

EXHIBIT 2005

BROADCOM CORP

Form 10-Q

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Prepared By

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

Form 10-Q

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

For the quarterly period ended September 30, 2013

or

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

For the transition period from _____ to _____
Commission file number: 000-23993



Broadcom Corporation

(Exact Name of Registrant as Specified in Its Charter)

California
(State or Other Jurisdiction of
Incorporation or Organization)

33-0480482
(I.R.S. Employer
Identification No.)

5300 California Avenue
Irvine, California 92617-3038
(Address of Principal Executive Offices) (Zip Code)
(949) 926-5000
(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer	<input checked="" type="checkbox"/>	Accelerated filer	<input type="checkbox"/>
Non-accelerated filer	<input type="checkbox"/>	Smaller reporting company	<input type="checkbox"/>

(Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

As of September 30, 2013 the registrant had 518 million shares of Class A common stock, \$0.0001 par value, and 50 million shares of Class B common stock, \$0.0001 par value, outstanding.

**QUARTERLY REPORT ON FORM 10-Q
FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2013**

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Item 1. Financial Statements

BROADCOM CORPORATION

UNAUDITED CONDENSED CONSOLIDATED BALANCE SHEETS

	September 30, 2013	December 31, 2012
	(In millions)	
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 1,524	\$ 1,617
Short-term marketable securities	880	757
Accounts receivable, net	852	740
Inventory	541	527
Prepaid expenses and other current assets	130	140
Total current assets	3,927	3,781
Property and equipment, net	535	485
Long-term marketable securities	1,940	1,348
Goodwill	3,743	3,726
Purchased intangible assets, net	1,112	1,786
Other assets	88	82
Total assets	\$ 11,345	\$ 11,208
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Current portion of long-term debt	\$ 300	\$ 300
Accounts payable	520	549
Wages and related benefits	219	241
Deferred revenue and income	22	22
Accrued liabilities	740	570
Total current liabilities	1,801	1,682
Long-term debt	1,394	1,393
Other long-term liabilities	233	294
Commitments and contingencies		
Shareholders' equity:		
Common stock	—	—
Additional paid-in capital	12,207	12,403
Accumulated deficit	(4,275)	(4,531)
Accumulated other comprehensive loss	(15)	(33)
Total shareholders' equity	7,917	7,839
Total liabilities and shareholders' equity	\$ 11,345	\$ 11,208

See accompanying notes.

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