

NETLOGIC MICROSYSTEMS INC
Form 4
June 06, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
Jankov Ronald Steven

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)

3. Date of Earliest Transaction (Month/Day/Year)
06/04/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

1875 CHARLESTON RD.

(Street)

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

MOUNTAIN VIEW, CA 94043

(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 | | | |
| Common Stock | 06/04/2008 | | S(2) | 29,100 D \$ 38 | 376,960 | I | See footnote 1 (1) |
| Common Stock | 06/04/2008 | | S(2) | 1,700 D \$ 38.01 | 375,260 | I | See footnote 1 (1) |
| Common Stock | 06/04/2008 | | S(2) | 200 D \$ 38.015 | 375,060 | I | See footnote 1 (1) |
| Common Stock | 06/04/2008 | | S(2) | 800 D \$ 38.02 | 374,260 | I | See footnote 1 |

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| | | | | | | | | |
|--------------|------------|------------------------|--------|---|------------|---------|---|------------------------------|
| Common Stock | 06/04/2008 | <u>S⁽²⁾</u> | 200 | D | \$ 38.03 | 374,060 | I | <u>(1)</u> See footnote 1 |
| Common Stock | 06/04/2008 | <u>S⁽²⁾</u> | 7,100 | D | \$ 38.04 | 366,960 | I | <u>(1)</u> See footnote 1 |
| Common Stock | 06/04/2008 | <u>S⁽²⁾</u> | 500 | D | \$ 38.051 | 366,460 | I | <u>(1)</u> See footnote 1 |
| Common Stock | 06/04/2008 | <u>S⁽²⁾</u> | 100 | D | \$ 38.0525 | 366,360 | I | <u>(1)</u> See footnote 1 |
| Common Stock | 06/04/2008 | <u>S⁽²⁾</u> | 300 | D | \$ 38.055 | 366,060 | I | <u>(1)</u> See footnote 1 |
| Common Stock | 06/04/2008 | <u>S⁽²⁾</u> | 21,900 | D | \$ 39.5 | 344,160 | I | <u>(1)</u> See footnote 1 |
| Common Stock | 06/04/2008 | <u>S⁽²⁾</u> | 200 | D | \$ 39.58 | 343,960 | I | <u>(1)</u> See footnote 1 |
| Common Stock | 06/04/2008 | <u>S⁽²⁾</u> | 200 | D | \$ 39.59 | 343,760 | I | <u>(1)</u> See footnote 1 |
| Common Stock | 06/04/2008 | <u>S⁽²⁾</u> | 600 | D | \$ 39.6 | 343,160 | I | <u>(1)</u> See footnote 1 |
| Common Stock | 06/04/2008 | <u>S⁽²⁾</u> | 1,650 | D | \$ 39.61 | 341,510 | I | <u>(1)</u> See footnote 1 |
| Common Stock | 06/04/2008 | <u>S⁽²⁾</u> | 100 | D | \$ 39.627 | 341,410 | I | <u>(1)</u> See footnote 1 |
| Common Stock | 06/04/2008 | <u>S⁽²⁾</u> | 100 | D | \$ 39.63 | 341,310 | I | <u>(1)</u> See footnote 1 |
| Common Stock | 06/04/2008 | <u>S⁽²⁾</u> | 1,150 | D | \$ 39.65 | 340,160 | I | <u>(1)</u> See footnote 1 |
| Common Stock | 06/04/2008 | <u>S⁽²⁾</u> | 1,862 | D | \$ 39.66 | 338,298 | I | <u>(1)</u> See footnote 1 |

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| | | | | | | | | |
|--------------|------------|------------------|-------|---|-----------|---------|---|--------------------|
| Common Stock | 06/04/2008 | S ⁽²⁾ | 300 | D | \$ 39.67 | 337,998 | I | See footnote 1 (1) |
| Common Stock | 06/04/2008 | S ⁽²⁾ | 700 | D | \$ 39.71 | 337,298 | I | See footnote 1 (1) |
| Common Stock | 06/04/2008 | S ⁽²⁾ | 100 | D | \$ 39.718 | 337,198 | I | See footnote 1 (1) |
| Common Stock | 06/04/2008 | S ⁽²⁾ | 400 | D | \$ 39.72 | 336,798 | I | See footnote 1 (1) |
| Common Stock | 06/04/2008 | S ⁽²⁾ | 1,438 | D | \$ 39.73 | 335,360 | I | See footnote 1 (1) |
| Common Stock | 06/04/2008 | S ⁽²⁾ | 3,300 | D | \$ 39.75 | 332,060 | I | See footnote 1 (1) |
| Common Stock | 06/04/2008 | S ⁽²⁾ | 3,300 | D | \$ 39.76 | 328,760 | I | See footnote 1 (1) |
| Common Stock | 06/04/2008 | S ⁽²⁾ | 1,400 | D | \$ 39.77 | 327,360 | I | See footnote 1 (1) |
| Common Stock | 06/04/2008 | S ⁽²⁾ | 1,300 | D | \$ 39.78 | 326,060 | I | See footnote 1 (1) |

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

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SEC 1474 (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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

| | | | | | | |
|------|---|---------------------|--------------------|-------|--|--|
| | | | | | | Amount or Number of Shares |
| | | Date Exercisable | Expiration Date | Title | | |
| Code | V | (A) | (D) | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Jankov Ronald Steven 1875 CHARLESTON RD. MOUNTAIN VIEW, CA 94043 | X | | President and CEO | |

Signatures

/s/ Ronald S.
Jankov

06/06/2008

**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) These shares are held by Global Link 1 Capital, a charitable remainder unitrust, of which Mr. Jankov is trustee. The reporting person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein. The inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 of the Securities Exchange Act of 1934 or for any other purpose.
- (2) This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 29, 2007.

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