SEC Form 4	
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Instruction 1(b)

# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

l	OMB Number: 3	3235-0287									
l	Estimated average burden										
I	hours per response:	0.5									

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

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

			or Section So(ii) of the investment Company Act of 1940	
			2. Issuer Name and Ticker or Trading Symbol Altair Engineering Inc. [ ALTR ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner
	(First) IR ENGINEERING		3. Date of Earliest Transaction (Month/Day/Year) 02/16/2021	Officer (give title Other (specify below) below)
1820 E. BIG BEAVER ROAD (Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person
TROY	MI	48083		Form filed by More than One Reporting Person
(City)	(State)	(Zip)		

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class A Common Stock	02/16/2021		С		15,941	Α	\$0.00	15,941	D	
Class A Common Stock	02/16/2021		<b>S</b> <sup>(1)</sup>		6,582(1)	D	<b>\$</b> 65.103 <sup>(2)</sup>	9,359	D	
Class A Common Stock	02/16/2021		<b>S</b> <sup>(1)</sup>		3,786 <sup>(1)</sup>	D	<b>\$</b> 66.287 <sup>(3)</sup>	5,573	D	
Class A Common Stock	02/16/2021		<b>S</b> <sup>(1)</sup>		4,586 <sup>(1)</sup>	D	<b>\$</b> 67.29 <sup>(4)</sup>	987	D	
Class A Common Stock	02/16/2021		<b>S</b> <sup>(1)</sup>		987(1)	D	<b>\$</b> 67.894 <sup>(5)</sup>	0	D	
Class A Common Stock	02/17/2021		С		14,059	Α	\$0.00	14,059	D	
Class A Common Stock	02/17/2021		<b>S</b> <sup>(1)</sup>		11,159 <sup>(1)</sup>	D	\$62.354(6)	2,900	D	
Class A Common Stock	02/17/2021		<b>S</b> <sup>(1)</sup>		2,300(1)	D	<b>\$63.41</b> <sup>(7)</sup>	600	D	
Class A Common Stock	02/17/2021		<b>S</b> <sup>(1)</sup>		<b>600</b> <sup>(1)</sup>	D	\$64.219(8)	0	D	

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

(e.g., puts, cans, warrants, options, convertible securities)															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		of		erivative curities cquired ) or sposed (D) (Instr.		ate of Securities		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Class B Common Stock	\$0.00	02/16/2021		С			15,941	(9)	(9)	Class A Common Stock	15,941	\$0.00	7,088,063	D	
Class B Common Stock	\$0.00	02/17/2021		С			14,059	(9)	(9)	Class A Common Stock	14,059	\$0.00	7,074,004	D	

### Explanation of Responses:

1. The sale of the shares of Class A Common Stock were made pursuant to a plan intended to comply with Rule 10b5-1 of the Exchange Act, previously entered into on June 15, 2020 and as modified on December 15, 2020.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$64.73 to \$65.72 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.

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$65.73 to \$66.72 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 \$66.73 to \$67.72 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. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$67.73 to \$68.23 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.

6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$61.94 to \$62.93 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.

7. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$62.94 to \$63.92 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.

8. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$63.96 to \$64.52 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.

9. 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.'s Registration Statement filed with the Securities and Exchange Commission on Form S-1 (File No. 333-225412) for a description of the conversion rights.

**Remarks:** 

#### /s/ Raoul Maitra, attorney-in-02/18/2021 fact for JRS Investments, LLC

\*\* 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.