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:
   PEIFFER CHARLES
   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):
   02/10/2020

4. If Amendment, Date of Original Filed (Month/Day/Year):
   
5. Relationship of Reporting Person(s) to Issuer:
   Director
   EVP & CFO
   10% Owner

6. Individual or Joint/Group Filing (Check Applicable Line):
   Form filed by One Reporting Person
   Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>02/10/2020</td>
<td>A</td>
<td></td>
<td>A</td>
<td>26,892</td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 4)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Code V Amount (A) or (D)</td>
<td>Date Exercisable Expiration Date Amount or Number of Shares</td>
<td>Title</td>
<td>Price of Derivative Security</td>
<td>Number of derivative Securities Beneficially Owned</td>
<td>Ownership Form</td>
<td>Nature of Indirect Beneficial Ownership</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Code V (A) (D) Date Exercisable Expiration Date Title Amount or Number of Shares</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:
1. Represents shares acquired pursuant to the consummation of the transactions (collectively, the "Business Combination") contemplated by the Agreement and Plan of Merger by and among Gores Holdings III, Inc. ("Gores"), EAP Merger Sub, Inc., EAP Merger Sub II, LLC, Shay Holding Corporation ("Shay"), and Platinum Equity Advisors, LLC. At the effective time of the Business Combination, the equity interests held by the stockholders of Shay were automatically converted into the right to receive a combination of cash and shares of the Issuer's Class A Common Stock.

Remarks:

By: /s/ Paul W. Cobb, Jr., as attorney-in-fact for Charles D. Peiffer

** Signature of Reporting Person **

By: /s/ Paul W. Cobb, Jr., as attorney-in-fact for Charles D. Peiffer 02/12/2020

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.

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.