

SCHUELKE KATHERINE  
 Form 4  
 May 04, 2009

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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 \*  
 SCHUELKE KATHERINE

(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)  
 04/30/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 VP, General Counsel & Secretary

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Common Stock                    | 04/30/2009                           |  | M                              | 5,500   | A \$ 0  | 12,714 <sup>(1)</sup>                                    | D                                 |
| Common Stock                    | 04/30/2009                           |  | F                              | 1,967 <sup>(2)</sup>  | D \$ 16.31  | 10,747   | D                                 |
| Common Stock                    | 04/30/2009                           |  | M                              | 6,250   | A \$ 0  | 16,997   | D                                 |
| Common Stock                    | 04/30/2009                           |  | F                              | 2,235 <sup>(2)</sup>  | D \$ 16.31  | 14,762 <sup>(3)</sup>                                    | 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.

SEC 1474  
(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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Performance Restricted Stock Unit          | (4)  | 04/30/2009                           |  | M                              | 5,500   | (5) (5)  | Common Stock  | 5,500                         |
| Performance Restricted Stock Unit          | (4)  | 04/30/2009                           |  | M                              | 6,250   | (5) (5)  | Common Stock  | 6,250                         |

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships |           |                                 |       |
|--|---------------|-----------|---------------------------------|-------|
|  | Director      | 10% Owner | Officer                         | Other |
| SCHUELKE KATHERINE<br>101 INNOVATION DRIVE<br>SAN JOSE, CA 95134 |               |           | VP, General Counsel & Secretary |       |

## Signatures

Katherine E. Schuelke 05/04/2009

\*\*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) Restricted Stock Units were previously reported in Table I as Common Stock and have been moved to Table II for administrative purposes. No change in beneficial ownership is reflected by this move.
  - (2) Shares withheld to cover required tax withholding on RSU shares released April 30, 2009.

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- (3) Includes 325 shares acquired under Altera Corporation 1987 Employee Stock Purchase Plan.
- (4) Each Restricted Stock Unit represents a contingent right to receive one share of Altera common stock at no cost.
- (5) Subject to the reporting person's continued employment, twenty-five percent of the Restricted Stock Units shall vest and become deliverable over a four (4) year period.

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.