

BERLAN DENIS  
Form 4/A  
February 13, 2007

**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 \*  
**BERLAN DENIS**

(Last) (First) (Middle)  
**C/O ALTERA CORP, 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)  
**01/29/2007**

4. If Amendment, Date Original Filed (Month/Day/Year)  
**01/31/2007**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Executive Vice President & COO**

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |
| Common Stock                    | 01/29/2007                           | 01/29/2007   | M <sup>(1)</sup>               | 19,000 A  | \$ 7.6407   | 484,642  | D   |
| Common Stock                    | 01/29/2007                           | 01/29/2007   | S <sup>(2)</sup>               | 19,000 D  | \$ 20.0378  | 465,642  | D   |
| Common Stock                    | 01/29/2007                           | 01/29/2007   | M <sup>(3)</sup>               | 9,500 A   | \$ 13.0157  | 475,142  | D   |
| Common Stock                    | 01/29/2007                           | 01/29/2007   | S <sup>(2)</sup>               | 9,500 D   | \$ 20.039   | 465,642  | D   |
| Common Stock                    | 01/30/2007                           |  | M                              | 13,334 A  | \$ 0  | 478,976  | D   |

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|              |            |   |       |   |          |         |   |        |
|--------------|------------|---|-------|---|----------|---------|---|--------|
| Common Stock | 01/30/2007 | F | 6,100 | D | \$ 19.91 | 472,876 | D |        |
| Common Stock |            |   |       |   |          | 6,640   | I | by Son |

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 Underlying Security (Instr. 3 and 4) |              |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date                                   | Title        |
|  |  |                                      |  |                                |   | Code   | V (A) (D)   |              |
| Non-Qualified Stock Options (right to buy) | \$ 7.6407  | 01/29/2007                           | 01/29/2007   | M                              | 19,000  | 02/01/2001 <sup>(1)</sup>                                | 12/12/2007  | Common Stock |
| Non-Qualified Stock Options (right to buy) | \$ 13.0157   | 01/29/2007                           | 01/29/2007   | M                              | 9,500   | 02/01/2002 <sup>(3)</sup>                                | 12/16/2008  | Common Stock |
| Restricted Stock Unit (RSU)                | <sup>(4)</sup>   | 01/30/2007                           |  | M                              | 13,334  | 01/30/2007 <sup>(5)</sup>                                | 01/30/2016  | Common Stock |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                                |       |
|---|---------------|-----------|--------------------------------|-------|
|   | Director      | 10% Owner | Officer                        | Other |
| BERLAN DENIS<br>C/O ALTERA CORP<br>101 INNOVATION DRIVE<br>SAN JOSE, CA 95134 |               |           | Executive Vice President & COO |       |

## Signatures

\s\ Denis M.  
Berlan

02/13/2007

\_\_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) Exercise of non-qualified stock option granted 12/12/1997.
- (2) Sale made pursuant to a rule 10b5-1 Plan.
- (3) Exercise of non-qualified stock option granted 12/16/1998.
- (4) Represents restricted stock units payable solely in common stock. Each restricted stock unit represents a contingent right to receive one share of common stock.
- (5) The RSU Award shares vest periodically over a period of three (3) years.

### Remarks:

This Amendment is filed to correct the Form 4 filed on 1-31-07 in its entirety.

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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