

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

FORM 8-K

**CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): January 31, 2020 (January 28, 2020)

BROADCOM INC.

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or other jurisdiction
of incorporation)

001-38449
(Commission
File Number)

35-2617337
(IRS Employer
Identification No.)

1320 Ridder Park Drive, San Jose, California
(Address of principal executive offices)

95131
(Zip Code)

(408) 433-8000
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

| Title of Each Class | Trading Symbol(s) | Name of Each Exchange on Which Registered |
|--|----------------------|--|
| Common Stock, \$0.001 par value | AVGO | The Nasdaq Global Select Market |
| Mandatory Convertible Preferred Stock, Series A, \$0.01 par value | AVGOP | The Nasdaq Global Select Market |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 5.02 Regulation FD Disclosure. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On January 28, 2020, the Compensation Committee of the Board of Directors of Broadcom Inc. (the “Company”), with input from its independent compensation consultant, Compensia, Inc., approved the following increases in (i) annual base salary, in each case effective as of February 15, 2020, and (ii) target bonus percentage under the Company’s annual cash performance bonus plan for executives (“APB Plan”) for its fiscal year ending November 1, 2020 (“Fiscal Year 2020”), for the named executive officers (“NEOs”) of the Company listed below:

| <u>NEO</u> | <u>Title</u> | <u>Current Annual Base Salary</u> | <u>Annual Base Salary effective February 15, 2020</u> | <u>Prior APB Plan Target Bonus (% of salary)</u> | <u>New APB Plan Target Bonus (% of salary)</u> |
|--------------------------|---------------------------|---------------------------------------|---|--|--|
| Thomas H. Krause, Jr. | Chief Financial Officer | \$ 400,000 | \$ 500,000 | 75% | 100% |
| Charlie B. Kawwas, Ph.D. | SVP & Chief Sales Officer | \$ 488,529 | \$ 500,000 | 75% | 100% |
| Mark D. Brazeal | Chief Legal Officer | \$ 450,000 | \$ 500,000 | 60% | 100% |

On January 31, 2020, the Board of Directors, upon the recommendation of the Compensation Committee, approved an increase of \$100,000 in the annual base salary for Hock E. Tan, the Company’s President and Chief Executive Officer, resulting in annual base salary of \$1,200,000, effective February 15, 2020, and an increase in Mr. Tan’s target bonus percentage under the APB Plan for Fiscal Year 2020 from 150% of annual base salary to 200% of annual base salary.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

BROADCOM INC.

Date: January 31, 2020

By: /s/ Hock E. Tan

Name: Hock E. Tan

Title: President and Chief Executive Officer