

RAUCKMAN KEVIN
Form 4
December 14, 2010

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 *
RAUCKMAN KEVIN

(Last) (First) (Middle)
1200 EAST 151ST STREET
(Street)

OLATHE, KS 66062

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GARMIN LTD [GRMN]

3. Date of Earliest Transaction (Month/Day/Year)
12/10/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Chief Financial Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 or Price		
Common Shares	12/10/2010		A		6,665 (1)	A	\$ 0 29,756 (2) D
Common Shares	12/11/2010		F		419 (3)	D	\$ 30.04 29,337 (4) D
Common Shares	12/12/2010		F		943 (5)	D	\$ 30.04 28,394 (4) D
Common Shares							300 I By children
Common Shares							5,100 I By spouse

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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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RAUCKMAN KEVIN 1200 EAST 151ST STREET OLATHE, KS 66062			Chief Financial Officer	

Signatures

Joshua H. Maxfield,
Attorney-in-Fact
Date: 12/14/2010

**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) Shares were acquired pursuant to a grant of restricted stock units under the Garmin Ltd. 2005 Equity Incentive Plan. The award vests in five equal annual installments beginning December 2011.

The number of shares in Row 1 of Column 5 includes (a) 9,000 unvested shares that were acquired in December 2008 pursuant to a grant of 15,000 restricted stock units (the award vests in five equal annual installments beginning December 2009), (b) 5,336 unvested shares that were acquired in December 2009 pursuant to a grant of 6,670 restricted stock units (the award vests in five equal annual installments beginning December 2010), and (c) the 6,665 unvested shares that were acquired pursuant to the grant of restricted stock units reported in Column 4, (d) 3,000 shares that were paid to the reporting person on December 12, 2010 upon vesting of restricted stock units that were awarded to him in December 2008, and (e) 1,334 shares that were paid to the reporting person on December 11, 2010 upon vesting of restricted stock units that were awarded to him in December 2009.

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- On December 11, 2010, 1,334 shares that were acquired by the reporting person pursuant to the award of restricted stock units in
- (3) December 2009 reported in Footnote 2 vested and were paid to the reporting person. 419 of these 1,334 shares were withheld to pay the resulting tax liability.

- The numbers of shares in Rows 2 and 3 of Column 5 include (a) 9,000 unvested shares that were acquired in December 2008 pursuant to a grant of 15,000 restricted stock units (the award vests in five equal annual installments beginning December 2009), (b) 5,336 unvested
- (4) shares that were acquired in December 2009 pursuant to a grant of 6,670 restricted stock units (the award vests in five equal annual installments beginning December 2010), and (c) the 6,665 unvested shares that were acquired pursuant to the grant of restricted stock units reported in Column 4.

- On December 12, 2010, 3,000 shares that were acquired by the reporting person pursuant to the award of restricted stock units in
- (5) December 2008 reported in Footnote 2 vested and were paid to the reporting person. 943 of these 3,000 shares were withheld to pay the resulting tax liability.

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.