Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington,	D.C.	20549
vvasimigton,	D.C.	20040

	Washington	, D.C. 20549	
STATEMENT (	OF CHANGES I	IN BENEFICIAL	<b>OWNERSHIP</b>

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPROVAL								
OMB Number: 3235-0287								
Estimated average burden								
hours per response	: 0.5							

					or Se	ection 3	30(h) o	f the	nvestm	nent C	ompany Act c	of 1940								
Name and Address of Reporting Person*     Morof Howard N			2. Issuer Name and Ticker or Trading Symbol Altair Engineering Inc. [ ALTR ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  Officer (give title Other (spec					ner				
(Last) (First) (Middle) C/O ALTAIR ENGINEERING INC. 1820 E. BIG BEAVER ROAD						3. Date of Earliest Transaction (Month/Day/Year) 04/21/2020							- X Officer (give title Other (specify below) below)  Chief Financial Officer							
(Street)	M	[ 4	8083		4. If <i>i</i>	4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting     Person						า
(City)	(St	ate) (2	Zip)																	
		Table	I - N	on-Deriva	tive :	Secu	rities	Ac	quired	d, Di	sposed of	, or E	Benefi	icia	lly Own	ed				
1. Title of Security (Instr. 3)			2. Transacti Date (Month/Day	- 1	Execution Date,		3. Transaction Code (Instr. 8)				Acquired (A) or (D) (Instr. 3, 4 and		Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		Indire Bene Owne	eficial ership		
									Code V		Amount	(A) or (D)	Price	,	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
Class A C	Common St	ock		04/21/2020		20			G	V	1,343	D	\$0.	00	5,39	2 <sup>(1)</sup>	D			
Class A Common Stock 04/21/20		020				G	V	1,343	A	\$0.	00	329,	781		I	Mor Rev Trus	rocable st dated gust 7,			
Class A Common Stock													141,	080		I	Mor Irrev Gran Trus Sept	vocable		
		Tal	ble II								oosed of, convertib				y Owne	d				
1. Title of Derivative Security  1. Title of Derivative Security  1. Conversion or Exercise Price of Derivative Security  2. Conversion Date (Month/Day/Year)  3. Transaction Date Execution Date, if any (Month/Day/Year)		eemed ution Date,	4. Transa	Transaction of Code (Instr. Derivative		mber ative rities ired osed						8. Price of Derivative Security (Instr. 5)		9. Numl derivati Securiti Benefic Owned Followi Reporte Transac (Instr. 4	ve les ially ng ed ction(s)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Date Exerc	isable	Expiration Date	Title	Amount or Number of Shares	er						

## **Explanation of Responses:**

- 1. Includes 5.392 Class A Common Stock restricted stock units that are unvested.
- 2. The Reporting Person serves as trustee. The 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.

## Remarks:

/s/ Raoul Maitra, attorney-infact for Howard N. Morof

04/22/2020

\*\* 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.