FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to writing the official that is intended.

Alpert Robert H

(Last)

(Street)

(First)

4514 COLE AVENUE, SUITE 1600

(Middle)

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

	fy the affirmations of Rule 10th tion 10.																			
					2. Issuer Name and Ticker or Trading Symbol P10, Inc. [PX]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director							
(Last) (First) (Middle) 4514 COLE AVENUE, SUITE 1600					3. Date of Earliest Transaction (Month/Day/Year) 12/04/2024								Officer (give title Other (specify below) See Remarks							
(Street) DALLAS TX 75205			;	4	4. If Amendment, Date				of Original Filed (Mo		'Day/Year)		Farm filed by Ma			up Filing (Check Ap		son		
(City)	(S	tate)	(Zip)											J	Person		ore than	one Rep	borting	
		Та	ble I -	Non-De	rivati	ve Se	cur	ities A	cquir	red,	Disposed o	of, or E	Benefic	ially	Owned					
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Yea		Exec if an	Deemed cution Date, y nth/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquire Disposed Of (D) (Inst				5. Amount of Securities Beneficially Owned Following Reported		Form:	nership Direct Indirect tr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
									Code	v	Amount	(A) or (D)	Price		Transaction (Instr. 3 and				(11150. 4)	
Class A (Common St	ock ⁽¹⁾⁽²⁾		12/04/2024				S ⁽³⁾		213,500	D	\$13.9	06(4)	300,000				See Footnote ⁽⁵⁾		
Class A Common Stock ⁽¹⁾⁽²⁾			12/04/2024					C		700,000	A	(6)(7	7)	1,000	,000		I	See Footnote ⁽⁵⁾		
Class A Common Stock ⁽¹⁾⁽²⁾			12/05/2024				S ⁽³⁾		130,000	D	\$13.89	36(8)	870,000				See Footnote ⁽⁵⁾			
Class A Common Stock ⁽¹⁾⁽²⁾			12/06/2024				S ⁽³⁾		95,000	D	\$13.37	′88 ⁽⁹⁾	775,000				See Footnote ⁽⁵⁾			
Class A Common Stock ⁽¹⁾⁽²⁾														0)	Г) (10)			
Class A Common Stock ⁽¹⁾⁽²⁾												0		D ⁽¹¹⁾						
			Table								isposed of				wned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	ion 3A. Deemed 4. 5. Number of 6. Date Exercisable Execution Date, Transaction Derivative Expiration Date		ercisable and Date	7. Title a of Secu Underly	and Amou rities ring ive Securi	unt	8. Price of Derivative Security (Instr. 5) Benefit Owned Following Report Transa		ve Owners es Form: ially Direct (or Indir ng (I) (Inst		Beneficial Ownership ct (Instr. 4)							
					Code	de V		(D)	Date Exer) rcisabl	Expiration le Date	Title	Amou or Numb of Sha	er		(Instr. 4)				
Class B Common Stock ⁽¹⁾⁽²⁾	(6)(7)	12/04/2024			C			700,000) (6)(7)	(6)(7)	Class A Commo Stock	n 700,	000	\$0	4,967	,397	I	See Footnote ⁽⁵⁾	
	nd Address of pital, LL	Reporting Person	·																	
(Last) 4514 CC	LE AVENU	(First) JE, SUITE 1600	•	Middle)																
(Street) DALLAS TX 75205			75205																	
(City) (State) (Zip)																				
1 Name a	nd Address of	Reporting Person																		

DALLAS	TX	75205						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person* Webb C Clark								
(Last) 4514 COLE AVE	(First) NUE, SUITE 1600	(Middle)						
(Street) DALLAS	TX	75205						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person* <u>COVENANT RHA PARTNERS, L.P.</u>								
(Last) 4514 COLE AVE	(First) NUE, SUITE 1600	(Middle)						
(Street) DALLAS	TX	75205						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person* CCW/LAW Holdings, LLC								
(Last) 4514 COLE AVE	(First) NUE, SUITE 1600	(Middle)						
(Street) DALLAS	TX	75205						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person* RHA Investments, Inc.								
(Last) (First) (Middle) 4514 COLE AVENUE, SUITE 1600								
(Street) DALLAS	TX	75205						
(City)	(State)	(Zip)						

Explanation of Responses:

- 1. This Form 4 is being filed by: (i) 210 Capital, LLC ("210 Capital"), in its capacity as the sole member of 210/P10 Acquisition Partners, LLC, the direct holder of shares of Class B Common Stock ("210/P10"); (ii) Covenant RHA Partners, L.P. ("RHA Partners"), in its capacity as member of 210 Capital; (iii) CCW/LAW Holdings, LLC ("CCW Holdings"), in its capacity as member of 210 Capital; (iv) Mr. Webb, individually and in his capacity as sole member of CCW Holdings; (v) RHA Investments, Inc. ("RHA Investments"), in its capacity as general partner of RHA Partners; and (vi) Mr. Alpert, individually and in his capacity as President and sole shareholder of RHA Investments (collectively, the "Reporting Persons").
- 2. (Continued from footnote 1) Each Reporting Person disclaims 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 such persons are beneficial owners of the securities of the Issuer reported herein.
- 3. The sales prices for the transactions reported herein were lower than the sales prices that were used to calculate short swing profits previously disgorged by or on behalf of Mr. Webb under Section 16(b) of the Securities Exchange Act of 1934, as amended, in connection with prior sales that may have been matchable with an inadvertent purchase made on behalf of Mr. Webb. Therefore, no further disgorgeable profits resulted from this reported sale.
- 4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$13.795 to \$14.18, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price.
- 5. These securities are owned directly by 210/P10. By virtue of their relationship with 210/P10 described in Footnote 1, each Reporting Person may be deemed to beneficially own the securities of the Issuer owned directly by 210/P10.
- 6. 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.
- 7. Continued from Footnote 6: 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 December 4, 2024, the Reporting Persons elected to convert 700,000 shares of Class B Common Stock into an equivalent number of shares of Class A Common Stock.
- 8. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$13.75 to \$14.005, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price.
- 9. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$13.25 to \$13.83, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price.
- 10. These securities are owned directly by Mr. Alpert.
- 11. These securities are owned directly by Mr. Webb.

Remarks:

The Reporting Persons may be deemed to be members of group under Section 13 that collectively beneficially owns more than 10% of the Issuer's Common Stock.

/s/C. Clark Webb, as Attorneyin-Fact for the Reporting Persons

12/06/2024

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.