

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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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 \*  
 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 \_\_\_\_\_ 10% Owner  
 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.

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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

Stock Option (right to buy)	\$ 30.29	02/16/2010	M	2,053	06/05/2008	06/04/2017	Common Shares	24,645
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Srinivasan Varadarajan 1875 CHARLESTON RD. MOUNTAIN VIEW, CA 94043			Vice President and CTO	

## Signatures

/s/ Roland B. Cortes, by power of attorney	02/18/2010
<u>        </u> 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 \$53 to \$54. 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 Microsystems.

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.