

NETLOGIC MICROSYSTEMS INC  
Form 4  
August 04, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
DOMENIK STEPHEN L

2. Issuer Name and Ticker or Trading Symbol  
NETLOGIC MICROSYSTEMS INC  
[NETL]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

(Last) (First) (Middle)  
13455 NOEL ROAD, SUITE 1670  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
08/02/2004

Director  10% Owner  
 Officer (give title below)  Other (specify below)

DALLAS, TX 75240  
(City) (State) (Zip)

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

**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                    | 08/02/2004                           |  | J                              |   | 1,013   | A  | 11,013                            | D |                |
| Common Stock                    | 08/02/2005                           |  | J                              |   | 687,870   | D  | 687,869                           | I | See Footnote 2 |
| Common Stock                    | 08/02/2005                           |  | J                              |   | 14,038  | D  | 14,038                            | I | See Footnote 3 |

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

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SEC 1474 (9-02)

number.

**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 | 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 Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

## Reporting Owners

| Reporting Owner Name / Address                                       | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| DOMENIK STEPHEN L<br>13455 NOEL ROAD, SUITE 1670<br>DALLAS, TX 75240 | X             |           |         |       |

## Signatures

John V. Jagers, By Power Of Attorney  
Date: 08/04/2005

\_\_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) Pro rata distribution of shares, with no additional consideration, from Sevin Rosen Fund VIII L.P. to its partners and Sevin Rosen VIII Affiliates Fund L.P. to its partners.
- (2) Pro rata distribution, with no additional consideration, from Sevin Rosen Fund VIII L.P. ("SRF VIII") to its partners. Shares are held directly by SRF VIII. SRB Associates VIII L.P. ("SRB VIII") is the general partner of SRF VIII. Mr. Domenik is a general partner of SRB VIII and exercises shared voting, investment and dispositive rights with respect to the shares of stock held by SRF VIII. He disclaims beneficial ownership of the shares except to the extent of his pecuniary interest in such shares.
- (3) Pro rata distribution of shares, with no additional consideration, from Sevin Rosen VIII Affiliates Fund L.P. ("SR VIII Affiliates"). Shares are held directly by SR VIII Affiliates. SRB Associates VIII L.P. ("SRB VIII") is the general partner of SR VIII Affiliates. Mr. Domenik is a general partner of SRB VIII and exercises shared voting, investment and dispositive rights with respect to the shares of stock held by SR VIII Affiliates. He disclaims beneficial ownership of the shares except to the extent of his pecuniary interest in such 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.