

Srinivasan Varadarajan  
 Form 4  
 February 18, 2010

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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**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 \*  
 Srinivasan Varadarajan

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)  
 1875 CHARLESTON RD.  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 02/16/2010

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Vice President and CTO

MOUNTAIN VIEW, CA 94043  
 (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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V Amount (A) or (D) Price   |   |  |   |
| Common Stock                    | 02/16/2010                           |  | M                              | 9,391 A \$ 33.72  | 76,729  | D  |   |
| Common Stock                    | 02/16/2010                           |  | M                              | 619 A \$ 23.4   | 77,348  | D  |   |
| Common Stock                    | 02/16/2010                           |  | M                              | 932 A \$ 19.83  | 78,280  | D  |   |
| Common Stock                    | 02/16/2010                           |  | M                              | 1,297 A \$ 23.94  | 79,577  | D  |   |
| Common Stock                    | 02/16/2010                           |  | M                              | 18,211 A \$ 30.29   | 97,788  | D  |   |

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Common Stock      02/16/2010      S      30,450      D      \$ 53.3764      67,338      D  
(1)

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

**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 control number.**

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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)                | \$ 33.72   | 02/16/2010                           |  | M                              | 270   | 02/23/2007      02/22/2016                               | Common Shares      476  |
| Stock Option (right to buy)                | \$ 33.72   | 02/16/2010                           |  | M                              | 9,121   | 02/23/2007      02/22/2016                               | Common Shares      9,121                                      |
| Stock Option (right to buy)                | \$ 23.4  | 02/16/2010                           |  | M                              | 619   | 08/01/2007      07/31/2016                               | Common Shares      2,063                                      |
| Stock Option (right to buy)                | \$ 19.83   | 02/16/2010                           |  | M                              | 932   | 10/31/2007      10/30/2016                               | Common Shares      3,729                                      |
| Stock Option (right to buy)                | \$ 23.94   | 02/16/2010                           |  | M                              | 1,297   | 01/30/2008      01/29/2017                               | Common Shares      6,914                                      |
| Stock Option (right to buy)                | \$ 30.29   | 02/16/2010                           |  | M                              | 16,158  | 06/05/2008      06/04/2017                               | Common Shares      16,158                                     |

