

BROADCOM CORP
Form 4
March 27, 2015

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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. Name and Address of Reporting Person *
HURLSTON MICHAEL E.

(Last) (First) (Middle)

5300 CALIFORNIA AVENUE

(Street)

IRVINE, CA 92617

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BROADCOM CORP [BRCM]

3. Date of Earliest Transaction
(Month/Day/Year)
03/25/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

EVP, Worldwide Sales

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Class A common stock	03/25/2015		M		5,000 A \$ 29.39	331,341	D
Class A common stock	03/25/2015		M		3,750 A \$ 29.39	335,091	D
Class A common stock	03/25/2015		M		1,093 A \$ 23.17	336,184	D
Class A common	03/25/2015		M		2,500 A \$ 27.74	338,684	D

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stock

Class A common stock	03/25/2015		M	1,250	A	\$ 32.93	339,934	D
Class A common stock	03/25/2015		<u>S⁽¹⁾</u>	9,000	D	\$ 42.5417 <u>(2)</u>	330,934	D
Class A common stock	03/25/2015		<u>S⁽¹⁾</u>	4,000	D	\$ 43.9833 <u>(3)</u>	326,934	D
Class A common stock	03/25/2015		<u>S⁽¹⁾</u>	593	D	\$ 44.4307 <u>(4)</u>	326,341	D
Class A common stock	03/25/2015		<u>S⁽¹⁾</u>	1,600	D	\$ 42.5374 <u>(5)</u>	324,741	D
Class A common stock	03/25/2015		<u>S⁽¹⁾</u>	900	D	\$ 44.0533 <u>(6)</u>	323,841 <u>(7)</u>	D

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

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(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. 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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Employee stock option (right to buy)	\$ 29.39	03/25/2015		M	5,000	<u>(8)</u> 02/04/2020	Class A common stock	5,000

Employee stock option (right to buy)	\$ 29.39	03/25/2015	M	3,750	(8)	02/04/2020	Class A common stock	3,750
Employee stock option (right to buy)	\$ 23.17	03/25/2015	M	1,093	(8)	04/27/2019	Class A common stock	1,093
Employee stock option (right to buy)	\$ 27.74	03/25/2015	M	2,500	(8)	04/23/2018	Class A common stock	2,500
Employee stock option (right to buy)	\$ 32.93	03/25/2015	M	1,250	(8)	05/02/2017	Class A common stock	1,250

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HURLSTON MICHAEL E. 5300 CALIFORNIA AVENUE IRVINE, CA 92617			EVP, Worldwide Sales	

Signatures

/s/ Michael E. Hurlston 03/26/2015

**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) The shares covered by this Form 4 are being sold pursuant to a Rule 10b5-1 Sales Plan, which is intended to comply with Rule 10b5-1 of the Securities Exchange Act of 1934, as amended.
- Such transaction was executed in multiple trades at prices ranging from \$42.22 to \$43.22. The price reported reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (2) Such transaction was executed in multiple trades at prices ranging from \$43.35 to \$44.30. The price reported reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (3) (4)

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Such transaction was executed in multiple trades at prices ranging from \$44.36 to \$44.53. The price reported reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

- (5) Such transaction was executed in multiple trades at prices ranging from \$42.22 to \$43.16. The price reported reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

- (6) Such transaction was executed in multiple trades at prices ranging from \$43.51 to \$44.42. The price reported reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

- (7) Includes (i) 49,273 shares that are held as Class A common stock and (ii) 274,568 shares in the form of restricted stock units that will entitle the Reporting Person to receive one share of Class A common stock per restricted stock unit.

- (8) All shares subject to such option are fully vested and immediately exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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