SEC Form 4

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287
Estimated average	burden
hours per response:	0.5

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 [*] Hammonds Kimberly	2. Issuer Name and Ticker or Trading Symbol <u>Tenable Holdings, Inc.</u> [TENB]	5. Relationship of (Check all application) X Director	Reporting Person(s) to Issuer ble) 10% Owner						
(Last) (First) (Middle) C/O TENABLE HOLDINGS, INC.	3. Date of Earliest Transaction (Month/Day/Year) 05/28/2021	- Officer (g below)	give title Other (speci below)	cify					
6100 MERRIWEATHER DRIVE	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joi Line)	int/Group Filing (Check Applicable						
(Street)		X Form file	d by One Reporting Person						
COLUMBIA MD 21044		Form file Person	d by More than One Reporting	3					
(City) (State) (Zip)									

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)	Code (4. Securities Disposed Of 5)			Securities Beneficially	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	Transaction(s) (Instr. 3 and 4)		
Common Stock	05/28/2021		S ⁽¹⁾		6,677	D	\$42 ⁽²⁾	0	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. Transa Code (8)		of		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				

Explanation of Responses:

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$41.73 - \$42.54, 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

within the ranges set forth in footnote (2).

Remarks:

/s/ David Bartholomew,

Attorney-in-Fact

06/02/2021

** 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.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP