

DOMENIK STEPHEN L
Form 4
February 10, 2010

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 *
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)
02/08/2008

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 | 02/08/2010 | | M | | | 10,000 | A | \$ 18.72 | 22,027 | D | |
| Common Stock | 02/08/2008 | | M | | | 10,000 | A | \$ 26.28 | 32,027 | D | |
| Common Stock | 02/08/2010 | | M | | | 10,000 | A | \$ 33.91 | 42,027 | D | |
| Common Stock | 02/08/2010 | | M | | | 10,000 | A | \$ 33.1 | 52,027 | D | |
| Common Stock | 02/08/2010 | | S | | | 49,527 | D | \$ 48.5023 | 2,500 | D | |

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

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(9-02)

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Stock Option (Right To Buy) | \$ 18.72 | 02/08/2010 | | M | 10,000 | 08/31/2005 07/13/2015 | Common Stock 10,000 |
| Stock Option (Right To Buy) | \$ 26.28 | 02/08/2010 | | M | 10,000 | 08/31/2006 07/18/2016 | Common Stock 10,000 |
| Stock Option (Right To Buy) | \$ 33.91 | 02/08/2010 | | M | 10,000 | 08/31/2007 07/18/2017 | Common Stock 10,000 |
| Stock Option (Right To Buy) | \$ 33.1 | 02/08/2010 | | M | 10,000 | 07/31/2008 07/15/2018 | Common Stock 10,000 |

Reporting Owners

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

Signatures

John V. Jagers, By Power Of
Attorney

02/10/2010

__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).

The shares sold on this date were sold in multiple transactions. This price is the weighted average sales price per share of all shares sold (1) on this date; the actual sale prices per share range from \$48.00 to \$48.92. The number of shares sold at each separate price will be provided upon request by the Securities and Exchange Commission, NetLogic Microsystems, or a security holder of NetLogic.

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.