

NAVTEQ CORP
Form 3
July 06, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Murphy James D
(Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)
06/30/2007

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

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
VP, Corporate Controller

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

(Street)

CHICAGO,Â ILÂ 60654

(City) (State) (Zip)

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 Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Common Stock

718

D Â

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security

4. Conversion or Exercise

5. Ownership Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Option (Right to Buy)	Â (1)	08/06/2014	Common Stock	2,930	\$ 22	D	Â
Option (Right to Buy)	Â (2)	02/23/2015	Common Stock	2,841	\$ 42.7	D	Â
Option (Right to Buy)	Â (3)	03/01/2016	Common Stock	2,690	\$ 46.92	D	Â
Option (Right to Buy)	Â (4)	03/01/2015	Common Stock	5,020	\$ 32.43	D	Â
Restricted Stock Unit	Â (5)	Â (6)	Common Stock	213	\$ (6)	D	Â
Restricted Stock Unit	Â (7)	Â (6)	Common Stock	320	\$ (6)	D	Â
Restricted Stock Unit	Â (8)	Â (6)	Common Stock	465	\$ (6)	D	Â
Restricted Stock Unit	Â (9)	Â (6)	Common Stock	1,050	\$ (6)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Murphy James D C/O NAVTEQ CORPORATION 222 MERCHANDISE MART, SUITE 900 CHICAGO, IL 60654	Â	Â	Â VP, Corporate Controller	Â

Signatures

Irene Barberena, Attorney-in-Fact for James D. Murphy
Date: 07/06/2007

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) The option was awarded on August 6, 2004 and became exercisable as to 25% of the underlying shares on February 1, 2005. The options continued to be exercisable as to approximately 2.08% of the shares underlying the option grant per month thereafter and will continue to be exercisable as to the remaining shares underlying the option grant at the same rate per month until February 1, 2008.

(2) The option was awarded on February 23, 2005 and became exercisable as to 25% of the underlying shares on March 1, 2006. The options continued to be exercisable as to approximately 2.08% of the shares underlying the option grant per month thereafter and will continue to be exercisable as to the remaining shares underlying the option grant at the same rate per month until March 1, 2009.

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(3) The option was awarded on March 1, 2006 and became exercisable as to 25% of the underlying shares on March 1, 2007. The options continued to be exercisable as to approximately 2.08% of the shares underlying the option grant per month thereafter and will continue to be exercisable as to the remaining shares underlying the option grant at the same rate per month until March 1, 2010.

(4) The option was awarded on March 1, 2007 and becomes exercisable as to 25% of the underlying shares on March 1, 2008 and is exercisable as to approximately 2.08% of the underlying shares per month thereafter until March 1, 2011.

(5) These restricted stock units were awarded on August 5, 2004. The restrictions lapsed as to 25% of the shares underlying the award on February 1, 2005 and will continue to lapse as to the remaining shares underlying the award at the same rate per year until February 1, 2008.

(6) Not applicable.

(7) These restricted stock units were awarded on February 23, 2005. The restrictions lapsed as to 25% of the shares underlying the award on February 15, 2006 and will continue to lapse as to the remaining shares underlying the award at the same rate per year until February 15, 2009.

(8) This performance-based restricted stock unit award was made on March 1, 2006. The restrictions lapsed on March 1, 2007 with respect to 25% of the shares underlying the award as calculated on February 13, 2007, and will continue to lapse as to the remaining shares underlying the award on the next three anniversaries of March 1st at the same rate per year until March 1, 2010.

(9) These restricted stock units were awarded on March 1, 2007. The restrictions lapse with respect to 25% of the shares underlying the award on March 1, 2008 and will continue to lapse as to the remaining shares underlying the award on the next three anniversaries of March 1st at the same rate per year until March 1, 2011.

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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