

Callas James
Form 4
February 02, 2010

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Callas James

2. Issuer Name and Ticker or Trading Symbol
ALTERA CORP [ALTR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
101 INNOVATION DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/29/2010

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP Finance

SAN JOSE, CA 95134

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 01/29/2010 | | M | 1,500 A \$ 0 | 2,151 | D | |
| Common Stock | 01/29/2010 | | F | 660 ⁽¹⁾ D \$ 21.32 | 1,491 | D | |
| Common Stock | 01/29/2010 | | M | 1,250 A \$ 0 | 2,741 | D | |
| Common Stock | 01/29/2010 | | F | 550 ⁽¹⁾ D \$ 21.32 | 2,191 | D | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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) | 8. Price or Value of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|
| Restricted Stock Unit (RSU) | <u>(2)</u> | 01/29/2010 | | M | 1,500 | <u>(3)</u> / <u>(3)</u> | Common Stock | 1,500 |
| Restricted Stock Unit (RSU) | <u>(2)</u> | 01/29/2010 | | M | 1,250 | <u>(4)</u> / <u>(4)</u> | Common Stock | 1,250 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------|-------|
| | Director | 10% Owner | Officer | Other |
| Callas James 101 INNOVATION DRIVE SAN JOSE, CA 95134 | | | VP Finance | |

Signatures

James Callas 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.

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- Twenty five percent (25%) of the Restricted Stock Unit granted on 1/28/2008 became vested on January 29, 2010 and shares were
- (4) 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. 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.