

OOI BOON C
Form 4
May 31, 2011

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 *
OOI BOON C

(Last) (First) (Middle)

C/O AVAGO TECHNOLOGIES LIMITED, 350 WEST TRIMBLE ROAD

(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)
05/27/2011

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)
SVP, Global Operations

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 | (D) | Price |
| Ordinary Shares | 05/27/2011 | | M ⁽¹⁾ | | 1,837 | A | \$ 8.12 |
| Ordinary Shares | 05/27/2011 | | M ⁽¹⁾ | | 70,000 | A | \$ 8.12 |
| Ordinary Shares | 05/27/2011 | | S ⁽¹⁾ | | 71,837 | D | \$ 34.7255 |
| | | | | | | | ⁽³⁾ |
| | | | | | | | 1,308 ⁽²⁾ |

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

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SEC 1474 (9-02)

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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 |
| Employee Stock Options (Right to Buy) | \$ 8.12 | 05/27/2011 | | M ⁽¹⁾ | 1,837 | ⁽⁴⁾ 01/14/2019 | Ordinary Shares 1,837 |
| Employee Stock Options (Right to Buy) | \$ 8.12 | 05/27/2011 | | M ⁽¹⁾ | 70,000 | ⁽⁵⁾ 01/14/2019 | Ordinary Shares 70,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| OOI BOON C C/O AVAGO TECHNOLOGIES LIMITED 350 WEST TRIMBLE ROAD SAN JOSE, CA 95131 | | | SVP, Global Operations | |

Signatures

Patricia H. McCall, Attorney-in-Fact for Boon
C. Ooi 05/31/2011

 **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).

(1) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on December 1, 2010.

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- (2) Includes 1308 shares acquired by the Reporting Person under the Avago Technologies Limited Employee Share Purchase Plan on March 14, 2011.

These transactions were executed in multiple trades in prices ranging from \$34.21 to \$35.10. The price reported in Column 4 above

- (3) reflects the weighted average sale price. The Reporting Person hereby undertakes to provide the SEC staff, the Issuer or a security holder of the Issuer, upon request, full information regarding the number of shares sold at each respective price within the range set forth in this footnote.

- (4) The option vests with respect to 20% of the shares subject thereto on each anniversary of January 15, 2009, such that the option will be fully vested and exercisable on January 15, 2014.

The options vests with respect to 20% of the shares subject thereto (each such amount, a "Tranche") on the anniversary of January 15, 2009, provided that certain annual performance milestones are achieved, such that the option could be fully vested and exercisable on

- (5) January 15, 2014. If annual performance milestones for a particular year are not met, the Tranche to which such performance milestones apply will vest on the date that is two years after the date on which such Tranche would have vested had the relevant annual performance milestones been met. In addition, any Tranche that does not vest in any given year may vest in a subsequent year if performance in such subsequent year exceeds the performance milestones for that year. As at January 15, 2011, 70,000 shares were vested and exercisable.

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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