FORM 4

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 0.5 hours per response:

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

Instruction 1(b).			Filed p		t to Section 16(a) o tion 30(h) of the Inv					4			
1. Name and Addre Blatherwick (Last) C/O P10, INC. 4514 COLE AV	Nell M. (First)	(Middle)	<u>I</u>	<u>P10, 1</u>	r Name and Ticker [nc. [PX] of Earliest Transact						ationship of Reporting call applicable) Director Officer (give title below) Member of 10	10% C X Other below	Owner (specify)
(Street) DALLAS (City)	TX (State)	75205 (Zip)	4	1. If Am	endment, Date of C	Original	Filed (Month/Day/Year	·)	6. Indiv Line)	ridual or Joint/Group Form filed by One Form filed by Mor Person	e Reporting Pers	on
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned													
		2. Transacti Date (Month/Day		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4) Amount (A) or (D)		A) or 3, 4 and 5) Price	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)	

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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	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Class A Common Stock ⁽¹⁾⁽¹²⁾	10/25/2021		С		112,603	A	(2)(3)	112,603	D ⁽⁴⁾		
Class A Common Stock ⁽¹⁾⁽¹²⁾	10/25/2021		S		112,603	D	\$12	0	D ⁽⁴⁾		
Class A Common Stock ⁽¹⁾⁽¹²⁾	10/25/2021		С		474,540	A	(2)(3)	474,540	D ⁽⁵⁾		
Class A Common Stock ⁽¹⁾⁽¹²⁾	10/25/2021		S		474,540	D	\$12	0	D ⁽⁵⁾		
Class A Common Stock ⁽¹⁾⁽¹²⁾	10/25/2021		С		474,540	A	(2)(3)	474,540	D ⁽⁶⁾		
Class A Common Stock ⁽¹⁾⁽¹²⁾	10/25/2021		S		474,540	D	\$12	0	D ⁽⁶⁾		
Class A Common Stock ⁽¹⁾⁽¹²⁾	10/25/2021		С		474,540	A	(2)(3)	474,540	D ⁽⁷⁾		
Class A Common Stock ⁽¹⁾⁽¹²⁾	10/25/2021		S		474,540	D	\$12	0	D ⁽⁷⁾		
Class A Common Stock ⁽¹⁾⁽¹²⁾	10/25/2021		С		313,679	A	(2)(3)	313,679	D ⁽⁸⁾		
Class A Common Stock ⁽¹⁾⁽¹²⁾	10/25/2021		S		313,679	D	\$12	0	D ⁽⁸⁾		
Class A Common Stock ⁽¹⁾⁽¹²⁾	10/25/2021		С		152,818	A	(2)(3)	152,818	D (9)		
Class A Common Stock ⁽¹⁾⁽¹²⁾	10/25/2021		S		152,818	D	\$12	0	D ⁽⁹⁾		
Class A Common Stock ⁽¹⁾⁽¹²⁾	10/25/2021		С		152,818	A	(2)(3)	152,818	D ⁽¹⁰⁾		
Class A Common Stock ⁽¹⁾⁽¹²⁾	10/25/2021		S		152,818	D	\$12	0	D ⁽¹⁰⁾		
Class A Common Stock ⁽¹⁾⁽¹²⁾	10/25/2021		С		112,603	A	(2)(3)	112,603	D ⁽¹¹⁾		
Class A Common Stock ⁽¹⁾⁽¹²⁾	10/25/2021		S		112,603	D	\$12	0	D ⁽¹¹⁾		

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. Transa Code (8)				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)	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	Amount or Number of Shares		(Instr. 4)		
Class B Common Stock ⁽¹⁾⁽¹²⁾	(2)(3)	10/25/2021		С			112,603	(2)(3)	(2)(3)	Class A Common Stock	112,603	(2)(3)	1,051,360	D ⁽⁴⁾	
Class B Common Stock ⁽¹⁾⁽¹²⁾	(2)(3)	10/25/2021		С			474,540	(2)(3)	(2)(3)	Class A Common Stock	474,540	(2)(3)	4,430,734	D ⁽⁵⁾	
Class B Common Stock ⁽¹⁾⁽¹²⁾	(2)(3)	10/25/2021		С			474,540	(2)(3)	(2)(3)	Class A Common Stock	474,540	(2)(3)	4,430,734	D ⁽⁶⁾	
Class B Common Stock ⁽¹⁾⁽¹²⁾	(2)(3)	10/25/2021		С			474,540	(2)(3)	(2)(3)	Class A Common Stock	474,540	(2)(3)	4,430,734	D ⁽⁷⁾	
Class B Common Stock ⁽¹⁾⁽¹²⁾	(2)(3)	10/25/2021		С			313,679	(2)(3)	(2)(3)	Class A Common Stock	313,679	(2)(3)	2,928,790	D ⁽⁸⁾	

	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. Transa Code (8)				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)	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	Amount or Number of Shares		(Instr. 4)		
Class B Common Stock ⁽¹⁾⁽¹²⁾	(2)(3)	10/25/2021		С			152,818	(2)(3)	(2)(3)	Class A Common Stock	152,818	(2)(3)	1,426,847	D ⁽⁹⁾	
Class B Common Stock ⁽¹⁾⁽¹²⁾	(2)(3)	10/25/2021		С			152,818	(2)(3)	(2)(3)	Class A Common Stock	152,818	(2)(3)	1,426,847	D ⁽¹⁰⁾	
Class B Common Stock ⁽¹⁾⁽¹²⁾	(2)(3)	10/25/2021		С			112,603	(2)(3)	(2)(3)	Class A Common Stock	112,603	(2)(3)	1,051,360	D ⁽¹¹⁾	

Common Stock ⁽¹⁾⁽¹²⁾	(2)(3)	10/25/2021		С					
Class B Common Stock ⁽¹⁾⁽¹²⁾	(2)(3)	10/25/2021		С					
	d Address of wick Nell	Reporting Person*							
Diduici	WICK INCI	<u> </u>			_				
(Last) C/O P10,	INC.	(First)	(Middle)						
		JE, SUITE 1600							
(Street)					_				
DALLAS		TX	75205 						
(City)		(State)	(Zip)						
	d Address of David M	Reporting Person*							
(Last)		(First)	(Middle)						
C/O P10,		IE CLUTTE 1000							
	LE AVENU	JE, SUITE 1600							
(Street) DALLAS		TX	75205	75205					
(City)		(State)	(Zip)						
	lexander								
(Last) C/O P10,		(First)	(Middle)						
		JE, SUITE 1600							
(Street) DALLAS		TX	75205						
(City)		(State)	(Zip)						
	d Address of SS Michae	Reporting Person*							
(Last)		(First)	(Middle)		-				
C/O P10,		IP CLUTTE 4000							
	LE AVENU	JE, SUITE 1600							
(Street) DALLAS		TX	75205	75205					
(City)		(State)	(Zip)						
	d Address of Andrew 1	Reporting Person*							
(Last)		(First)	(Middle)		-				
C/O P10, 4514 COI		JE, SUITE 1600							
-		, 1 1112 1000			-				
(Street)									

DALLAS	TX	75205								
(City)	(State)	(Zip)								
1. Name and Address of Reporting Person* Thomas P. Danis, Jr. Revocable Living Trust dated March 10, 2003										
(Last) C/O P10, INC.		(Middle)								
4514 COLE A	4514 COLE AVENUE, SUITE 1600									
(Street) DALLAS	TX	75205								
(City)	(State)	(Zip)								

Explanation of Responses:

- 1. This Form 4 is being filed by (i) Nell M. Blatherwick, (ii) the Thomas P. Danis, Jr. Revocable Living Trust (the "Danis Trust"), (iii) Thomas P. Danis, as trustee of the Danis Trust, (iv) the Charles K. Huebner Trust (the "Huebner Trust"), (vi) Charles K. Huebner, as trustee of the Huebner Trust, (vi) the Jon I. Madorsky Revocable Trust (the "Madorsky Trust"), (vii) Jon I. Madorsky, as trustee of the Madorsky Trust, (viii) David McCoy, (ix) Alexander Abell, (x) Michael Feinglass and (xi) Andrew Nelson (collectively, the "Reporting Persons"). The Reporting Persons are members of a Section 13(d) group that collectively beneficially owns more than 10% of the Issuer's Common Stock. The securities reported herein do not include securities held by any group member other than the Reporting Persons, as such securities are being reported in separate Form 4 filings.
- 2. Holders of Class B Common Stock may elect to convert such shares on a one-for-one basis into Class A Common Stock at any time. After a Sunset (as defined below) becomes effective, each share of Class B Common Stock will automatically convert into Class A Common Stock.
- 3. Continued from Footnote 2: A "Sunset" is triggered by any of the earlier of the following: (i) the Sunset Holders (as defined in the amended and restated certificate of incorporation of the Issuer (the "Charter")) cease to maintain direct or indirect beneficial ownership of 10% of the outstanding shares of Class A Common Stock (determined assuming all outstanding shares of Class B Common Stock have been converted into Class A Common Stock), (ii) the Sunset Holders collectively cease to maintain direct or indirect beneficial ownership of at least 25% of the aggregate voting power of the outstanding shares of Common Stock, and (iii) upon the tenth anniversary of the effective date of the Charter. On October 25, 2021, each Reporting Person directed the sale of shares of Class B Common Stock, as reported herein, resulting in the automatic conversion of the shares into Class A Common Stock upon execution of the sale.
- 4. Represents securities of the Issuer owned directly by Ms. Blatherwick.
- 5. Represents securities of the Issuer beneficially owned by the Danis Trust and includes securities owned directly by Prism 2 LLC, of which Mr. Danis and his wife are co-managers and of which the Danis Trust is a member. Mr. Danis, as trustee of the Danis Trust, may be deemed to beneficially own the shares of Class B Common Stock beneficially owned by the Danis Trust.
- 6. Represents securities of the Issuer owned directly by the Huebner Trust. Mr. Huebner, as trustee of the Huebner Trust, may be deemed to beneficially own the securities of the Issuer owned directly by Mr. Huebner
- 7. Represents securities of the Issuer owned directly by the Madorsky Trust. Mr. Madorsky, as the trustee of the Madorsky Trust, may be deemed to beneficially own the shares of Class B Common Stock owned directly by the Madorsky Trust.
- 8. Represents securities of the Issuer owned directly by Mr. McCoy.
- 9. Represents securities of the Issuer owned directly by Mr. Abell.
- 10. Represents securities of the Issuer owned directly by Mr. Feinglass.
- 11. Representssecurities of the Issuer owned directly by Mr. Nelson.
- 12. Each of the Reporting Persons disclaims beneficial ownership of the securities of the Issuer reported herein, except to the extent of his, her or its pecuniary interest therein, and the filing of this Form 4 shall not be construed as an admission that the Reporting Persons are beneficial owners of the Issuer reported herein.

/s/William F. Souder, as

Attorney-in-Fact for the 10/27/2021

Reporting 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.