

ALTERA CORP
Form 4
May 03, 2006

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 *
SARKISIAN NATHAN

(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 [a\$tr1ed]

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

05/01/2006

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)

Sr Vice President and CFO

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	05/01/2006		M ⁽¹⁾	5,000	A \$ 13.0157	16,074	D
Common Stock	05/01/2006		S ⁽²⁾	5,000	D \$ 21.8	11,074	D
Common Stock	05/01/2006		M ⁽¹⁾	5,000	A \$ 13.0157	16,074	D
Common Stock	05/01/2006		S ⁽²⁾	5,000	D \$ 21.8011	11,074	D
Common Stock	05/01/2006		M ⁽¹⁾	15,000	A \$ 13.0157	26,074	D

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Common Stock	05/01/2006	<u>S</u> (2)	15,000	D	\$ 21.81	11,074	D
Common Stock	05/01/2006	<u>M</u> (1)	10,000	A	\$ 13.0157	21,074	D
Common Stock	05/01/2006	<u>S</u> (2)	10,000	D	\$ 21.84	11,074	D
Common Stock	05/01/2006	<u>M</u> (1)	5,000	A	\$ 13.0157	16,074	D
Common Stock	05/01/2006	<u>S</u> (2)	5,000	D	\$ 21.85	11,074	D
Common Stock	05/01/2006	<u>M</u> (1)	5,000	A	\$ 13.0157	16,074	D
Common Stock	05/01/2006	<u>S</u> (2)	5,000	D	\$ 21.8601	11,074	D
Common Stock	05/01/2006	<u>M</u> (1)	5,000	A	\$ 13.0157	16,074	D
Common Stock	05/01/2006	<u>S</u> (2)	5,000	D	\$ 21.8639	11,074	D
Common Stock	05/01/2006	<u>M</u> (1)	5,000	A	\$ 13.0157	16,074	D
Common Stock	05/01/2006	<u>S</u> (2)	5,000	D	\$ 21.8648	11,074	D
Common Stock	05/01/2006	<u>M</u> (1)	5,000	A	\$ 13.0157	16,074	D
Common Stock	05/01/2006	<u>S</u> (2)	5,000	D	\$ 21.8814	11,074	D
Common Stock	05/01/2006	<u>M</u> (1)	5,000	A	\$ 13.0157	16,074	D
Common Stock	05/01/2006	<u>S</u> (2)	5,000	D	\$ 21.9	11,074	D

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)

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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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 13.0157	05/01/2006		M ⁽¹⁾	5,000	01/01/2003	12/16/2008	Common Stock	5,000
Non-Qualified Stock Option (right to buy)	\$ 13.0157	05/01/2006		M ⁽¹⁾	5,000	01/01/2003	12/16/2008	Common Stock	5,000
Non-Qualified Stock Option (right to buy)	\$ 13.0157	05/01/2006		M ⁽¹⁾	15,000	01/01/2003	12/16/2008	Common Stock	15,000
Non-Qualified Stock Option (right to buy)	\$ 13.0157	05/01/2006		M ⁽¹⁾	10,000	01/01/2003	12/16/2008	Common Stock	10,000
Non-Qualified Stock Option (right to buy)	\$ 13.0157	05/01/2006		M ⁽¹⁾	5,000	01/01/2003	12/16/2008	Common Stock	5,000
Non-Qualified Stock Option (right to buy)	\$ 13.0157	05/01/2006		M ⁽¹⁾	5,000	01/01/2003	12/16/2008	Common Stock	5,000
Non-Qualified Stock Option (right to buy)	\$ 13.0157	05/01/2006		M ⁽¹⁾	5,000	01/01/2003	12/16/2008	Common Stock	5,000
Non-Qualified Stock Option (right to buy)	\$ 13.0157	05/01/2006		M ⁽¹⁾	5,000	01/01/2003	12/16/2008	Common Stock	5,000
Non-Qualified Stock Option (right to buy)	\$ 13.0157	05/01/2006		M ⁽¹⁾	5,000	01/01/2003	12/16/2008	Common Stock	5,000
Non-Qualified Stock Option (right to buy)	\$ 13.0157	05/01/2006		M ⁽¹⁾	5,000	01/01/2003	12/16/2008	Common Stock	5,000
Non-Qualified Stock Option (right to buy)	\$ 13.0157	05/01/2006		M ⁽¹⁾	5,000	01/01/2003	12/16/2008	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SARKISIAN NATHAN C/O ALTERA CORP 101 INNOVATION DRIVE SAN JOSE, CA 95134			Sr Vice President and CFO	

Signatures

/s/Nathan M. Sarkisian	05/03/2006
**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 12/16/1998.
- (2) Sale made pursuant to a rule 10b5-1 Plan.

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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