

PRABHU KRISH A

Form 4

May 15, 2012

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 *
PRABHU KRISH A2. 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

3. Date of Earliest Transaction
(Month/Day/Year)
05/13/2012

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)6. Individual or Joint/Group Filing(Check
Applicable Line)

SAN JOSE, CA 95134

☒ 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)
Common Stock	05/13/2012		M	1,666 A \$ 0	6,667	D	
Common Stock	05/13/2012		M	1,667 A \$ 0	8,334	D	
Common Stock	05/13/2012		M	1,037 A \$ 0	9,371	D	

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

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(9-02)

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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)		8. 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>(1)</u>	05/13/2012		M		1,666		05/13/2012	<u>(2)</u>	Common Stock	1,666
Restricted Stock Unit (RSU)	<u>(1)</u>	05/13/2012		M		1,667		05/13/2012	<u>(3)</u>	Common Stock	1,667
Restricted Stock Unit (RSU)	<u>(1)</u>	05/13/2012		M		1,037		05/13/2012	<u>(4)</u>	Common Stock	1,037

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
PRABHU KRISH A 101 INNOVATION DRIVE SAN JOSE, CA 95134	X

Signatures

KRISH
PRABHU 05/15/2012

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) Each Restricted Stock Unit ("RSU") represents a contingent right to receive at settlement one share of Altera common stock at no cost.
- (2) On May 12, 2009, the reporting person received a grant of RSUs that vest over a three-year period beginning on May 13, 2010. One third of the RSUs vested on May 13, 2012 and shares were delivered to the reporting person on May 14, 2012.
- (3) On May 6, 2010, the reporting person received a grant of RSUs that vest over a three-year period beginning on May 13, 2011. One third of the RSUs vested on May 13, 2012 and shares were delivered to the reporting person on May 14, 2012.

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- (4) On May 10, 2011, the reporting person received a grant of RSUs that vest over a three-year period beginning on May 13, 2012. One third of the RSUs vested on May 13, 2012 and shares were delivered to the reporting person on May 14, 2012.

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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