

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>Daniel Jennifer</u>			2. Issuer Name and Ticker or Trading Symbol <u>Schrodinger, Inc. [SDGR]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) _____ X _____ See Remarks			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>12/07/2020</u>			6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person _____			
C/O SCHRODINGER, INC. 120 WEST 45TH STREET, 17TH FLOOR			4. If Amendment, Date of Original Filed (Month/Day/Year)						
(Street)	(City)	(State)	(Zip)						
NEW YORK	NY		10036						

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)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/07/2020		M ⁽¹⁾		1,923	A	\$4.34	8,611	D	
Common Stock	12/07/2020		M ⁽¹⁾		10,033	A	\$3.07	18,644	D	
Common Stock	12/07/2020		s ⁽¹⁾		1,923	D	\$66.65	16,721	D	
Common Stock	12/07/2020		s ⁽¹⁾		7,881	D	\$68.3405 ⁽²⁾	8,840	D	
Common Stock	12/07/2020		s ⁽¹⁾		2,152	D	\$68.9519 ⁽³⁾	6,688	D	
Common Stock	12/08/2020		M ⁽¹⁾		1,922	A	\$4.34	8,610	D	
Common Stock	12/08/2020		M ⁽¹⁾		10,033	A	\$3.07	18,643	D	
Common Stock	12/08/2020		s ⁽¹⁾		2,899	D	\$64.3289 ⁽⁴⁾	15,744	D	
Common Stock	12/08/2020		s ⁽¹⁾		2,105	D	\$65.1421 ⁽⁵⁾	13,639	D	
Common Stock	12/08/2020		s ⁽¹⁾		3,400	D	\$66.3332 ⁽⁶⁾	10,239	D	
Common Stock	12/08/2020		s ⁽¹⁾		3,551	D	\$67.272 ⁽⁷⁾	6,688	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, 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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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
Stock Option (right to buy)	\$4.34	12/07/2020		M ⁽¹⁾			1,923	(8)	11/29/2028	Common Stock	1,923	\$0.00	12,373	D	
Stock Option (right to buy)	\$3.07	12/07/2020		M ⁽¹⁾			10,033	(9)	04/07/2027	Common Stock	10,033	\$0.00	26,755	D	
Stock Option (right to buy)	\$4.34	12/08/2020		M ⁽¹⁾			1,922	(8)	11/29/2028	Common Stock	1,922	\$0.00	10,451	D	
Stock Option (right to buy)	\$3.07	12/08/2020		M ⁽¹⁾			10,033	(9)	04/07/2027	Common Stock	10,033	\$0.00	16,722	D	

Explanation of Responses:

- These transactions were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 14, 2020.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$67.80 to \$68.79, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the U.S. Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (2) through (7) of this Form 4.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$68.80 to \$69.11, inclusive.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$63.80 to \$64.79, inclusive.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$64.80 to \$65.71, inclusive.

6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$65.81 to \$66.78, inclusive.
7. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$66.82 to \$67.47, inclusive.
8. This option was granted on November 29, 2018. The shares underlying the option vested with respect to 25% of the shares on December 31, 2019 and the remainder are scheduled to vest in equal monthly installments through December 31, 2022.
9. This option was granted on April 7, 2017. The shares underlying the option are scheduled to vest in equal yearly installments from February 22, 2017 through February 22, 2021.

Remarks:

Senior Vice President and Chief Human Resources Officer

/s/ Donald Shum, as attorney-
in-fact for Jennifer Daniel 12/09/2020

** 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.

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