

BIRAN DAN  
Form 4  
January 31, 2011

**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 \*  
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)  
01/30/2011

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)  
Sr VP, Marketing and Tech Svcs

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	01/30/2011		M		5,000	A	\$ 0
Common Stock	01/30/2011		F		1,941 (1)	D	\$ 37.41
Common Stock	01/30/2011		M		5,000	A	\$ 0
Common Stock	01/30/2011		F		1,835 (1)	D	\$ 37.41
Common Stock	01/31/2011		S(2)		6,224	D	\$ 37.6294 (3)
							8,429 (4)

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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)	8. Pr Deriv Secur (Instr. 3 and 4)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Restricted Stock Unit (RSU)	\$ 0 <sup>(5)</sup>	01/30/2011		M	5,000	<u>(6)</u>	<u>(6)</u>	Common Stock	5,000
Restricted Stock Unit (RSU)	\$ 0 <sup>(5)</sup>	01/30/2011		M	5,000	<u>(7)</u>	<u>(7)</u>	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                      01/31/2011  
 \*\*Signature of                      Date  
 Reporting Person

## 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 January 30, 2011.
- (2) The sale was made pursuant to a Rule 10b5-1 Sales Plan adopted by the reporting person on April 28, 2010.
- (3) The 6,224 shares were sold in 15 lots ranging from 100 shares to 1,300 shares per lot. The sale price ranged between \$37.59 and \$37.68.

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- (4) Includes 208 shares acquired under the Altera Corporation 1987 Employee Stock Purchase Plan.
- (5) Each Restricted Stock Unit represents a contingent right to receive one share of Altera common stock at no cost.
- (6) 25% of the restricted stock unit granted on January 29, 2007 became vested on January 30, 2011 and shares were delivered to the reporting person on that date.
- (7) 25% of the restricted stock unit granted on January 28, 2008 became vested on January 30, 2011 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. 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.