FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name ar Scapa J		Altair Engineering Inc. [ALTR]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner							
(Last)		3. Date of 07/29/20		ransact	ion (M	lonth/Day/Yea		Officer (give title Other (specify below) Chief Executive Officer								
1820 E. I		4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)							
(Street) TROY							Form filed by One Reporting Person Form filed by More than One Reporting Person									
(City)	_[Rule 1	0b5-1	(c) T	rans	saction Ir	ndicat	ion								
					Check this box to indicate that a transaction was made pursuant to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Ins							tract, instructi on 10.	on or writ	ten plan tha	t is intende	d to
		Tab	le I - Non-Der	ivat	ive Sec	urities	Acqu	ired,	Disposed	of, o	Beneficia	lly Owne	t			
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Ye					2A. Deen Executio if any (Month/D	n Date,	3. Transaction Code (Instr. 8)		4. Securities Acquire Disposed Of (D) (Ins			5. Amount of Securities Beneficially Owned Following Reported		6. Owners Form: Dir (D) or Indi (I) (Instr. 4	rect Ind rect Bei Ow	7. Nature of Indirect Beneficial Ownership (Instr. 4)
							Code	v	Amount	(A) or (D)	Price	Transactio (Instr. 3 ar				,
Class A (07/29/20	24			C		6,500	A \$0		6,500		I	R. De of da Ma	James Scapa sclaration Trust ted arch 5, 87 ⁽¹⁾		
Class A C	Common Sto	ock	07/29/20)24			S ⁽²⁾		5,017 ⁽²⁾	D	\$87.9646 ⁽³⁾	1,48	33	I	R. De of da Ma	James Scapa sclaration Trust ted arch 5, 87 ⁽¹⁾
Class A (Common Sto	ock	07/29/20)24			S ⁽²⁾		1,483(2)	D	\$88.5966(4)	0		I	R. De of da Ma	James Scapa eclaration Trust ted arch 5, 87 ⁽¹⁾
Class A Common Stock 07/29/202-				24			С		6,500	A	\$0	6,500		I	By JRS Investment LLC ⁽⁵⁾	
Class A Common Stock 07/29/2024				24			S ⁽²⁾		5,016(2)	D	\$87.9646 ⁽³⁾	1,484		I	I In LI	
Class A Common Stock 07/29/2024							S ⁽²⁾		1,484(2)	D	\$88.5966(4)	0		I	In	JRS vestments $C^{(5)}$
Class A Common Stock												134,04	45 ⁽⁶⁾	D		
Class A Common Stock												1,19	3 (7)	I	Ву	wife
		1	able II - Deriv								Beneficially securities)	/ Owned				
Derivative Conversion Date Exe Security or Exercise (Month/Day/Year) if ar		3A. Deemed Execution Date, if any (Month/Day/Year)	omed 4. on Date, Tran		5. Number 6. Date Expirat		ate Ex	rercisable and 7. Title Amou sy/Year) Secur Under Deriva		le and unt of rities	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		D. wnership orm: irect (D) r Indirect) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	

		1	able II - Deriva (e.g.,					uired, Dis s, options				Owned			
1. Title of Derivative Security (Instr. 3) Class B Common Stock	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year) 07/29/2024	3A. Deemed Execution Date, if any (Month/Day/Year)	Code (8)	ction	of Deri Seci Acq (A) o Disp of (E	r. 3, 4	Experies Enteror Expiration Dr (Month/Day/\)	isDatable and te ear)	Titletle and Amount of Securities Underlyin Class A're Common Stock	Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned FC10.267.110 Transaction(s) (Instr. 4)		11. Nature of Indirect By James I R. Scapalip Declaration of Trust dated March 5, 1987 ⁽¹⁾
Class B Common Stock	\$0	07/29/2024		С			6,500	(8)	(8)	Class A Common Stock	6,500	\$0	6,652,682	I	By JRS Investments LLC ⁽⁵⁾
Explanatio	n of Respons	es:									Amount				

- 1. Reporting person serves as Trustee. Reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniar Number therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes o Date tion 16 or Expinationer purpose.

 On the sale of the shares of Class A Common Stock were made pursuant to a plan intended to Domple Will Rule 10b3-10 fthe Exchange Act, previously entered into on March 11, 2024.
- 3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$87.42 to \$88.415 per share, inclusive. The reporting person undertakes to provide to Altair Engineering Inc., any security holder of Altair Engineering Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth herein.
- 4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$88.42 to \$88.90 per share, inclusive. The reporting person undertakes to provide to Altair Engineering Inc., any security holder of Altair Engineering Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth herein.
- 5. Reporting person serves as Manager. Reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.
- 6. Includes 88,194 Class A Common Stock restricted stock units that are unvested.
- 7. Includes 20 Class A Common Stock restricted stock units that are unvested.
- 8. Each share of Class B common stock is immediately convertible, at the option of the shareholder, into one share of Class A common stock and shall automatically convert into Class A common stock upon the occurrence of certain events. Please see Altair Engineering Inc. Registration Statement filed with the Securities and Exchange Commission on Form S-1 (File No. 333-220710) for a description of the conversion rights.

/s/ Raoul Maitra, attorney-in-07/30/2024 fact for James R. Scapa

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.