

# 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

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

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

1. Name and Address of Reporting Person* Philip Straub  1200 East 151st Street Olathe KS 66062	2. Issuer Name and Ticker or Trading Symbol Garmin Ltd. [GRMN]	5. Relationship of Reporting Person(s) to Issuer (check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)  VP, Man. Director - Aviation
	3. Date of Earliest Transaction Required to be Reported (Month/Day/Year) 12/14/2011	
	4. If amendment, Date Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More Than One Reporting Person

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	2A. Deemed Execution Date, if any (mm/dd/yy)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, & 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, & 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common shares	12/10/2011		F		251 (1)	D	\$37.64	24,325 (2)	D	
Common shares	12/11/2011		F		251 (3)	D	\$37.64	24,074 (4)	D	
Common shares	12/12/2011		F		629 (5)	D	\$37.96	23,445 (6)	D	
Common shares	12/14/2011		A		3,760 (7)	A	\$0	27,205 (8)	D	

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

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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Form 4 (cont.)  
 Name and Address of Reporting Person  
 Philip Straub

1200 East 151st Street  
 Olathe KS 66062

Issuer Name and Ticker or Trading Symbol  
 Garmin Ltd. [GRMN]

Period Of Report  
 12/14/2011

**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 (mm/dd/yy)	3A. Deemed Execution Date, if any (mm/dd/yy)	4. Transaction Code (Instr. 8)		5. No. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, & 5)		6. Date Exercisable and Expiration Date (mm/dd/yy)		7. Title and Amount of Underlying Securities (Instr. 3 & 4)		8. Price of Derivative Security (Instr. 5)	9. No. of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3, & 4)	10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

- (1) - On December 10, 2011, 800 shares that were acquired by the reporting person pursuant to the award of restricted stock units in December 2010 described in Footnote 2 vested and were paid to the reporting person on December 11, 2011. 251 of these 800 shares were withheld to pay the resulting tax liability.
- (2) - The number of Common Shares reported in Row 1 of Column 5 includes (a) 3,200 unvested shares acquired pursuant to an award of 4,000 restricted stock units on December 10, 2010 (the award vests in five equal annual installments beginning on December 10, 2011), (b) 3,200 unvested shares acquired pursuant to an award of 4,000 restricted stock units on December 11, 2009 (the award vests in five equal annual installments beginning on December 11, 2010), and (c) 6,000 unvested shares that were acquired pursuant to a grant of 10,000 restricted stock units on December 12, 2008 (the award vests in five equal annual installments beginning on December 12, 2009).
- (3) - On December 11, 2011, 800 shares that were acquired by the reporting person pursuant to the award of restricted stock units in December 2009 described in Footnote 2 vested and were paid to the reporting person on December 12, 2011. 251 of these 800 shares were withheld to pay the resulting tax liability.
- (4) - The number of Common Shares reported in Row 2 of Column 5 includes (a) 3,200 unvested shares acquired pursuant to an award of 4,000 restricted stock units on December 10, 2010 (the award vests in five equal annual installments beginning on December 10, 2011), (b) 2,400 unvested shares acquired pursuant to an award of 4,000 restricted stock units on December 11, 2009 (the award vests in five equal annual installments beginning on December 11, 2010), and (c) 6,000 unvested shares that were acquired pursuant to a grant of 10,000 restricted stock units on December 12, 2008 (the award vests in five equal annual installments beginning on December 12, 2009).
- (5) - On December 12, 2011, 2,000 shares that were acquired by the reporting person pursuant to the award of restricted stock units in December 2008 described in Footnote 2 vested and were paid to the reporting person on December 13, 2011. 629 of these 2000 shares were withheld to pay the resulting tax liability.
- (6) - The number of Common Shares reported in Row 3 of Column 5 includes (a) 3,200 unvested shares acquired pursuant to an award of 4,000 restricted stock units on December 10, 2010 (the award vests in five equal annual installments beginning on December 10, 2011), (b) 2,400 unvested shares acquired pursuant to an award of 4,000 restricted stock units on December 11, 2009 (the award vests in five equal annual installments beginning on December 11, 2010), and (c) 4,000 unvested shares that were acquired pursuant to a grant of 10,000 restricted stock units on December 12, 2008 (the award vests in five equal annual installments beginning on December 12, 2009).
- (7) - 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 2012.
- (8) - The number of Common Shares reported in Row 4 of Column 5 includes (a) 3,200 unvested shares acquired pursuant to an award of 4,000 restricted stock units on December 10, 2010 (the award vests in five equal annual installments beginning on December 10, 2011), (b) 2,400 unvested shares acquired pursuant to an award of 4,000 restricted stock units on December 11, 2009 (the award vests in five equal annual installments beginning on December 11, 2010), (c) 4,000 unvested shares that were acquired pursuant to a grant of 10,000 restricted stock units on December 12, 2008 (the award vests in five equal annual installments beginning on December 12, 2009), and (d) the 3,760 unvested shares acquired pursuant to the award of restricted stock units reported in Row 4 of Column 4.

By: By Joshua Maxfield, Attorney-in-Fact  
 \*\*Signature of Reporting Person

12/16/2011  
 Date

\*\*Intentional misstatements or omissions of facts constitute Federal Criminal Violations.  
 See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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