

Avago Technologies LTD  
 Form 4  
 February 03, 2016

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**TAN HOCK E**

(Last) (First) (Middle)

**C/O AVAGO TECHNOLOGIES US INC., 1320 RIDDER PARK DRIVE**

(Street)

**SAN JOSE, CA 95131**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**Avago Technologies LTD [AVGO]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**02/01/2016**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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   |  |                                   |
| Ordinary Shares, no par value   | 02/01/2016                           |  | D                              |   | 134,979 (1)   | D  | D                                 |
|                                 |                                      |  |                                |   | (2) (3)   |  |                                   |

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

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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| 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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Stock Option(Right to Buy)                 | \$ 38.99   | 02/01/2016                           |  | D                              | 1,547,916   | <u>(4)</u> 09/12/2020                                    | Ordinary Shares, no par value                               |
| Stock Option(Right to Buy)                 | \$ 35.45   | 02/01/2016                           |  | D                              | 131,250   | <u>(5)</u> 03/11/2020                                    | Ordinary Shares, no par value                               |
| Stock Option(Right to Buy)                 | \$ 32.39   | 02/01/2016                           |  | D                              | 200,000   | <u>(6)</u> 03/07/2018                                    | Ordinary Shares, no par value                               |
| Stock Option(Right to Buy)                 | \$ 52.65   | 02/01/2016                           |  | D                              | 750,000   | <u>(7)</u> 01/01/2021                                    | Ordinary Shares, no par value                               |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                   |       |
|--|---------------|-----------|-------------------|-------|
|  | Director      | 10% Owner | Officer           | Other |
| TAN HOCK E<br>C/O AVAGO TECHNOLOGIES US INC.<br>1320 RIDDER PARK DRIVE<br>SAN JOSE, CA 95131 | X             |           | President and CEO |       |

## Signatures

/s/ Patricia H. McCall, Attorney-in-Fact for Hock E. Tan 02/03/2016

\_\_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) Includes 35,416 Restricted Stock Units.
- (2) Disposed of in connection with the transactions consummated on February 1, 2016 pursuant to the terms of an Agreement and Plan of Merger, dated as of May 28, 2015, by and among the Issuer, Broadcom Corporation ("Broadcom"), Pavonia Limited ("Holdco"), Safari Cayman L.P., Avago Technologies Cayman Holdings Ltd., Avago Technologies Cayman Finance Limited, Buffalo CS Merger Sub, Inc.

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("CS Merger Sub") and Buffalo UT Merger Sub, Inc. ("UT Merger Sub," and, together with CS Merger Sub, the "Merger Subs"), pursuant to which (a) the Issuer was indirectly acquired by Holdco pursuant to the terms of a scheme of arrangement under Singapore law consummated in accordance with Section 210 of the Companies Act (Chapter 50) of Singapore, and (b) the Merger Subs merged with and into Broadcom, with Broadcom as the surviving corporation in such mergers (collectively, the "Transactions"). Continued in footnote (3).

As a result of the Transactions, (x) both the Issuer and Broadcom became indirect subsidiaries of Holdco, (y) all issued Ordinary Shares of the Issuer were exchanged on a one-for-one basis for newly issued ordinary shares of Holdco, and (z) each outstanding share option or restricted share unit issued by the Issuer has been converted into an option to purchase Holdco ordinary shares or a Holdco restricted

(3) share unit, respectively, covering the same number of Holdco ordinary shares as the number of Ordinary Shares of the Issuer that were subject to such share option or restricted share unit immediately prior to the Transactions and, in the case of Holdco share options, at the same per share exercise price of the related share option of the Issuer immediately prior to the Transactions. Holdco was subsequently renamed Broadcom Limited.

- (4) Share price performance option (the "2006 Option") granted pursuant to the Avago Technologies Limited 2009 Equity Incentive Award Plan (the "Avago Plan"). The 2006 Option is fully vested and the exercisability requirements for the 2006 Option have been met.

Share price performance option (the "2013 Option") granted pursuant to the Avago Plan. The 2013 Option vests over four years, with

(5) 25% vesting on each anniversary of the date of grant, such that the 2013 Option will be fully vested on March 12, 2017. The exercisability requirements for the 2013 Option have been met.

- (6) The option is fully vested and exercisable.

Share price performance option (the "2014 Option") granted pursuant to the Avago Plan. The 2014 Option vests over four years, with

(7) 25% vesting on each anniversary of the date of grant, such that the 2014 Option will be fully vested on January 2, 2018, based on the Reporting Person's continued service to the Company. The exercisability requirements for the 2014 Option have been met.

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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