

GUILLORY WINSTON JR  
Form 4/A  
March 23, 2006

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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

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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 \*  
GUILLORY WINSTON JR

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
C/O NAVTEQ, 222  
MERCHANDISE MART, SUITE  
900

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/03/2005

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
SVP, Consumer & Business Sales

(Street)  
CHICAGO, IL 60654

4. If Amendment, Date Original Filed(Month/Day/Year)  
08/05/2005

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Ownership (Instr. 4)
				(A) or (D) Code V Amount Price			
Common Stock	08/03/2005		M	1,200 A \$ 1.4	4,183	D	
Common Stock	08/03/2005		S	282 <sup>(1)</sup> D \$ 43.78	3,901	D	
Common Stock	08/03/2005		S	400 <sup>(1)</sup> D \$ 43.7	3,501	D	
Common Stock	08/03/2005		S	100 <sup>(1)</sup> D \$ 43.65	3,401	D	
Common Stock	08/03/2005		S	100 <sup>(1)</sup> D \$ 43.6	3,301	D	

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Common Stock	08/03/2005	S	500 <sup>(1)</sup>	D	\$ 43.58	2,801	D
Common Stock	08/03/2005	S	300 <sup>(1)</sup>	D	\$ 43.54	2,501	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. Amount or Number of Shares
Option (Right to Buy)	\$ 10.5	08/03/2005		A	1,200	<sup>(2)</sup> 12/22/2013	Common Stock	1,200

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GUILLORY WINSTON JR C/O NAVTEQ 222 MERCHANDISE MART, SUITE 900 CHICAGO, IL 60654			SVP, Consumer & Business Sales	

## Signatures

Irene Barberena, Attorney-in-Fact for Winston V. Guillory 03/23/2006

\_\_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) The option became exercisable as to 25% of the underlying shares on July 1, 2004 and becomes exercisable as to approximately 2.08% of the underlying shares per month thereafter until July 1, 2007.

### Remarks:

This amendment is being filed to correct an erroneously reported lapsing of restricted stock units and the number of shares being

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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