Biddlecombe Sean Form 4 December 14, 2010

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person * Biddlecombe Sean

2. Issuer Name and Ticker or Trading

Issuer

5. Relationship of Reporting Person(s) to

Symbol

GARMIN LTD [GRMN]

(Check all applicable)

(Middle) 3. Date of Earliest Transaction

(Month/Day/Year) 12/10/2010

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

LIBERTY HOUSE, HOUNSDOWN **BUSINESS PARK**

General Manager, Garmin Europe

(Street)

(First)

4. If Amendment, Date Original

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

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

SOUTHAMPTON, X0 SO409LR

(City)	(State)	(Zip) Table	e I - Non-D	erivative	Secur	rities Acq	uired, Disposed of	f, or Beneficial	ly 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. Securi on(A) or Do (Instr. 3,	ispose 4 and (A) or	d of (D)	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	12/10/2010		A	1,665 (1)	A	\$ 0	8,611 <u>(2)</u>	D	
Common Shares	12/11/2010		F	129 (3)	D	\$ 30.04	8,482 (4)	D	
Common Shares	12/12/2010		F	307 (5)	D	\$ 30.04	8,175 (4)	D	

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

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number.

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. Tit	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	unt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Unde	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Secur	rities	(Instr. 5)	Bene
	Derivative				Securities	;		(Instr	. 3 and 4)		Owne
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title			
									of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
Biddlecombe Sean LIBERTY HOUSE HOUNSDOWN BUSINESS PARK			General Manager,				
SOUTHAMPTON X0 SO409LR			Garmin Europe				

Signatures

Joshua H. Maxfield, Attorney-in-Fact

**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 10, 2011.

The number of shares reported in Row 1, Column 5 includes (a) 2,250 unvested shares acquired pursuant to an award of 3,750 restricted stock units in December 2008 (the award vests in five equal annual installments beginning in December 2009), (b) 1,264 unvested shares acquired pursuant to an award of 1,580 restricted stock units in December 2009 (the award vests in five equal annual installments

- beginning in December 2010), (c) the 1,665 unvested shares that were acquired pursuant to the grant of restricted stock units disclosed in Column 4, (d) 316 shares that were purchased for the reporting person's account in June 2010 as a participant in the Employee Stock Purchase Plan, (e) 316 shares that were paid to the reporting person on December 11, 2010 upon vesting of restricted stock units that were award to him in December 2009, and (f) 750 shares that were paid to the reporting person on December 12, 2010 upon vesting of restricted stock units that were granted to him in December 2010.
- On December 11, 2010, 316 shares that were acquired by the reporting person pursuant to an award of restricted stock units in December 2009 described in Footnote (2) vested and were paid to the reporting person. 129 of these 316 shares were withheld to pay the resulting tax liability.

Reporting Owners 2

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- The numbers of shares reported in Rows 2 and 3 of Column 5 include (a) 2,250 unvested shares acquired pursuant to an award of 3,750 restricted stock units in December 2008 (the award vests in five equal annual installments beginning in December 2009), (b) 1,264
- (4) unvested shares acquired pursuant to an award of 1,580 restricted stock units in December 2009 (the award vests in five equal annual installments beginning in December 2010), (c) the 1,665 unvested shares that were acquired pursuant to the grant of restricted stock units disclosed in Column 4.
- On December 12, 2010, 750 shares that were acquired by the reporting person pursuant to an award of restricted stock units in December 2008 described in Footnote (2) vested and were paid to the reporting person. 307 of these 750 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.