

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
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>SILVER LAKE (OFFSHORE) AIV GP II LTD</u> (Last) (First) (Middle) <u>C/O SILVER LAKE PARTNERS</u> <u>2775 SAND HILL ROAD, SUITE 100</u> (Street) <u>MENLO PARK CA 94025</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Avago Technologies LTD [AVGO]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/21/2011</u>	
	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			
Ordinary Shares, no par value	01/21/2011		S		9,301,158	D	\$27.25	33,953,962	I	Held through Bali Investments S.ar.l. and Silver Lake Partners II Cayman, L.P. ⁽¹⁾⁽²⁾⁽³⁾⁽⁶⁾⁽⁷⁾
Ordinary Shares, no par value	01/21/2011		S ⁽⁶⁾		26,442	D	\$27.25	96,529	I	Held through Bali Investments S.ar.l. and Silver Lake Technology Investors II Cayman, L.P. ⁽¹⁾⁽²⁾⁽⁴⁾⁽⁶⁾⁽⁷⁾
Ordinary Shares, no par value	01/21/2011		S		1,436,296	D	\$27.25	5,243,214	I	Held through Bali Investments S.ar.l. and Avago Investment Partners, Limited Partnership ⁽¹⁾⁽²⁾⁽⁵⁾⁽⁶⁾⁽⁷⁾

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				

1. Name and Address of Reporting Person* <u>SILVER LAKE (OFFSHORE) AIV GP II LTD</u> (Last) (First) (Middle) <u>C/O SILVER LAKE PARTNERS</u> <u>2775 SAND HILL ROAD, SUITE 100</u> (Street) <u>MENLO PARK CA 94025</u> (City) (State) (Zip)
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1. Name and Address of Reporting Person*

[SILVER LAKE TECHNOLOGY ASSOCIATES II CAYMAN LP](#)

(Last) (First) (Middle)

[C/O SILVER LAKE PARTNERS](#)

[2775 SAND HILL ROAD, SUITE 100](#)

(Street)

[MENLO PARK](#) [CA](#) [94025](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[SILVER LAKE PARTNERS II CAYMAN LP](#)

(Last) (First) (Middle)

[C/O SILVER LAKE PARTNERS](#)

[2775 SAND HILL ROAD, SUITE 100](#)

(Street)

[MENLO PARK](#) [CA](#) [94025](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[SILVER LAKE TECHNOLOGY INVESTORS II CAYMAN LP](#)

(Last) (First) (Middle)

[C/O SILVER LAKE PARTNERS](#)

[2775 SAND HILL ROAD, SUITE 100](#)

(Street)

[MENLO PARK](#) [CA](#) [94025](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[DAVIDSON JAMES](#)

(Last) (First) (Middle)

[C/O SILVER LAKE PARTNERS](#)

[2775 SAND HILL ROAD, SUITE 100](#)

(Street)

[MENLO PARK](#) [CA](#) [94025](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Hao Kenneth](#)

(Last) (First) (Middle)

[C/O SILVER LAKE PARTNERS](#)

[2775 SAND HILL ROAD, SUITE 100](#)

(Street)

[MENLO PARK](#) [CA](#) [94025](#)

(City) (State) (Zip)

Explanation of Responses:

1. Bali Investments S.ar.l. ("Bali") holds 74,678,861 ordinary shares, or 30.7%, of Avago Technologies Limited ("Avago") based on 243,261,278 ordinary shares outstanding as of January 21, 2011. Bali, certain funds affiliated with Kohlberg Kravis Roberts & Co. L.P. ("KKR"), certain funds affiliated with Silver Lake Partners ("Silver Lake"), Seletar Investments Pte Ltd and Geyser Investment Pte Ltd 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. Certain affiliates of Silver Lake collectively have the right under the shareholders agreement to designate a portion of the board of directors of Avago.

2. The shareholders of Bali include funds affiliated with KKR and funds affiliated with Silver Lake. Each such person is a member of a group with respect to the ordinary shares of Avago held by Bali. Each such person, other than Bali, disclaims beneficial ownership of these securities, except to the extent of its pecuniary interest therein.

3. Silver Lake Partners II Cayman, L.P. ("Partners II"), as a shareholder of Bali, may be deemed to indirectly own 33,953,962 ordinary shares of Avago. As the sole general partner of Partners II, Silver Lake Technology Associates II Cayman, L.P. may be deemed to share voting and dispositive power with respect to the ordinary shares of Avago indirectly owned by Partners II. As the sole general partner of Silver Lake Technology Associates II Cayman, L.P., Silver Lake (Offshore) AIV GP II, Ltd. may be deemed to share voting and dispositive power with respect to the ordinary shares of Avago indirectly owned by Partners II. Silver Lake Technology Associates II Cayman, L.P. and Silver Lake (Offshore) AIV GP II, Ltd. disclaim beneficial ownership of such securities, except to the extent of their pecuniary interest.

4. Silver Lake Technology Investors II Cayman, L.P. ("Investors II"), as a shareholder of Bali, may be deemed to indirectly own 96,529 ordinary shares of Avago. As the sole general partner of Investors II, Silver Lake (Offshore) AIV GP II, Ltd. may be deemed to share voting and dispositive power with respect to the ordinary shares of Avago indirectly owned by Investors II. Silver Lake (Offshore) AIV GP II, Ltd. disclaims beneficial ownership of such securities, except to the extent of its pecuniary interest.

5. Avago Investment Partners, Limited Partnership ("AIP"), as a shareholder of Bali, may be deemed to indirectly own 5,243,214 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 the ordinary shares of Avago indirectly owned by AIP. As a member of Avago Investment G.P., Limited, Silver Lake (Offshore) AIV GP II, Ltd. may be deemed to share voting and dispositive power with respect to the ordinary shares of Avago indirectly owned by AIP. Avago Investment G.P., Limited and Silver Lake (Offshore) AIV GP II, Ltd. disclaim beneficial ownership of such securities, except to the extent of their pecuniary interest.

6. Messrs. James A. Davidson and Kenneth Y. Hao, each of whom serves as a director of Avago, also serve as directors of Silver Lake (Offshore) AIV GP II, Ltd. and may be deemed to share voting and dispositive power with respect to any shares beneficially owned by Silver Lake (Offshore) AIV GP II, Ltd. but disclaim beneficial ownership of such shares, except to the extent of their pecuniary interest therein.

7. The filing of this statement shall not be deemed an admission that, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, any of the Reporting Persons is the beneficial owner of all such equity securities covered by this statement.

[See Signatures of Reporting
Persons attached as Exhibit
99.1](#)

01/25/2011

Date

** Signature of Reporting Person

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.

Signatures

Silver Lake (Offshore) AIV GP II, Ltd.

January 25, 2011

/s/ Karen M. King

Name: Karen M. King

Title: Director

Silver Lake Technology Associates II Cayman, L.P.

January 25, 2011

By: Silver Lake (Offshore) AIV GP II, Ltd.

Its: General Partner

/s/ Karen M. King

Name: Karen M. King

Title: Director

Silver Lake Partners II Cayman, L.P.

January 25, 2011

By: Silver Lake Technology Associates II Cayman, L.P.

Its: General Partner

By: Silver Lake (Offshore) AIV GP II, Ltd.

Its: General Partner

/s/ Karen M. King

Name: Karen M. King

Title: Director

Silver Lake Technology Investors II Cayman, L.P.

January 25, 2011

By: Silver Lake (Offshore) AIV GP II, Ltd.

Its: General Partner

/s/ Karen M. King

Name: Karen M. King,

Title: Director

/s/ Karen M. King

Name: Karen M. King

Title: Attorney-in-fact for James A. Davidson

January 25, 2011

/s/ Karen M. King

Name: Karen M. King

Title: Attorney-in-fact for Kenneth Y. Hao

January 25, 2011