

BIRAN DAN

Form 4

August 02, 2012

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
BIRAN DAN

(Last) (First) (Middle)

101 INNOVATION DRIVE

(Street)

SAN JOSE, CA 95134

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

ALTERA CORP [ALTR]

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

07/31/2012

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

Sr VP, Strategy

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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	07/31/2012		M		10,750	A	\$ 0	20,435	D
Common Stock	07/31/2012		M		11,375	A	\$ 0	31,810	D
Common Stock	07/31/2012		M		4,875	A	\$ 0	36,685	D
Common Stock	07/31/2012		M		10,000	A	\$ 0	46,685	D
Common Stock	07/31/2012		S		37,000 <u>(1)</u>	D	\$ 35.4967 (2)	9,685	D

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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
Performance Restricted Stock Unit	(3)	07/31/2012		M	11,375	(4) (5)	Common Stock 11,375
Restricted Stock Unit (RSU)	(3)	07/31/2012		M	10,750	(6) (5)	Common Stock 10,750
Restricted Stock Unit (RSU)	(3)	07/31/2012		M	4,875	(7) (5)	Common Stock 4,875
Restricted Stock Unit (RSU)	(3)	07/31/2012		M	10,000	(8) (5)	Common Stock 10,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BIRAN DAN 101 INNOVATION DRIVE SAN JOSE, CA 95134	Sr VP, Strategy

Signatures

DANNY
BIRAN 08/02/2012

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 sale was made pursuant to a Rule 10b5-1 Sales Plan adopted by the reporting person on March 7, 2012.
- (2) The 37,000 shares were sold in 99 lots ranging from 54 shares to 2,778 shares per lot. The sale price ranged between \$35.18 and \$35.81. The price reported above represents the weighted average sale price. The Reporting Person undertakes to provide to any security holder of Altera Corporation or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares and prices at which the transactions were affected.
- (3) Each Restricted Stock Unit ("RSU") represents a contingent right to receive at settlement one share of Altera common stock at no cost.
- (4) On February 19, 2010, the reporting person received a grant of performance-based restricted stock units ("RSUs"). The RSUs commenced vesting on July 31, 2011 at a rate of 25% annually. One fourth of the RSUs vested on July 31, 2012 and shares were delivered to the reporting person on that date.
- (5) The grant shall expire ten years from the date of grant.
- (6) On February 25, 2011, the reporting person received a grant of RSUs that vest over a four-year period beginning on July 31, 2012. One fourth of the RSUs vested on July 31, 2012 and shares were delivered to the reporting person on that date.
- (7) On February 19, 2010, the reporting person received a grant of RSUs that vest over a four-year period beginning on July 31, 2011. One fourth of the RSUs vested on July 31, 2012 and shares were delivered to the reporting person on that date.
- (8) On Mar 16, 2009, the reporting person received a grant of RSUs that vest over a four-year period beginning on July 31, 2010. One fourth of the RSUs vested on July 31, 2012 and shares were delivered to the reporting person on that date.

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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