

Smith Kelly A
 Form 3
 March 19, 2007

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

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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)

| | | | | | |
|---|---|---|--|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Smith Kelly A</p> <p>(Last) (First) (Middle)</p> <p>C/O NAVTEQ CORPORATION,Â 222 MERCHANDISE MART, SUITE 900</p> <p>(Street)</p> <p>CHICAGO,Â ILÂ 60654</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>03/12/2007</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>NAVTEQ CORP [NVT]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>VP, Corporate Marketing</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|---|--|---|--|

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) |
|------------------------------------|--|---|--|
|------------------------------------|--|---|--|

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 (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|-----------------------|------------------|-----------------|--------------|----------------------------|---------------|---------------------------------------|---|
| Option (Right to Buy) | Â <u>(1)</u> | 08/06/2014 | Common Stock | 2,496 | \$ 22 | D | Â |
| Option (Right to Buy) | Â <u>(2)</u> | 02/23/2015 | Common Stock | 7,544 | \$ 42.7 | D | Â |
| Option (Right to Buy) | Â <u>(3)</u> | 03/01/2016 | Common Stock | 6,690 | \$ 46.92 | D | Â |
| Option (Right to Buy) | Â <u>(4)</u> | 03/01/2015 | Common Stock | 12,810 | \$ 32.43 | D | Â |
| Restricted Stock Unit | Â <u>(5)</u> | Â <u>(6)</u> | Common Stock | 435 | \$ <u>(6)</u> | D | Â |
| Restricted Stock Unit | Â <u>(7)</u> | Â <u>(6)</u> | Common Stock | 850 | \$ <u>(6)</u> | D | Â |
| Restricted Stock Unit | Â <u>(8)</u> | Â <u>(6)</u> | Common Stock | 1,155 | \$ <u>(6)</u> | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Smith Kelly A C/O NAVTEQ CORPORATION 222 MERCHANDISE MART, SUITE 900 CHICAGO, IL 60654 | Â | Â | Â VP, Corporate Marketing | Â |

Signatures

| | |
|--|------------|
| Irene Barberena, Attorney-in-Fact for Kelly A. Smith | 03/19/2007 |
| **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 became exercisable as to 25% of the underlying shares on February 1, 2005 and is exercisable as to the remaining underlying shares in equal monthly installments of 2.08% of the underlying shares of the original option grant.
 - (2) The option became exercisable as to 25% of the underlying shares on March 1, 2006 and is exercisable as to the remaining underlying shares in equal monthly installments of 2.08% of the underlying shares of the original option grant.
 - (3) The option became exercisable as to 25% of the underlying shares on March 1, 2007 and is exercisable as to the remaining underlying shares in equal monthly installments of 2.08% of the underlying shares of the original option grant.
 - (4) The option 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.
 - (5)

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These restricted stock units were awarded on August 5, 2004. The restrictions lapse on the first four anniversaries of February 1st in equal yearly installments of 25% of the underlying shares of the original restricted stock unit grant.

(6) Not applicable.

(7) These restricted stock units were awarded on February 23, 2005. The restrictions lapse on the first four anniversaries of February 15th in equal yearly installments of 25% of the underlying shares of the original restricted stock unit grant.

(8) The restrictions lapsed on March 1, 2007 with respect to 25% of the shares underlying the performance-based restricted stock unit award made on March 1, 2006, as calculated on February 13, 2007, and will continue to lapse on the next three anniversaries of March 1st in equal yearly installments of 25% of the underlying shares of the original restricted stock unit grant.

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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