

Dimitrelis Dimitrios
 Form 4/A
 March 03, 2010

FORM 4

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

OMB APPROVAL

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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 *
 Dimitrelis Dimitrios

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)
 02/12/2010

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

MOUNTAIN VIEW, CA 94043
 (City) (State) (Zip)

4. If Amendment, Date Original Filed (Month/Day/Year)
 02/17/2010

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			
Common Stock	02/12/2010		M	313 A \$ 12	20,213	D	
Common Stock	02/12/2010		M	784 A \$ 18.1	20,997	D	
Common Stock	02/12/2010		M	4,696 A \$ 19.83	25,693	D	
Common Stock	02/12/2010		M	6,207 A \$ 23.94	31,900	D	
Common Stock	02/12/2010		S	12,000 D \$ 51.2567	19,900	D	

(1)

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Common Stock	02/16/2010	M	1,552	A	\$ 21.41	21,452	D
Common Stock	02/16/2010	M	3,406	A	\$ 33.72	24,858	D
Common Stock	02/16/2010	M	1,042	A	\$ 6.04	25,900	D
Common Stock	02/16/2010	S ⁽⁴⁾	3,000	D	\$ 52.751 <u>(2)</u>	22,900	D
Common Stock	02/16/2010	S ⁽⁴⁾	3,000	D	\$ 53.0802 <u>(3)</u>	19,900	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)	8. Amount or Number of Shares
Stock Option (right to buy)	\$ 12	02/12/2010		M	313	07/09/2005 07/08/2014	Common Stock	313
Stock Option (right to buy)	\$ 18.1	02/12/2010		M	784	10/10/2006 10/09/2015	Common Stock	784
Stock Option (right to buy)	\$ 19.83	02/12/2010		M	4,696	10/31/2007 10/30/2016	Common Stock	5,891 <u>(5)</u>
Stock Option	\$ 23.94	02/12/2010		M	6,207	01/30/2008 01/29/2017	Common Stock	15,000

(right to buy)										
Stock Option (right to buy)	\$ 21.41	02/16/2010	M	1,552	09/15/2006	09/14/2015	Common Stock	1,552		
Stock Option (right to buy)	\$ 33.72	02/16/2010	M	1,776	02/23/2007	02/22/2016	Common Stock	2,268		
Stock Option (right to buy)	\$ 6.04	02/16/2010	M	1,042	10/27/2005	10/26/2014	Common Stock	1,042		
Stock Option (right to buy)	\$ 33.72	02/16/2010	M	1,630	02/23/2007	02/23/2016	Common Stock	4,107		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dimitrelis Dimitrios 1875 CHARLESTON RD. MOUNTAIN VIEW, CA 94043			Vice President of Engineering	

Signatures

/s/ Roland B. Cortes, by power of attorney
03/03/2010

__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 \$51.25 to \$51.32. 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 \$52.00 to \$52.94. 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 \$53.00 to \$53.24. 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.

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(4) This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 16, 2009.

The form 4 filed on February 17, 2010 incorrectly reported the underlying amount of securities and number of derivative securities

(5) beneficially owned followed the reported transaction in columns 7 and 9, respectively. The correct amount for columns 7 and 9 for this reported transaction are 5,891 shares and 1,195 shares, respectively.

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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