

| OMB APPROVAL                                 |           |
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**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*<br><u>McCoy David M.</u><br><br>(Last) (First) (Middle)<br><u>C/O P10, INC.</u><br><u>4514 COLE AVENUE, SUITE 1600</u><br><br>(Street)<br><u>DALLAS TX 75205</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>P10, Inc. [ PX ]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br>Director _____ 10% Owner _____<br>Officer (give title below) <u>X</u> Other (specify below) _____<br>See Remarks |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>03/08/2024</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  |   |  |   |
| Class A Common Stock            | 03/09/2024                           |  | M                              |   | 43,155  | A          | \$0.00 | 81,375  | D  |   |
| Class A Common Stock            | 03/09/2024                           |  | F                              |   | 11,830  | D          | \$8.09 | 69,545  | 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 | (A)  | (D) | Date Exercisable   | Expiration Date |   |  |  |   |  | Title |
| Restricted Stock Unit                      | \$0.00   | 03/08/2024                           |  | A                              |   | 63,330   |     | 03/08/2025   | 03/08/2025      | Class A Common Stock  | 63,330                                     | \$0.00   | 63,330  | D  |       |
| Stock Options                              | \$7.99   | 03/08/2024                           |  | A                              |   | 11,657   |     | (I)  | 03/08/2034      | Class A Common Stock  | 11,657                                     | \$0.00   | 11,657  | D  |       |
| Restricted Stock Unit                      | \$0.00   | 03/09/2024                           |  | M                              |   | 43,155   |     | 03/09/2024   | 03/09/2024      | Class A Common Stock  | 43,155                                     | \$0.00   | 0   | D  |       |

**Explanation of Responses:**

1. 25% of the options vest on the second, third, fourth and fifth anniversary of the applicable grant date, subject to continuous employment through the vesting date and earlier vesting upon the occurrence of certain events.

**Remarks:**

This Form 4 is being filed by Mr. McCoy (the "Reporting Person"). The Reporting Person may be deemed to be a member of a Section 13(d) group that collectively beneficially owns more than 10% of the Issuer's outstanding Common Stock. The securities reported herein do not include any securities held by any group member other than the Reporting Person, as such securities are being reported in separate Form 4 filings.

/s/Amanda Coussens, Attorney  
in Fact for the Reporting 03/15/2024  
Persons

\*\* 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.