FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 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 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 X Officer (give title Other (specify below) Chief Financial Officer | | | | | |
|---|---|---|-------------------|--|---|--|-----------------------------------|----------------------|---|------------------------------------|---|--|---|--|--|--|---|--|
| (Last) (First) (Middle) C/O ALTAIR ENGINEERING INC. 1820 E. BIG BEAVER ROAD | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 03/16/2021 | | | | | | | | | | | | | |
| (Street) TROY MI 48083 | | | 4.1 | 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 | | | | | | |
| (City) (State) (Zip) | | | | | | | | | | | | | | | | | | |
| 1 Title of 9 | Security (Inst | | I - Non-Deriva | _ | 2A. Deemed | Acq | uir | ed, l | | - | | | Ily Own | | 6 Own | nership | 7. Nature of | |
| Date | | | | ar) l | Execution Date, | | Transaction Code (Instr. 8) | | 4. Securities Acquired (A Disposed Of (D) (Instr. 3, | | str. 3, 4 a | nd 5) | Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | | Form: Direct (D) or Indirect (I) (Instr. 4) | | Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | | Co | Code V | | Amount | (A) or (D) | or Price | | | | | | | |
| Class A Common Stock 03/16/202 | | | 1 | | S | 3 | | 388 | D | \$60.4 | 18(1) | 6,590(2) | | D | | | | |
| Class A Common Stock | | | | | | | | | | | | | 289, | I R T A | | By Howard N. Morof Revocable Trust dated August 7, 1992 ⁽³⁾ | | |
| Class A Common Stock | | | | | | | | | | | | | 141,080 | | I | | By Howard N. Morof Irrevocable Grantor Trust dated September 11, 2017 ⁽³⁾ | |
| | | Tal | ole II - Derivati | | Securities calls, warr | | | | | | | | / Owne | d | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | version Date Secution Date Execution Date Execution Date if any (Month/Day/Year) (Month/Day/Year) | | | | umber vative urities uired r osed) r. 3, 4 | 6. E | Date E | - | d 7. An Se Ur De Se | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | | 10. Owners Form: Direct (or Indir (I) (Insti | Beneficial Ownership ect (Instr. 4) | |
| | | | Code | ie V (A) | (D) | Date Exercis | | Expirati ble Date | on Tit | Num of | | | | | | | | |

Explanation of Responses:

- 1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$59.867 to \$60.43 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.
- 2. Includes 5,671 Class A Common Stock restricted stock units that are unvested
- 3. 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

03/18/2021

** 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.