

Avago Technologies LTD
Form SC 13G/A
February 09, 2011

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13G
(Rule 13d-102)
INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO 13d-2(b)
(Amendment No. 2)¹
Avago Technologies Limited
(Name of Issuer)
Ordinary Shares, no par value
(Title of Class of Securities)**

Y0486S 104
(CUSIP Number)
December 31, 2010

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

¹ The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. Y0486S 104 SCHEDULE 13G Page 2 of 37

1 NAME OF REPORTING PERSON
 I.R.S. Identification No. of Above Persons (Entities Only)
 KKR Millennium Fund (Overseas), Limited Partnership

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
 (a)
 (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 Alberta, Canada

5 SOLE VOTING POWER
 NUMBER OF -0-

6 SHARES SHARED VOTING POWER
 BENEFICIALLY OWNED BY 95,135,969 shares*

7 EACH SOLE DISPOSITIVE POWER
 REPORTING PERSON -0-

8 WITH SHARED DISPOSITIVE POWER
 95,135,969 shares*

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

95,135,969 shares*

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

10

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

39.4%*

TYPE OF REPORTING PERSON

12

PN

* Represents the aggregate number of ordinary shares of Avago Technologies Limited held by Bali Investments S.à.r.l. as of December 31, 2010 and percentage ownership based on ordinary shares outstanding as of December 10, 2010. See Item 4 of this Statement on Schedule 13G

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CUSIP No. Y0486S 104 SCHEDULE 13G Page 3 of 37

1 NAME OF REPORTING PERSON
 I.R.S. Identification No. of Above Persons (Entities Only)
 KKR Associates Millennium (Overseas), Limited Partnership

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
 (a)
 (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 Alberta, Canada

5 SOLE VOTING POWER
 NUMBER OF -0-

6 SHARES BENEFICIALLY OWNED BY
 SHARED VOTING POWER
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7 EACH REPORTING PERSON
 SOLE DISPOSITIVE POWER
 -0-

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 KKR Millennium Limited

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
 (a)
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3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 Cayman Islands

5 SOLE VOTING POWER
 NUMBER OF -0-

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 KKR European Fund, Limited Partnership

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
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 Alberta, Canada

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1 NAME OF REPORTING PERSON
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 KKR European Fund II, Limited Partnership

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
 (a)
 (b)

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 Alberta, Canada

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 NUMBER OF -0-

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 KKR Associates Europe II, Limited Partnership

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 NUMBER OF -0-

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 Avago Investment Partners, Limited Partnership

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I.R.S. Identification No. of Above Persons (Entities Only)
Avago Investment G.P., Limited

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Cayman Islands

5 SOLE VOTING POWER
NUMBER OF -0-

6 SHARED VOTING POWER
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