**Form 4**

**United States Securities and Exchange Commission**

**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

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1. Name and Address of Reporting Person
   **Yoran Amit**
   
   
2. Issuer Name and Ticker or Trading Symbol
   **Tenable Holdings, Inc. [ TENB ]**
   
3. Date of Earliest Transaction (Month/Day/Year)
   **05/17/2022**
   
4. If Amendment, Date of Original Filed (Month/Day/Year)
   
5. Relationship of Reporting Person(s) to Issuer
   X Director 10% Owner
   X Officer (give title below) President, CEO and Chairman
   
6. Individual or Joint/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>Title of Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Date of Earliest Transaction (Month/Day/Year)</th>
<th>Number of Securities Acquired (A) or Disposed Of (D) (Instr. 3 and 4)</th>
<th>Price</th>
<th>Amount (A) or (D)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>05/17/2022</td>
<td>05/17/2022</td>
<td>M 10,689 A</td>
<td>$0</td>
<td>87,703 D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>05/18/2022</td>
<td></td>
<td>s(1) 4,927 D</td>
<td>$43.85</td>
<td>82,776 D</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 5)</th>
<th>Conversion or Exercise Date and Price of Derivative Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Exercisable Date, if any (Month/Day/Year)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3 and 4)</th>
<th>Expiration Date (Month/Day/Year)</th>
<th>Title and Amount of Securities Underlying Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Price of Derivative Security (Instr. 5)</th>
<th>Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Restricted Stock Units</td>
<td>05/17/2022</td>
<td>M 10,689</td>
<td>(6) (6) Common Stock</td>
<td>10,689</td>
<td>10,689</td>
<td>10,689</td>
<td>D</td>
<td>117,589</td>
<td>D</td>
<td>D</td>
</tr>
</tbody>
</table>

**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. The Trustee of the Amit Yoran GRAT A is Amit Yoran.
3. The Trustees of the Amit Yoran 2020 Family Trust are Dov Yoran and David Redling.
4. The Trustee of the Amit Yoran GRAT B is Amit Yoran.
5. Each restricted stock unit (“RSU”) represents a contingent right to receive one share of Issuer common stock.
6. 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.

**Remarks:**

/\/ David Bartholomew, Attorney-in-Fact 05/19/2022

**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.