

Srinivasan Varadarajan
Form 4
March 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 *
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)
02/28/2007

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) 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			
Stock Option (right to buy)	02/28/2007		M		17,500	A	\$ 2	132,645	D	
Stock Option (right to buy)	02/28/2007		M		34,375	A	\$ 2	167,020	D	
Stock Option (right to buy)	02/28/2007		M		7,000	A	\$ 13	174,020	D	

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Stock Option (right to buy)	02/28/2007	M	15,625	A	\$ 12	189,645	D
Stock Option (right to buy)	02/28/2007	M	4,375	A	\$ 6.04	194,020	D
Stock Option (right to buy)	02/28/2007	M	216	A	\$ 12.65	194,236	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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (right to buy)	\$ 2	02/28/2007		M	17,500	06/04/2002 06/03/2012	Common Stock 17,500
Stock Option (right to buy)	\$ 2	02/28/2007		M	34,375	06/03/2003 06/02/2013	Common Stock 37,500
Stock Option (right to buy)	\$ 13	02/28/2007		M	7,000	06/01/2004 05/31/2014	Common Stock 7,600
Stock Option (right to buy)	\$ 12	02/28/2007		M	15,625	07/01/2005 07/08/2014	Common Stock 24,479

buy)

Stock

Option
(right to
buy)

\$ 6.04

02/28/2007

M

4,375

10/27/2005

10/26/2014

Common
Stock

10,625

Stock

Option
(right to
buy)

\$ 12.65

02/28/2007

M

216

04/20/2006

04/19/2015

Common
Stock

3,472

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/ Varadarajan
Srinivasan

03/02/2007

____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).

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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