

ALTERA CORP
Form 4
June 15, 2015

FORM 4

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

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

OMB APPROVAL

OMB
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(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
____X____ Officer (give title below) ____ Other (specify below)

SVP & GM, Business Unit

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
Common Stock	06/12/2015		M	7,980 A	\$ 35.21 29,015	D	
Common Stock	06/12/2015		S	7,980 D	\$ 51.515 21,035	D	
Common Stock	06/12/2015		M	25,500 A	\$ 39.76 46,535	D	
Common Stock	06/12/2015		S	25,500 D	\$ 51.515 21,035	D	
Common Stock	06/12/2015		S	1,376 D	\$ 51.6028 19,659	D	

(1)

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Common Stock 06/12/2015 S 17,998 D \$ 51.5102 1,661 D (2)

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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
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 7
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 2

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.

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