RAUCKMAN KEVIN

Form 4

December 14, 2010

FORM 4

Check this box

if no longer

subject to

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

Issuer

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

Section 16. Form 4 or Form 5 obligations 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

2. Issuer Name and Ticker or Trading

GARMIN LTD [GRMN]

Symbol

1(b).

(Print or Type Responses)

RAUCKMAN KEVIN

1. Name and Address of Reporting Person *

	OAKWIIN LID [OKWIN]					(Check all applicable)					
(Last) (First) (Middle) 1200 EAST 151ST STREET			3. Date of Earliest Transaction (Month/Day/Year) 12/10/2010					Director 10% Owner X Officer (give title Other (specify below) Chief Financial Officer			
	4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
OLATHE, I						Form filed by More than One Reporting Person					
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Do (Month/Day/Yea	emed on Date, if Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (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) Indirect (I) (Instr. 4) 7. Nature of Indirect Indirect (D) or Beneficial Ownership (Instr. 4)			
Common Shares	12/10/2010			A	6,665 (1)	A	\$ 0	29,756 <u>(2)</u>	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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SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration Date		Amount of		Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/Year)		Underlying Securities		Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative					(Instr. 5)]
	Derivative				Securities	Securities			3 and 4)		(
	Security				Acquired						J
					(A) or						J
					Disposed						7
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date	Expiration Date	Title Num	Number		
						Exercisable			of		
				Code V	(A) (D)				Shares		
				Code V	(II)				Dilaics		

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

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
- (2) 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.

Reporting Owners 2

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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.