^{(1)}$ $$^{(0)}$ D $$^{(23.3)}$ $$^{(248,310)}$ I b_{F}	oy Moyer FamilyTrust	I	249,410	\$23.26	D \$	100		S ⁽¹⁾	7	10/22/2007			Common Stock				
Common Stock $10/22/2007$ Stop 800 D \$23.3 248,310 I Fraction Common Stock $10/22/2007$ Stop 200 D \$23.3 248,310 I b	y Moyer FamilyTrust	I	249,310	\$23.28	D \$	100		S ⁽¹⁾	7	10/22/2007			Common Stock				
	y Moyer FamilyTrust	I	248,510	\$23.29	D \$	800		S ⁽¹⁾	7	10/22/2007			Common Stock				
	y Moyer FamilyTrust	I	248,310	\$23.3	D \$	200		S ⁽¹⁾	7	10/22/2007			Common Stock				
Common Stock 10/22/2007 Store 100 D \$25.51 248,210 1 Fa	oy Moyer FamilyTrust	I	248,210	\$23.31	D \$	100		S ⁽¹⁾	7	10/22/2007			Common Stock				
Common Stock 10/22/2007 Store 100 D \$25.55 248,110 1 Fa	y Moyer FamilyTrust	I	248,110	\$23.35	D \$	100		S ⁽¹⁾	7	10/22/2007			Common Stock				
Common Stock 10/22/2007 Stor 100 D 323.37 248,010 1 Fe	y Moyer FamilyTrust	I	248,010	\$23.37	D \$	100		S ⁽¹⁾	7	10/22/2007			Common Stock				
Common Stock 10/22/2007 Store 100 D 323.41 247,910 1 Fe	y Moyer FamilyTrust	I	247,910	\$23.41	D \$	100		S ⁽¹⁾	7	10/22/2007			Common Stock				
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$	y Moyer FamilyTrust	I	247,710	\$23.43	D \$	200		S ⁽¹⁾	7	10/22/2007			Common Stock				
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$	oy Moyer FamilyTrust	I	247,610	\$23.44	D \$	100		S ⁽¹⁾	7	10/22/2007			Common Stock				
	y Moyer FamilyTrust	I	247,410	\$23.45	D \$	200		S ⁽¹⁾	7	10/22/2007			Common Stock				

1. Title of Security (Instr. 3)	Cable I - Non-Derivativ 2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	eneficia ed (A) or str. 3, 4	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership				
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
Common Stock	10/22/2007		S ⁽¹⁾		100	D	\$23.49	247,310	I	by Moyer FamilyTrust
Common Stock								890,569	D	
Common Stock								518,504	I	By Jointly w/Spouse

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	 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (Ir 8)		of Deriv Secu Acqu (A) o Dispo of (D	vative rities lired r osed) . 3, 4	6. Date Exer Expiration D (Month/Day/	ate	Amour Securi Under Deriva	nt of ties lying tive ty (Instr.	8. Price of Derivative Security (Instr. 5)	derivative Securities	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownershi
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. In accordance with the reporting person's 10b5-1 trading plan.

By: Adriana Chiocchi For: James Moyer

10/22/2007

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.