FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person* <u>Troendle August J.</u>						2. Issuer Name <b>and</b> Ticker or Trading Symbol Medpace Holdings, Inc. [ MEDP ]									k all app Direc	tor	X	10% (	Owner
(Last) (First) (Middle) C/O MEDPACE HOLDINGS, INC. 5375 MEDPACE WAY					3. Date of Earliest Transaction (Month/Day/Year) 07/29/2020								X	X Officer (give title below) Other (specify below)  President & CEO					
(Street) CINCINNATI OH 45227 (City) (State) (Zip)				7	4. 1	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Indi Line) X	ividual or Joint/Group Filing (Check Applicable 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)		ction	4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 a			5. Amo Securit Benefic Owned		unt of ies cially Following	Form (D) o Indire	ect (I)	7. Nature of Indirect Beneficial Ownership
								Coc	Code V		Amount	(A) or (D) Price			Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		(Instr. 4)
Common Stock									T						61	6,643		D	
Common Stock				07/29/2020				S <sup>(1</sup>	S <sup>(1)</sup>		47,106 <sup>(1)</sup>	D	\$123.99 <sup>(2)</sup>		7,280,452				By Medpace Investors, LLC <sup>(3)</sup>
Common Stock				07/30/2020				S <sup>(1</sup>	S <sup>(1)</sup>		42,955(1)	D	D \$120.79 <sup>(4)</sup>		7,237,497			I	By Medpace Investors, LLC <sup>(3)</sup>
	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)	erivative Conversion Date Execution Date (Month/Day/Year) Execution Date			Deemed ecution Date, ny	4. Tran	e (Instr.	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		r 6. Date Ex Expiration (Month/Da		ercisable and Date	7. Titl Amor Secu Unde Deriv Secu	7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4)		Price of rivative curity str. 5)	ive derivative y Securities	e los s li llly l	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	e V	(A) (		Date Exer	e rcisabl	Expiration le Date	Title	Amou or Numb of Share	er					

## **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 \$120.925 to \$125.405. 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 \$118.495 to \$124.015. 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.

/s/ Stephen P. Ewald, Attorney-in-Fact for August J. 07/31/2020 **Troendle** 

\*\* 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.