

☒ 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

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* <u>Corbin Capital Partners, L.P.</u> (Last) (First) (Middle) <u>590 MADISON AVENUE, 31ST FLOOR</u> (Street) <u>NEW YORK NY 10022</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>ZeroFox Holdings, Inc. [ZFOX]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>08/02/2022</u> 4. If Amendment, Date of Original Filed (Month/Day/Year) <u>08/04/2022</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>Former 10% Owner</u> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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) | | 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 Ordinary Shares, par value \$0.0001 per share | 08/02/2022 | | S | | 6,555 | D | \$14.4037 ⁽⁴⁾ | 461,778 | I | See Footnotes ⁽¹⁾⁽³⁾ |
| Class A Ordinary Shares, par value \$0.0001 per share | 08/02/2022 | | S | | 13,109 | D | \$14.4037 ⁽⁴⁾ | 923,558 | I | See Footnotes ⁽²⁾⁽³⁾ |

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 | | Date Exercisable | Expiration Date | | | | | |

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| 1. Name and Address of Reporting Person* <u>Corbin Capital Partners, L.P.</u> (Last) (First) (Middle) <u>590 MADISON AVENUE, 31ST FLOOR</u> (Street) <u>NEW YORK NY 10022</u> (City) (State) (Zip) |
| 1. Name and Address of Reporting Person* <u>Corbin Opportunity Fund, L.P.</u> (Last) (First) (Middle) <u>590 MADISON AVENUE, 31ST FLOOR</u> (Street) <u>NEW YORK NY 10022</u> (City) (State) (Zip) |
| 1. Name and Address of Reporting Person* <u>Corbin ERISA Opportunity Fund, Ltd.</u> (Last) (First) (Middle) <u>590 MADISON AVENUE</u> |

| | | |
|--|----|-------|
| 31ST FLOOR | | |
| (Street) | | |
| NEW YORK | NY | 10022 |
| (City) (State) (Zip) | | |
| 1. Name and Address of Reporting Person* | | |
| <u>Corbin Capital Partners GP, LLC</u> | | |
| (Last) (First) (Middle) | | |
| 590 MADISON AVENUE | | |
| 31ST FLOOR | | |
| (Street) | | |
| NEW YORK | NY | 10022 |
| (City) (State) (Zip) | | |

Explanation of Responses:

1. Held directly by Corbin Opportunity Fund, L.P., a Delaware limited partnership ("COF"). Corbin Capital Partners, L.P., a Delaware limited partnership ("CCP") is the investment advisor to COF and may be deemed to have beneficial ownership over the Class A Ordinary Shares held by COF. Corbin Capital Partners GP, LLC, a Delaware limited liability company ("Corbin GP") is the general partner of CCP and may be deemed to share beneficial ownership over the Class A Ordinary Shares held by COF over which CCP shares beneficial ownership.
2. Held directly by Corbin ERISA Opportunity Fund, Ltd., a Cayman Islands exempted company ("CEOF"). CCP is the investment advisor to CEOF and may be deemed to have beneficial ownership over the Class A Ordinary Shares held by CEOF. Corbin GP is the general partner of CCP and may be deemed to share beneficial ownership over the Class A Ordinary Shares held by CEOF over which CCP shares beneficial ownership.
3. Each of COF, CEOF, CCP and Corbin GP (the "Reporting Persons") disclaims beneficial ownership of all reported shares except to the extent of their pecuniary interest therein and the inclusion of the shares in this report shall not be deemed to be an admission of beneficial ownership of the reported shares for the purposes of Section 16 or otherwise.
4. The price reported in Column 4 is a weighted average price. These Class A ordinary shares, par value \$0.0001 per share (the "Class A Ordinary Shares") of L&F Acquisition Corp. (the "Issuer") were sold in multiple transactions at prices ranging from \$14.40 to \$14.425, inclusive. The Reporting Persons undertake to provide to any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Class A Ordinary Shares sold at each separate price within the ranges set forth in the footnotes of this Form 4.

Remarks:

On August 3, 2022, the Issuer's Business Combination, as defined and described in the Issuer's proxy statement/prospectus included in its Registration Statement on Form S-4 (File No. 333-262570), as amended, (the "Registration Statement"), was consummated. As a result of the issuance of additional shares in the Business Combination, the Reporting Persons no longer beneficially own more than 10% of the Issuer's securities, which now trade under the name ZeroFox Holdings, Inc. This Amendment to the Form 4 filed by the Reporting Persons on August 4, 2022 is being filed solely to amend the amount of securities sold on August 2, 2022 to reflect an upsize to the transactions previously reported on that Form 4.

Corbin Opportunity Fund,
L.P., By: Corbin Capital
Partners, L.P., its investment 08/10/2022
advisor, By: /s/ Daniel
Friedman, as General Counsel

Corbin ERISA Opportunity
Fund, Ltd., By: Corbin Capital
Partners, L.P., its investment 08/10/2022
advisor, By: /s/ Daniel
Friedman, as General Counsel

Corbin Capital Partners, L.P.,
By: /s/ Daniel Friedman, as 08/10/2022
General Counsel

Corbin Capital Partners GP,
LLC, By: /s/ Daniel Friedman, 08/10/2022
as Authorized Signatory

** 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.