

NETLOGIC MICROSYSTEMS INC

Form 4

August 02, 2007

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

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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)
06/29/2007

____ 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	06/29/2007		J ⁽¹⁾	493 A	\$ 19.091 493	D	
Common Stock	08/02/2007		S	493 D	\$ 30.85 0	D	
Stock Option (right to buy)	08/01/2007		M	1,875 A	\$ 23.4 1,875	D	
Common Stock	08/01/2007		S ⁽²⁾	1,875 D	\$ 30.41 0	D	
	08/02/2007		M	127 A	\$ 21.41 127	D	

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Stock
Option
(right to
buy)

Stock
Option
(right to
buy)

Stock
Option
(right to
buy)

Stock
Option
(right to
buy)

Stock
Option
(right to
buy)

Common
Stock

08/02/2007

M

131

A

\$ 12.49 258

D

08/02/2007

M

131

A

\$ 12.65 389

D

08/02/2007

M

208

A

\$ 10.26 597

D

08/02/2007

M

833

A

\$ 6.49 1,430

D

08/02/2007

S⁽²⁾

1,430

D

\$ 30.74 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. Amount or Number of Shares
Stock Option (right to	\$ 23.4	08/01/2007		M	784	08/01/2007 07/31/2016	Common Stock	5,155

buy)

Stock Option (right to buy)	\$ 23.4	08/01/2007	M	1,091	08/01/2007	07/31/2016	Common Stock	2,345
Stock Option (right to buy)	\$ 21.41	08/02/2007	M	127	09/15/2006	09/14/2015	Common Stock	1,825
Stock Option (right to buy)	\$ 12.49	08/02/2007	M	131	04/26/2006	04/25/2015	Common Stock	1,498
Stock Option (right to buy)	\$ 12.65	08/02/2007	M	131	04/20/2006	04/19/2015	Common Stock	1,498
Stock Option (right to buy)	\$ 10.26	08/02/2007	M	208	01/19/2006	01/18/2015	Common Stock	2,083
Stock Option (right to buy)	\$ 6.49	08/02/2007	M	833	10/20/2005	10/19/2014	Common Stock	6,250

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

08/02/2007

**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) Shares acquired through NetLogic Microsystems' 2004 Employee Stock Purchase Plan on June 29, 2007.

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

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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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