UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2(b) (Amendment No. 3)¹

Avago Technologies Limited

(Name of Issuer)

Ordinary Shares, no par value (Title of Class of Securities)

> Y0486S 104 (CUSIP Number)

December 31, 2011 (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

□ Rule 13d-1(b)

 \Box Rule 13d-1(c)

🖾 Rule 13d-1(d)

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

 Name of Reporting Person I.R.S. Identification No. of Above Persons (Entities Only) KKR Millennium Fund (Overseas), Limited Partnership Check the Appropriate Box if a Member of a Group			
KKR Millennium Fund (Overseas), Limited Partnership 2. Check the Appropriate Box if a Member of a Group			
2. Check the Appropriate Box if a Member of a Group			
2. Check the Appropriate Box if a Member of a Group			
3. SEC Use Only			
4. Citizenship or Place of Organization			
Alberta, Canada			
5. Sole Voting Power			
Number of 2,209,597 shares			
Shares 6. Shared Voting Power			
Beneficially			
Owned By - 0 -			
Each 7. Sole Dispositive Power			
Reporting			
Person 2,209,597 shares			
With 8. Shared Dispositive Power			
-0-			
9. Aggregate Amount Beneficially Owned by Each Reporting Person			
S. Aggregate Anioant Beneficially Owned by Each Reporting Person			
2,209,597 shares			
10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares			
10. Check Dox if the Aggregate Amount in Row (5) Excludes Certain Shares			
11. Percent of Class Represented by Amount in Row (9)			
11. I freed of class represented by Allouin III Row (5)			
0.9%			
12. Type of Reporting Person			
PN			

1.				
	I.R.S. Identification No. of Above Persons (Entities Only)			
		_		
			ociates Millennium (Overseas), Limited Partnership	
2.			ppropriate Box if a Member of a Group	
	(a) 🗵	(b) 🗆	
	05011		•	
3.	SEC Us	e Oi	цу	
4.	Citizens	hip	or Place of Organization	
	Albert	ta.	Canada	
		5.	Sole Voting Power	
NT	mber of		-0-	
-	mber of Shares	6.	Shared Voting Power	
-	eficially	0.		
	vned By		2,209,597 shares	
	Each	7.	Sole Dispositive Power	
	porting			
	Person		-0-	
	With	8.	Shared Dispositive Power	
			2,209,597 shares	
9.	Aggrega	ate /	Amount Beneficially Owned by Each Reporting Person	
	2 200	-07	, charge	
10			shares	
10.	Check E	SOX :	if the Aggregate Amount in Row (9) Excludes Certain Shares	
11.	Percent	of C	class Represented by Amount in Row (9)	
	0.9%			
12.	Type of	Rep	orting Person	
	~ *	1	-	
	PN			

	N T	(D		
1.				
	I.R.S. Identification No. of Above Persons (Entities Only)			
	KKR	Mil	lennium Limited	
2.			ppropriate Box if a Member of a Group	
	(a) 🗵		b) □	
3.	SEC Us	e Oı	ly	
4.	Citizens	hip	or Place of Organization	
	Caym	an	Islands	
		5.	Sole Voting Power	
Nu	mber of		-0-	
	Shares	6.	Shared Voting Power	
	neficially			
	vned By		2,209,597 shares	
	Each	7.	Sole Dispositive Power	
	eporting Person		-0-	
	With	8.	Shared Dispositive Power	
			2,209,597 shares	
9.	Aggrega	ate A	mount Beneficially Owned by Each Reporting Person	
	2,209,	597	shares	
10.	Check E	Box	f the Aggregate Amount in Row (9) Excludes Certain Shares	
11.	1. Percent of Class Represented by Amount in Row (9)		lass Represented by Amount in Row (9)	
	0.9%			
12.		Ren	orting Person	
	J F	- F		
	00			

1.	Name of	f Re	porting Person
			fication No. of Above Persons (Entities Only)
	KKR I	Eu	ropean Fund, Limited Partnership
2.			ppropriate Box if a Member of a Group
	(a) 🗵	(b) 🗆
	07011		•
3.	SEC Us	e Oi	цу
4.	Citizens	hip	or Place of Organization
	Albert	t a, (Canada
		5.	Sole Voting Power
Nu	mber of		4,399,604 shares
-	Shares	6.	Shared Voting Power
Ber	neficially		
Ov	vned By		-0-
	Each	7.	Sole Dispositive Power
	porting		
	Person		4,399,604 shares
	With	8.	Shared Dispositive Power
			-0-
9.	Aggrega	nte A	Amount Beneficially Owned by Each Reporting Person
	4 200 /	C 0 4	charge
10			shares
10.	Спеск Е	50X :	if the Aggregate Amount in Row (9) Excludes Certain Shares
11.	Percent	of C	Class Represented by Amount in Row (9)
	1.8%		
12.	Type of	Rep	orting Person
	PN		
_			

		(D	
1.			porting Person fication No. of Above Persons (Entities Only)
	1.к.з. к	lenu	fication No. of Above Persons (Entitles Only)
	KKR	Ass	ociates Europe, Limited Partership
2.	Check t		ppropriate Box if a Member of a Group
	(a) 🗵	(b) 🗆
3.	SEC Us	e Oi	ıly
4.	Citizens	hin	or Place of Organization
		-	
	Alber	ta, I	Canada
		5.	Sole Voting Power
Nu	mber of		-0-
-	Shares	6.	Shared Voting Power
	eficially		4,399,604 shares
	/ned By Each	7.	Sole Dispositive Power
	porting	7.	Sole Dispositive Fower
F	erson		-0-
	With	8.	Shared Dispositive Power
			4,399,604 shares
9.	Aggrega	ate /	Amount Beneficially Owned by Each Reporting Person
	1 200	607	shares
10.			if the Aggregate Amount in Row (9) Excludes Certain Shares
10.	U. Check Dox II the Aggregate Aniounit III KOW (9) EXCludes Certain Sildres 🗆		
11.	Percent	of C	Class Represented by Amount in Row (9)
	1.8%		
12.		Rep	orting Person
		1	
	PN		

1.			
	I.R.S. Id	lenti	fication No. of Above Persons (Entities Only)
		-	T f f h 1
			rope Limited
2.	(a) 🛛		ppropriate Box if a Member of a Group b) □
	(d) 🖾	C	
3.	SEC Us	e Oı	ıly
4.	Citizens	hip	or Place of Organization
	Caym	an	Islands
	-	5.	Sole Voting Power
Nu	mber of		-0-
-	Shares	6.	Shared Voting Power
	eficially		
	med By	-	4,399,604 shares
	Each porting	7.	Sole Dispositive Power
	Person		-0-
	With	8.	Shared Dispositive Power
			4,399,604 shares
9.	Aggrega	te A	amount Beneficially Owned by Each Reporting Person
			· ·
1.0			shares
10.	Check E	Sox :	if the Aggregate Amount in Row (9) Excludes Certain Shares
11.	Percent	of C	class Represented by Amount in Row (9)
	1.8%		
12.	Type of	Rep	orting Person
	00		
	00		

1.			
	I.R.S. Id	enti	fication No. of Above Persons (Entities Only)
		-	
			ropean Fund II, Limited Partnership
2.	Check the (a)		ppropriate Box if a Member of a Group b) □
	(a) 🖂	(
3.	SEC Us	e Oi	ıly
4.	Citizens	hip	or Place of Organization
	Albert	a, (Canada
		5.	Sole Voting Power
Nu	mber of		2,950,886 shares
-	Shares	6.	Shared Voting Power
	neficially		
	vned By		-0-
	Each porting	7.	Sole Dispositive Power
	Person		2,950,886 shares
	With	8.	
		0.	
			-0-
9.	Aggrega	ite A	amount Beneficially Owned by Each Reporting Person
			shares
10.	Check B	ox :	if the Aggregate Amount in Row (9) Excludes Certain Shares
11.	Percent	of C	class Represented by Amount in Row (9)
	1.2%		
12.	Type of	Rep	orting Person
	PN		

1.			porting Person
	I.R.S. Ic	lenti	fication No. of Above Persons (Entities Only)
	VVD	٨	sociates Europe II, Limited Partnership
2.			ppropriate Box if a Member of a Group
۷.	(a) \boxtimes		b)
	(u) 🗖	,	
3.	SEC Us	e Oi	ıly
4.	Citizens	hip	or Place of Organization
	Alber	ta,	Canada
		5.	Sole Voting Power
Nu	mber of		-0-
-	Shares	6.	Shared Voting Power
	neficially		
	vned By		2,950,886 shares
	Each	7.	Sole Dispositive Power
	eporting Person		-0-
	With	8.	-v- Shared Dispositive Power
		о.	Shared Dispositive Power
			2,950,886 shares
9.	Aggrega	ate A	Amount Beneficially Owned by Each Reporting Person
	2 050	007	
10			shares
10.	Cneck E	30X	if the Aggregate Amount in Row (9) Excludes Certain Shares 🛛
11.	Percent	of C	Class Represented by Amount in Row (9)
	1.2%		
12.	Type of	Rep	orting Person
	PN		

1.			porting Person
	I.R.S. Id	lenti	fication No. of Above Persons (Entities Only)
	VVD	F	
2			rope II Limited
2.	(a) \boxtimes		ppropriate Box if a Member of a Group b) □
	(a) 🖾	(
3.	SEC Us	e Oı	ıly
4.	Citizens	hip	or Place of Organization
	Caym	an	Islands
		5.	Sole Voting Power
Nu	mber of		-0-
	Shares	6.	Shared Voting Power
	neficially		2,950,886 shares
	vned By Each	7.	Sole Dispositive Power
	porting	7.	Sole Dispositive Power
	Person		-0-
	With	8.	Shared Dispositive Power
			2,950,886 shares
9.	Aggrega	ate A	Amount Beneficially Owned by Each Reporting Person
	2,950,	886	shares
10.	Check E	Box	if the Aggregate Amount in Row (9) Excludes Certain Shares
11.	Percent	of C	Class Represented by Amount in Row (9)
	1.2%		
12.		Rer	orting Person
		1	
	00		
		_	

1.			porting Person	
	I.R.S. Id	lenti	fication No. of Above Persons (Entities Only)	
	A .			
0			vestment Partners, Limited Partnership	
2.	Cneck ti (a) ⊠		ppropriate Box if a Member of a Group b) □	
	(a) 🗠	C		
3.	SEC Us	e Or	lly	
4.	Citizens	hip	or Place of Organization	
	Cayma	an	Islands	
		5.	Sole Voting Power	
Nu	mber of		1,506,428 shares	
	Shares	6.	Shared Voting Power	
	neficially			
	vned By	_		
	Each eporting	7.	Sole Dispositive Power	
	Person		1,506,428 shares	
	With	8.	Shared Dispositive Power	
			-0-	
9.	Aggrega	ate A	mount Beneficially Owned by Each Reporting Person	
	1,506,4	428	shares	
10.	Check B	Box i	f the Aggregate Amount in Row (9) Excludes Certain Shares	
11.	Percent	of C	lass Represented by Amount in Row (9)	
	0.6%			
12.		Rep	orting Person	
	J1 -	г		
	PN			

1.			porting Person
	I.R.S. Id	lenti	fication No. of Above Persons (Entities Only)
	Avago	In	vestment G.P., Limited
2.	Check t	he A	ppropriate Box if a Member of a Group
	(a) 🗵	(b) 🗆
3.	SEC Us	e Oi	lly
4.	Citizens	hip	or Place of Organization
	Caym	an	Islands
		5.	
			-0-
-	mber of	6.	
	hares	0.	Shared voting Power
	eficially ned By		1,506,428 shares
	Each	7.	Sole Dispositive Power
	porting	/.	Sole Dispositive Lower
	Person		-0-
	With	8.	Shared Dispositive Power
			1 E06 420 showed
	A	. ,	1,506,428 shares
9.	Aggrega	ate A	Amount Beneficially Owned by Each Reporting Person
	1.506.4	428	shares
10.			if the Aggregate Amount in Row (9) Excludes Certain Shares
11.	Percent	of C	Class Represented by Amount in Row (9)
	0.6%		
12.		Dor	orting Person
12.	Type of	кеĻ	טווווא רכוסטו
	00		

1.	Name of	f Re	porting Person	
			fication No. of Above Persons (Entities Only)	
			llennium GP LLC	
2.			Appropriate Box if a Member of a Group	
	(a) 🗵	(b) 🗆	
3.	SEC Us	e Oi	nly	
4.	Citizens	hip	or Place of Organization	
	Dalas			
	Delaw			
		5.	Sole Voting Power	
Nu	mber of		-0-	
-	Shares	6.	Shared Voting Power	
-	eficially			
	vned By		1,506,428 shares	
	Each	7.	Sole Dispositive Power	
	porting			
	Person With	_	-0-	
	vviui	8.	Shared Dispositive Power	
			1,506,428 shares	
9.	Aggrega	nto 4	Amount Beneficially Owned by Each Reporting Person	
5.	nggrege	nc 1	anount Beneficially Owned by Each Reporting Person	
	1,506,4	428	shares	
10.			if the Aggregate Amount in Row (9) Excludes Certain Shares	
11.	Percent	of C	Class Represented by Amount in Row (9)	
	0.6%			
12.		Dor	oorting Person	
12.	Type of	кеĻ		
	00			
L				

1.			porting Person
	I.R.S. Id	lenti	fication No. of Above Persons (Entities Only)
		-	
			nd Holdings L.P.
2.	Check t (a) ⊠		ppropriate Box if a Member of a Group b) □
	(a) 🗠	(
3.	SEC Us	e Oi	ıly
4.	Citizens	hip	or Place of Organization
	Caym	an	Islands
		5.	Sole Voting Power
Nu	mber of		-0-
-	Shares	6.	Shared Voting Power
	neficially		
	vned By Each	7	11,066,515 shares Sole Dispositive Power
	porting	7.	Sole Dispositive Power
	Person		-0-
	With	8.	Shared Dispositive Power
			11,066,515 shares
9.	Aggrega	ate A	amount Beneficially Owned by Each Reporting Person
	44.000		
10		-	5 shares
10.	Check E	SOX .	if the Aggregate Amount in Row (9) Excludes Certain Shares
11.	Percent	of C	Class Represented by Amount in Row (9)
	4.5%		
12.	Type of	Rep	orting Person
		-	
	PN		

1.			porting Person	
	I.R.S. Id	lenti	fication No. of Above Persons (Entities Only)	
		-		
			nd Holdings GP Limited	
2.			ppropriate Box if a Member of a Group	
	(a) 🛛	(b) 🗆	
3.	SEC Us	<u> </u>		
5.	SEC US	e Oi	пу	
4.	Citizens	hip	or Place of Organization	
	Caym	an	Islands	
	-	5.	Sole Voting Power	
Nu	mber of		-0-	
-	hares	6.	Shared Voting Power	
	eficially			
	ned By		11,066,515 shares	
	Each	7.	Sole Dispositive Power	
	porting			
	erson		-0-	
	With	8.	Shared Dispositive Power	
			11,066,515 shares	
9.	Aggrega	ate /	Amount Beneficially Owned by Each Reporting Person	
	11 066	51	5 shares	
10.			if the Aggregate Amount in Row (9) Excludes Certain Shares	
10.	CHECK L	JUA	in the Aggregate Aniount in Now (5) Excludes Certain Shares	
11.	11. Percent of Class Represented by Amount in Row (9)			
	4 5 0/			
	4.5%	D		
12.	Type of	Rep	orting Person	
	00			
	50			

1.	Name of	f Re	porting Person	
			fication No. of Above Persons (Entities Only)	
			oup Holdings L.P.	
2.			ppropriate Box if a Member of a Group	
	(a) 🗵	(b) 🗆	
3.	SEC Us			
5.	010.03		ny	
4.	Citizens	hip	or Place of Organization	
	Caym	an	Islands	
	U	5.		
Nu	mber of		-0-	
-	Shares	6.	Shared Voting Power	
	eficially			
	ned By		11,066,515 shares	
	Each	7.	Sole Dispositive Power	
	porting Person		-0-	
	With	8.		
		о.	Shared Dispositive Power	
			11,066,515 shares	
9.	Aggrega	ate A	Amount Beneficially Owned by Each Reporting Person	
	44.000		- 1	
			5 shares	
10.	Check E	Box :	if the Aggregate Amount in Row (9) Excludes Certain Shares	
11.	Percent	of C	Class Represented by Amount in Row (9)	
	4 = 0/			
10	4.5%	D		
12.	Type of	Rep	orting Person	
	PN			
	<u> </u>			

1.	Name of	f Re	porting Person
	I.R.S. Id	lenti	fication No. of Above Persons (Entities Only)
	KKD	Cr	oup Limited
2.			ppropriate Box if a Member of a Group
۷.	(a) ⊠		b)
			•
3.	SEC Us	e Oı	lly
4.	Citizens	hip	or Place of Organization
	Caym	an	Islands
	-	5.	Sole Voting Power
Nu	mber of		-0-
	Shares	6.	Shared Voting Power
	neficially		
	vned By Each	7	11,066,515 shares
	porting	7.	Sole Dispositive Power
	Person		-0-
	With	8.	Shared Dispositive Power
			11,066,515 shares
9.	Aggrega	ate /	Amount Beneficially Owned by Each Reporting Person
	11 066	51	5 shares
10.	-	•	if the Aggregate Amount in Row (9) Excludes Certain Shares
11.	Percent	of C	Class Represented by Amount in Row (9)
	4.5%		
12.		Rep	orting Person
		-	
	00		

1.	Name o	f Re	porting Person
			fication No. of Above Persons (Entities Only)
	KKR	& (Co. L.P.
2.	Check t		ppropriate Box if a Member of a Group
	(a) 🗵	(b) 🗆
-	CEC U	0	1
3.	SEC Us	e Oi	niy
4.	Citizens	hip	or Place of Organization
	Delaw	are	
		5.	Sole Voting Power
Nu	mber of		-0-
5	Shares	6.	Shared Voting Power
Ber	neficially		
	vned By		11,066,515 shares
	Each	7.	Sole Dispositive Power
	eporting		
	Person		-0-
	With	8.	Shared Dispositive Power
			11,066,515 shares
9.	Aggrega	ate A	Amount Beneficially Owned by Each Reporting Person
	11 066	51	5 shares
10.			if the Aggregate Amount in Row (9) Excludes Certain Shares
10.			
11.	Percent	of C	Class Represented by Amount in Row (9)
	4.5%		
12.	Type of	Rep	orting Person
		-	
	PN		

1.			porting Person
	I.R.S. Id	lenti	fication No. of Above Persons (Entities Only)
	VVD	N/Г	nagement LLC
2			nagement LLC ppropriate Box if a Member of a Group
2.	(a) ⊠		b)
	(u) 🖿	,	
3.	SEC Us	e Oı	ıly
4.	Citizens	hip	or Place of Organization
	Delaw	are	
		5.	Sole Voting Power
Nu	mber of		-0-
-	hares	6.	Shared Voting Power
	eficially		
	ned By	-	11,066,515 shares
	Each porting	7.	Sole Dispositive Power
	erson		-0-
,	With	8.	
			11,066,515 shares
9.	Aggrega	ate A	amount Beneficially Owned by Each Reporting Person
	44.000		- 1
1.0			5 shares
10.	. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares		
11.	11. Percent of Class Represented by Amount in Row (9)		
	4.5%		
12.	Type of	Rep	orting Person
	00		
	00		

1.			porting Person					
	I.R.S. Id	I.R.S. Identification No. of Above Persons (Entities Only)						
	KKD	Dai	tners (International), Limited Partnership					
2.			ppropriate Box if a Member of a Group					
۷.	(a) 🛛		b)					
	(u) 🖿	,						
3.	SEC Us	e Oı	ıly					
4.	Citizens	hip	or Place of Organization					
	Albert	ta,	Canada					
		5.	Sole Voting Power					
Nu	mber of		390,665 shares					
-	Shares	6.	Shared Voting Power					
Ben	eficially							
	ned By		-0-					
	Each	7.	Sole Dispositive Power					
	porting Person							
	With	8.	390,665 shares Shared Dispositive Power					
	· · · ·	о.	Shared Dispositive Power					
			-0-					
9.	Aggrega	ate A	Amount Beneficially Owned by Each Reporting Person					
	390,66	5 s	hares					
10.	Check E	Box	if the Aggregate Amount in Row (9) Excludes Certain Shares					
11.	1. Percent of Class Represented by Amount in Row (9)							
	0.2%							
12.		Rer	orting Person					
		1						
	PN							
	PN							

1.			porting Person
	I.R.S. Ic	lenti	fication No. of Above Persons (Entities Only)
	L/L/D	400	
			6 Overseas, Limited
2.			ppropriate Box if a Member of a Group
	(a) 🗵	(b) 🗆
3.	SEC Us	e Oi	ıly
4.	Citizens	hip	or Place of Organization
	Caym	an	Islands
		5.	Sole Voting Power
Nu	mber of		-0-
-	Shares	6.	Shared Voting Power
Ber	eficially		
Ov	vned By		390,665 shares
	Each	7.	Sole Dispositive Power
	porting		
	Person With	-	-0-
	with	8.	Shared Dispositive Power
			390,665 shares
9.	Aggrega	ate /	Amount Beneficially Owned by Each Reporting Person
	390,66	5 s	hares
10.			if the Aggregate Amount in Row (9) Excludes Certain Shares
10.	Sheen E		
11.	11. Percent of Class Represented by Amount in Row (9)		
	0.2%		
12.		Rep	orting Person
		1	
	00		

1.	Name of	f Re lenti	porting Person fication No. of Above Persons (Entities Only)
_			Limited
2.			ppropriate Box if a Member of a Group
	(a) 🗵	(b) 🗆
3.	SEC Us	e Oı	ıly
4.	Citizens	hip	or Place of Organization
	Caym	an	Islands
		5.	Sole Voting Power
Nu	mber of		-0-
	Shares	6.	Shared Voting Power
	eficially		
	vned By		9,560,087 shares
	Each	7.	Sole Dispositive Power
	porting Person		0
	With	8.	-0- Shared Dispositive Power
		0.	
			9,560,087 shares
9.	Aggrega	ate /	amount Beneficially Owned by Each Reporting Person
	9,560,	087	shares
10.	Check E	Box	f the Aggregate Amount in Row (9) Excludes Certain Shares
11.	Percent	of C	lass Represented by Amount in Row (9)
	3.9%		
12.		Rer	orting Person
	JF- 01	F	
	00		

1.	Name of	f Re	porting Person
	I.R.S. Id	lenti	fication No. of Above Persons (Entities Only)
		-	
			Kravis
2.			ppropriate Box if a Member of a Group
	(a) 🗵	(b) 🗆
3.	SEC Us	e Oı	ıly
4.	Citizens	hip	or Place of Organization
	United	l St	rates
		5.	Sole Voting Power
Nu	mber of		-0-
-	Shares	6.	Shared Voting Power
Ber	eficially		
	vned By		11,457,180 shares
	Each	7.	Sole Dispositive Power
	porting Person		
	With	0	-0-
	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	8.	Shared Dispositive Power
			11,457,180 shares
9.	Aggrega	ate A	Amount Beneficially Owned by Each Reporting Person
	44 455	10	
10			0 shares
10.	Check E	SOX :	if the Aggregate Amount in Row (9) Excludes Certain Shares
11.	Percent	of C	Class Represented by Amount in Row (9)
	4.7%		
12.	Type of	Rep	orting Person
	TNI		
	IN		

1.	Name of	f Re	porting Person
			fication No. of Above Persons (Entities Only)
			a. Roberts
2.			ppropriate Box if a Member of a Group
	(a) 🗵	(b) 🗆
3.	SEC Us		
5.	5LC 03		пу
4.	Citizens	hip	or Place of Organization
	United	1 St	ates
		5.	Sole Voting Power
Nu	mber of		-0-
S	Shares	6.	Shared Voting Power
	eficially		
	vned By		11,457,180 shares
	Each	7.	Sole Dispositive Power
	porting Person		-0-
	With	0	
	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	8.	Shared Dispositive Power
			11,457,180 shares
9.	Aggrega	ate A	Amount Beneficially Owned by Each Reporting Person
			0 shares
10.	Check E	Box	if the Aggregate Amount in Row (9) Excludes Certain Shares
11.	Percent	of C	Class Represented by Amount in Row (9)
	4.7%		
12		D -	anting Duran
12.	Type of	кер	orting Person
	IN		

Pursuant to Rule 13d-1(d) under the Securities Exchange Act of 1934, as amended (the "Act"), and as provided in the Joint Filing Agreement filed as Exhibit 1 to Amendment No. 1 to the Statement on Schedule 13G filed with the Securities and Exchange Commission on August 20, 2010, each of the persons listed below under Item 2 (each a "Reporting Person," and collectively the "Reporting Persons"), has agreed to file one statement with respect to their ownership of ordinary shares, no par value, of Avago Technologies Limited.

Item 1.

(a) Name of Issuer:

Avago Technologies Limited

(b) Address of Issuer's Principal Executive Offices:

1 Yishun Avenue 7 Singapore 768923

Item 2.

(a) Name of Persons Filing:

KKR Millennium Fund (Overseas), Limited Partnership KKR Associates Millennium (Overseas), Limited Partnership KKR Millennium Limited KKR European Fund, Limited Partnership KKR Associates Europe, Limited Partnership KKR Europe Limited KKR European Fund II, Limited Partnership KKR Associates Europe II, Limited Partnership KKR Europe II Limited KKR Millennium GP LLC KKR Fund Holdings L.P. KKR Fund Holdings GP Limited KKR Group Holdings L.P. KKR Group Limited KKR & Co. L.P. KKR Management LLC KKR Partners (International), Limited Partnership KKR 1996 Overseas, Limited KKR SP Limited Henry R. Kravis George R. Roberts

Avago Investment Partners, Limited Partnership Avago Investment G.P., Limited

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(b) Address of Principal Business Office:

The principal business office for all persons filing except George R. Roberts is:

c/o Kohlberg Kravis Roberts & Co. L.P. 9 West 57th Street New York, NY 10019

The principal business office for George R. Roberts is:

c/o Kohlberg Kravis Roberts & Co. L.P. 2800 Sand Hill Road, Suite 200 Menlo Park, CA 94025

(c) Citizenship:

See Item 4 of each cover page.

(d) Title of Class of Securities:

Ordinary shares, no par value per share

(e) CUSIP Number:

Y0486S 104

Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

Not applicable.

Item 4. Ownership.

(a) Amount Beneficially Owned:

Certain funds affiliated with Kohlberg Kravis Roberts & Co. L.P. ("KKR") and certain funds affiliated with Silver Lake Partners ("Silver Lake") are parties to a shareholders agreement with respect to the ordinary shares of Avago, and solely as a result of which each such person is a member of a group with respect to the ordinary shares of Avago directly or indirectly owned by such persons. Each such person disclaims beneficial ownership of these securities.

KKR Millennium Fund (Overseas), Limited Partnership ("Millennium Fund") directly owns 2,209,597 ordinary shares of Avago. As the sole general partner of Millennium Fund, KKR Associates Millennium (Overseas), Limited Partnership may be deemed to share voting and dispositive power with respect to such securities held by Millennium Fund. As the sole general partner of KKR Associates Millennium (Overseas), Limited Partnership, KKR Millennium Limited may be deemed to share voting and dispositive power with respect to such securities held by Millennium Fund. As the sole general partner of KKR Associates Millennium (Overseas), Limited Partnership, KKR Millennium Limited may be deemed to share voting and dispositive power with respect to such securities held by Millennium Fund. KKR Associates Millennium (Overseas), Limited Partnership and KKR Millennium Limited disclaim beneficial ownership of such securities.

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KKR European Fund, Limited Partnership ("European Fund") directly owns 4,399,604 ordinary shares of Avago. As the sole general partner of European Fund, KKR Associates Europe, Limited Partnership may be deemed to share voting and dispositive power with respect to such securities held by European Fund. As the sole general partner of KKR Associates Europe, Limited Partnership, KKR Europe Limited may be deemed to share voting and dispositive power with respect to such securities held by European Fund. KKR Associates Europe, Limited Partnership and KKR Europe Limited disclaim beneficial ownership of such securities.

KKR European Fund II, Limited Partnership ("European Fund II") directly owns 2,950,886 ordinary shares of Avago. As the sole general partner of European Fund II, KKR Associates Europe II, Limited Partnership may be deemed to share voting and dispositive power with respect to such securities held by European Fund II. As the sole general partner of KKR Associates Europe II, Limited Partnership, KKR Europe II Limited may be deemed to share voting and dispositive power with respect to such securities held by European Fund II. KKR Associates Europe II, Limited Partnership and KKR Europe II Limited disclaim beneficial ownership of such securities.

Avago Investment Partners, Limited Partnership ("AIP") directly owns 1,506,428 ordinary shares of Avago. As the sole general partner of AIP, Avago Investment G.P., Limited may be deemed to share voting and dispositive power with respect to such securities held by AIP. As a member of Avago Investment G.P., Limited, KKR Millennium GP LLC may be deemed to share voting and dispositive power with respect to such securities held by AIP. Avago Investment G.P., Limited and KKR Millennium GP LLC disclaim beneficial ownership of such securities.

Each of KKR SP Limited ("KKR SP") (as a voting partner to each of KKR Associates Millennium (Overseas), Limited Partnership, KKR Associates Europe, Limited Partnership and KKR Associates Europe II, Limited Partnership); KKR Fund Holdings L.P. ("KKR Fund Holdings") (as the sole shareholder of KKR Millennium Limited, KKR Europe Limited and KKR Europe II Limited and the designated member of KKR Millennium GP LLC); KKR Fund Holdings GP Limited ("KKR Fund Holdings GP") (as a general partner of KKR Fund Holdings); KKR Group Holdings L.P. ("KKR Group Holdings") (as the sole shareholder of KKR Fund Holdings GP and a general partner of KKR Fund Holdings); KKR Group Limited ("KKR Group") (as the general partner of KKR Group Holdings); KKR & Co. L.P. ("KKR & Co.") (as the sole shareholder of KKR Group); and KKR Management LLC ("KKR Management") (as the general partner of KKR & Co.) may also be deemed to be the beneficial owner of the securities held by Millennium Fund, European Fund and European Fund II. KKR Fund Holdings, KKR Fund Holdings GP, KKR Group Holdings, KKR Group, KKR & Co. and KKR Management may also be deemed to be the beneficial

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owner of the securities held by AIP. KKR SP, KKR Fund Holdings, KKR Fund Holdings GP, KKR Group Holdings, KKR Group, KKR & Co. and KKR Management disclaim beneficial ownership of such securities.

KKR Partners (International), Limited Partnership ("Partners International") directly owns 390,665 ordinary shares of Avago. As the sole general partner of Partners International, KKR 1996 Overseas, Limited may be deemed to share voting and dispositive power with respect to such securities held by Partners International. KKR 1996 Overseas, Limited disclaims beneficial ownership of such securities.

As the designated members of KKR Management, Messrs. Henry R. Kravis and George R. Roberts may be deemed to be the beneficial owner of the securities held by Millennium Fund, European Fund, European Fund II and AIP but disclaim beneficial ownership of such securities. As directors of KKR 1996 Overseas, Limited, Messrs. Kravis, Roberts, James H. Greene, Jr., Paul E. Raether, Michael W. Michelson, Johannes P. Huth, Todd A. Fisher, Alexander Navab, Marc S. Lipschultz, Reinhard Gorenflos, Joseph Y. Bae, Brian F. Carroll, Scott C. Nuttal and William J. Janetschek may be deemed to be the beneficial owner of the securities held by Partners International but disclaim beneficial ownership of such securities. Messrs. Kravis and Roberts have also been designated as managers of KKR Millennium GP LLC by KKR Fund Holdings.

(b) Percent of Class:

(i)

See Item 11 of each cover page. The percentages of beneficial ownership are based on 244,406,916 ordinary shares outstanding as of December 9, 2011.

(c) Number of shares as to which such person has:

- Sole power to vote or direct the vote:
 - See Item 5 of each cover page.
- (ii) Shared power to vote or direct the vote: See Item 6 of each cover page.
- (iii) Sole power to dispose or direct the disposition of: See Item 7 of each cover page.
- (iv) Shared power to dispose or direct the disposition of: See Item 8 of each cover page.

Item 5. Ownership of Five Percent or Less of a Class.

Not Applicable.

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Item 6. Ownership of More than Five Percent on Behalf of Another Person.

See Item 4 above. To the best knowledge of the Reporting Persons, no one other than the Reporting Persons, the partners, members, affiliates or shareholders of the Reporting Persons and any other persons named in Item 4 has the right to receive or the power to direct the receipt of dividends from, or the proceeds from, the sale of common stock.

Item 7.Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or
Control Person.
Not Applicable.Item 8.Identification and Classification of Members of the Group.
See Attachment A.Item 9.Notice of Dissolution of Group.
Not Applicable.Item 10.Certification.
Not Applicable.

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SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 14, 2012	KKR Millennium Fund (Overseas), Limited Partnership
	By: KKR Associates Millennium (Overseas), Limited
	Partnership,
	Its: General Partner
	By: KKR Millennium Limited,
	Its: General Partner
	/s/ Richard J. Kreider
	Name: Richard J. Kreider
	Title: Attorney-in-fact for William J. Janetschek, Director
Dated: February 14, 2012	KKR Associates Millennium (Overseas), Limited
	Partnership
	By: KKR Millennium Limited,
	Its: General Partner
	/s/ Richard J. Kreider
	Name: Richard J. Kreider
	Title: Attorney-in-fact for William J. Janetschek, Director
Dated: February 14, 2012	KKR Millennium Limited
	/s/ Richard J. Kreider
	Name: Richard J. Kreider
	Title: Attorney-in-fact for William J. Janetschek, Director
Dated: February 14, 2012	KKR European Fund, Limited Partnership
	By: KKR Associates Europe, Limited Partnership,
	Its: General Partner
	By: KKR Europe Limited,
	Its: General Partner
	/s/ Richard J. Kreider
	Name: Richard J. Kreider
	Title: Attorney-in-fact for William J. Janetschek, Director

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KKR Associates Europe, Limited Partnership
By: KKR Europe Limited,
Its: General Partner
/s/ Richard J. Kreider
Name: Richard J. Kreider
Title: Attorney-in-fact for William J. Janetschek, Director
KKR Europe Limited
/s/ Richard J. Kreider
Name: Richard J. Kreider
Title: Attorney-in-fact for William J. Janetschek, Director
KKR European Fund II, Limited Partnership
By: KKR Associates Europe II, Limited Partnership,
Its: General Partner
By: KKR Europe II Limited,
Its: General Partner
/s/ Richard J. Kreider
Name: Richard J. Kreider
Title: Attorney-in-fact for William J. Janetschek, Director
KKR Associates Europe II, Limited Partnership
By: KKR Europe II Limited,
Its: General Partner
/s/ Richard J. Kreider
Name: Richard J. Kreider
Title: Attorney-in-fact for William J. Janetschek, Director
KKR Europe II Limited
/s/ Richard J. Kreider
Name: Richard J. Kreider
Title: Attorney-in-fact for William J. Janetschek, Director

Avago Investment Partners, Limited Partnership

By: Avago Investment G.P., Limited, Its: General Partner

By: KKR Millennium GP LLC Its: Member

/s/ Richard J. Kreider Name: Richard J. Kreider

Title: Attorney-in-fact for Henry R. Kravis, Manager

/s/ Richard J. Kreider Name: Richard J. Kreider Title: Attorney-in-fact for George R. Roberts, Manager

Avago Investment G.P., Limited

By: KKR Millennium GP LLC Its: Member

/s/ Richard J. Kreider Name: Richard J. Kreider Title: Attorney-in-fact for Henry R. Kravis, Manager

/s/ Richard J. Kreider Name: Richard J. Kreider Title: Attorney-in-fact for George R. Roberts, Manager

KKR Millennium GP LLC

/s/ Richard J. Kreider Name: Richard J. Kreider Title: Attorney-in-fact for Henry R. Kravis, Manager

/s/ Richard J. Kreider Name: Richard J. Kreider Title: Attorney-in-fact for George R. Roberts, Manager

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Dated: February 14, 2012

Dated: February 14, 2012

Dated: February 14, 2012	KKR Fund Holdings L.P.
	By: KKR Fund Holdings GP Limited, Its: General Partner
	/s/ Richard J. Kreider Name: Richard J. Kreider Title: Attorney-in-fact for William J. Janetschek, Director
Dated: February 14, 2012	KKR Fund Holdings GP Limited
	/s/ Richard J. Kreider Name: Richard J. Kreider Title: Attorney-in-fact for William J. Janetschek, Director
Dated: February 14, 2012	KKR Group Holdings L.P.
	By: KKR Group Limited, Its: General Partner
	/s/ Richard J. Kreider Name: Richard J. Kreider Title: Attorney-in-fact for William J. Janetschek, Director
Dated: February 14, 2012	KKR Group Limited
	/s/ Richard J. Kreider Name: Richard J. Kreider Title: Attorney-in-fact for William J. Janetschek, Director
Dated: February 14, 2012	KKR & Co. L.P.
	By: KKR Management LLC, Its: General Partner
	/s/ Richard J. Kreider Name: Richard J. Kreider Title: Attorney-in-fact for William J. Janetschek, Chief Financial Officer
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Dated: February 14, 2012	KKR Management LLC
	/s/ Richard J. Kreider
	Name: Richard J. Kreider
	Title: Attorney-in-fact for William J. Janetschek, Chief
	Financial Officer
Dated: February 14, 2012	KKR Partners (International), Limited Partnership
	By: KKR 1996 Overseas, Limited
	Its: General Partner
	/s/ Richard J. Kreider
	Name: Richard J. Kreider
	Title: Attorney-in-fact for William J. Janetschek, Director
Dated: February 14, 2012	KKR 1996 Overseas, Limited
	/s/ Richard J. Kreider
	Name: Richard J. Kreider
	Title: Attorney-in-fact for William J. Janetschek, Director
Dated: February 14, 2012	KKR SP Limited
	/s/ Richard J. Kreider
	Name: Richard J. Kreider
	Title: Attorney-in-fact for Johannes P. Huth, Director
Dated: February 14, 2012	Henry R. Kravis
	/s/ Richard J. Kreider
	Name: Richard J. Kreider
	Title: Attorney-in-Fact
Dated: February 14, 2012	George R. Roberts
	/s/ Richard J. Kreider
	Name: Richard J. Kreider

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ATTACHMENT A

Certain funds affiliated with Kohlberg Kravis Roberts & Co. L.P. ("KKR") and certain funds affiliated with Silver Lake Partners ("Silver Lake") are parties to a shareholders agreement with respect to the ordinary shares of Avago Technologies Limited ("Avago"), and solely as a result of which each such person is a member of a group with respect to the ordinary shares of Avago directly or indirectly owned by such persons. Each such person disclaims beneficial ownership of the shares reported on this Schedule 13G.

The following persons affiliated with KKR may be deemed to be members of such group: KKR Millennium Fund (Overseas), Limited Partnership; KKR Associates Millennium (Overseas), Limited Partnership; KKR Millennium Limited; KKR European Fund, Limited Partnership; KKR Associates Europe, Limited Partnership; KKR Europe Limited; KKR European Fund II, Limited Partnership; KKR Associates Europe II, Limited Partnership; KKR Europe II Limited; KKR Millennium GP LLC; KKR SP Limited; KKR Fund Holdings L.P.; KKR Fund Holdings GP Limited; KKR Group Holdings L.P.; KKR Group Limited; KKR & Co. L.P.; KKR Management LLC; KKR Partners (International), Limited Partnership; KKR 1996 Overseas, Limited; Henry R. Kravis and George R. Roberts. Please also refer to Item 4 of this Schedule 13G.

The following persons affiliated with Silver Lake may be deemed to be members of such group, based solely on information received from such persons: Silver Lake Partners II Cayman, L.P., Silver Lake Technology Associates II Cayman, L.P., Silver Lake Technology Investors II Cayman, L.P., and Silver Lake (Offshore) AIV GP II, Ltd.

The following persons affiliated with both KKR and Silver Lake may be deemed to be members of such group: Avago Investment Partners, Limited Partnership; and Avago Investment G.P., Limited. Please also refer to Item 4 of this Schedule 13G.

Each such person is responsible for complying with its Schedule 13G reporting obligations with respect to Avago.

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EXHIBIT INDEX

Exhibit 1 - Joint Filing Agreement (incorporated by reference to Exhibit 1 to the Statement on Schedule 13G filed August 20, 2010)

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