

GARMIN LTD  
Form 8-K  
June 04, 2010

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UNITED STATES

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM 8-K

Current Report Pursuant to Section 13 or 15(d) of  
the Securities Act of 1934

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Date of Report (Date of earliest event reported): June 4, 2010

GARMIN LTD.  
(Exact name of registrant as specified in its charter)

Cayman Islands  
(State or other  
jurisdiction  
of incorporation)

0-31983  
(Commission  
File Number)

98-0229227  
(I.R.S. Employer  
Identification No.)

P.O. Box 10670, Grand Cayman KY1-1006  
Suite 3206B, 45 Market Street, Gardenia Court  
Camana Bay, Cayman Islands  
(Address of principal executive offices)

Registrant's telephone number, including area code: (345) 640-9050

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01. Other Events

On June 4, 2010 Garmin Ltd. (the “Company”) issued a press release announcing that it received approval from the Grand Court of the Cayman Islands of the pending change of place of incorporation of its group holding company from the Cayman Islands to Switzerland. The Company expects that all the conditions to closing of this transaction will be met and that it will complete the transaction prior to the opening of the NASDAQ market on June 28, 2010. A copy of the press release is attached as Exhibit 99.1.

Upon completion of the transaction, the Garmin group holding company will continue to be subject to SEC reporting requirements, and its shares will be listed on the NASDAQ Global Select Market under the symbol “GRMN,” Garmin’s current trading symbol.

Item 9.01. Financial Statements and Exhibits

(a) Not applicable.

(b) Not applicable.

(c) Not applicable.

(d) Exhibits. The following exhibits are furnished herewith.

| Exhibit No. | Description  |
|-------------|--|
| 99.1        | Press Release dated June 4, 2010<br>(furnished pursuant to Item 8.01). |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GARMIN LTD.

Date: June 4, 2010

By: /s/ Andrew R. Etkind  
Andrew R. Etkind  
Vice President, General Counsel and  
Secretary

EXHIBIT INDEX

| Exhibit No. | Description                      |
|-------------|----------------------------------|
| 99.1<br>4   | Press Release dated June 4, 2010 |

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