NAVTEQ CORP Form 4

September 05, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

Issuer

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

Symbol

1(b).

(Print or Type Responses)

MULLEN DAVID B

1. Name and Address of Reporting Person *

			NAVTEQ CORP [NVT]					(Check all applicable)				
				of Earliest Transaction /Day/Year) /2006				Director 10% Owner X Officer (give title Other (specify below)				
CHICAGO,	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 11. 60654							6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
(City)	(State)	(Zip)	Tah	le I - Non-I	Derivative	Securi		Person ired, Disposed of	° or Reneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ion Date 2A. Deemed		3.	4. Securities Acquired nsaction(A) or Disposed of (D) de (Instr. 3, 4 and 5) str. 8) (A) or			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		
Common Stock	09/01/2006			M	10,000	A	\$ 5.74	17,000	D			
Common Stock	09/01/2006			S	2,500 (1)	D	\$ 26.65	14,500	D			
Common Stock	09/01/2006			S	2,500 (1)	D	\$ 26.59	12,000	D			
Common Stock	09/01/2006			S	2,500 (1)	D	\$ 26.55	9,500	D			
	09/01/2006			S	500 (1)	D		9,000	D			

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Common Stock					\$ 26.31		
Common Stock	09/01/2006	S	200 (1)	D	\$ 26.3	8,800	D
Common Stock	09/01/2006	S	1,800 (1)	D	\$ 26.26	7,000	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(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. Transactic Code (Instr. 8)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8 I S (
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option (Right to Buy)	\$ 5.74	09/01/2006		M		10,000	(2)	12/22/2013	Common Stock	10,000	

Reporting Owners

Relationships Reporting Owner Name / Address Director 10% Owner Officer Other

MULLEN DAVID B C/O NAVTEQ CORPORATION 222 MERCHANDISE MART, SUITE 900 CHICAGO, IL 60654

EVP & Chief Financial Officer

Signatures

Irene Barberena, Attorney-in-Fact for David B. 09/05/2006 Mullen

> **Signature of Reporting Person Date

2 Reporting Owners

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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) Shares sold pursuant to Rule 10b5-1 trading plan.
- (2) The option became exercisable as to 25% of the underlying shares on December 1, 2003 and is exercisable as to approximately 2.08% of the underlying shares per month thereafter. The option will fully vest on December 1, 2006.
- (3) Not applicable.

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.