**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**
   
   **Wells Richard**

   C/O INSIGHT VENTURE PARTNERS
   1114 AVENUE OF THE AMERICAS, 36TH FLOOR
   NEW YORK NY 10036

2. **Issuer Name and Ticker or Trading Symbol**
   
   **Tenable Holdings, Inc. [TENB]**

3. **Date of Earliest Transaction (Month/Day/Year)**
   
   **02/17/2021**

4. **If Amendment, Date of Original Filed (Month/Day/Year)**
   
   **02/17/2021**

5. **Relationship of Reporting Person(s) to Issuer**
   
   - **X** Director
   - 10% Owner
   - Officer (give title below)
   - Other (specify below)

6. **Individual or Group Filing (Check Applicable Line)**
   
   - **X** Form filed by One Reporting Person
   - 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>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 9)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 5 and 6)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>02/17/2021</td>
<td></td>
<td></td>
<td>1. Title and Nature of Securities Underlying Derivative Security (Instr. 3 and 4)</td>
<td>6. Date Exercisable and Expiration Date (Month/Day/Year)</td>
<td>7. Title and Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</td>
<td>8. Price of Derivative Security (Instr. 5)</td>
</tr>
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<td>8. Price of Derivative Security (Instr. 5)</td>
</tr>
</tbody>
</table>

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**Explanation of Responses:**

1. On February 17, 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 11,702 shares of common stock of the issuer and indirect ownership of 10,547 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.

2. 17,887 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.

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**Signature of Reporting Person**

**Richard Wells**

**02/19/2021**