

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person * <u>HANDEL NANCY H</u>  (Last) (First) (Middle) <u>5300 CALIFORNIA AVENUE</u>  (Street) <u>IRVINE CA 92617</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BROADCOM CORP [ BRCM ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner  Officer (give title below) Other (specify below)
3. Date of Earliest Transaction (Month/Day/Year) <u>02/01/2016</u>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person  Form filed by More than One Reporting Person
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	02/01/2016		D		56,841 <sup>(1)</sup>	D	<sup>(2)(3)</sup>	0	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		Date Exercisable	Expiration Date					
Stock Option (Right to Buy)	\$41.25	02/01/2016		D		10,000	<sup>(4)</sup>	04/26/2016	Class A Common Stock	10,000	<sup>(5)</sup>	0	D

Explanation of Responses:

1. Includes 54,231 shares of Class A Common Stock and 2,610 restricted stock units that were disposed of pursuant to the Agreement and Plan of Merger, dated as of May 28, 2015 (the "Merger Agreement"), by and among Avago Technologies Limited ("Avago"), Pavonia Limited ("Holdco"), Safari Cayman, L.P. ("Holdco LP"), the Issuer and the other parties thereto, whereby the Issuer became an indirect subsidiary of Holdco and Holdco LP upon the merger of certain indirect subsidiaries of Holdco and Holdco LP with and into the Issuer, with the Issuer continuing as the surviving corporation of each such merger (such mergers, the "Transactions").
2. At the effective time of the Transactions, each share of Broadcom common stock (each, a "Broadcom Common Share") was converted into the right to receive, at the election of the holder of such Broadcom Common Share, and subject to proration in accordance with the Merger Agreement, (i) \$54.50 in cash, (ii) 0.4378 freely-tradeable ordinary shares of Holdco ("Holdco Ordinary Shares"), or (iii) 0.4378 limited partnership units of Holdco LP, that are designed to be the economic equivalent of 0.4378 ordinary shares of Holdco. As of the close of trading on February 1, 2016, the market price of Holdco Ordinary Shares was \$137.68 per share.
3. Vested restricted stock units were cancelled pursuant to the Merger Agreement, in exchange for which the holder received an amount in cash equal to the product of (i) the total number of Broadcom Common Shares subject to such restricted stock units multiplied by (ii) \$54.5176, which is the sum of (A) \$27.25 and (B) 0.2189 times \$124.5664.
4. Immediately exercisable.
5. Vested options were cancelled pursuant to the Merger Agreement, in exchange for which the holder received an amount in cash equal to the positive difference, if any, calculated by subtracting the aggregate exercise price of such option from the product of (i) the number of vested shares subject to such option multiplied by (ii) \$54.5176, which is the sum of (A) \$27.25 and (B) 0.2189 times \$124.5664.

Remarks:

/s/ Nancy H. Handel 02/01/2016  
\*\* 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.