

OMB APPROVAL	
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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

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

1. Name and Address of Reporting Person* <u>Souder William F.</u>  (Last) (First) (Middle) C/O P10, INC. 4514 COLE AVENUE, SUITE 1600  (Street) DALLAS TX 75205  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>P10, Inc. [ PX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) Chief Operating Officer / See Remarks
	3. Date of Earliest Transaction (Month/Day/Year) 03/02/2023	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	03/02/2023		M		33,540	A	(1)	33,540	D(2)	
Class A Common Stock	03/02/2023		F		8,141	D	\$10.82	25,399	D(2)	

**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	Amount or Number of Shares				
Restricted Stock Units	(1)	03/02/2023		M			33,540	(3)	(3)	Class A Common Stock	33,540	\$0.00	0	D(2)	
Restricted Stock Units	(1)	03/09/2023		A		136,668		(4)	(4)	Class A Common Stock	136,668	\$0.00	136,668	D(2)	
Stock Option (right to buy)	\$9.93	03/09/2023		A		228,659		(5)	03/09/2033	Class A Common Stock	228,659	\$0.00	228,659	D(2)	

1. Name and Address of Reporting Person* <u>Souder William F.</u>  (Last) (First) (Middle) C/O P10, INC. 4514 COLE AVENUE, SUITE 1600  (Street) DALLAS TX 75205  (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>Souder Family LLC</u>  (Last) (First) (Middle) 4514 COLE AVENUE, SUITE 1600  (Street) DALLAS TX 75205  (City) (State) (Zip)

**Explanation of Responses:**

- Each restricted stock unit ("RSU") represents a right to receive one share of the Issuer's Class A Common Stock upon vesting.
- These securities are owned directly by Mr. Souder.
- On March 2, 2022, Mr. Souder was granted 33,540 RSUs, all of which vested on the first anniversary of such grant date.
- On March 9, 2023, Mr. Souder was granted a total of 136,668 RSUs, all of which will vest on the first anniversary of the grant date (March 9, 2024), provided that Mr. Souder remains in continuous service with the Issuer through such date.
- On March 9, 2023, Mr. Souder was granted a total of 75,529 stock options, all of which will vest on the fifth anniversary of the grant date (March 9, 2028), provided that Mr. Souder remains in continuous service

with the Issuer through such date.

**Remarks:**

This Form 4 is being filed by Souder Family LLC and Mr. Souder (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 outstanding Common Stock. The securities reported herein do not include any securities held by any group member other than the Reporting Persons, as such securities are being reported in separate Form 4 filings. The Reporting Persons disclaim beneficial ownership of the securities of the Issuer reported herein, except to the extent of his or its pecuniary interest therein, and the filing of this Form 4 shall not be construed as an admission that the Reporting Persons are the beneficial owners of the securities of the Issuer reported herein. Mr. Souder also serves as the Chief Operating Officer of the Issuer and as a director on the Board of Directors of the Issuer.

[/s/Amanda Coussens as  
Attorney-in-Fact for the  
Reporting Persons](#)

[03/13/2023](#)

\*\* 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.**