
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934
(Amendment No.)

Filed by the Registrant Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

SCHRÖDINGER, INC.

(Name of registrant as specified in its charter)

(Name of person(s) filing proxy statement, if other than the registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
 - Fee paid previously with preliminary materials.
 - Fee computer on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i) and 0-11.
-

**Important Notice Regarding the Availability of Proxy Materials for the
Stockholder Meeting To Be Held on June 15, 2022**

Your **Vote** Counts!

SCHRÖDINGER, INC.

2022 Annual Meeting

June 15, 2022 10:00 AM ET

Virtual Meeting Site: www.virtualshareholdermeeting.com/SDGR2022



SCHRÖDINGER, INC.
1560 BROADWAY, 24TH FLOOR
NEW YORK, NY 10036



DB5582-P72344

You invested in **SCHRÖDINGER, INC.** and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting.

Get informed before you vote

View the Notice and Proxy Statement and Annual Report online OR you can receive a free paper or email copy of the material(s) by requesting prior to June 1, 2022. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit www.ProxyVote.com

Control #

Smartphone users

Point your camera here and
vote without entering a
control number



Vote in Advance of the Meeting

Vote by June 14, 2022 11:59 PM ET.

Visit www.ProxyVote.com

Vote Virtually at the Meeting*

Vote on June 15, 2022

10:00 AM ET

Visit www.virtualshareholdermeeting.com/SDGR2022

*Please check the meeting materials for any special requirements for meeting attendance.

VI.1

THIS IS NOT A VOTABLE BALLOT

This is an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends
1. Election of Class II Directors	
Nominees:	
1a. Jeffrey Chodakewitz	✔ For
1b. Michael Lynton	✔ For
1c. Nancy A. Thornberry	✔ For
2. Approval of an advisory vote on executive compensation.	✔ For
3. Holding an advisory vote on the frequency of future executive compensation advisory votes.	1 Year
4. Approval of the Schrödinger, Inc. 2022 Equity Incentive Plan.	✔ For
5. Ratification of the appointment of KPMG LLP as our independent registered public accounting firm for the fiscal year ending December 31, 2022.	✔ For
NOTE: Such other business as may properly come before the meeting or any adjournment thereof.	

Prefer to receive an email instead? While voting on www.ProxyVote.com, be sure to click "Sign up for E-delivery".

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Voting Items	Board Recommends
2. Approval of an advisory vote on executive compensation.	<input checked="" type="radio"/> For
3. Holding an advisory vote on the frequency of future executive compensation advisory votes.	<input checked="" type="radio"/> 1 Year
4. Approval of the Schrodinger, Inc. 2022 Equity Incentive Plan.	<input checked="" type="radio"/> For
5. Ratification of the appointment of KPMG LLP as our independent registered public accounting firm for the fiscal year ending December 31, 2022.	<input checked="" type="radio"/> For

NOTE: Such other business as may properly come before the meeting or any adjournment thereof.

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