

Dimitrelis Dimitrios  
Form 4  
February 17, 2012

**FORM 4**

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

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

**OMB APPROVAL**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Dimitrelis Dimitrios

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)  
3975 FREEDOM CIRCLE, 9TH  
FLOOR

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/17/2012

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
Vice President of Engineering

(Street)  
SANTA CLARA, CA 95054

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

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

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                    | V                                                                          | Amount                                                                                                             | (A)<br>or<br>(D)                                                     | Price                                                             |
| Common<br>Stock                       | 02/17/2012                              |                                                             | D                                       |                                                                            | 10,000                                                                                                             | D                                                                    | <u>(1)</u><br><u>(2)</u> 51,500                                   |
| Common<br>Stock                       | 02/17/2012                              |                                                             | D                                       |                                                                            | 10,000                                                                                                             | D                                                                    | <u>(1)</u><br><u>(3)</u> 41,500                                   |
| Common<br>Stock                       | 02/17/2012                              |                                                             | D                                       |                                                                            | 8,750                                                                                                              | D                                                                    | <u>(1)</u><br><u>(4)</u> 32,750                                   |
| Common<br>Stock                       | 02/17/2012                              |                                                             | D                                       |                                                                            | 8,750                                                                                                              | D                                                                    | <u>(1)</u><br><u>(5)</u> 24,000                                   |
| Common<br>Stock                       | 02/17/2012                              |                                                             | D                                       |                                                                            | 12,000                                                                                                             | D                                                                    | <u>(1)</u><br><u>(6)</u> 12,000                                   |

# Edgar Filing: Dimitrelis Dimitrios - Form 4

Common Stock      02/17/2012      D      12,000      D      (1)  
(7)      0      D

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.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Amount<br>or<br>Number<br>of Shares |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|----------------------------------------|
| Stock<br>Option<br>(right to<br>buy)                | \$ 13.93                                                           | 02/17/2012                              |                                                             | D                                    | 1,650                                                                                                        | <u>(8)</u> 01/06/2018                                          | Common<br>Stock                                                     | 1,650                                  |
| Stock<br>Option<br>(right to<br>buy)                | \$ 10.95                                                           | 02/17/2012                              |                                                             | D                                    | 20,000                                                                                                       | <u>(10)</u> 01/04/2019                                         | Common<br>Stock                                                     | 20,000                                 |

## Reporting Owners

| Reporting Owner Name / Address                                                    | Relationships |           |                                  |       |
|-----------------------------------------------------------------------------------|---------------|-----------|----------------------------------|-------|
|                                                                                   | Director      | 10% Owner | Officer                          | Other |
| Dimitrelis Dimitrios<br>3975 FREEDOM CIRCLE<br>9TH FLOOR<br>SANTA CLARA, CA 95054 |               |           | Vice President<br>of Engineering |       |

## Signatures

/s/ Roland B. Cortes, by power of  
attorney

02/17/2012

\_\_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).

- Pursuant to the merger agreement (the "Merger Agreement") among the issuer, Broadcom Corporation ("Broadcom") and I&N Acquisition Corp., this restricted stock unit (RSU) award was assumed by Broadcom and converted into an RSU award for a number of shares of Broadcom common stock equal to the product (rounded down to the nearest whole share) of (a) the unissued number of issuer shares subject to such award, multiplied by (b) a fraction (the "Option Ratio"), the numerator of which is 50, and the denominator of which is the volume weighted average price for a share of Broadcom common stock for the five trading days immediately prior to (and excluding) February 17, 2012, as reported by Bloomberg, L.P.
- (1) This RSU award provided for vesting in full on May 5, 2012.
- (3) This RSU award provided for vesting in full on November 5, 2012.
- (4) This RSU award provided for vesting in full on May 15, 2013.
- (5) This RSU award provided for vesting in full on November 15, 2013.
- (6) This RSU award provided for vesting in full on May 15, 2014.
- (7) This RSU award provided for vesting in full on November 15, 2013.
- (8) This option provided for vesting at the rate of 1/12th of the shares subject to the option at the end of each calendar month during 2011.
- Pursuant to the Merger Agreement, this option was assumed by Broadcom and converted into an option to purchase a number of shares of Broadcom common stock equal to the product (rounded down to the nearest whole share) of (a) the number of issuer shares issuable upon exercise in full of such option, multiplied by (b) the Option Ratio, at a proportionately reduced exercise price per share.
- (9) This option provided for vesting at the rate of 1/12th of the shares subject to the option at the end of each calendar month during 2012.
- (10)

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.