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
Yoran Amit

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

3. Date of Earliest Transaction (Month/Day/Year)
07/13/2020

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

5. Relationship of Reporting Person(s) to Issuer
X Director
X Officer (give title below)
Other (specify 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

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. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3 and 4)</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>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>07/13/2020</td>
<td></td>
<td>M</td>
<td>A</td>
<td>$4,25</td>
<td>1,319,131 D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>07/13/2020</td>
<td>(i)(1)</td>
<td>4,660</td>
<td>D</td>
<td>$29.42(1)</td>
<td>1,314,471 D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>07/13/2020</td>
<td></td>
<td>M</td>
<td>A</td>
<td>$4,25</td>
<td>1,324,711 D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>07/13/2020</td>
<td>(i)(1)</td>
<td>10,240</td>
<td>D</td>
<td>$30.78(1)</td>
<td>1,314,471 D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>07/13/2020</td>
<td></td>
<td>M</td>
<td>A</td>
<td>$4,25</td>
<td>1,314,571 D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>07/13/2020</td>
<td>(i)(1)</td>
<td>100</td>
<td>D</td>
<td>$31.19</td>
<td>1,314,471 D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>07/13/2020</td>
<td>(i)(1)</td>
<td>13,579</td>
<td>D</td>
<td>$30.79(1)</td>
<td>1,300,892 D</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3 and 4)</th>
<th>5. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>6. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>7. Price of Derivative Security (Instr. 5)</th>
<th>8. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Employee Stock Option (right to buy)</td>
<td>07/13/2020</td>
<td>M</td>
<td>4,660</td>
<td>(i) 01/18/2027</td>
<td>Common Stock 4,660</td>
<td>$4,660</td>
<td>$0</td>
<td>2,759,984 D</td>
</tr>
<tr>
<td>Employee Stock Option (right to buy)</td>
<td>07/13/2020</td>
<td>M</td>
<td>10,240</td>
<td>(i) 01/18/2027</td>
<td>Common Stock 10,240</td>
<td>$10,240</td>
<td>$0</td>
<td>2,749,624 D</td>
</tr>
<tr>
<td>Employee Stock Option (right to buy)</td>
<td>07/13/2020</td>
<td>M</td>
<td>100</td>
<td>(i) 01/18/2027</td>
<td>Common Stock 100</td>
<td>$100</td>
<td>$0</td>
<td>2,749,524 D</td>
</tr>
</tbody>
</table>

Explanation of Responses:

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.
2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $29.11 - $30.10, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (2), (3) and (4) to this Form 4.
3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $30.16 - $31.12, inclusive.
4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $30.17 - $31.16, inclusive.
5. 25% of the shares underlying the option vested on January 1, 2018, with the remainder vesting in 12 equal quarterly installments thereafter, 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
07/15/2020

** 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).
