| SEC Form 4 |
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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 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

| Instruction 1(b). | Filed pursuant to Section 16(a) of the Securities Exchange Act of 19 | 34 |
|--|--|---|
| | or Section 30(h) of the Investment Company Act of 1940 | |
| 1. Name and Address of Reporting Person [*] Troendle August J. | 2. Issuer Name and Ticker or Trading Symbol <u>Medpace Holdings, Inc.</u> [MEDP] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner |
| (Last) (First) (Middle) C/O MEDPACE HOLDINGS, INC. 5375 MEDPACE WAY | 3. Date of Earliest Transaction (Month/Day/Year) 08/26/2020 | X Officer (give title Other (specify below) below) President & CEO |
| (Street) CINCINNATI OH 45227 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 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

| 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) | | | | | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership |
|---------------------------------|--|---|---|---|----------------------|---------------|-------------------------|---|--|---|
| | | | Code | v | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | (Instr. 4) | (Instr. 4) |
| Common Stock | | | | | | | | 616,643 | D | |
| Common Stock | 08/26/2020 | | S ⁽¹⁾ | | 13,889(1) | D | \$123.53 ⁽²⁾ | 6,792,800 | I | By Medpace Investors, LLC ⁽³⁾ |
| Common Stock | 08/27/2020 | | S ⁽¹⁾ | | 2,034 ⁽¹⁾ | D | \$121.94 ⁽⁴⁾ | 6,790,766 | I | By Medpace Investors, LLC ⁽³⁾ |

| | | | | | | | | | | | | | | | LEC |
|---|--|--|---|--------|--|-----|--|---------------------|---|-------|---|--|--|---------------------------------------|-----|
| | 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) | Code (| 4. 5. Number Transaction Code (Instr. Derivative | | 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) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4 | 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 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 \$122.57 to \$124.58. 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 \$121.02 to \$123.07. 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. 08/28/2020 Troendle

Date

** Signature of Reporting Person

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.