1. Name and Address of Reporting Person

Gores Sponsor III LLC

9800 WILSHIRE BLVD.

2. Name of Issuer

PAE Inc

PAE

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

06/05/2020

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

06/05/2020

5. Relationship of Reporting Person(s) to Issuer

X

Director

X

10% Owner

6. Individual or Joint/Group Filing (Check Applicable Line)

X

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

| Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 5. Securities Acquired (A) or Disposed Of (D) (Instr. 4 and 5) | 6. Ownership Code
<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td>[A] or [D]</td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>[ (A) or (D) ]</td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>Price of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</td>
<td></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>Title of Derivative Security (Instr. 2)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 4)</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. 3 and 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>Warrants to Purchase Shares of Class A Common Stock</td>
<td>$11.5</td>
<td>06/05/2020</td>
<td>[A]</td>
<td>5,483,741</td>
<td>03/11/2020</td>
<td>03/11/2025</td>
<td>Class A Common Stock, par value $0.0001 per share</td>
<td>5,483,741</td>
<td>0</td>
<td>D</td>
</tr>
<tr>
<td>Warrants to Purchase Shares of Class A Common Stock</td>
<td>$11.5</td>
<td>06/05/2020</td>
<td>[A]</td>
<td>5,020,639</td>
<td>03/11/2020</td>
<td>03/11/2025</td>
<td>Class A Common Stock, par value $0.0001 per share</td>
<td>5,020,639</td>
<td>0</td>
<td>I</td>
</tr>
</tbody>
</table>

Explanation of Responses:

1. Gores Sponsor III, LLC ("Sponsor") made an in-kind distribution of 5,483,741 warrants ("Warrants") to purchase 5,483,741 shares of Class A common stock of Pae Incorporated (the "Issuer"). AEG Holdings, LLC ("AEG") is the managing member of Sponsor. Alec Gores is the managing member of AEG. As such, Alec Gores may be deemed to have beneficial ownership of the securities beneficially owned by AEG and Sponsor.
2. Of the 5,483,741 Warrants distributed by Sponsor described in footnote 1 above, AEG received 5,020,639 Warrants in the distribution-in-kind.

3. Because of the relationship among the reporting persons, the reporting persons may be deemed to beneficially own the securities reported herein to the extent of their respective pecuniary interests. Each reporting person disclaims beneficial ownership of the securities reported herein, except to the extent of such reporting person's pecuniary interest therein, if any. Pursuant to Rule 16a-1(a)(4) under the Exchange Act, this filing shall not be deemed an admission that the reporting persons are, for purposes of Section 16 of the Exchange Act or otherwise, the beneficial owners of any equity securities in excess of their respective pecuniary interests.

Remarks:

Gores Sponsor III LLC, By: Andrew McBride, Attorney-in-Fact 06/08/2020
AEG Holdings, LLC, By: Andrew McBride, Attorney-in-Fact 06/08/2020
Alec Gores, By: Andrew McBride, Attorney-in-Fact 06/08/2020

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.