

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <b>SAMUELI HENRY</b>  (Last) (First) (Middle) <b>16215 ALTON PARKWAY</b>  (Street) <b>IRVINE CA 92618</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>BROADCOM CORP [ BRCM ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Chairman of the Board and CTO</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>05/24/2005</b>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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			
Class A common stock	05/24/2005		C <sup>(1)</sup>		75,000	A	(2)	75,000	I	See Footnote <sup>(3)</sup>
Class A common stock	05/24/2005		S <sup>(1)</sup>		75,000	D	\$36.0096	0	I	See Footnote <sup>(1)</sup>
Class A common stock								4	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Class B common stock	(2)	05/24/2005		C <sup>(1)</sup>			75,000	(2)	(2)	Class A common stock	75,000	\$0	5,518,417	I	See Footnote <sup>(3)</sup>
Class B common stock	(2)							(2)	(2)	Class A common stock	17,139,135		17,139,135	I	See Footnote <sup>(4)</sup>
Class B common stock	(2)							(2)	(2)	Class A common stock	1,233,649		1,233,649	I	See Footnote <sup>(5)</sup>
Class B common stock	(2)							(2)	(2)	Class A common stock	1,375,000		1,375,000	I	See Footnote <sup>(6)</sup>
Class B common stock	(2)							(2)	(2)	Class A common stock	860,865		860,865	I	See Footnote <sup>(7)</sup>

**Explanation of Responses:**

- Such transaction was effected by the Shiloh Trust. The Reporting Person, as co-trustee and co-beneficiary of such trust, is deemed to beneficially own the Issuer's securities held by such trust.
- Each share of Class B Common Stock is convertible at any time into one share of Class A Common Stock at the option of the holder.
- Held by the Shiloh Trust. The Reporting Person, as co-trustee and co-beneficiary of such trust, is deemed to beneficially own the issuer's securities held by such trust.
- Held by HS Portfolio L.P. The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.
- Held by HS Management, L.P. The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.
- Held by HS Portfolio II L.P., an entity owned by the Henry Samueli Lifetime Benefit Trust, for which trust the Reporting Person is trustee and beneficiary.
- Held by H&S Investments I L.P., an entity owned by the Shiloh Trust.

**Remarks:**

/s/ Henry Samueli 05/24/2005

\*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.