

Pokorny Brian James
 Form 4
 December 19, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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 *
 Pokorny Brian James

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)
 1200 EAST 151ST STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 12/17/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Vice President - Operations

OLATHE, KS 66062

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Registered Shares	12/17/2012		M		15,000 A \$ 27.27	31,620 ⁽¹⁾	D
Registered Shares	12/17/2012		M		20,000 A \$ 19.94	51,620 ⁽¹⁾	D
Registered Shares	12/17/2012		S		35,000 D \$ 41	16,620 ⁽¹⁾	D
Registered Shares	12/17/2012		S		4,256 D \$ 40.946 ⁽²⁾	12,364 ⁽¹⁾	D
Registered Shares	12/17/2012		S		2,518 D \$ 40.85 ⁽³⁾	9,846 ⁽¹⁾	D

Edgar Filing: Pokorny Brian James - Form 4

Registered Shares	12/18/2012	M	10,000	A	\$ 21.59	19,846 ⁽¹⁾	D
Registered Shares	12/18/2012	D	5,157	D	\$ 41.87	14,689 ⁽¹⁾	D
Registered Shares	12/18/2012	F	1,802	D	\$ 41.87	12,887 ⁽¹⁾	D
Registered Shares	12/18/2012	M	12,000	A	\$ 30.66	24,887 ⁽¹⁾	D
Registered Shares	12/18/2012	D	8,788	D	\$ 41.87	16,099 ⁽¹⁾	D
Registered Shares	12/18/2012	F	1,331	D	\$ 41.87	14,768 ⁽¹⁾	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 required to respond unless the form displays a currently valid OMB control number.

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee stock option (right to buy)	\$ 27.27	12/17/2012		M	15,000	⁽⁴⁾ 12/23/2013	Registered Shares	15,000	
Employee stock option (right to buy)	\$ 19.94	12/17/2012		M	20,000	⁽⁵⁾ 09/23/2014	Registered Shares	20,000	
Stock appreciation right	\$ 21.59	12/18/2012		M	10,000	⁽⁶⁾ 06/23/2015	Registered Shares	10,000	
Stock appreciation	\$ 30.66	12/18/2012		M	12,000	⁽⁷⁾ 12/16/2015	Registered Shares	12,000	

