

NAVTEQ CORP  
Form 4  
November 03, 2006

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**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 \*  
MULLEN DAVID B

(Last) (First) (Middle)

C/O NAVTEQ CORPORATION, 222 MERCHANDISE MART, SUITE 900

(Street)

CHICAGO, IL 60654

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
NAVTEQ CORP [NVT]

3. Date of Earliest Transaction (Month/Day/Year)  
11/01/2006

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)  
EVP & Chief Financial Officer

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 Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  | Code                           | V   | Amount or Price   |  |  |
| Common Stock                    | 11/01/2006                           |  | M                              |   | 10,000 A \$ 5.74  | 17,000   | D  |
| Common Stock                    | 11/01/2006                           |  | S                              |   | 2,000 (1) D \$ 33.3   | 15,000   | D  |
| Common Stock                    | 11/01/2006                           |  | S                              |   | 200 (1) D \$ 33.02  | 14,800   | D  |
| Common Stock                    | 11/01/2006                           |  | S                              |   | 400 (1) D \$ 33.01  | 14,400   | D  |
|                                 | 11/01/2006                           |  | S                              |   | D \$ 33   | 13,000   | D  |

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|              |            |  |   |                     |   |          |        |   |
|--------------|------------|--|---|---------------------|---|----------|--------|---|
| Common Stock |            |  |   | 1,400<br><u>(1)</u> |   |          |        |   |
| Common Stock | 11/01/2006 |  | S | 200 <u>(1)</u>      | D | \$ 32.54 | 12,800 | D |
| Common Stock | 11/01/2006 |  | S | 100 <u>(1)</u>      | D | \$ 32.53 | 12,700 | D |
| Common Stock | 11/01/2006 |  | S | 1,700<br><u>(1)</u> | D | \$ 32.52 | 11,000 | D |
| Common Stock | 11/01/2006 |  | S | 2,000<br><u>(1)</u> | D | \$ 32.5  | 9,000  | D |
| Common Stock | 11/01/2006 |  | S | 2,000<br><u>(1)</u> | D | \$ 32.4  | 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 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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(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. 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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Option (Right to Buy)                      | \$ 5.74  | 11/01/2006                           |  | M                              | 10,000  | <u>(2)</u> 12/22/2013                                    | Common Stock  | 10,000                        |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                               |       |
|--|---------------|-----------|-------------------------------|-------|
|  | Director      | 10% Owner | Officer                       | Other |
| MULLEN DAVID B<br>C/O NAVTEQ CORPORATION<br>222 MERCHANDISE MART, SUITE 900<br>CHICAGO, IL 60654 |               |           | EVP & Chief Financial Officer |       |

## Signatures

/s/ Irene Barberena, Attorney-in-Fact for David B.  
Mullen

11/03/2006

\_\_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) 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.

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