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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. )*  

PAE INCORPORATED
(Name of Issuer)

CLASS A COMMON STOCK, PAR VALUE $0.0001 PER SHARE
(Title of Class of Securities)

69290Y109
(CUSIP Number)

February 4, 2020
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule 13G is filed:

[   ] Rule 13d-1(b)
[X] Rule 13d-1(c)
[   ] Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person’s initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934 (“Act”) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).
CUSIP No. 69290Y109

(1) Names of Reporting Persons

    Park West Asset Management LLC

(2) Check the Appropriate Box if a Member of a Group

    (a) [    ]
    (b) [    ]

(3) SEC Use Only

(4) Citizenship or Place of Organization

    Delaware

Number of Shares Beneficially Owned By Each Reporting Person With

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>(5) Sole Voting Power:</td>
<td>0</td>
</tr>
<tr>
<td>(6) Shared Voting Power:</td>
<td>2,000,000*</td>
</tr>
<tr>
<td>(7) Sole Dispositive Power:</td>
<td>0</td>
</tr>
<tr>
<td>(8) Shared Dispositive Power:</td>
<td>2,000,000*</td>
</tr>
</tbody>
</table>

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

    2,000,000*

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions):

    [    ]

(11) Percent of Class Represented by Amount in Row (9)

    5.0%*

(12) Type of Reporting Person

    IA

* See Item 4 for additional information.
CUSIP No. 69290Y109

(1) Names of Reporting Persons
   Peter S. Park

(2) Check the Appropriate Box if a Member of a Group
   (a) [    ]
   (b) [    ]

(3) SEC Use Only

(4) Citizenship or Place of Organization
   United States of America

Number of Shares Beneficially Owned By Each Reporting Person With

(5) Sole Voting Power: 0
(6) Shared Voting Power: 2,000,000*
(7) Sole Dispositive Power: 0
(8) Shared Dispositive Power: 2,000,000*

(9) Aggregate Amount Beneficially Owned by Each Reporting Person
   2,000,000*

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions):
    [    ]

(11) Percent of Class Represented by Amount in Row (9)
    5.0%*

(12) Type of Reporting Person
    IN

* See Item 4 for additional information.
Item 1(a). Name Of Issuer:
PAE Incorporated (the “Company”)

Item 1(b). Address of Issuer’s Principal Executive Offices:
7799 Leesburg Pike, Suite 300 North
Falls Church, Virginia 22043

Item 2(a). Name of Person Filing:
This report on Schedule 13G (this “Schedule 13G”) is being jointly filed by (i) Park West Asset Management LLC, a Delaware limited liability company (“PWAM”), and (ii) Peter S. Park (“Mr. Park” and, together with PWAM, the “Reporting Persons”).

Item 2(b). Address of Principal Business Office or, if None, Residence:
The address for the Reporting Persons is: 900 Larkspur Landing Circle, Suite 165, Larkspur, California 94939.

Item 2(c). Citizenship:
PWAM is organized under the laws of the State of Delaware. Mr. Park is a citizen of the United States.

Item 2(d). Title of Class of Securities:
Class A common stock, par value $0.0001 per share (the “Class A Common Stock”).

Item 2(e). CUSIP No.:
69290Y109

Item 3. If This Statement Is Filed Pursuant to Section 240.13d-1(b) or 240.13d-2(b) or (c), check whether the Person Filing is a:
Not Applicable.
**Item 4. Ownership:**

As reported in the cover pages to this report, the ownership information with respect to each of PWAM and Mr. Park is as follows:

<table>
<thead>
<tr>
<th>Description</th>
<th>Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>(a) Amount Beneficially Owned:</td>
<td>2,000,000*</td>
</tr>
<tr>
<td>(b) Percent of Class:</td>
<td>5.0%*</td>
</tr>
<tr>
<td>(c) Number of Shares as to which such person has:</td>
<td></td>
</tr>
<tr>
<td>(i) Sole power to vote or to direct the vote:</td>
<td>0</td>
</tr>
<tr>
<td>(ii) Shared power to vote or to direct the vote:</td>
<td>2,000,000*</td>
</tr>
<tr>
<td>(iii) Sole power to dispose or to direct the disposition of:</td>
<td>0</td>
</tr>
<tr>
<td>(iv) Shared power to dispose or to direct the disposition of:</td>
<td>2,000,000*</td>
</tr>
</tbody>
</table>

* PWAM is the investment manager to Park West Investors Master Fund, Limited, a Cayman Islands exempted company (“PWIMF”), and Park West Partners International, Limited, a Cayman Islands exempted company (together with PWIMF, the “PW Funds”). Mr. Park is the sole member and manager of PWAM. As of the date requiring filing of this Schedule 13G, PWAM and Mr. Park may be deemed to beneficially own 2,000,000 shares of Class A Common Stock held in the aggregate by the PW Funds.

The reported beneficial ownership percentage is based upon approximately 40,000,000 shares of Class A Common Stock issued and outstanding as of November 12, 2019, based on information reported by the Company in its Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 12, 2019.
Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: [ ]

Item 6. Ownership of More Than Five Percent on Behalf of Another Person

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person

Not Applicable.

Item 8. Identification and Classification of Members of the Group

Not Applicable.

Item 9. Notice of Dissolution of Group

Not Applicable.

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.
SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 14, 2020

PARK WEST ASSET MANAGEMENT LLC

By:  /s/ Grace Jimenez
     ________________________________
     Name: Grace Jimenez
     Title: Chief Financial Officer

/s/ Peter S. Park
Peter S. Park

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001)
Exhibit Index

Exhibit

1. Joint Filing Agreement, dated as of February 14, 2020, by and between Park West Asset Management, LLC and Peter S. Park.
Exhibit 1

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the persons named below agree to the joint filing on behalf of them of a statement on Schedule 13G (including amendments thereto) with respect to the Class A common stock, par value $0.0001 per share, of PAE Incorporated, and further agree that this Joint Filing Agreement be included as Exhibit 1 to such Schedule 13G. In evidence thereof, the undersigned hereby execute this agreement this 14th day of February, 2020.

PARK WEST ASSET MANAGEMENT LLC

By: /s/ Grace Jimenez

Name: Grace Jimenez
Title: Chief Financial Officer

/s/ Peter S. Park

Peter S. Park