

WITMER DONALD B  
Form 4  
May 04, 2007

**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 \*  
WITMER DONALD B

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)  
05/02/2007

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  10% Owner  
\_\_\_\_ Other (specify below)  
Former 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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Stock Option (right to buy)	05/02/2007		M	3,463 A \$ 21.41	3,463	D	
Common Stock	05/02/2007		S <sup>(1)</sup>	3,463 D \$ 30.97	0	D	
Stock Option (right to buy)	05/02/2007		M	3,280 A \$ 18.1	3,280	D	
	05/02/2007		S <sup>(1)</sup>	3,280 D	0	D	

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Common Stock					\$				30.97
Stock Option (right to buy)	05/02/2007		M	257	A	\$ 13	257		D
Common Stock	05/02/2007		S <sup>(1)</sup>	257	D	\$ 30.97	0		D

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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)	\$ 21.41	05/02/2007		M	56	09/15/2005 09/14/2015	Common Stock	2,563
Stock Option (right to buy)	\$ 21.41	05/02/2007		M	3,407	09/15/2005 09/14/2015	Common Stock	6,187
Stock Option (right to buy)	\$ 18.1	05/02/2007		M	3,280	10/10/2006 10/09/2016	Common Stock	6,927
Stock Option (right to buy)	\$ 13	05/02/2007		M	257	06/01/2004 05/31/2014	Common Stock	3,438

