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

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

1. Name and Address of Reporting Person
Munchel Patricia M.C.

C/O PAE INCORPORATED
7799 LEESBURG PIKE, SUITE 300 NORTH

FALLS CHURCH VA 22043

2. Issuer Name and Ticker or Trading Symbol
PAE Inc [ PAE ]

3. Date of Earliest Transaction (Month/Day/Year)
05/01/2020

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

Director
10% Owner
EVP & CHRO

3. Transaction
14,438
(5)

1. Title of Security (Instr. 3)

2. Transaction Date (Month/Day/Year)

3A. Deemed Executed Date, if any (Month/Day/Year)

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)


1. Title of Derivative Security (Instr. 3)

2. Conversion or Exercise Price of Derivative Security

3. Transaction Date (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 Beneficially Owned Following 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)

<table>
<thead>
<tr>
<th>Code</th>
<th>V</th>
<th>Amount</th>
<th>(A) or (D)</th>
<th>Price</th>
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<td>V</td>
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Restricted Stock Units

(3)(2)

(3)

39,460

D

Restricted Stock Units

(2)

05/01/2020

A

14,438

D

Restricted Stock Units

(2)

05/01/2020

A

36,036

D

Explanation of Responses:
1. These restricted stock units were granted on April 14, 2020 and previously reported on a Form 4 filed April 15, 2020.
2. Each restricted stock unit represents a contingent right to receive one share of PAE Incorporated's Class A Common Stock.
3. The restricted stock units vest on February 10, 2021.
4. The restricted stock units vest in four equal annual installments beginning February 10, 2021.
5. The restricted stock units vest on February 10, 2022.

Remarks:

By: /s/ Paul W. Cobb, Jr., as attorney-in-fact for Patricia Munchel

5/05/2020

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).


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.