

NAVTEQ CORP  
Form 4  
May 02, 2006

**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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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
GREEN JUDSON C

(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)  
04/30/2006

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)  
President & CEO

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. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>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:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount<br>(A)<br>or<br>(D)                                                                                         | Price                                                                   |                                                                   |
| Common<br>Stock                       | 04/30/2006                              |                                                             | M                                    |                                                                         | 154,833                                                                                                            | A (1) 169,933                                                           | D                                                                 |
| Common<br>Stock                       | 04/30/2006                              |                                                             | F                                    |                                                                         | 61,081<br>(2)                                                                                                      | D \$ 41.52 108,852                                                      | D                                                                 |
| Common<br>Stock                       | 04/30/2006                              |                                                             | S                                    |                                                                         | 500 (3)                                                                                                            | D \$ 41.76 108,352                                                      | D                                                                 |
| Common<br>Stock                       | 04/30/2006                              |                                                             | S                                    |                                                                         | 4,500 (3)                                                                                                          | D \$ 41.72 103,852                                                      | D                                                                 |
|                                       | 04/30/2006                              |                                                             | S                                    |                                                                         | 5,000 (3)                                                                                                          | D \$ 41.7 98,852                                                        | D                                                                 |

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|                 |            |   |                   |   |             |        |   |
|-----------------|------------|---|-------------------|---|-------------|--------|---|
| Common<br>Stock |            |   |                   |   |             |        |   |
| Common<br>Stock | 04/30/2006 | S | 252 <u>(3)</u>    | D | \$<br>41.67 | 98,600 | D |
| Common<br>Stock | 04/30/2006 | S | 3,000 <u>(3)</u>  | D | \$<br>41.65 | 95,600 | D |
| Common<br>Stock | 04/30/2006 | S | 500 <u>(3)</u>    | D | \$<br>41.56 | 95,100 | D |
| Common<br>Stock | 04/30/2006 | S | 200 <u>(3)</u>    | D | \$<br>41.58 | 94,900 | D |
| Common<br>Stock | 04/30/2006 | S | 5,000 <u>(3)</u>  | D | \$<br>41.53 | 89,900 | D |
| Common<br>Stock | 04/30/2006 | S | 4,800 <u>(3)</u>  | D | \$<br>41.51 | 85,100 | D |
| Common<br>Stock | 04/30/2006 | S | 5,000 <u>(3)</u>  | D | \$<br>41.45 | 80,100 | D |
| Common<br>Stock | 04/30/2006 | S | 5,000 <u>(3)</u>  | D | \$<br>41.32 | 75,100 | D |
| Common<br>Stock | 04/30/2006 | S | 5,000 <u>(3)</u>  | D | \$ 41.3     | 70,100 | D |
| Common<br>Stock | 04/30/2006 | S | 5,000 <u>(3)</u>  | D | \$<br>41.24 | 65,100 | D |
| Common<br>Stock | 04/30/2006 | S | 5,000 <u>(3)</u>  | D | \$ 41.1     | 60,100 | D |
| Common<br>Stock | 04/30/2006 | S | 20,000 <u>(3)</u> | D | \$ 41       | 40,100 | D |
| Common<br>Stock | 04/30/2006 | S | 1,000 <u>(3)</u>  | D | \$<br>40.88 | 39,100 | D |
| Common<br>Stock | 04/30/2006 | S | 800 <u>(3)</u>    | D | \$<br>40.84 | 38,300 | D |
| Common<br>Stock | 04/30/2006 | S | 4,000 <u>(3)</u>  | D | \$<br>40.82 | 34,300 | D |
| Common<br>Stock | 04/30/2006 | S | 2,200 <u>(3)</u>  | D | \$<br>40.79 | 32,100 | D |
| Common<br>Stock | 04/30/2006 | S | 1,100 <u>(3)</u>  | D | \$<br>40.77 | 31,000 | D |
| Common<br>Stock | 04/30/2006 | S | 900 <u>(3)</u>    | D | \$<br>40.76 | 30,100 | D |
| Common<br>Stock | 04/30/2006 | S | 300 <u>(3)</u>    | D | \$<br>40.62 | 29,800 | D |
|                 | 04/30/2006 | S | 100 <u>(3)</u>    | D |             | 29,700 | D |

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|                 |            |   |                      |   |             |        |   |
|-----------------|------------|---|----------------------|---|-------------|--------|---|
| Common<br>Stock |            |   |                      |   | \$<br>40.52 |        |   |
| Common<br>Stock | 04/30/2006 | S | 9,600 <sup>(3)</sup> | D | \$ 40.5     | 20,100 | D |
| Common<br>Stock | 04/30/2006 | S | 2,200 <sup>(3)</sup> | D | \$<br>40.39 | 17,900 | D |
| Common<br>Stock | 04/30/2006 | S | 2,800 <sup>(3)</sup> | D | \$<br>40.35 | 15,100 | 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.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                    |                 |                                  |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|---------------------------------------------------------------------|--------------------|-----------------|----------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V                                                                                                         | (A)                                                            | (D) | Date<br>Exercisable                                                 | Expiration<br>Date | Title           | Amount or<br>Number of<br>Shares |
| Restricted<br>Stock Unit                            | (1)                                                                | 04/30/2006                              |                                                             | M                                    |                                                                                                           | 154,833                                                        |     | (4)                                                                 | (1)                | Common<br>Stock | 154,833                          |

## Reporting Owners

| Reporting Owner Name / Address                                                                   | Relationships                    |
|--------------------------------------------------------------------------------------------------|----------------------------------|
|                                                                                                  | Director 10% Owner Officer Other |
| GREEN JUDSON C<br>C/O NAVTEQ CORPORATION<br>222 MERCHANDISE MART, SUITE 900<br>CHICAGO, IL 60654 | X President & CEO                |

## Signatures

Irene Barberena, Attorney-in-Fact for Judson C.  
Green 05/02/2006

         \*\*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) Not applicable.
- (2) These shares were withheld to satisfy tax withholding obligations in connection with the vesting of 154,833 shares underlying restricted stock units.
- (3) Shares sold pursuant to Rule 10b-5 trading plan.
- (4) These shares lapse as to 25% of the restricted stock units on each of the first four anniversaries of April 30, 2004.

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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