

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION**

Washington, D.C. 20549

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**

OMB APPROVAL

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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 and Address of Reporting Person* <u>Marraccini Jeffrey</u> (Last) (First) (Middle) <u>C/O ALTAIR ENGINEERING INC.</u> <u>1820 E. BIG BEAVER RD.</u> (Street) <u>TROY MI 48083</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>02/16/2022</u>	3. Issuer Name and Ticker or Trading Symbol <u>Altair Engineering Inc. [ALTR]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>See Remarks</u>	5. If Amendment, Date of Original Filed (Month/Day/Year) <u>02/28/2022</u> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Class A Common Stock</u>	<u>4,608⁽¹⁾⁽²⁾</u>	<u>D</u>	

**Table II - Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
<u>Stock Option (Right to Buy)</u>	<u>(3)</u>	<u>06/09/2027</u>	<u>Class A Common Stock</u> 640	<u>5.18</u>	<u>D</u>	
<u>Stock Option (Right to Buy)</u>	<u>(4)</u>	<u>06/02/2030</u>	<u>Class A Common Stock</u> 12,000	<u>39.82</u>	<u>D</u>	
<u>Stock Option (Right to Buy)</u>	<u>(5)</u>	<u>12/02/2030</u>	<u>Class A Common Stock</u> 12,000	<u>52.03</u>	<u>D</u>	

Explanation of Responses:

- This amendment is being filed to correct the number of securities beneficially owned. The number of securities beneficially owned was misstated on the Reporting Person's original Form 3 filed with the Securities and Exchange Commission on February 28, 2022.
- Includes 2,746 Class A Common Stock restricted stock units that are unvested. Also includes 109 Class A Common Stock purchased under the Altair Engineering Inc. 2021 Employee Stock Purchase Plan in a transaction exempt under Rule 16b-3(c).
- The options vest in 4 equal annual installments commencing on June 9, 2018.
- On June 2, 2020, the Reporting Person was granted options covering 12,000 shares of Class A Common Stock. Of such options, options covering 6,000 shares vest on June 2, 2022 and options covering 6,000 shares vest on June 2, 2023.
- On December 2, 2020, the Reporting Person was granted options covering 12,000 shares of Class A Common Stock. Of such options, options covering 6,000 shares vest on December 2, 2022 and options covering 6,000 shares vest on December 2, 2023.

Remarks:

Chief Information Security Officer

/s/ Raoul Maitra, attorney-
in-fact for Jeffrey 03/02/2023
Marraccini

** 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 5 (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.

