
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 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): December 12, 2013 (December 9, 2013)

Avago Technologies Limited
(Exact name of registrant as specified in its charter)

Singapore
(State or other jurisdiction
of incorporation)

001-34428
(Commission
File Number)

98-0682363
(IRS Employer
Identification No.)

1 Yishun Avenue 7
Singapore 768923
(Address of principal executive offices)

N/A
(Zip Code)

Registrant's telephone number, including area code: (65) 6755-7888

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))
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Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(d) Effective December 10, 2013, the board of directors (the "Board") of Avago Technologies Limited (the "Company" or "Avago") appointed Peter J. Marks as an independent director of the Company.

Mr. Marks is the Chief Executive Officer of Executive Consultant, which he founded in 2013, where he advises business leaders on leadership. Prior to this, Mr. Marks served in various senior management roles with Robert Bosch GmbH, which he originally joined in 1977 and where he remained until December 2011. Most recently, from 2006 until his departure in December 2011, Mr. Marks served as Chairman, President and Chief Executive Officer of Robert Bosch LLC, where he managed all of its business sectors in the Americas, and as a member of Board of Management of Robert Bosch GmbH, with responsibility for worldwide coordination for manufacturing and capital investment. Prior to that he also served as a senior executive of Robert Bosch GmbH responsible for various divisions; automotive electronics, semiconductors, body electronics/electric drivers and energy systems. Mr. Marks' qualifications to serve on the Board includes his extensive leadership experience in senior management and executive positions with multinational organization, as well as his familiarity with operational and strategic issues relating to technology focused companies with international operations.

Mr. Marks will participate in the non-employee director compensation arrangements generally applicable to all of the Company's non-employee directors. Under the terms of those arrangements, as currently in effect, Mr. Marks received an initial equity grant with a notional target fair market value of \$500,000, consisting of an option to purchase 23,474 ordinary shares of the Company and 7,825 restricted share units of the Company, on December 10, 2013, his first date of service as a director. In addition, Mr. Marks will be entitled to receive the cash and annual equity compensation payable to other independent, non-employee directors of the Company. The cash and equity compensation currently payable to our non-employee directors is as set forth in the Company's proxy statement filed with the Securities and Exchange Commission on February 20, 2013, except that effective September 4, 2013 the Board increased the notional target fair value of (i) the initial equity grant awarded to directors upon their appointment to the Board from \$450,000 to \$500,000, and (ii) the annual equity grant to directors, commencing in their fourth year of service, from \$150,000 to \$170,000.

(e) On December 9, 2013, the Compensation Committee approved a discretionary cash bonus award, in the amount of \$50,000, to Anthony E. Maslowski, Chief Financial Officer, due to his extended service as interim Chief Financial Officer.

On December 10, 2013, the Board approved the Fiscal Year 2014 Avago Performance Bonus Plan for Executive Employees (the "Plan"), which is the Company's performance-based annual cash incentive bonus plan for its executive management employees for its fiscal year ending November 2, 2014. The terms of the Plan are substantially the same as the Fiscal Year 2013 Avago Performance Bonus Plan for Executive Employees, adopted in respect of the Company's fiscal year ended November 3, 2013, other than with regard to the performance metrics specified therein. The foregoing description of the Plan does not purport to be complete and is qualified in its entirety by reference to the Plan, a copy of which is attached hereto as Exhibit 10.1 and incorporated herein by reference.

Item 8.01. Other Events.

On December 11, 2013, Company announced that its Board had declared an interim cash dividend on the Company's ordinary shares of \$0.25 per share, payable on December 31, 2013 to its shareholders of record at the close of business (5:00 p.m.), Eastern Time, on December 20, 2013. A copy of the press release announcing the dividend is attached to this Current Report on Form 8-K as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
10.1+	Fiscal Year 2014 Avago Performance Bonus Plan for Executive Employees
99.1	Press release, dated December 11, 2013, entitled "Avago Technologies Announces \$0.25 Interim Dividend"

Notes:

+ Indicates a management contract or compensatory plan or arrangement.

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.

Date: December 12, 2013

Avago Technologies Limited

By: /s/ Anthony E. Maslowski

Name: Anthony E. Maslowski

Title: Chief Financial Officer

EXHIBIT INDEX

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**Fiscal Year 2014 Avago Performance Bonus Plan
For Executive Employees**

Document: Annual Performance Bonus for Executives

Applicability: Executive employees (Division Vice President, Vice President, Senior Vice President, President and Chief Executive Officer ("CEO"))

Approved: December 9, 2013

Effective Date: November 4, 2013

Amended & Restated:

Review date: Annual

Purpose

The purpose and scope of the Avago Performance Bonus ("APB") Plan Document for Executive Employees is to define the process to award the annual incentive bonus and to ensure the Plan parameters are managed consistently across Avago Technologies (the "Company").

Introduction

The Company has established the Avago Performance Bonus ("Program") for eligible executive employees. The objectives of this discretionary Program are to:

- Share the success of the Company
- Reward employees for outstanding business results
- Recognize levels of individual performance multiplier
- Foster teamwork
- Retain employees

Program Period

Incentive awards under the Program are based on Corporate performance and, where applicable, Business Division or Function performance measured against predetermined targets for each Program period. The Program period begins on the first day of each fiscal year and ends on the last day of the fiscal year.

Eligibility

Prior to the beginning of each Program period the criteria for participation in the Program will be set by the Compensation Committee of the Company's Board of Directors (the "Compensation Committee") at its sole discretion.

Conditions of Eligibility: All regular full-time and regular part-time executive employees who are:

- Not on a Sales Incentive Plan (SIP)
- Employed before fiscal year fourth quarter
- Employed on the APB payout date
- On leave of absence ("LOA") with eligible earnings during the Program period

Description

The performance results for the Program period are based on a weighting system comprised of Corporate performance and where applicable Business Division/Function performance.

Corporate Performance	Corporate performance for the Program period will be based on the attainment of Company targets as defined for the specific fiscal year: Targets are set by the CEO and the Compensation Committee. Attainment measurements and targets are maintained by Finance.
Business Division or Function Performance	Business Division or Function performance for the Program period will be based on the attainment of Business Division or Function goals. Goals are set by the CEO and the Compensation Committee. Attainment measurements and targets are maintained by Finance.
Program Award Determination	The Program award payout ("Program Award") for each participant will be determined as follows.

Definitions:

1. **Eligible Earnings:** Represents base wages paid during the performance period and includes vacation, holiday and sick pay. Eligible earnings exclude disability payments, bonus payments and allowances. Total eligible earnings for the Program period will reflect part-time status, unpaid LOA, hire date or re-hire date.
2. **Attainment %:** Payout on performance attainment for each goal between the threshold and the maximum will be determined by a linear formula.
3. **Performance Multiplier:** Based on performance each participant, other than the CEO, will be assigned a performance multiplier on a scale of 0.5 to 1.5 by the CEO, subject to the review and approval of the Compensation Committee. In the discretion of the Compensation Committee, the CEO may be assigned a performance multiplier on a scale of 0.5 to 1.5.

4. **Target Bonus Percent:** Percent of eligible earnings that will be paid if the Company and Business Division/Function attainment is 100% of goals. This percent is assigned to each executive function or individual, as determined by the CEO and the Compensation Committee.

Target Bonus Percent is prorated based on eligibility and may be prorated based on a change in an executive's function or position that results in a change in Target Bonus Percentage during the performance period.

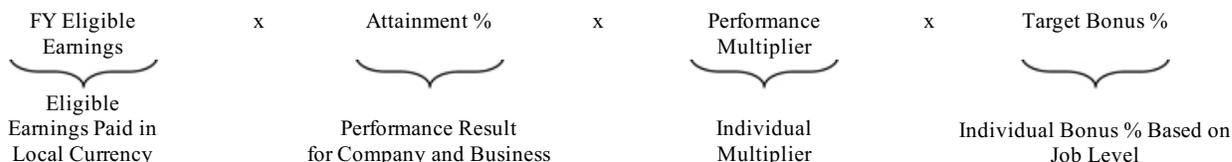
Any exceptions require approval from both the CEO and the Compensation Committee

Payout

The fiscal year end payout is made in cash after the end of the fiscal year and is calculated using the payout formula based on:

- Actual attainment against fiscal year Corporate and Division/Function metrics
- Current year performance multiplier

Payout formula



<u>Metric</u>	<u>Weight</u>	<u>Threshold</u>	<u>Payout Minimum</u>	<u>Payout Target</u>	<u>Payout Maximum</u>
Revenue Growth	25%	10% ¹	50%	100%	150%
Operating Profit	25%	92% ¹	50%	100%	150%
Business Division or Function Results (includes Direct Expenses)	50%	Division/Function Specific ²	50%	100%	150%

¹ To be validated by Finance each year.
² Direct Expenses have a payout range of minimum 80% to maximum 120%

In the event the Compensation Committee elects to assign the CEO a Performance Multiplier greater than 1.0, the Compensation Committee may elect to pay the portion of the CEO's bonus amount that exceeds the bonus amount calculated using a Performance Multiplier of 1.0 in the form of an equity award, instead of paying such amount in cash. The Compensation Committee shall determine the type and terms of any such equity award, which award shall be granted under the Company's 2009 Equity Incentive Award Plan.

Policies and Practices

Various considerations may impact the administration and payout of the Program. Such considerations may include, but are not limited to the following:

1. **Program Administration:** The Compensation Committee will establish guidelines for the Program in line with corporate strategies and objectives. The Compensation Committee has final authority as to any issues related to the interpretation and the administration of the Program, including the resolution of any unusual circumstances.
2. **Compensation Committee Discretion:** The Compensation Committee will set the Program performance targets. The Compensation Committee may, at its sole discretion, at any time alter, amend, suspend or in any other way modify the Program to align with the changing needs of the Company without prior notification to any participant.
3. **Payment Authorization:** Employees will be eligible to participate in the APB program period if they are employed before the fiscal year fourth quarter and remain employed on the payout date. All awards must be approved by the CEO and the Compensation Committee. The Program award will be paid in full, as soon as administratively feasible, following the end of a Program period.
4. **Termination:** Any employee may be excluded from Program participation, at any time, at the sole discretion of the Compensation Committee. Except as required by applicable law or regulation, in order to receive a Program award payment for the applicable Program period, an employee must be: (1) on the payroll, and (2) an eligible participant of the Program at the time of payout. Except as required by applicable law or regulation, the Company will not seek repayment of a valid bonus payout if the employee terminates employment after payment for the previous performance period.
5. **Pro-rated Payments:** Pro-rated payment will be made in cases as set forth below:
 - Position changes from non-sales to sales (on SIP) or from sales (on SIP) to non-sales.
 - Transfer between Business Divisions or Functions during the fiscal year of the performance period.
 - Termination for disability: In the event a participant terminates employment with the Company for disability reasons, such employee will be considered eligible for completed plan periods in which the employee participated.
 - Termination upon death: Upon the death of a participant, the award will be paid along with all other payouts based on eligible earnings during the Program period. Payment will be made to legal beneficiaries, as designated by the employee and on file with the Company.

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6. **Right of Employment and Payment:** Management and the Compensation Committee reserve the right, at their sole discretion, to restrict participation in the Program at any time. Participation under this Program does not affect the employment status of the participant and does not imply continued employment with the Company. Either participant or Company may terminate the employment relationship at any time, for any reason, with or without cause.

Payments made under the Program are not an element of the participant's salary or base compensation ("Compensation") and shall not be considered as part of such Compensation in the event of severance, redundancy, resignation or any other situation unless required by local law. The granting and receipt of payments under the Program is voluntary and at the Compensation Committee's sole discretion, and does not constitute a claim for further payments regardless of how many times such payments have previously been granted to the participant.

7. **Unfunded Status/Right of Assignment:** No assets are reserved for this Program and no person has a right or interest in Company assets as a result of the existence of this Program. No right or interest in the Program may be assigned or transferred, or subject to any lien, directly, by operation of law or otherwise, including without limitation, bankruptcy, pledge, garnishment, attachment, levy or other creditor's process.
8. **Taxes:** All awards payable under the Program are taxable as ordinary income in the year of payment and subject to applicable taxes and withholdings. Employees on a temporary relocation are paid and taxed from their home country.
9. **Plan Amendment or Termination:** The Compensation Committee may amend or terminate this Program at any time. While the Compensation Committee intends that any amendment or termination would be prospective, the Compensation Committee reserves the right to act retroactively without prior written notice to the participants.
10. **Final Decision:** The Compensation Committee will make the final determination as to the eligibility for participation in the Program and any other applicable terms. All decisions made by the Compensation Committee regarding this Program shall be final.

This Program shall be governed by local laws and regulations.

APPENDIX

Payout Examples at Target:

This example of the fiscal year end payout is based on the following assumptions:

- Employed full-time during the entire fiscal year
- Annual Eligible Earnings in local currency is 100,000
- Performance Multiplier is 1.5 or 150% applies
- Bonus target is 30%
- Corporate attainment for the fiscal year is 100%
- Division attainment is 100%

(Note: The example does not represent actual executive level bonus targets or salaries)

Payment: The fiscal year end payout is made after the end of the fiscal year and is calculated using the formula based on:

- Actual attainment against fiscal year Corporate and Division/Function metrics
- Current year performance multiplier

<u>Metric</u>	<u>Weight</u>	<u>Threshold</u>	<u>Payout Minimum</u>	<u>Payout Target</u>	<u>Payout Maximum</u>
Revenue					
Growth	25%	10%	50%	100%	150%
Operating Profit	25%	92%	50%	100%	150%
Business Division or Function Results	50%	Division/ Function Specific	50%	100%	150%

Payout Formula

$$\begin{array}{ccccccc}
 \text{FY Eligible Earnings} & \times & \text{Attainment \%} & \times & \text{Performance Multiplier} & \times & \text{Target Bonus \%} \\
 \underbrace{\hspace{2cm}} & & \underbrace{\hspace{2cm}} & & \underbrace{\hspace{2cm}} & & \underbrace{\hspace{2cm}} \\
 \text{Eligible Earnings Paid in Local Currency} & & \text{Performance Result for Company and Business} & & \text{Individual Multiplier} & & \text{Individual Bonus \% Based on Job Level} \\
 200,000 & \times & 100\% & \times & 150\% & \times & 30\% = 90,000 \text{ payout}
 \end{array}$$

Avago Technologies Announces \$0.25 Interim Dividend

SAN JOSE, Calif. and SINGAPORE – December 11, 2013 – Avago Technologies Limited (Nasdaq: AVGO), a leading supplier of analog interface components for communications, industrial and consumer applications, today announced that its Board of Directors has approved a quarterly, interim cash dividend of \$0.25 per ordinary share.

The dividend is payable on December 31, 2013 to shareholders of record at the close of business (5:00 p.m.) Eastern Time on December 20, 2013.

About Avago Technologies Limited

Avago Technologies Limited is a leading designer, developer and global supplier of a broad range of analog semiconductor devices with a focus on III-V based products. Avago's product portfolio is extensive and includes thousands of products in three primary target markets: wireless communications, wired infrastructure and industrial & other.

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