

Maghsoudnia Mozafar
 Form 4
 November 19, 2009

FORM 4

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

OMB APPROVAL

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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 *
 Maghsoudnia Mozafar

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)
 11/17/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Vice President, Manufacturing

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	(D)	Price	
Stock option (right to buy)	11/17/2009		M		646	A	\$ 2 24,931	D
Stock option (right to buy)	11/17/2009		M		5,000	A	\$ 12.65 29,931	D
Stock option (right to buy)	11/17/2009		M		3,225	A	\$ 21.41 33,156	D

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Stock option (right to buy)	11/17/2009	M	2,530	A	\$ 18.1	35,686	D
Stock option (right to buy)	11/17/2009	M	6,517	A	\$ 27.24	42,203	D
Stock option (right to buy)	11/17/2009	M	10,139	A	\$ 23.94	52,342	D
Stock option (right to buy)	11/17/2009	M	10,967	A	\$ 30.29	63,309	D
Common Stock	11/17/2009	S	2,530	D	\$ 43.0141 (1)	60,779	D
Common Stock	11/17/2009	S	646	D	\$ 43.0348 (2)	60,133	D
Common Stock	11/17/2009	S	18,364	D	\$ 43.02 (3)	41,769	D
Common Stock	11/17/2009	S	17,484	D	\$ 43.0233 (4)	24,285	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

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of Shares

Stock option (right to buy)	\$ 2	11/17/2009	M	646	07/15/2003	07/14/2013	Common Stock	646
Stock option (right to buy)	\$ 12.65	11/17/2009	M	5,000	04/20/2006	04/19/2015	Common Stock	5,000
Stock option (right to buy)	\$ 21.41	11/17/2009	M	3,225	09/15/2006	09/14/2015	Common Stock	3,225
Stock option (right to buy)	\$ 18.1	11/17/2009	M	2,530	10/10/2006	10/09/2015	Common Stock	2,530
Stock option (right to buy)	\$ 27.24	11/17/2009	M	6,517	12/30/2005	12/29/2015	Common Stock	6,517
Stock option (right to buy)	\$ 23.94	11/17/2009	M	10,139	01/30/2008	01/29/2017	Common Stock	15,000
Stock option (right to buy)	\$ 30.29	11/17/2009	M	10,967	06/05/2008	06/04/2017	Common Stock	13,161

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Maghsoudnia Mozafar 1875 CHARLESTON ROAD MOUNTAIN VIEW, CA 94043			Vice President, Manufacturing	

Signatures

/s/ Roland B. Cortes, by power of attorney
11/19/2009

__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) The shares sold on this date were sold in multiple transactions. This price is the weighted average sales price per share of all shares sold on this date; the actual sale prices per share range from \$43 to \$43.0325. The number of shares sold at each separate price will be provided upon request by the Securities and Exchange Commission, NetLogic Microsystems, or a security holder of NetLogic Microsystems.

(2) The shares sold on this date were sold in multiple transactions. This price is the weighted average sales price per share of all shares sold on this date; the actual sale prices per share range from \$43.01 to \$43.05. The number of shares sold at each separate price will be provided upon request by the Securities and Exchange Commission, NetLogic Microsystems, or a security holder of NetLogic Microsystems.

(3) The shares sold on this date were sold in multiple transactions. This price is the weighted average sales price per share of all shares sold on this date; the actual sale prices per share range from \$43 to \$43.10. The number of shares sold at each separate price will be provided upon request by the Securities and Exchange Commission, NetLogic Microsystems, or a security holder of NetLogic Microsystems.

(4) The shares sold on this date were sold in multiple transactions. This price is the weighted average sales price per share of all shares sold on this date; the actual sale prices per share range from \$43 to \$43.05. The number of shares sold at each separate price will be provided upon request by the Securities and Exchange Commission, NetLogic Microsystems, or a security holder of NetLogic Microsystems.

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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