

MCDONNELL THOMAS A
Form 4
February 19, 2010

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
MCDONNELL THOMAS A

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)
333 W. 11TH STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/18/2010

Director 10% Owner
 Officer (give title below) Other (specify below)

KANSAS CITY, MO 64105

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

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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)
				(A) or (D)	Price		
Common Shares	02/18/2010		M	3,550	A \$ 11.27	63,550	D
Common Shares	02/18/2010		M	3,372	A \$ 11.87	66,922	D
Common Shares	02/18/2010		M	2,432	A \$ 24.68	69,354	D
Common Shares	02/18/2010		M	3,528	A \$ 17.01	72,882	D
Common Shares	02/18/2010		M	1,076	A \$ 10.19	73,958	D
	02/18/2010		M	2,750	A	76,708	D

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Common Shares \$ 21.83

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. Amount or Number of Shares
Stock option (right to buy)	\$ 11.27	02/18/2010		M	3,550	<u>(1)</u> 06/08/2011	Common Shares	3,550
Stock option (right to buy)	\$ 11.87	02/18/2010		M	3,372	<u>(2)</u> 06/07/2012	Common Shares	3,372
Stock option (right to buy)	\$ 24.68	02/18/2010		M	2,432	<u>(3)</u> 06/09/2013	Common Shares	2,432
Stock option (right to buy)	\$ 17.01	02/18/2010		M	3,528	<u>(4)</u> 06/04/2014	Common Shares	3,528
Stock option (right to buy)	\$ 10.19	02/18/2010		M	1,076	<u>(5)</u> 03/01/2011	Common Shares	1,076
Stock option (right to buy)	\$ 21.83	02/18/2010		M	2,750	<u>(6)</u> 06/06/2015	Common Shares	2,750

buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCDONNELL THOMAS A 333 W. 11TH STREET KANSAS CITY, MO 64105	X			

Signatures

Andrew R. Etkind, Attorney-in-Fact	02/19/2010
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 **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) The option vested in three equal annual installments beginning on June 8, 2002.
- (2) The option vested in three equal annual installments beginning on June 7, 2003
- (3) The option vested in three equal annual installments beginning on June 9, 2004.
- (4) The option vested in three equal annual installments beginning on June 4, 2005.
- (5) The option vested in three equal annual installments beginning on March 1, 2002.
- (6) The option vested in three equal annual installments beginning on June 6, 2006.

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

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