

ALTERA CORP  
Form 8-K  
July 17, 2007

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

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of**  
**the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): July 11, 2007

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**ALTERA CORPORATION**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**0-16617**  
(Commission File Number)

**77-0016691**  
(IRS Employer  
Identification No.)

**101 Innovation Drive, San Jose, California**  
(Address of principal executive offices)

**95134**  
(Zip Code)

Registrant's telephone number, including area code: (408) 544-7000

**Not Applicable**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

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- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.03. Amendment to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

The Board of Directors of Altera Corporation (the Company) amended and restated the Company's By-laws (the By-laws), effective as of July 11, 2007. Article VI of the By-laws was amended to provide for the issuance of uncertificated shares. The ability to issue uncertificated shares allows the Company to participate in the Direct Registration System, which is currently administered by The Depository Trust Company. The Direct Registration System permits investors to have securities registered in their names without the issuance of physical certificates and allows investors to electronically transfer securities to broker-dealers in order to effect transactions without the risks and delays associated with transferring physical certificates. The full text of the By-laws, as amended and restated, is filed as Exhibit 3.2 hereto, and amended Article VI thereof is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

3.2 By-laws of the Registrant, as currently in effect

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**ALTERA CORPORATION**

/s/ Katherine E. Schuelke  
Katherine E. Schuelke  
Vice President, General Counsel and Secretary

Dated: July 16, 2007

**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description</b>
3.2	By-laws of the Registrant, as currently in effect