## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 Instruction 1(b)

		Reporting Person*			2. Is	ssuer	Name		cer or Tra	ding S	Symbol			Relationship		ıg Person	n(s) to Issu	er	
Yoran Amit				1 16	Tenable Holdings, Inc. [ TENB ]							1,0	(Check all applicable)  X Director 10% Owner						
(Last)	,	irst)	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 08/17/2023								below	(give title Other (below)) dent, CEO and Chairma			-	
6100 MERRIWEATHER DRIVE				4. II	4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line)						
(Street) COLUMBIA MD 21044						X Form filed by One Reporting Person Form filed by More than One Reporting Person													
(City)	(S	tate)	(Zip)		Rı	ule	10b	5-1(c)	Transaction Indication										
											action was n ns of Rule 1			ntract, instruct ion 10.	ion or written	plan that	is intended	to	
		Tab	le I - No	n-Deriv	/ative	e Se	curit	ties Ac	quired,	Dis	posed c	f, or Be	neficia	Ily Owne	d				
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.				Benefi Owned	ies cially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Direct on direct Er. 4)	7. Nature of Indirect Beneficial Ownership					
								Code	v	Amount	(A) or (D)	Price	Transa	Reported Transaction(s) (Instr. 3 and 4)		(	Instr. 4)		
Common	Stock			08/17/2023		3			М		10,69	00 A		) 26	60,638	D			
Common Stock			08/18/2023					S <sup>(1)</sup> 4		4,799	) D	\$44.	44 25	5,839	Г	)			
Common	Stock			08/21	1/2023	3			М		14,55	1 A	\$0	) 27	70,390	Г	)		
Common	Stock													169	<b>9,</b> 765 <sup>(2)</sup>	1	[ ( [ ]	By Grantor Retained Annuity Trust <sup>(3)</sup>	
Common	Stock													33	35,435	1	[ ( [ ]	By Grantor Retained Annuity Frust <sup>(4)</sup>	
Common	Stock													24	5,947	]		By Frust <sup>(5)</sup>	
		7	Гаble II -	Deriva (e.g., p	tive :	Sec	uritie	es Acq	uired, C	isp os. c	osed of	or Ben	eficiall urities)	y Owned			<u> </u>		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Da	ed Date,	4. Transaction Code (Instr. 8)		5. Number 6		6. Date Exercisab Expiration Date (Month/Day/Year)		of Securities		d Amoun ties g Security	t 8. Price o Derivative Security		e O s Fe ally D o g (I)	0. ovmership orm: virect (D) r Indirect ) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisal		Expiration Date	Title	Amount or Number of Shares	1					
Restricted Stock Units	(6)	08/17/2023		М				10,690	(7)		(7)	Common Stock	10,690	\$0	64,14	10	D		
Restricted Stock Units	(6)	08/21/2023			M			14,551	(8)		(8)	Common Stock	14,551	\$0	29,10	)2	D		
	n of Respons							Ш						1					

## **Explanation of Responses:**

- 1. The sale reported on this Form 4 represents shares required to be sold by the Reporting Person to cover tax withholding obligations in connection with the vesting of restricted stock units. The sale occurred automatically to satisfy the tax withholding obligations to be funded by a "sell to cover" transaction and does not represent a discretionary trade by the Reporting Person.
- 2. On August 7, 2023, the Reporting Person contributed 9,935 shares from the Amit Yoran GRAT B directly to himself, Amit Yoran.
- 3. The Trustee of the Amit Yoran GRAT B is Amit Yoran.
- 4. The Trustee of the Amit Yoran GRAT A is Amit Yoran.
- 5. The Trustees of the Amit Yoran 2020 Family Trust are Dov Yoran and David Redling.
- 6. Each restricted stock unit ("RSU") represents a contingent right to receive one share of Issuer common stock.
- 7. 25% of the shares underlying the RSUs vested on February 17, 2022, with the remainder vesting in equal quarterly installments over 3 years, subject to the Reporting Person's continuous service with the Issuer as of the applicable vesting date, and subject to accelerated vesting in specified circumstances.
- 8. 25% of the shares underlying the RSUs vested on February 19, 2021, with the remainder vesting in equal quarterly installments over 3 years, subject to the Reporting Person's continuous service with the Issuer as of the applicable vesting date, and subject to accelerated vesting in specified circumstances.

## Remarks:

/s/ David Bartholomew, Attorney-in-Fact

\*\* Signature of Reporting Person

08/21/2023

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.