

BIRAN DAN

Form 4

February 02, 2010

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)
01/29/2010

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, Marketing and Tech Svcs

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 Ownership (Instr. 4)
Common Stock	01/29/2010		M	5,000 A \$ 0	12,007	D	
Common Stock	01/29/2010		F	2,102 (1) D \$ 21.32	9,905	D	
Common Stock	01/29/2010		M	5,000 A \$ 0	14,905	D	
Common Stock	01/29/2010		F	1,834 (1) D \$ 21.32	13,071	D	
Common Stock	01/29/2010		M	5,000 A \$ 0	18,071	D	

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Common Stock 01/29/2010 F 1,834
(1) D \$ 21.32 16,237 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 (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. Price or Value of Underlying Securities (Instr. 3 and 4)
Restricted Stock Unit (RSU)	\$ 0 (2)	01/29/2010		M	5,000	(3) (3)	Common Stock	5,000
Restricted Stock Unit (RSU)	\$ 0 (2)	01/29/2010		M	5,000	(4) (4)	Common Stock	5,000
Restricted Stock Unit (RSU)	\$ 0 (2)	01/29/2010		M	5,000	(5) (5)	Common Stock	5,000

Reporting Owners

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

Signatures

Danny Biran 02/02/2010

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 withheld to cover required tax withholding on RSU shares released on January 29, 2010.

(2) Each Restricted Stock Unit represents a contingent right to receive one share of Altera common stock at no cost.

(3) Twenty five percent (25%) of the Restricted Stock Unit granted on 1/30/2006 became vested on January 29, 2010 and shares were delivered to the reporting person on that date.

Twenty five percent (25%) of the Restricted Stock Unit granted on 1/29/2007 became vested on January 29, 2010 and shares were delivered to the reporting person on that date. Subject to the reporting person's continuing employment, the Restricted Stock Units will continue to vest annually.

Twenty five percent (25%) of the Restricted Stock Unit granted on 1/28/2008 became vested on January 29, 2010 and shares were delivered to the reporting person on that date. Subject to the reporting person's continuing employment, the Restricted Stock Units will continue to vest annually.

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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