

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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* <u>Aspbury Robert</u> <hr/> (Last) (First) (Middle) C/O CERTARA, INC. 100 OVERLOOK CENTER, SUITE 101 <hr/> (Street) PRINCETON NJ 08540 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Certara, Inc. [CERT]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>PRESIDENT; SCIENTIFIC SOFTWARE</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/05/2024</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

Rule 10b5-1(c) Transaction Indication

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/05/2024		A		11,960	A	\$0 ⁽¹⁾	288,025	D	
Common Stock	03/05/2024		F ⁽²⁾		5,622	D	\$18.88	282,403	D	
Common Stock	03/05/2024		A		3,589	A	\$0 ⁽³⁾	285,992	D	
Common Stock	03/05/2024		F ⁽⁴⁾		1,689	D	\$18.88	284,303	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. 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 Underlying 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)
				Code	V		Date Exercisable	Expiration Date					

Explanation of Responses:

- Each performance stock unit ("PSU") was granted on April 1, 2021, under the Certara, Inc. 2020 Incentive Plan and represents a right to receive one share of common stock. The PSUs are subject to the achievement of certain performance objectives over a three-year period from January 1, 2021 to December 31, 2023. The PSUs were vested and settled on March 5, 2024.
- Represents shares of the issuer withheld to satisfy tax withholding obligations in connection with the vesting of PSUs described in footnote 1.
- Each PSU was granted on July 1, 2021, under the Certara, Inc. 2020 Incentive Plan and represents a right to receive one share of common stock. The PSUs are subject to the achievement of certain performance objectives over a three-year period from January 1, 2021 to December 31, 2023. The PSUs were vested and settled on March 5, 2024.
- Represents shares of the issuer withheld to satisfy tax withholding obligations in connection with the vesting of PSUs described in footnote 3.

/s/ Richard M. Traynor,
Attorney-in-Fact for Robert P. Aspbury 03/06/2024

** 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.