

MCDONNELL THOMAS A

Form 4

February 19, 2010

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(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

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

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

(Street)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)

KANSAS CITY, MO 64105

☒ 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)
			Code	V	Amount	(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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SEC 1474
(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. Derivative Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	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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