Ingram Bryan Form 4 March 16, 2018

### FORM 4

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

**SECURITIES** 

**OMB** 3235-0287 Number:

**OMB APPROVAL** 

Expires: STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person \* Ingram Bryan

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(First) (Middle) Broadcom Ltd [AVGO] 3. Date of Earliest Transaction

Director

C/O AVAGO TECHNOLOGIES US

(Street)

(Month/Day/Year) 03/15/2018

10% Owner X\_ Officer (give title Other (specify below)

INC., 1320 RIDDER PARK DRIVE

SVP & GM, Wireless Semicon Div

(Check all applicable)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

SAN JOSE, CA 95131

(City)	(State)	Zip) Table	e I - Non-D	erivative (	Securi	ities Ac	quired, Disposed	of, or Beneficia	lly 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 onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		
Ordinary Shares, no par value	03/15/2018		M	6,250 (1)	A	\$ 0 (2)	85,049 <u>(3)</u>	D	
Ordinary Shares, no par value	03/15/2018		M	2,500 (4)	A	\$ 0 (2)	87,549 <u>(3)</u>	D	
Ordinary Shares, no par value	03/15/2018		A	3,125 (5)	A	\$0	90,674 (3)	D	

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

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SEC 1474 (9-02)

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. Transactic Code (Instr. 8)	5. Number of Deriva Securities Acquired (A) or Disposed (D) (Instr. 3, and 5)	ative s l	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (I	D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Based Restricted Stock Units	\$ 0	03/15/2018		M		250 1)	<u>(1)</u>	03/15/2019	Ordinary Shares, no par value	6,250
Performance Based Restricted Stock Units	\$ 0	03/15/2018		M		500 4)	<u>(4)</u>	03/15/2020	Ordinary Shares, no par value	2,500

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Ingram Bryan

C/O AVAGO TECHNOLOGIES US INC. 1320 RIDDER PARK DRIVE

SAN JOSE, CA 95131

SVP & GM, Wireless Semicon Div

## **Signatures**

/s/ Noelle Matteson, Attorney-in-Fact for Bryan Ingram

03/16/2018

\*\*Signature of Reporting Person

Date

### **Explanation of Responses:**

- \* 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).

**(1)** 

Reporting Owners 2

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Shares vested pursuant to a share price performance restricted share unit award (the "Performance RSU") granted pursuant to the Avago Technologies Limited 2009 Equity Incentive Award Plan ("2009 Avago Plan") on March 15, 2015. The Performance RSU is scheduled to vest over four years, with 25% vesting on each anniversary of the date of grant, such that the Performance RSU will be fully vested on March 15, 2019, subject to the Reporting Person's continued service through such date; and provided, however, that no portion of the Performance RSU may vest unless the average of the closing prices of the Issuer's ordinary shares (as reported on the stock exchange on which the shares are listed), over a twenty consecutive trading day period is equal to or greater than 120% of the fair market value of the Issuer's ordinary shares on the date of grant (the "Price Contingency"). On April 1, 2016, the Price Contingency was met, and on March 15, 2018, the third 25% of the Performance RSU vested.

- (2) Each Performance RSU represents the right to receive, at settlement, one ordinary share of the Issuer. This transaction represents the settlement of the Performance RSU in the Issuer's ordinary shares on the scheduled vesting date.
- (3) Includes 52,250 Restricted Share Units.
  - Performance RSU granted pursuant to the 2009 Avago Plan on March 15, 2016. The Performance RSU is scheduled to vest over four years, with 25% vesting on each anniversary of the date of grant, such that the Performance RSU will be fully vested on March 15, 2020,
- (4) subject to the Reporting Person's continued service through such date; and provided, however, that no portion of the Performance RSU may vest unless the Price Contingency has been met. On January 5, 2017, the Price Contingency was met, and on March 15, 2018, the second 25% of the Performance RSU vested.
- On March 15, 2018, the Compensation Committee of the Issuer determined that the number of ordinary shares vested for the first of four performance periods pursuant to a performance share unit award granted on March 15, 2017 under the 2009 Avago Plan upon the attainment of certain performance criteria based on the Issuer's compound annual total shareholder return relative to the S&P 500 Index.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.