

ALTERA CORP  
Form 4  
June 15, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
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 \*  
**WATERS JEFFREY**

(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)  
**06/12/2015**

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)  
**SVP & GM, Business Unit**

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	(D)	Price
Common Stock	06/12/2015		M		7,980	A	\$ 35.21
Common Stock	06/12/2015		S		7,980	D	\$ 51.515
Common Stock	06/12/2015		M		25,500	A	\$ 39.76
Common Stock	06/12/2015		S		25,500	D	\$ 51.515
Common Stock	06/12/2015		S		1,376	D	\$ 51.6028

(1)

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Common Stock	06/12/2015	S	17,998	D	\$ 51.5102 <u>(2)</u>	1,661	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 Security (Instr. 3 and 4)
Non-Qualified Stock Option (right to buy)	\$ 35.21 <u>(3)</u>	06/12/2015		M	7,980	<u>(4)</u> 07/30/2022 <u>(5)</u>	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 39.76 <u>(3)</u>	06/12/2015		M	25,500	<u>(6)</u> <u>(5)</u>	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WATERS JEFFREY 101 INNOVATION DRIVE SAN JOSE, CA 95134			SVP & GM, Business Unit	

## Signatures

Jeffrey W  
Waters 06/15/2015

            
\*\*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) The 1,376 shares were sold in 2 lots; 376 shares were sold at \$51.60 and 1,000 shares were sold at \$51.6039. The price reported above represents the weighted average sale price.
- (2) The 17,998 shares were sold in 2 lots; 600 shares were sold at \$51.515 and 17,398 shares were sold at \$51.51. The price reported above represents the weighted average sale price.
- (3) The per share exercise price for the shares to be issued pursuant to exercise of an option shall be no less than 100% of the fair market value on the date of grant.
- (4) The option, representing a right to purchase a total of 15,959 shares, vests at a rate of 25% annually from July 30, 2012, subject to the Reporting Person's continuing employment and the provisions in Altera's form of option agreement.
- (5) The grant shall expire ten years from the date of grant.
- (6) The option, representing a right to purchase a total of 34,000 shares, vests at a rate of 25% annually from January 30, 2012, subject to the Reporting Person's continuing employment and the provisions in Altera's form of option agreement.

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.