Mize Jeffrey L Form 3 January 20, 2006

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF Expires:

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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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement NAVTEO CORP [NVT] Mize Jeffrey L (Month/Day/Year) 01/11/2006 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O NAVTEQ

CORPORATION, 222 MERCHANDISE MART, SUITE 900

(Street)

_____Director _____10% Owner _______Officer _____Other (give title below) (specify below) Sen. VP, NAVTEQ Vehicle Sales

(Check all applicable)

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

CHICAGO, ILÂ 60654

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1.Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

Ownership Form: Direct (D) 4. Nature of Indirect Beneficial

Ownership (Instr. 5)

(Instr. 5)

Common Stock

1,066

(Instr. 5)

or Indirect

Â

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 4. 5. Conversion Ownership or Exercise Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

(Illisti. 5)

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Date Exercisabl		Expiration Date	(Instr. 4)		Price of	Derivative	
	Date Exercisable		Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Option (Right to Buy)	(1)	02/23/2015	Common Stock	9,095	\$ 42.7	D	Â
Option (Right to Buy)	(2)	12/21/2014	Common Stock	15,946	\$ 45.05	D	Â
Option (Right to Buy)	(3)	08/06/2004	Common Stock	9,040	\$ 22	D	Â
Option (Right to Buy)	(4)	05/17/2012	Common Stock	17,857	\$ 1.4	D	Â
Restricted Stock Unit	(5)	(6)	Common Stock	2,047	\$ <u>(6)</u>	D	Â
Restricted Stock Unit	(7)	(6)	Common Stock	3,468	\$ <u>(6)</u>	D	Â
Restricted Stock Unit	(8)	(6)	Common Stock	1,965	\$ <u>(6)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address		Relationships				
	Director	10% Owner	Officer	Other		
Mize Jeffrey L						
C/O NAVTEQ CORPORATION	â	â	Sen. VP, NAVTEQ Vehicle Sales	â		
222 MERCHANDISE MART, SUITE 900	Α	А	A Sell. VP, NAVIEQ Vehicle Sales	Α		
CHICAGO, IL 60654						

Signatures

Irene Barberena, Attorney-in-Fact for Jeffrey L.
Mize
01/20/2006

**Signature of Reporting Person

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 becomes exercisable as to 25% of the underlying shares on March 1, 2006 and is exercisable as to approximately 2.08% of the underlying shares per month thereafter.

Date

- (2) The option becomes exercisable as to 25% of the underlying shares on December 21, 2005 and is exercisable as to approximately 2.08% of the underlying shares per month thereafter.
- (3) The option became exercisable as to 25% of the underlying shares on February 1, 2005 and is exercisable as to approximately 2.08% of the underlying shares per month thereafter.
- (4) This option is fully vested.

Reporting Owners 2

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- (5) These restricted stock units were awarded on February 23, 2005. The restrictions shall lapse as to 25% of the shares underlying the restricted stock units on the first four anniversaries of February 15th.
- (6) Not applicable.
- (7) These restricted stock units were awarded on December 21, 2004. The restrictions shall lapse as to 25% of the shares underlying the restricted stock units on the first four anniversaries of December 21st.
- (8) These restricted stock units were awarded on August 5, 2004. The restrictions shall lapse as to 25% of the shares underlying the restricted stock units on the first four anniversaries of February 1st.

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.