

NETLOGIC MICROSYSTEMS INC

Form 4

May 30, 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

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(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)
05/29/2008

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

Vice President and CTO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/29/2008		S		1,200	D	\$ 36.6
							164,336
Common Stock	05/29/2008		S		300	D	\$ 36.61
							164,036
Common Stock	05/29/2008		S		400	D	\$ 36.62
							163,636
Common Stock	05/29/2008		S		500	D	\$ 36.66
							163,136
Common Stock	05/29/2008		S		100	D	\$ 36.68
							163,036

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Common Stock	05/29/2008	S	200	D	\$ 36.69	162,836	D
Common Stock	05/29/2008	S	5,000	D	\$ 36.75	157,836	D
Common Stock	05/29/2008	S	300	D	\$ 36.84	157,536	D
Common Stock	05/29/2008	S	1,000	D	\$ 36.85	156,536	D
Common Stock	05/29/2008	S	100	D	\$ 36.88	156,436	D
Common Stock	05/29/2008	S	11,600	D	\$ 37	144,836	D
Common Stock	05/29/2008	S	12,600	D	\$ 37.01	132,236	D
Common Stock	05/29/2008	S	10,035	D	\$ 37.02	122,201	D
Common Stock	05/29/2008	S	2,265	D	\$ 37.03	119,936	D
Common Stock	05/29/2008	S	2,100	D	\$ 37.04	117,836	D
Common Stock	05/29/2008	S	100	D	\$ 37.0425	117,736	D
Common Stock	05/29/2008	S	300	D	\$ 37.05	117,436	D
Common Stock	05/29/2008	S	700	D	\$ 37.06	116,736	D
Common Stock	05/29/2008	S	300	D	\$ 37.065	116,436	D
Common Stock	05/29/2008	S	100	D	\$ 37.27	116,336	D
Common Stock	05/29/2008	S	500	D	\$ 37.28	115,836	D
Common Stock	05/29/2008	S	600	D	\$ 37.29	115,236	D
Common Stock	05/29/2008	S	300	D	\$ 37.33	114,936	D
Common Stock	05/29/2008	S	400	D	\$ 37.335	114,536	D
Common Stock	05/29/2008	S	300	D	\$ 37.34	114,236	D

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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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

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

05/30/2008

__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).

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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