

NAVIGANT CONSULTING INC

Form 4

February 22, 2007

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 *
POND PETER

2. Issuer Name **and** Ticker or Trading
Symbol
NAVIGANT CONSULTING INC
[NCI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
2920 N COMMONWEALTH AVE
APT 8

3. Date of Earliest Transaction
(Month/Day/Year)
02/20/2007

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

(Street)
CHICAGO, IL 66057-6283

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

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Navigant Consulting	02/20/2007		M		100	A	\$ 14.9167	7,100	D
Navigant Consulting	02/20/2007		S		100	D	\$ 20.25	7,000	D
Navigant Consulting	02/20/2007		M		300	A	\$ 14.9167	7,300	D
Navigant Consulting	02/20/2007		S		300	D	\$ 20.26	7,000	D
Navigant Consulting	02/20/2007		M		600	A	\$ 14.9167	7,100	D

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Navigant Consulting	02/20/2007	S	600	D	\$ 20.27	7,000	D
Navigant Consulting	02/20/2007	M	200	A	\$ 14.9167	7,200	D
Navigant Consulting	02/20/2007	S	200	D	\$ 20.28	7,000	D
Navigant Consulting	02/20/2007	M	1,600	A	\$ 14.9167	8,600	D
Navigant Consulting	02/20/2007	S	1,600	D	\$ 20.29	7,000	D
Navigant Consulting	02/20/2007	M	200	A	\$ 14.9167	7,200	D
Navigant Consulting	02/20/2007	S	200	D	\$ 20.3	7,000	D
Navigant Consulting	02/20/2007	M	6,100	A	\$ 14.9167	13,100	D
Navigant Consulting	02/20/2007	S	6,100	D	\$ 20.32	7,000	D
Navigant Consulting	02/20/2007	M	2,100	A	\$ 14.9167	9,100	D
Navigant Consulting	02/20/2007	S	2,100	D	\$ 20.33	7,000	D
Navigant Consulting	02/20/2007	M	5,900	A	\$ 14.9167	12,900	D
Navigant Consulting	02/20/2007	S	5,900	D	\$ 20.34	7,000	D
Navigant Consulting	02/20/2007	M	2,300	A	\$ 14.9167	9,300	D
Navigant Consulting	02/20/2007	S	2,300	D	\$ 20.35	7,000	D
Navigant Consulting	02/20/2007	M	3,100	A	\$ 14.9167	10,100	D
Navigant Consulting	02/20/2007	S	3,100	D	\$ 20.36	7,000	D
Navigant Consulting	02/22/2007	M	2,800	A	\$ 13.3333	9,800	D
Navigant Consulting	02/22/2007	S	2,800	D	\$ 20.44	7,000	D
Navigant Consulting	02/22/2007	M	2,500	A	\$ 13.3333	9,500	D
	02/22/2007	S	2,500	D	\$ 20.45	7,000	D

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Navigant Consulting

Navigant Consulting	02/22/2007	M	2,100	A	\$ 13.3333	9,100	D
Navigant Consulting	02/22/2007	S	2,100	D	\$ 20.46	7,000	D
Navigant Consulting	02/22/2007	M	2,100	A	\$ 13.3333	9,100	D
Navigant Consulting	02/22/2007	S	2,100	D	\$ 20.47	7,000	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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Navigant Stock Option PL	\$ 14.9167	02/20/2007		M	22,500	<u>(1)</u> 03/13/2007	Navigant Consulting 22,500
Navigant Stock Option PL	\$ 13.3333	02/22/2007		M	13,500	<u>(2)</u> 05/21/2007	Navigant Consulting 13,500

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
POND PETER 2920 N COMMONWEALTH AVE APT 8	X

CHICAGO, IL 66057-6283

Signatures

/s/ PETER

02/22/2007

POND

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) The options vested with respect to 50% of the shares subject thereto on March 13, 1999 and 25% of the shares subject thereto on each of March 13, 2000 and March 13, 2001.
- (2) The options vested in three equal installments on each of May 21, 1998, and 1999 and 2000.

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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