Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D	.C. 20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person (Check all applicable) Medpace Holdings, Inc. [ MEDP ] Medpace Investors, LLC Director X 10% Owner 3. Date of Earliest Transaction (Month/Day/Year) Officer (give title Other (specify (First) (Middle) 02/21/2024 below) below) (Last) C/O MEDPACE HOLDINGS, INC. 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) 5375 MEDPACE WAY Form filed by One Reporting Person Form filed by More than One Reporting (Street) Person CINCINNATI 45227 OH Rule 10b5-1(c) Transaction Indication (City) (State) (Zip) 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 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 5. Amount of 6. Ownership 7. Nature Execution Date if any Transaction Securities Beneficially Form: Direct of Indirect (Month/Day/Year) Code (Instr. (D) or Indirect **Beneficial** (Month/Day/Year) 8) Owned Following Reported (Instr. 4) (A) or (D) Transaction(s) Code ٧ Price Amount (Instr. 3 and 4) 02/21/2024  $S^{(1)}$ Common Stock 36,012 \$383 44(2) 5,489,947 D D Common Stock 02/22/2024  $S^{(1)}$ \$395.98(3) 100,000 D 5,389,947 D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 3A. Deemed Execution Date. 1. Title of 3. Transaction 5. Number 6. Date Exercisable and 8. Price of 9. Number of 11. Nature Conversion Derivative Transaction Expiration Date Amount of Derivative derivative Ownership of Indirect if any (Month/Day/Year) Securities Underlying Security (Instr. 3) or Exercise Price of (Month/Day/Year) Code (Instr. 8) Derivative (Month/Day/Year) Security (Instr. 5) Form: Direct (D) Beneficial Beneficially

## **Explanation of Responses:**

Derivative

Security

1. The transactions reported on this Form 4 were effected pursuant to a limit order placed by the Reporting Person during an open window period.

Code ν

2. The reported price is a weighted average price. These shares were sold in multiple transactions ranging from \$379.96 to \$386.56. The Reporting Person undertakes to provide full pricing information to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission upon request.

Date

Exercisable

Expiration

Securities Acquired (A) or Disposed

of (D) (Instr. 3, 4

and 5)

(A) (D)

3. The reported price is a weighted average price. These shares were sold in multiple transactions ranging from \$390.86 to \$401.45. The Reporting Person undertakes to provide full pricing information to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission upon request.

## Remarks:

/s/ Stephen P. Ewald, Authorized Signatory for Medpace Investors, LLC

Derivative

Title

Security (Instr. 3 and 4)

Amount Numbe

Shares

02/23/2024

Owned Following

Reported

Transaction(s) (Instr. 4)

Ownership

(Instr. 4)

or Indirect (I) (Instr. 4)

\*\* 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.