

NAVTEQ CORP  
Form 4  
May 13, 2008

**FORM 4**

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

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

## OMB APPROVAL

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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
VAN OMMEREN DIRK JAN

(Last) (First) (Middle)

425 WEST RANDOLPH STREET

(Street)

CHICAGO, IL 60606

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

NAVTEQ CORP [NVT]

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

05/09/2008

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

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------|
| Common<br>Stock                       | 05/09/2008                              |                                                             | M                                       | 162 A                                                                   | 1,507                                                                                                              | D                                                                    |                                         |
| Common<br>Stock                       | 05/09/2008                              |                                                             | F                                       | 48 <sup>(2)</sup> D                                                     | \$ 75.06 1,459                                                                                                     | D                                                                    |                                         |
| Common<br>Stock                       | 05/11/2008                              |                                                             | M                                       | 196 A                                                                   | 1,655                                                                                                              | D                                                                    |                                         |
| Common<br>Stock                       | 05/11/2008                              |                                                             | F                                       | 58 <sup>(3)</sup> D                                                     | \$ 75.06 1,597                                                                                                     | 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**

SEC 1474  
(9-02)

required to respond unless the form displays a currently valid OMB control number.

**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 or Value of Derivative Security (Instr. 5) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-----------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable Expiration Date                         | Title                                                         | Amount or Number of Shares                          |
| Restricted Stock Unit                      | (1)                                                    | 05/09/2008                           |                                                    | M                              | 162                                                                                     | (4) (1)                                                  | Common Stock                                                  | 162 (1)                                             |
| Restricted Stock Unit                      | (1)                                                    | 05/11/2008                           |                                                    | M                              | 196                                                                                     | (5) (1)                                                  | Common Stock                                                  | 196 (1)                                             |

## Reporting Owners

| Reporting Owner Name / Address                                        | Relationships |           |         |       |
|-----------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                       | Director      | 10% Owner | Officer | Other |
| VAN OMMEREN DIRK JAN<br>425 WEST RANDOLPH STREET<br>CHICAGO, IL 60606 |               |           | X       |       |

## Signatures

Irene Barberena, Attorney-in-Fact for Dirk-Jan van Ommeren 05/13/2008

\_\_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) Not applicable.
- (2) These shares were withheld to satisfy tax withholding obligations in connection with the vesting of 162 shares underlying restricted stock units.
- (3) These shares were withheld to satisfy tax withholding obligations in connection with the vesting of 196 shares underlying restricted stock units.
- (4) The restrictions lapsed as to 25% of the shares underlying the restricted stock unit award on each of May 9, 2007 and May 9, 2008 and shall continue to lapse May 9th of each of the next two years.

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- (5) The restrictions lapsed as to 25% of the shares underlying the restricted stock unit award on May 11th of each of 2006, 2007 and 2008 shall continue to lapse as to the remaining 25% of the shares underlying the restricted stock unit award on May 11, 2009.

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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