NETLOGIC MICROSYSTEMS INC

Form 4 January 09, 2008

FORM 4

Form 4 or

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

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

Tate Michael Truett

2. Issuer Name and Ticker or Trading Symbol

Issuer

NETLOGIC MICROSYSTEMS INC

[NETL]

(Last) (First) (Middle) 3. Date of Earliest Transaction

> (Month/Day/Year) 01/07/2008

VP and CFO 6. Individual or Joint/Group Filing(Check

Director

X_ Officer (give title

4. If Amendment, Date Original Filed(Month/Day/Year)

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

5. Relationship of Reporting Person(s) to

(Check all applicable)

below)

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

below)

MOUNTAIN VIEW, CA 94043

(Street)

(State)

1875 CHARLESTON RD.

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

(Zip)

3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

10% Owner

Other (specify

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January 31,

2005

0.5

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Number:

Expires:

response...

Estimated average

burden hours per

(A) or Amount (D) Price

Transaction(s) (Instr. 3 and 4)

Restricted Stock Unit

Stock)

(City)

01/07/2008 Award (Common

10,000 A (1)

Code V

\$0 10,000 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. Transactio Code (Instr. 8)	5. Number proof 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)	\$ 27.86	01/07/2008		A	3,781	01/07/2008(2)	01/06/2018	Common Stock	3,781

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	(

Other

Tate Michael Truett 1875 CHARLESTON RD. **MOUNTAIN VIEW, CA 94043**

VP and CFO

Signatures

/s/ Michael Tate 01/09/2008 **Signature of Date Reporting Person

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).
- Restricted Stock Unit award. Subject to continuous employment, 1/4th of the shares vest on August 5 of each of 2008, 2009, 2010 and **(1)** 2011, subject in all instances to the optionee's continuous employment or consulting status with the Company.
- This grant shall vest with respect to one-twelfth of the shares subject to the option at the end of each calendar month in calendar year 2011, subject in all instances to the optionee's continuous employment or consulting status with the Company.

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.

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