| SEC Form 4 |
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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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|  | Check this box if no longer subject<br>to Section 16. Form 4 or Form 5<br>obligations may continue. See<br>Instruction 1(b). |  |
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## 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 Addre                                       | ess of Reporting Pers<br>gust J. | son* | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>Medpace Holdings, Inc.</u> [ MEDP ] | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>X Director X 10% Owner |   |       |                       |  |  |
|---|----------------------------------|------|--|--|---|-------|-----------------------|--|--|
| (Last)<br>C/O MEDPACE<br>5375 MEDPAC                    | HOLDINGS, INC.                   |      | 3. Date of Earliest Transaction (Month/Day/Year)<br>08/06/2020                               | X  | Officer (give title<br>below)<br>President                                | & C   | Other (specify below) |  |  |
| (Street)<br>CINCINNATI OH 45227<br>(City) (State) (Zip) |                                  |      | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                     | 6. Indiv<br>Line)<br>X   | idual or Joint/Group<br>Form filed by One<br>Form filed by More<br>Person | Repor | ting Person           |  |  |

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

|                                 |  |   |   | , - |                       | ,             |                         | ,   |  |   |
|---------------------------------|--|---|---|-----|-----------------------|---------------|-------------------------|---|--|---|
| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code (Instr.<br>8) |     |                       |               |                         | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership |
|                                 |  |   | Code                                    | v   | Amount                | (A) or<br>(D) | Price                   | Reported<br>Transaction(s)<br>(Instr. 3 and 4)                | (Instr. 4)   | (Instr. 4)  |
| Common Stock                    |  |   |   |     |                       |               |                         | 616,643   | D  |   |
| Common Stock                    | 08/06/2020                                 |   | S <sup>(1)</sup>                        |     | 15,033(1)             | D             | \$122.43 <sup>(2)</sup> | 7,097,170   | I  | By<br>Medpace<br>Investors,<br>LLC <sup>(3)</sup>   |
| Common Stock                    | 08/07/2020                                 |   | S <sup>(1)</sup>                        |     | 19,942 <sup>(1)</sup> | D             | \$123.63 <sup>(4)</sup> | 7,077,228   | I  | By<br>Medpace<br>Investors,<br>LLC <sup>(3)</sup>   |

|   |  |  |   |                              |   |             |     |  |                    |   |  |   |  |  | LLCO                                  |
|---|--|--|---|------------------------------|---|-------------|-----|--|--------------------|---|--|---|--|--|---------------------------------------|
|   | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned   (e.g., puts, calls, warrants, options, convertible securities) |  |   |                              |   |             |     |  |                    |   |  |   |  |  |                                       |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security  | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | 5. Number 6 |     | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr.<br>3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4 | Beneficial<br>Ownership<br>(Instr. 4) |
|   |  |  |   | Code                         | v | (A)         | (D) | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |                                       |

Explanation of Responses:

1. The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by Medpace Investors, LLC ("MPI") on March 4, 2020.

2. The reported price is a weighted average price. These shares were sold in multiple transactions ranging from \$121.47 to \$126.09. 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.

3. The Reporting Person is the sole manager and controlling unit holder of MPI and has sole voting and investment control with respect to the securities held by MPI. The Reporting Person may be deemed to indirectly beneficially own the securities of the Issuer held by MPI but disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein.

4. The reported price is a weighted average price. These shares were sold in multiple transactions ranging from \$121.485 to \$124.925. 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.

<u>/s/ Stephen P. Ewald,</u>

Attorney-in-Fact for August J. 08/10/2020 Troendle

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $^{\ast}$  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.