FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Washington, D.C. 2004

STATEMENT	OF CHANGES IN	I BENEFICIAL	OWNERSHIP

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

Name and Address of Reporting Person*     Scapa James Ralph		2. Issuer Name <b>and <sup>-</sup></b> Altair Enginee				S. Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director X 10% Owner     Officer (give title Other (specify))						
(Last) (First) (Middle C/O ALTAIR ENGINEERING INC. 1820 E. BIG BEAVER RD.		3. Date of Earliest Tra 06/17/2021	ansactio	on (Mo	onth/Day/Year)		X Officer (give title Other (specify below)  Chief Executive Officer					
	4	1. If Amendment, Dat	te of Ori	ginal I	Filed (Month/D		6. Individual or Joint/Group Filing (Check Applicable					
(Street) TROY MI 48083						LIII	X Form filed by One Reporting Person Form filed by More than One Reporting					
(City) (State) (Zip)								Person				
Table I -	Non-Derivati	ve Securities A	Acquii	red, I	Disposed	of, or	Beneficia	lly Owned				
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)			ction Instr.	4. Securities Acquired (A Disposed Of (D) (Instr. 3,			5. Amount of Securities Beneficially Owned Follo Reported	Form: (D) or	Direct Ind Indirect Ber tr. 4) Ow	lature of rect leficial nership tr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction( (Instr. 3 and		(ins	u. 4)	
Class A Common Stock	06/17/2021		С		9,940	A	\$0	9,940	)	R. De of dat	James Scapa claration Trust ed urch 5, 37(1)	
Class A Common Stock	06/17/2021		S <sup>(2)</sup>		9,740 <sup>(2)</sup>	D	\$62.98 <sup>(3)</sup>	200		R. De of dat	James Scapa claration Trust ed urch 5, 37 <sup>(1)</sup>	
Class A Common Stock	06/17/2021		S <sup>(2)</sup>		200(2)	D	\$63.425 <sup>(4</sup>	0		R. De of dat	James Scapa claration Trust ed arch 5,	
Class A Common Stock	06/17/2021		С		9,993	A	\$0	9,993	3	I Inv	JRS vestments C <sup>(5)</sup>	
Class A Common Stock	06/17/2021		S <sup>(2)</sup>		9,211 <sup>(2)</sup>	D	\$62.966 <sup>(6</sup>	782		I Inv	JRS restments C <sup>(5)</sup>	
Class A Common Stock	06/17/2021		S <sup>(2)</sup>		782 <sup>(2)</sup>	D	\$63.382 <sup>(7</sup>	0		I Inv	JRS vestments C <sup>(5)</sup>	
Class A Common Stock								119,290	) <sup>(8)</sup>	D		
Table		e Securities Ac s, calls, warran						y Owned				
Derivative Conversion Date Execusive Or Exercise (Month/Day/Year) if any	eemed 4. Ition Date, Tran	saction le (Instr. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Da Expir (Mon	te Exe	ercisable and Date (//Year)	7. Title Amour Securi Underl Deriva	and nt of ties	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)	

		Т	able II - Deriva (e.g.,					uired, Dis s, options	•	•	-	/ Owned			
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		6. Date Exercisable and Expiration Date (Month/Day/Year)		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. 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	06/17/2021		С			9,940	(9)	(9)	Class A Common Stock	9,940	\$0	10,635,996	I	By James R. Scapa Declaration of Trust dated March 5, 1987 <sup>(1)</sup>
Class B Common Stock	\$0	06/17/2021		С			9,993	(9)	(9)	Class A Common Stock	9,993	\$0	6,954,004	I	By JRS Investments LLC <sup>(5)</sup>

## **Explanation of Responses:**

- 1. Reporting person serves as Trustee. 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.
- 2. 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.
- 3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$62.405 to \$63.39 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 \$63.42 to \$63.43 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.
- 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. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$62.35 to \$63.32 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 \$63.35 to \$63.42 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. Includes 47,000 Class A Common Stock restricted stock units that are unvested.
- 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. 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-infact for James R. Scapa 06/21/2021

\*\* 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.