

SCHUELKE KATHERINE
 Form 4
 August 02, 2011

FORM 4

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

OMB APPROVAL

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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

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)
 07/31/2011

____ Director
 Officer (give title below)
 ____ 10% Owner
 ____ Other (specify below)
 Sr VP, General Counsel & Secret

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	07/31/2011		M		4,725	A	\$ 0
Common Stock	07/31/2011		M		2,025	A	\$ 0
Common Stock	07/31/2011		M		10,500	A	\$ 0
Common Stock	07/31/2011		M		4,500	A	\$ 0
Common Stock	07/31/2011		F ⁽¹⁾		2,206	D	\$ 40.88
							31,677
							33,702
							44,202
							48,702
							46,496

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Common Stock	07/31/2011	F ⁽¹⁾	946	D	\$ 40.88	45,550	D
Common Stock	07/31/2011	F ⁽¹⁾	4,305	D	\$ 40.88	41,245	D
Common Stock	07/31/2011	F ⁽¹⁾	1,651	D	\$ 40.88	39,594	D

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

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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
Restricted Stock Unit (RSU)	<u>(2)</u>	07/31/2011		M	4,725	07/31/2011 ⁽³⁾	⁽⁴⁾	Common Stock	4,725
Restricted Stock Unit (RSU)	<u>(2)</u>	07/31/2011		M	2,025	07/31/2011 ⁽³⁾	⁽⁴⁾	Common Stock	2,025
Restricted Stock Unit (RSU)	<u>(2)</u>	07/31/2011		M	10,500	07/31/2011 ⁽³⁾	⁽⁴⁾	Common Stock	10,500
Restricted Stock Unit (RSU)	<u>(2)</u>	07/31/2011		M	4,500	07/31/2011 ⁽³⁾	⁽⁴⁾	Common Stock	4,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHUELKE KATHERINE 101 INNOVATION DRIVE			Sr VP, General Counsel & Secret	

SAN JOSE, CA 95134

Signatures

KATHERINE E
SCHUELKE

08/02/2011

__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) Share withheld to cover tax withholding on RSU shares released.
 - (2) Each Restricted Stock Unit represents a contingent right to receive one share of Altera Common Stock at no cost.
 - (3) 25% of the restricted stock unit became vested on July 31, 2011 and shares were delivered to reporting person on that date.
 - (4) Ten years from the date of grant.

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.