

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 _____ 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 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 |

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

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.