

NETLOGIC MICROSYSTEMS INC

Form 4

January 02, 2008

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Hamamatsu Shigeyuki

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 ROAD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/31/2007

____ Director ____ 10% Owner
____ Officer (give title ____X____ Other (specify
below) below)
Former Interim CFO

MOUNTAIN VIEW, CA 94043

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 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	
Stock Option (right to buy)	12/31/2007		M		208	A \$ 19.83	208 D
Stock Option (right to buy)	12/31/2007		M		155	A \$ 23.4	363 D
Stock Option (right to buy)	12/31/2007		M		66	A \$ 21.41	429 D

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Stock Option (right to buy)	12/31/2007	M	65	A	\$ 12.49	494	D
Stock Option (right to buy)	12/31/2007	M	65	A	\$ 12.65	559	D
Stock Option (right to buy)	12/31/2007	M	104	A	\$ 10.26	663	D
Stock Option (right to buy)	12/31/2007	M	417	A	\$ 6.49	1,080	D
Common Stock	12/31/2007	<u>S</u> ⁽¹⁾	1,080	D	\$ 32.08	0	D

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

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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 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. P Der Sec (Ins
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 21.41	12/31/2007		M	66	09/15/2006	09/14/2015	Common Stock	1,433	
Stock Option	\$ 12.49	12/31/2007		M	65	04/26/2006	04/25/2015	Common Stock	1,107	

(right to
buy)Stock
Option
(right to
buy)

\$ 12.65

12/31/2007

M

65

04/20/2006

04/19/2015

Common
Stock

1,107

Stock
Option
(right to
buy)

\$ 10.26

12/31/2007

M

104

01/19/2006

01/18/2015

Common
Stock

1,458

Stock
Option
(right to
buy)

\$ 6.49

12/31/2007

M

417

10/20/2005

10/19/2014

Common
Stock

3,750

Stock
Option
(right to
buy)

\$ 23.4

12/31/2007

M

155

08/01/2007

07/31/2016

Common
Stock

793

Stock
Option
(right to
buy)

\$ 19.83

12/31/2007

M

208

10/31/2007

10/30/2016

Common
Stock

7,292

Reporting Owners

Reporting Owner Name / Address**Relationships**

Director 10% Owner Officer Other

Hamamatsu Shigeyuki
1875 CHARLESTON ROAD
MOUNTAIN VIEW, CA 94043

Former Interim CFO

Signatures

/s/ Shigeyuki
Hamamatsu

01/02/2008

**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) This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 3, 2007.

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

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