SEC Form 4

FORM 4

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287
Estimated average	burden
hours per response	: 0.5

	obligations may continue. See Instruction 1(b).	Filed pursu or S
1. N	ame and Address of Reporting Perso	.n* 2. ls

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

iled 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 Addre		g Person [*]	2. Issuer Name and Tick <u>Certara, Inc.</u> [CE	0	Symbol	(Check	tionship of Reporti all applicable) Director Officer (give title	10%	Issuer Owner r (specify			
(Last) C/O CERTARA 100 OVERLOO	· · ·	(Middle) R. SUITE 101	3. Date of Earliest Transa 10/01/2021	action (Month/I	Day/Year)	X	below)	belov NT, SIMCYP	v)`			
(Street) PRINCETON (City)	NJ (State)	08540 (Zip)	4. If Amendment, Date o	f Original Filed	(Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Grou Form filed by On Form filed by Mo Person	e Reporting Pe	rson			
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1 Title of Security	(Instr 2)	2 Trans	ction 24 Deemed	3	Securities Acquired (A)	or	5 Amount of	6 Ownershin	7 Nature			

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	10/01/2021		S ⁽¹⁾		16,587	D	\$33.39 ⁽²⁾	303,290	D	
Common Stock	10/01/2021		S ⁽¹⁾		2,767	D	\$34.24 ⁽³⁾	300,523	D	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of Deriv Secu Acqu (A) of Dispo of (D)	erivative (Month/Day/Year) scurities aquired) or sposed (D) str. 3, 4		Expiration Date (Month/Day/Year)		Expiration Date		e and ınt of rities rlying ative rity (Instr. 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)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares						

Explanation of Responses:

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan previously adopted by the Reporting Person.

2. This transaction was executed in multiple trades at prices ranging from \$32.82 to \$33.82. The price reported above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

3. This transaction was executed in multiple trades at prices ranging from \$33.83 to \$34.55. The price reported above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

<u>/s/ Richard M. Traynor,</u> <u>Attorney-in Fact for Robert P.</u> <u>10/04/2021</u> <u>Aspbury</u>

** 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).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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.