

NAVTEQ CORP
Form 4
February 14, 2008

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 *
GREEN JUDSON C

(Last) (First) (Middle)
425 WEST RANDOLPH STREET
(Street)

CHICAGO, IL 60606

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
02/12/2008

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 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount or (D) Price		
Common Stock	02/12/2008		M		20,000 (1)	D	\$ 1.4 20,100 D
Common Stock	02/12/2008		S		1,000 (1)	D	\$ 74.65 19,100 D
Common Stock	02/12/2008		S		1,000 (1)	D	\$ 74.7 18,100 D
Common Stock	02/12/2008		S		100 (1)	D	\$ 74.64 18,000 D
Common Stock	02/12/2008		S		300 (1)	D	\$ 74.63 17,700 D

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Common Stock	02/12/2008	S	600 <u>(1)</u>	D	\$ 74.62	17,100	D
Common Stock	02/12/2008	S	1,000 <u>(1)</u>	D	\$ 74.57	16,100	D
Common Stock	02/12/2008	S	900 <u>(1)</u>	D	\$ 74.44	15,200	D
Common Stock	02/12/2008	S	100 <u>(1)</u>	D	\$ 74.45	15,100	D
Common Stock	02/12/2008	S	900 <u>(1)</u>	D	\$ 74.4	14,200	D
Common Stock	02/12/2008	S	1,000 <u>(1)</u>	D	\$ 74.29	13,200	D
Common Stock	02/12/2008	S	100 <u>(1)</u>	D	\$ 74.27	13,100	D
Common Stock	02/12/2008	S	200 <u>(1)</u>	D	\$ 74.26	12,900	D
Common Stock	02/12/2008	S	1,800 <u>(1)</u>	D	\$ 74.25	11,100	D
Common Stock	02/12/2008	S	3,000 <u>(1)</u>	D	\$ 74.24	8,100	D
Common Stock	02/12/2008	S	700 <u>(1)</u>	D	\$ 74.21	7,400	D
Common Stock	02/12/2008	S	1,300 <u>(1)</u>	D	\$ 74.2	6,100	D
Common Stock	02/12/2008	S	200 <u>(1)</u>	D	\$ 74.23	5,900	D
Common Stock	02/12/2008	S	800 <u>(1)</u>	D	\$ 74.22	5,100	D
Common Stock	02/12/2008	S	1,400 <u>(1)</u>	D	\$ 74.18	3,700	D
Common Stock	02/12/2008	S	1,600 <u>(1)</u>	D	\$ 74.19	2,100	D
Common Stock	02/12/2008	S	2,000 <u>(1)</u>	D	\$ 74.15	100	D

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

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

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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)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Common Stock	\$ 1.4	02/12/2008		M	20,000	<u>(2)</u> 05/15/2012	Common Stock	20,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GREEN JUDSON C 425 WEST RANDOLPH STREET CHICAGO, IL 60606	X		President & CEO	

Signatures

Irene Barberena, Attorney-in-Fact for Judson C. Green
 **Signature of Reporting Person
 02/14/2008
 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) This option is fully vested.
- (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. 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.