GARMIN LTD Form 4 March 13, 2014

FORM 4

Form 5

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

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

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

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person * **Pokorny Brian James**

(First)

1200 EAST 151ST STREET

2. Issuer Name and Ticker or Trading

Symbol

GARMIN LTD [GRMN]

3. Date of Earliest Transaction

(Month/Day/Year) 03/13/2014

(Street)

(Middle)

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

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

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

Former Officer

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

Person

OLATHE, KS 66062

(City)	(State) (Z	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 ior(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Registered Shares	03/12/2014		Code V M	Amount 12,000	(D)	Price \$ 50.97	(Instr. 3 and 4) 15,708	D		
Registered Shares	03/12/2014		M	15,000	A	\$ 51.07	30,708	D		
Registered Shares	03/12/2014		M	15,000	A	\$ 46.15	45,708	D		
Registered Shares	03/12/2014		D	38,757	D	\$ 53.41	6,951	D		
Registered Shares	03/12/2014		S	6,951	D	\$ 53.7	0	D		

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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)	orDerivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Stock appreciation right	\$ 50.97	03/12/2014		M		12,000	<u>(1)</u>	06/06/2018	Registered Shares	12,0
Stock appreciation right	\$ 51.07	03/12/2014		M		15,000	(2)	12/05/2016	Registered Shares	15,0
Stock appreciation right	\$ 46.15	03/12/2014		M		15,000	(3)	06/09/2016	Registered Shares	15,0

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Pokorny Brian James

1200 EAST 151ST STREET Former Officer

OLATHE, KS 66062

Signatures

Joshua H. Maxfield, Attorney-in-Fact 03/13/2014

**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 stock appreciation right vested in five equal annual installments beginning on June 6, 2009.

Reporting Owners 2

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- (2) The stock appreciation right vested in five equal annual installments beginning on December 5, 2007.
- (3) The stock appreciation right vested in five equal annual installments beginning on June 9, 2007.

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.