Straub Philip Form 4 August 13, 2012

FORM 4

OMB APPROVAL

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

Washington, D.C. 20549

January 31, Expires: 2005

Form 4 or Form 5 obligations STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response...

may continue. See Instruction

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

0.5

1(b).

(Print or Type Responses)

Name and Address Straub Philip	ess of Reportin	ng Person *	2. Issuer Name and Ticker or Trading Symbol GARMIN LTD [GRMN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
1200 EAST 15	1ST STREE	ET	(Month/Day/Year) 08/09/2012	Director 10% OwnerX Officer (give title Other (specify below) VP, Man. Director - Aviation		
(Street)			4. If Amendment, Date Original 6. Individual or Joint/Group I			
OLATHE, KS	66062		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tab	ole I - Non-	Derivative	Secu	rities Acquii	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit cor Dispos (Instr. 3, 4	ed of		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 Indirect Beneficial Ownership (Instr. 4)
Common shares	08/09/2012		M	10,000	A	\$ 14.9	38,065 (2)	D	
Common Shares	08/09/2012		S	10,000	D	\$ 41.4197	28,065 (2)	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Edgar Filing: Straub Philip - Form 4

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. Transactic Code (Instr. 8)	5. Number of Derivative Securities Acquired (A or Disposed (D) (Instr. 3, 4, and 5)	Expiration (Month/D		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisab	Expiration le Date	Title	Amount or Number of Shares
Stock option (right to buy)	\$ 14.9	08/09/2012		M	10,00	00 (3)	12/26/2012	Common Shares	10,000

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Straub Philip

1200 EAST 151ST STREET VP, Man. Director - Aviation

OLATHE, KS 66062

Signatures

By Joshua Maxfield, Attorney-in-Fact 08/13/2012

**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).
- This is a weighted average price. The Common Shares were sold in separate transactions on the same day at prices ranging from \$41.40 to \$41.45 per share. The reporting person undertakes to provide to Garmin Ltd., any security holder of Garmin Ltd., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Common Shares sold at each separate price within the range set forth in this Footnote.

The number of Common Shares reported in Column 5 of Table I includes (a) 3,200 unvested shares acquired pursuant to an award of 4,000 restricted stock units on December 10, 2010 (the award vests in five equal annual installments beginning on December 10, 2011), (b) 2,400 unvested shares acquired pursuant to an award of 4,000 restricted stock units on December 11, 2009 (the award vests in five equal annual installments beginning on December 11, 2010), (c) 4,000 unvested shares that were acquired pursuant to a grant of 10,000 restricted stock units on December 12, 2008 (the award vests in five equal annual installments beginning on December 12, 2009), (d) 3,760 unvested shares acquired pursuant to the award of 3,760 restricted stock units on December 14, 2011 (the award vests in five equal annual installments beginning on December 14, 2012), and (e) 860 total shares acquired by the reporting person in December 2011 and June 2012 under the Garmin Ltd. Employee Stock Purchase Plan.

(3) The stock option vested in five equal annual installments beginning on December 26, 2003.

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

Reporting Owners 2

Edgar Filing: Straub Philip - Form 4

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.