

NAVTEQ CORP  
Form 8-K  
December 04, 2006

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

**FORM 8-K**

**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of Earliest Event Reported): **November 30, 2006**

**NAVTEQ CORPORATION**  
(Exact Name of Registrant as Specified in Charter)

**Delaware**  
(State or Other Jurisdiction of Incorporation)

**0-21323**  
(Commission File Number)

**77-0170321**  
(I.R.S. Employer Identification Number)

**222 Merchandise Mart, Suite 900**  
**Chicago, Illinois 60654**  
(Address of Principal Executive Offices) (Zip Code)

**(312) 894-7000**  
(Registrant's Telephone Number, Including Area Code)

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

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- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Section 1 Registrant's Business and Operations**

**Item 1.01. Entry into a Material Definitive Agreement.**

On November 30, 2006, NAVTEQ Corporation (the Company) and its U.S. operating subsidiary, NAVTEQ North America, LLC (NTNA), entered into Amendment No. 2 (the Second Amendment) to the Credit Agreement with LaSalle Bank, National Association (the Bank) dated November 9, 2004, as amended by Amendment No. 1 dated as of November 30, 2005 (as amended, the Agreement). The Amendment is filed as Exhibit 10.1 to this Current Report on Form 8-K and is hereby incorporated by reference.

The Amendment extends the maturity date of the Agreement to December 1, 2007. In addition, the Agreement contained a restriction on acquiring companies that were not EBITDA positive for the most recent twelve-month period unless the sum paid for such acquisition, along with all other acquisitions of such companies during the term of the Agreement did not exceed \$25 million. The Second Amendment removed this restriction.

**Section 2 Financial Information**

**Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.**

The information provided in Item 1.01 of this Current Report on Form 8-K is hereby incorporated by reference into this Item 2.03.

**Section 9 Financial Statement and Exhibits**

**Item 9.01 Financial Statements and Exhibits.**

(a) *Financial Statements of Businesses Acquired.*

Not applicable.

(b) *Pro Forma Financial Information.*

Not applicable.

(d) *Exhibits.*

The following exhibit is being furnished herewith:

10.1 Amendment No. 2 dated as of November 30, 2006 to Credit Agreement between NAVTEQ North America, LLC, NAVTEQ Corporation and LaSalle Bank, National Association.

**SIGNATURES**

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.

**NAVTEQ CORPORATION**

Date: December 4, 2006

By: /s/ David B. Mullen  
David B. Mullen  
Executive Vice President and  
Chief Financial Officer

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**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description</b>
Exhibit 10.1	Amendment No. 2 dated as of November 30, 2006 to Credit Agreement between NAVTEQ North America, LLC, NAVTEQ Corporation and LaSalle Bank, National Association.

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