

Maghsoudnia Mozafar  
Form 4  
November 30, 2011

**FORM 4**

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

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

## OMB APPROVAL

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(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)  
3975 FREEDOM CIRCLE, 9TH  
FLOOR

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/28/2011

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
Vice President, Manufacturing

(Street)  
SANTA CLARA, CA 95054

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

(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 Shares	11/28/2011		M		1,094	A	\$ 17.55	79,671	D
Common Shares	11/28/2011		M		1,100	A	\$ 15.145	80,771	D
Common Shares	11/28/2011		M		8,251	A	\$ 13.93	89,022	D
Common Shares	11/28/2011		S		10,445	D	\$ 49.39	78,577	D
Common Shares	11/30/2011		M		36,652	A	\$ 15.145	115,229	D

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(1)

Common Shares	11/30/2011	M	1,375	A	\$ 13.93	116,604	D
Common Shares	11/30/2011	S	38,027	D	\$ 49.33	78,577	D

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (right to buy)	\$ 17.55	11/28/2011		M	1,094	02/07/2007 02/06/2016	Common Shares 1,094
Stock Option (right to buy)	\$ 15.145	11/28/2011		M	1,100	06/05/2008 06/04/2017	Common Shares 1,100
Stock Option (right to buy)	\$ 13.93	11/28/2011		M	8,251	01/31/2011 01/06/2018	Common Shares 11,001
Stock Option (right to buy)	\$ 15.145 (1)	11/30/2011		M	36,652 (1)	06/05/2008 06/04/2017	Common Shares 36,652 (1)
Stock Option (right to buy)	\$ 13.93	11/30/2011		M	1,375	01/31/2011 01/06/2018	Common Shares 2,750

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Maghsoudnia Mozafar 3975 FREEDOM CIRCLE 9TH FLOOR SANTA CLARA, CA 95054			Vice President, Manufacturing	

## Signatures

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

11/30/2011

\_\_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).

On February 16, 2010, NetLogic Microsystems Inc. declared a stock dividend, payable to all holders of record of common stock on March 5, 2010, of one share of common stock for each share of common stock outstanding. As a result, and pursuant to anti-dilution

- (1) provisions of NetLogic Microsystems' equity incentive plans, this option which was previously reported as an option for 18,326 shares of common stock at an exercise price of \$30.29 per share, was adjusted to 36,652 shares of common stock at an exercise price of \$15.145 per share.

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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