NAVTEQ CORP Form 4

November 14, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

Number: 3235-0287

Expires: January 31, 2005
Estimated average

burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or 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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Murphy James D			2. Issuer Name a Symbol	and Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer		
(Last)	(First)	(Middle)	NAVTEQ COI 3. Date of Earliest		(Check all applicable)		
425 WEST	RANDOLPH	I STREET	(Month/Day/Year) 11/12/2007		below)	title 10% Owner below) porate Controller	
	(Street)		4. If Amendment, Filed(Month/Day/Y	e e e e e e e e e e e e e e e e e e e	Applicable Line)	oint/Group Filing(Check	
CHICAGO	, IL 60606					Iore than One Reporting	
(City)	(State)	(Zip)	Table I - Nor	n-Derivative Securities Acq	quired, Disposed of	, or Beneficially Owned	
1.Title of	2. Transaction	Date 2A. Deen	ned 3.	4. Securities Acquired	5. Amount of	6. Ownership 7. Nature	

(City)	(State) (Table Table	e I - Non-D	erivative	Secur	ities Acqu	uired, Disposed of	f, or Beneficial	ly 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. Securi on(A) or Di (Instr. 3,	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	11/12/2007		M	2,746	A	\$ 22	2,746	D	
Common Stock	11/12/2007		M	1,894	A	\$ 42.7	1,894	D	
Common Stock	11/12/2007		M	1,121	A	\$ 46.92	1,121	D	
Common Stock	11/12/2007		S	5,761	D	\$ 76.86	0	D	

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

Edgar Filing: NAVTEQ CORP - Form 4

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)

> 8. I De Sec (In

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. 5. Number Transaction Derivative Code Securities (Instr. 8) 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)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy)	\$ 22	11/12/2007		M		2,746	<u>(1)</u>	08/06/2014	Common Stock	2,746
Option (Right to Buy)	\$ 42.7	11/12/2007		M		1,894	(3)	02/23/2015	Common Stock	1,894
Option (Right to Buy)	\$ 46.92	11/12/2007		M		1,121	<u>(4)</u>	12/21/2014	Common Stock	1,121

Reporting Owners

D 4 0 W 44.11	Relationships		
Reporting Owner Name / Address	•		

Director 10% Owner Officer Other

Murphy James D

425 WEST RANDOLPH STREET VP, Corporate Controller

CHICAGO, IL 60606

Signatures

Irene Barberena, Attorney-in-Fact for James D.

Murphy

11/14/2007

**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).

Reporting Owners 2

Edgar Filing: NAVTEQ CORP - Form 4

- The option became exercisable as to 25% of the underlying shares on February 1, 2005. The options continued to become exercisable as (1) to approximately 2.08% of the shares underlying the option grant per month thereafter and will continue to become exercisable as to the remaining shares underlying the option grant at the same rate per month until February 1, 2008.
- (2) Not applicable.
- The option became exercisable as to 25% of the underlying shares on February 15, 2006. The option continued to become exercisable as (3) to approximately 2.08% of the shares underlying the option grant per month thereafter and will continue to become exercisable as to the remaining shares underlying the option grant at the same rate per month until February 15, 2009.
- The option became exercisable as to 25% of the underlying shares on March 1, 2007. The option continued to become exercisable as to approximately 2.08% of the shares underlying the option grant per month thereafter and will continue to become exercisable as to the remaining shares underlying the option grant at the same rate per month until March 1, 2010.

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.