

Srinivasan Varadarajan  
 Form 4  
 November 24, 2009

**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)  
 \_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 Vice President and CTO

(Last) (First) (Middle)  
 1875 CHARLESTON RD.  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 11/20/2009

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	(D)	Price		
Stock Option (right to buy)	11/20/2009		M		3,125	A	\$ 2	129,661	D
Stock Option (right to buy)	11/20/2009		M		8,854	A	\$ 12	138,515	D
Stock Option (right to buy)	11/20/2009		M		6,250	A	\$ 6.04	144,765	D

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Stock Option (right to buy)	11/20/2009	M	521	A	\$ 12	145,286	D
Stock Option (right to buy)	11/20/2009	M	4,375	A	\$ 6.04	149,661	D
Stock Option (right to buy)	11/20/2009	M	1,364	A	\$ 12.49	151,025	D
Stock Option (right to buy)	11/20/2009	M	5,511	A	\$ 12.49	156,536	D
Common Stock	11/20/2009	S	30,000	D	\$ <u>41.7149</u> (1)	126,536	D

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)	8. Amount or Number of Shares
Stock Option (right to buy)	\$ 2	11/20/2009		M	3,125	06/03/2003 06/02/2013	Common Shares	3,125
Stock Option	\$ 12	11/20/2009		M	8,854	07/09/2014 07/08/2014	Common Shares	8,854

(right to buy)

Stock Option (right to buy)	\$ 6.04	11/20/2009	M	6,250	10/27/2005	10/26/2014	Common Shares	6,250
Stock Option (right to buy)	\$ 12	11/20/2009	M	521	07/09/2005	07/08/2014	Common Shares	521
Stock Option (right to buy)	\$ 6.04	11/20/2009	M	4,375	10/27/2005	10/26/2014	Common Shares	4,375
Stock Option (right to buy)	\$ 12.49	11/20/2009	M	1,364	04/26/2006	04/25/2015	Common Shares	1,364
Stock Option (right to buy)	\$ 12.49	11/20/2009	M	5,511	04/25/2015	04/26/2015	Common Shares	7,386

## 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  
11/24/2009

\_\_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) 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 on this date; the actual sale prices per share range from \$41.50 to \$41.90. 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.