

NETLOGIC MICROSYSTEMS INC  
Form 4  
August 02, 2007

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
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  
\_\_\_\_ Officer (give title below)  Other (specify below)  
Former Interim CFO

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                    | 06/29/2007                           |  | J <sup>(1)</sup>               |   | 493   | A  | \$ 19.091   |
| Common Stock                    | 08/02/2007                           |  | S                              |   | 493   | D  | \$ 30.85  |
| Stock Option (right to buy)     | 08/01/2007                           |  | M                              |   | 1,875   | A  | \$ 23.4   |
| Common Stock                    | 08/01/2007                           |  | S <sup>(2)</sup>               |   | 1,875   | D  | \$ 30.41  |
|                                 | 08/02/2007                           |  | M                              |   | 127   | A  | \$ 21.41  |

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|                             |            |  |                  |       |   |          |       |   |
|-----------------------------|------------|--|------------------|-------|---|----------|-------|---|
| Stock Option (right to buy) |            |  |                  |       |   |          |       |   |
| Stock Option (right to buy) | 08/02/2007 |  | M                | 131   | A | \$ 12.49 | 258   | D |
| Stock Option (right to buy) | 08/02/2007 |  | M                | 131   | A | \$ 12.65 | 389   | D |
| Stock Option (right to buy) | 08/02/2007 |  | M                | 208   | A | \$ 10.26 | 597   | D |
| Stock Option (right to buy) | 08/02/2007 |  | M                | 833   | A | \$ 6.49  | 1,430 | D |
| Common Stock                | 08/02/2007 |  | S <sup>(2)</sup> | 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. D S (I)   |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        | 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<br>Option<br>(right to<br>buy) | \$ 23.4  | 08/01/2007 | M | 1,091 | 08/01/2007 | 07/31/2016 | Common<br>Stock | 2,345 |  |  |
| Stock<br>Option<br>(right to<br>buy) | \$ 21.41 | 08/02/2007 | M | 127   | 09/15/2006 | 09/14/2015 | Common<br>Stock | 1,825 |  |  |
| Stock<br>Option<br>(right to<br>buy) | \$ 12.49 | 08/02/2007 | M | 131   | 04/26/2006 | 04/25/2015 | Common<br>Stock | 1,498 |  |  |
| Stock<br>Option<br>(right to<br>buy) | \$ 12.65 | 08/02/2007 | M | 131   | 04/20/2006 | 04/19/2015 | Common<br>Stock | 1,498 |  |  |
| Stock<br>Option<br>(right to<br>buy) | \$ 10.26 | 08/02/2007 | M | 208   | 01/19/2006 | 01/18/2015 | Common<br>Stock | 2,083 |  |  |
| Stock<br>Option<br>(right to<br>buy) | \$ 6.49  | 08/02/2007 | M | 833   | 10/20/2005 | 10/19/2014 | Common<br>Stock | 6,250 |  |  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |                    |
|--|---------------|-----------|---------|--------------------|
|  | Director      | 10% Owner | Officer | Other              |
| Hamamatsu Shigeyuki<br>1875 CHARLESTON ROAD<br>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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