

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See 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* <u>Wells Richard</u>  (Last) (First) (Middle) <u>C/O INSIGHT PARTNERS</u> <u>1114 AVENUE OF THE AMERICAS, 36TH FLOOR</u>  (Street) <u>NEW YORK NY 10036</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Tenable Holdings, Inc. [ TENB ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/15/2021</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	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			
Common Stock	06/15/2021		j <sup>(1)</sup>		14,577	A	\$0	46,561	D	
Common Stock	06/15/2021		j <sup>(1)</sup>		12,740	A	\$0	38,837	I	See footnote <sup>(2)</sup>
Common Stock	06/16/2021		j <sup>(3)</sup>		497	A	\$0	1,244	I	See footnote <sup>(4)</sup>

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		(A)	(D)					

Explanation of Responses:

- On June 15, 2021, certain limited partnership investment funds affiliated with Insight Holdings Group, LLC distributed shares of common stock of the issuer to their partners on a pro rata basis in accordance with each partner's respective ownership interest as determined in accordance with the applicable limited partnership agreement of such distributing entity, with no consideration being paid in connection therewith. Pursuant to these distributions, the reporting person acquired direct ownership of 14,577 shares of common stock of the issuer and indirect ownership of 12,740 shares of common stock of the issuer held by RW Fund IX LLC, an entity controlled by the reporting person. The reporting person did not furnish any consideration in exchange for such shares received in connection with such distributions.
- 38,837 shares of common stock of the issuer are held directly by RW Fund IX LLC, a limited liability company which is controlled by Richard Wells.
- On June 16, 2021, certain limited partnership investment funds affiliated with Insight Holdings Group, LLC distributed shares of common stock of the issuer to their partners on a pro rata basis in accordance with each partner's respective ownership interest as determined in accordance with the applicable limited partnership agreement of such distributing entity, with no consideration being paid in connection therewith. Pursuant to these distributions, the reporting person acquired indirect ownership of 497 shares of common stock of the issuer held by RW Capital Fund X LLC, an entity controlled by the reporting person. The reporting person did not furnish any consideration in exchange for such shares received in connection with such distributions.
- 1,244 shares of common stock of the issuer are held directly by RW Capital Fund X LLC, a limited liability company which is controlled by Richard Wells.

/s/ Richard Wells 06/17/2021  
 \*\* 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.