

NETLOGIC MICROSYSTEMS INC

Form 4/A

November 07, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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 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 *
 Cortes Roland Benjamin

(Last) (First) (Middle)

1875 CHARLESTON RD.

(Street)

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
 Symbol
 NETLOGIC MICROSYSTEMS INC
 [NETL]

3. Date of Earliest Transaction
 (Month/Day/Year)
 08/11/2008

4. If Amendment, Date Original
 Filed(Month/Day/Year)
 08/12/2008

5. Relationship of Reporting Person(s) to
 Issuer

(Check all applicable)

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)
 VP, General Counsel

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	(A) or (D)	Price		
Stock Option (right to buy)	08/11/2008		M		625	A	\$ 6.04	5,366 ⁽¹⁾	D
Stock Option (right to buy)	08/11/2008		M		625	A	\$ 12	5,991	D
Stock Option (right to buy)	08/11/2008		M		367	A	\$ 12.49	6,358	D

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Stock Option (right to buy)	08/11/2008	M	367	A	\$ 12.65	6,725	D
Stock Option (right to buy)	08/11/2008	M	288	A	\$ 13	7,013	D
Stock Option (right to buy)	08/11/2008	M	128	A	\$ 13	7,141	D
Stock Option (right to buy)	08/11/2008	M	58	A	\$ 18.1	7,199	D
Stock Option (right to buy)	08/11/2008	M	278	A	\$ 18.1	7,477	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. P Der Sec (Ins
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 6.04	08/11/2008		M	625	10/27/2005	10/26/2015	Common Stock	1,250

Stock Option (right to buy)	\$ 12	08/11/2008	M	625	07/09/2005	07/08/2014	Common Stock	625
Stock Option (right to buy)	\$ 12.49	08/11/2008	M	367	04/26/2006	04/25/2015	Common Stock	1,471
Stock Option (right to buy)	\$ 12.65	08/11/2008	M	367	04/20/2006	04/19/2015	Common Stock	1,469
Stock Option (right to buy)	\$ 13	08/11/2008	M	288	06/01/2004	05/31/2014	Common Stock	288
Stock Option (right to buy)	\$ 13	08/11/2008	M	128	06/01/2004	05/31/2014	Common Stock	128
Stock Option (right to buy)	\$ 18.1	08/11/2008	M	58	10/10/2006	10/09/2015	Common Stock	1,275
Stock Option (right to buy)	\$ 18.1	08/11/2008	M	278	10/10/2006	10/09/2015	Common Stock	742

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Cortes Roland Benjamin 1875 CHARLESTON RD. MOUNTAIN VIEW, CA 94043			VP, General Counsel	

Signatures

/s/ Roland
Cortes 11/07/2008

**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) The original filing on August 12, 2008 started with an incorrect balance of 1,276 shares instead of the correct balance of 4,741 shares.

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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