# Statement of Changes in Beneficial Ownership

**1. Name and Address of Reporting Person**

Accel Growth Fund II L.P.

- (Last) 500 UNIVERSITY AVENUE
- (First) PALO ALTO
- (Middle) CA 94301

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**2. Issuer Name and Ticker or Trading Symbol**

Tenable Holdings, Inc. [TENB]

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**3. Date of Earliest Transaction (Month/Day/Year)**

02/08/2019

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**4. If Amendment, Date of Original Filed (Month/Day/Year)**

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**5. Relationship of Reporting Person(s) to Issuer**

X 10% Owner

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**6. Individual or Joint/Group Filing (Check Applicable Line)**

- Form filed by One Reporting Person **X**
- Form filed by More than One Reporting Person

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### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Transaction Code (Instr. 8)</th>
<th>Amount</th>
<th>Price</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>02/08/2019</td>
<td>j(1)</td>
<td>2,094,854</td>
<td>$0.00</td>
<td>D(2) By Accel Growth Fund II Strategic Partners L.P.(3)</td>
</tr>
<tr>
<td>Common Stock</td>
<td>02/08/2019</td>
<td>j(1)</td>
<td>151,677</td>
<td>$0.00</td>
<td>I By Accel Growth Fund Investors 2012 L.L.C.(4)</td>
</tr>
<tr>
<td>Common Stock</td>
<td>02/08/2019</td>
<td>j(1)</td>
<td>203,872</td>
<td>$0.00</td>
<td>I By Accel Growth Fund III L.P.(5)</td>
</tr>
<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td>7,799,122</td>
<td></td>
<td>I By Accel Growth Fund III Strategic Partners L.P.(6)</td>
</tr>
<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td>368,202</td>
<td></td>
<td>I By Accel Growth Fund Investors 2014 L.L.C.(7)</td>
</tr>
<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td>516,699</td>
<td></td>
<td>I By Accel Growth Fund XI L.P.(8)</td>
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<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td>2,182,696</td>
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<td>I By Accel Growth Fund XI Strategic Partners L.P.(9)</td>
</tr>
<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td>163,992</td>
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<td>I By Accel Investors 2013 L.L.C.(10)</td>
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<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td>231,806</td>
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<td>I By Accel Investors 2013 L.L.C.(10)</td>
</tr>
</tbody>
</table>

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### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Reporting Person</th>
<th>Code</th>
<th>V</th>
<th>(A) of (D) Securities Acquired</th>
<th>(A) of (D) Outsiders Beneficially Owned</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title of Security</th>
<th>Amount or Number of Shares</th>
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</thead>
<tbody>
<tr>
<td>Accel XI L.P.</td>
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<td>PALO ALTO CA 94301</td>
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<td>Accel XI L.P.</td>
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Explanation of Responses:

1. Transactions reported on this form represent pro rata distributions, and not a purchase or sale of securities, by Accel Growth Fund II L.P., Accel Growth Fund II Strategic Partners L.P., Accel Growth Fund Investors 2012 L.L.C. to their respective general and limited partners or members without consideration. Distribution transactions were executed pursuant to a plan established in compliance with the requirements of Rule 10b5-1.

2. Accel Growth Fund II Associates L.L.C. is the general partner of Accel Growth Fund II L.P. and has the sole voting and investment power. Andrew G. Braccia, Sameer K. Gandhi, Ping Li (who is a director of the Issuer), Tracy L. Sedlock, Ryan J. Sweeney and Richard P. Wong are the Managing Members of Accel Growth Fund II Associates L.L.C. and share voting and investment powers over such shares. The Managing Members disclaim beneficial ownership except to the extent of their pecuniary interest therein.

3. Accel Growth Fund II Strategic Partners L.P. is the general partner of Accel Growth Fund II Strategic Partners L.P. and has the sole voting and investment power. Andrew G. Braccia, Sameer K. Gandhi, Ping Li (who is a director of the Issuer), Tracy L. Sedlock, Ryan J. Sweeney and Richard P. Wong are the Managing Members of Accel Growth Fund II Strategic Partners L.P. and share voting and investment powers over such shares. The Managing Members disclaim beneficial ownership except to the extent of their pecuniary interest therein.

4. Accel Growth Fund II Associates L.L.C. is the general partner of Accel Growth Fund II L.P. and has the sole voting and investment power. Andrew G. Braccia, Sameer K. Gandhi, Ping Li (who is a director of the Issuer), Tracy L. Sedlock, Ryan J. Sweeney and Richard P. Wong are the Managing Members of Accel Growth Fund II Associates L.L.C. and share voting and investment powers over such shares. The Managing Members disclaim beneficial ownership except to the extent of their pecuniary interest therein.

5. Accel Growth Fund III Associates L.L.C. is the general partner of Accel Growth Fund III L.P. and has the sole voting and investment power. Andrew G. Braccia, Sameer K. Gandhi, Ping Li (who is a director of the Issuer), Tracy L. Sedlock, Ryan J. Sweeney and Richard P. Wong are the Managing Members of Accel Growth Fund III Associates L.L.C. and share voting and investment powers over such shares. The Managing Members disclaim beneficial ownership except to the extent of their pecuniary interest therein.

6. Accel Growth Fund III Strategic Partners L.P. is the general partner of Accel Growth Fund III Strategic Partners L.P. and has the sole voting and investment power. Andrew G. Braccia, Sameer K. Gandhi, Ping Li (who is a director of the Issuer), Tracy L. Sedlock, Ryan J. Sweeney and Richard P. Wong are the Managing Members of Accel Growth Fund III Strategic Partners L.P. and share voting and investment powers over such shares. The Managing Members disclaim beneficial ownership except to the extent of their pecuniary interest therein.

7. Andrew G. Braccia, Sameer K. Gandhi, Ping Li (who is a director of the Issuer), Tracy L. Sedlock, Ryan J. Sweeney and Richard P. Wong are the Managing Members of Accel Growth Fund Investors 2012 L.L.C. and share voting and investment powers over such shares. The Managing Members disclaim beneficial ownership except to the extent of their pecuniary interest therein.

8. Accel XI Associates L.L.C. is the General Partner of Accel XI L.P. and has the sole voting and investment power. And
Sedlock and Richard P. Wong are the Managing Members of Accel XI Associates L.L.C. and share voting and investment powers over such shares. The Managing Members disclaim beneficial ownership except to the extent of their pecuniary interest therein.

9. Accel XI Associates L.L.C. is the General Partner of Accel XI Strategic Partners L.P. and has the sole voting and investment power. Andrew G. Braccia, Sameer K. Gandhi, Ping Li (who is a director of the Issuer), Tracy L. Sedlock and Richard P. Wong are the Managing Members of Accel XI Associates L.L.C. and share voting and investment powers over such shares. The Managing Members disclaim beneficial ownership except to the extent of their pecuniary interest therein.

10. Andrew G. Braccia, Sameer K. Gandhi, Ping Li (who is a director of the Issuer), Tracy L. Sedlock and Richard P. Wong are the Managing Members of Accel Investors 2013 L.L.C. and share voting and investment powers over such shares. The Managing Members disclaim beneficial ownership except to the extent of their pecuniary interest therein.

Remarks:
This Form 4 is the second of two Form 4s filed relating to the same event. Combined, the two reports report the holdings for the following reporting persons: Accel Growth Fund II L.P., Accel Growth Fund II Strategic Partners L.P., Accel Growth Fund II Associates L.L.C., Accel Growth Fund III L.P., Accel Growth Fund III Strategic Partners L.P., Accel Growth Fund III Associates L.L.C., Accel XI L.P., Accel XI Strategic Partners L.P., Accel XI Associates L.L.C., Accel Growth Fund Investors 2012 L.L.C., Accel Investors 2013 L.L.C. and Accel Growth Fund Investors 2014 L.L.C. This Form 4 has been split into two filings because there are more than 10 reporting persons in total, and the SEC's EDGAR filing system limits a single Form 4 to a maximum of 10 reporting persons. Each Form 4 is filed by designated filer Accel Growth Fund II L.P.

/s/ Tracy L. Sedlock, as Attorney-in-Fact, for Accel Growth Fund II L.P. 02/12/2019
/s/ Tracy L. Sedlock, as Attorney-in-Fact, for Accel XI L.P. 02/12/2019
/s/ Tracy L. Sedlock, as Attorney-in-Fact, for Accel XI Strategic Partners L.P. 02/12/2019
/s/ Tracy L. Sedlock, as Attorney-in-Fact, for Accel XI Associates L.L.C. 02/12/2019

** 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).

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.