

Hartnett Joseph J
Form 4
June 11, 2018

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 *
Hartnett Joseph J

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)
7755 JOLIET DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/05/2018

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

TINLEY PARK, IL 60477

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | Price | |
| Registered Shares | 06/05/2018 | | F | | 250 ⁽¹⁾ | \$ 61.69 | D |
| Registered Shares | 06/08/2018 | | A | | 2,594 ⁽³⁾ | \$ 0 | D |
| Registered Shares | 06/09/2018 | | F | | 218 ⁽⁵⁾ | \$ 61.85 | D |
| Registered Shares | 06/10/2018 | | F | | 271 ⁽⁷⁾ | \$ 61.85 | D |

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

Persons who respond to the collection of information contained in this form are not

SEC 1474 (9-02)

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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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Hartnett Joseph J 7755 JOLIET DRIVE TINLEY PARK, IL 60477 | | X | | |

Signatures

By Joshua H. Maxfield, Attorney-in-Fact 06/11/2018

__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) On June 5, 2018, 1,000 shares that were acquired pursuant to an award of restricted stock units on June 5, 2015 vested and were released to the reporting person. Of these 1,000 shares, 250 were withheld to pay a resulting tax liability.
- (2) Includes 4,772 unvested shares as of this date that were acquired pursuant to previously granted restricted stock unit awards and 254 shares acquired by the reporting person under dividend reinvestment programs since the date of the reporting person's last Form 4.
- (3) Shares were acquired pursuant to a grant of restricted stock units under the Garmin Ltd. 2011 Non-Employee Directors' Equity Incentive Plan. The award vests in three equal annual installments beginning on June 8, 2019.
- (4) Includes (a) the 2,594 unvested shares that were acquired pursuant to the grant of the restricted stock unit award described in Footnote 3 and (b) a total of 4,772 additional unvested shares that were acquired pursuant to previously granted restricted stock units awards.
- (5) On June 9, 2018, 870 shares that were acquired pursuant to an award of restricted stock units on June 9, 2017 vested and were released to the reporting person. Of these 870 shares, 218 were withheld to pay a resulting tax liability.

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- (6) Includes 6,496 unvested shares as of this date that were acquired pursuant to previously granted restricted stock unit awards.
- (7) On June 10, 2018, 1,082 shares that were acquired pursuant to an award of restricted stock units on June 10, 2016 vested and were released to the reporting person. Of these 1,082 shares, 271 were withheld to pay a resulting tax liability.
- (8) Includes 5,414 unvested shares as of this date that were acquired pursuant to previously granted restricted stock unit awards.

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.