NAVTEQ CORP
Form 4
March 03, 2005

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

OMB Number:	3235-0287
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
HARDWICK MARY D

(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)
03/01/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
VP, Quality

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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	(A) or (D)	Price			
Common Stock	03/01/2005		M		4,380	A	$ 1.4	7,224	D	
Common Stock	03/01/2005		M		116	A	$ 22	7,340	D	
Common Stock	03/01/2005		S		43 (1)	D	$ 43.27	7,297	D	
Common Stock	03/01/2005		S		24 (1)	D	$ 43.28	7,273	D	
	03/01/2005		S		59 (1)	D		7,214	D	

Common Stock						$ 43.29		
Common Stock	03/01/2005		S	356 (1)	D	$ 43.3	6,858	D
Common Stock	03/01/2005		S	24 (1)	D	$ 43.31	6,834	D
Common Stock	03/01/2005		S	190 (1)	D	$ 43.34	6,644	D
Common Stock	03/01/2005		S	12 (1)	D	$ 43.35	6,632	D
Common Stock	03/01/2005		S	36 (1)	D	$ 43.36	6,596	D
Common Stock	03/01/2005		S	36 (1)	D	$ 43.37	6,560	D
Common Stock	03/01/2005		S	24 (1)	D	$ 43.38	6,536	D
Common Stock	03/01/2005		S	83 (1)	D	$ 43.39	6,453	D
Common Stock	03/01/2005		S	462 (1)	D	$ 43.4	5,991	D
Common Stock	03/01/2005		S	12 (1)	D	$ 43.41	5,979	D
Common Stock	03/01/2005		S	36 (1)	D	$ 43.42	5,943	D
Common Stock	03/01/2005		S	202 (1)	D	$ 43.43	5,741	D
Common Stock	03/01/2005		S	344 (1)	D	$ 43.44	5,397	D
Common Stock	03/01/2005		S	892 (1)	D	$ 43.45	4,505	D
Common Stock	03/01/2005		S	119 (1)	D	$ 43.46	4,386	D
Common Stock	03/01/2005		S	12 (1)	D	$ 43.47	4,374	D
Common Stock	03/01/2005		S	71 (1)	D	$ 43.48	4,303	D
Common Stock	03/01/2005		S	36 (1)	D	$ 43.49	4,267	D
Common Stock	03/01/2005		S	178 (1)	D	$ 43.5	4,089	D
	03/01/2005		S	107 (1)	D		3,982	D

Common Stock						$ 43.52		
Common Stock	03/01/2005		S	107 (1)	D	$ 43.55	3,875	D
Common Stock	03/01/2005		S	95 (1)	D	$ 43.56	3,780	D
Common Stock	03/01/2005		S	296 (1)	D	$ 43.57	3,484	D
Common Stock	03/01/2005		S	190 (1)	D	$ 43.58	3,294	D
Common Stock	03/01/2005		S	95 (1) (2)	D	$ 43.59	3,199 (2)	D

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

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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 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. P Der Sec (Ins
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option (Right to Buy)	$ 1.4	03/01/2005		M			4,380	(3)	05/15/2012	Common Stock	4,380	
Option (Right to Buy)	$ 22	03/01/2005		M			116	(5)	08/16/2014	Common Stock	116	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

HARDWICK MARY D
C/O NAVTEQ CORPORATION
222 MERCHANDISE MART, SUITE 900
CHICAGO, IL 60654

VP, Quality

Signatures

Irene Barberena, Attorney-in-Fact for Mary D. Hardwick

03/03/2005

**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)	Ms. Hardwick also engaged in four additional sales of common stock on March 1, 2005, one involving 213 shares at $43.60 per share, a second involving 59 shares at $43.65 per share, a third involving 24 shares at $43.38 per share, and a fourth involving 59 shares at $43.70 per share, resulting in a total of 2,844 shares beneficially owned by Ms. Hardwick following all reported transactions. The transaction code applicable to each sale is "S".
(3)	This option is fully vested.
(4)	Not applicable.
(5)	The option became exercisable as to 25% of the underlying shares on February 15, 2005 and is exercisable as to approximately 2.08% of the underlying shares per month thereafter.

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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