

HARDWICK MARY D

Form 4

March 09, 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
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(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)

03/07/2005

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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

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 (A) or (D)	Price	
Common Stock	03/07/2005		M		13,735	A \$ 1.4	16,579 D
Common Stock	03/07/2005		M		1,393	A \$ 22	17,972 D
Common Stock	03/07/2005		S		12,968 (1)	D \$ 45	5,004 D
Common Stock	03/07/2005		S		101 (1)	D \$ 45.02	4,903 D
	03/07/2005		S		101 (1)	D	4,802 D

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Common Stock						\$ 45.05		
Common Stock	03/07/2005	S	251 <u>(1)</u>	D		\$ 45.17	4,551	D
Common Stock	03/07/2005	S	251 <u>(1)</u>	D		\$ 45.25	4,300	D
Common Stock	03/07/2005	S	251 <u>(1)</u>	D		\$ 45.3	4,049	D
Common Stock	03/07/2005	S	351 <u>(1)</u>	D		\$ 45.31	3,698	D
Common Stock	03/07/2005	S	50 <u>(1)</u>	D		\$ 45.32	3,648	D
Common Stock	03/07/2005	S	402 <u>(1)</u>	D		\$ 45.34	3,246	D
Common Stock	03/07/2005	S	402 <u>(1)</u>	D		\$ 45.35	2,844	D

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

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(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. Amount or Number of Shares	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy)	\$ 1.4	03/07/2005		M		13,735		<u>(2)</u>	05/15/2012	Common Stock	13,735
Option (Right to Buy)	\$ 22	03/07/2005		M		1,393		<u>(4)</u>	08/16/2014	Common Stock	1,393

Signatures

03/09/2005

Date _____

Explanation of Responses:

- 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.