

GARMIN LTD
Form 4/A
January 25, 2007

FORM 4

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

OMB APPROVAL

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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 *
ELLER DONALD

(Last) (First) (Middle)

3111 BEL AIR DRIVE, #18G

(Street)

LAS VEGAS, NV 89109

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GARMIN LTD [GRMN]

3. Date of Earliest Transaction (Month/Day/Year)
10/02/2006

4. If Amendment, Date Original Filed (Month/Day/Year)
10/03/2006

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 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 (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 (A) or (D) Price		
Common Shares	10/02/2006		S ⁽¹⁾	1,000 D	\$ 47.91	31,004 ⁽²⁾	D
Common Shares	10/02/2006		S ⁽¹⁾	600 D	\$ 47.98	30,404 ⁽²⁾	D
Common Shares	10/02/2006		S ⁽¹⁾	600 D	\$ 47.99	29,804 ⁽²⁾	D
Common Shares	10/02/2006		S ⁽¹⁾	600 D	\$ 48.01	29,204 ⁽²⁾	D
Common Shares	10/02/2006		S ⁽¹⁾	400 D	\$ 48.02	28,804 ⁽²⁾	D
	10/02/2006		S ⁽¹⁾	300 D		28,504 ⁽²⁾	D

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Common Shares					\$	48.14	
Common Shares	10/02/2006	<u>S</u> ⁽¹⁾	500	D	\$	48.15	28,004 <u>(2)</u> D
Common Shares	10/02/2006	<u>S</u> ⁽¹⁾	500	D	\$	48.16	27,504 <u>(2)</u> D
Common Shares	10/02/2006	<u>S</u> ⁽¹⁾	1,200	D	\$	48.17	26,304 <u>(2)</u> D
Common Shares	10/02/2006	<u>S</u> ⁽¹⁾	700	D	\$	48.19	25,604 <u>(2)</u> D
Common Shares	10/02/2006	<u>S</u> ⁽¹⁾	100	D	\$	48.31	25,504 <u>(2)</u> D
Common Shares	10/02/2006	<u>S</u> ⁽¹⁾	1,500	D	\$	48.34	24,004 <u>(2)</u> D
Common Shares	10/02/2006	<u>S</u> ⁽¹⁾	300	D	\$	48.38	23,704 <u>(2)</u> D
Common Shares	10/02/2006	<u>S</u> ⁽¹⁾	1,214	D	\$	48.39	22,490 <u>(2)</u> D
Common Shares	10/02/2006	<u>S</u> ⁽¹⁾	86	D	\$	48.4	22,404 <u>(2)</u> D
Common Shares	10/02/2006	<u>S</u> ⁽¹⁾	160	D	\$	48.43	22,244 <u>(2)</u> D
Common Shares	10/02/2006	<u>S</u> ⁽¹⁾	30	D	\$	48.44	22,214 <u>(2)</u> D
Common Shares	10/02/2006	<u>S</u> ⁽¹⁾	1,200	D	\$	48.45	21,014 <u>(2)</u> D
Common Shares	10/02/2006	<u>S</u> ⁽¹⁾	1,152	D	\$	48.46	19,862 <u>(2)</u> D
Common Shares	10/02/2006	<u>S</u> ⁽¹⁾	548	D	\$	48.47	19,314 <u>(2)</u> D
Common Shares	10/02/2006	<u>S</u> ⁽¹⁾	600	D	\$	48.48	18,714 <u>(2)</u> D
Common Shares	10/02/2006	<u>S</u> ⁽¹⁾	1,600	D	\$	48.49	17,114 <u>(2)</u> D
Common Shares	10/02/2006	<u>S</u> ⁽¹⁾	510	D	\$	48.51	16,604 <u>(2)</u> D
Common Shares	10/02/2006	<u>S</u> ⁽¹⁾	600	D	\$	48.65	16,004 <u>(2)</u> 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

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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 Beneficially Owned (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ELLER DONALD 3111 BEL AIR DRIVE, #18G LAS VEGAS, NV 89109		X		

Signatures

John A. Granda, Attorney
in Fact 01/25/2007

__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) This sale of shares is pursuant to a Rule 10b5-1 Trading Plan adopted by the Reporting Person on October 31, 2005.
- (2) The number of shares beneficially owned by the Reporting Person was inadvertently misreported on this Form 4. The only line items affected are reported herein.

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.