

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
AMENDED AND RESTATED FORM 144**

**AMENDED AND RESTATED NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933
(See Remarks)**

ATTENTION: *Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.*

1(a) NAME OF ISSUER (Please type or print) Tenable Holdings, Inc.		(b) IRS IDENT. NO. 47-5580846	(c) S.E.C. FILE NO. 001-38600	WORK LOCATION
1(d) ADDRESS OF ISSUER 7021 Columbia Gateway Drive, Suite 500		CITY Columbia	STATE MD	ZIP CODE 21046
2(a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD Renaud Deraison		(b) RELATIONSHIP TO ISSUER Chief Technology Officer and Co-Founder		(c) ADDRESS STREET CITY STATE ZIP CODE 7021 Columbia Gateway Dr, Suite 500 Columbia MD 21046

INSTRUCTION: *The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.*

3(a) Title of the Class of Securities To Be Sold	(b) Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities	SEC USE ONLY	(c) Number of Shares or Other Units To Be Sold (See instr. 3(c))	(d) Aggregate Market Value (See instr. 3(d))	(e) Number of Shares or Other Units Outstanding (See instr. 3(e))	(f) Approximate Date of Sale (See instr. 3(f)) (MO. DAY YR.)	(g) Name of Each Securities Exchange (See instr. 3(g))
		Broker-Dealer File Number					
Common	Goldman Sachs & Co. LLC 200 West St. New York, NY 10282		300,000	\$9,052,500	100,080,320	5/19/2020	NASDAQ
Common	Fidelity Brokerage Services LLC 100 Summer St. Boston, MA 02110		300,000	\$9,052,500	100,080,320	06/02/2020	NASDAQ

INSTRUCTIONS

1. (a) Name of issuer
 (b) Issuer's I.R.S. Identification Number
 (c) Issuer's S.E.C. file number, if any
 (d) Issuer's address, including zip code
 (e) Issuer's telephone number, including area code
2. (a) Name of person whose account the securities are to be sold
 (b) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)
 (c) Such person's address, including zip code
3. (a) Title of the class of securities to be sold
 (b) Name and address of each broker through whom the securities are intended to be sold
 (c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
 (d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
 (e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer
 (f) Approximate date on which the securities are to be sold
 (g) Name of each securities exchange, if any, on which the securities are intended to be sold

TABLE I — SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Title of the Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired (If gift, also give date donor acquired)	Amount of Securities Acquired	Date of Payment	Nature of Payment
Common	06/02/2020	Compensation	Tenable Holdings, Inc.	300,000	06/02/2020	Compensation

INSTRUCTIONS: If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II — SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
See attached				

REMARKS: This Amended and Restated Form 144 amends and restates in its entirety the Form 144 filed for Renaud Deraison on May 19, 2020. This form adds Fidelity Brokerage Services LLC but the quantity of the filing remains the same. There are no other changes to the information provided in the prior form.

INSTRUCTIONS:


See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

06/02/2020
DATE OF NOTICE

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION,
IF RELYING ON RULE 10B5-1

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.


SIGNATURE

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)

RENAUD DERAISON				
<u>Name and Address of Seller</u>	<u>Title of Securities Sold</u>	<u>Date of Sale</u>	<u>Amount of Securities Sold</u>	<u>Gross Proceeds</u>
Goldman Sachs & Co. LLC 200 West St, NY, NY 10282	Tenable Holdings, Inc Common Stock	5/28/2020	31,899	971,290.30
Goldman Sachs & Co. LLC 200 West St, NY, NY 10282	Tenable Holdings, Inc Common Stock	5/27/2020	68,101	2,025,803.30
Goldman Sachs & Co. LLC 200 West St, NY, NY 10282	Tenable Holdings, Inc Common Stock	5/22/2020	71,335	2,081,623.38
Goldman Sachs & Co. LLC 200 West St, NY, NY 10282	Tenable Holdings, Inc Common Stock	5/21/2020	41,039	1,195,960.81
Goldman Sachs & Co. LLC 200 West St, NY, NY 10282	Tenable Holdings, Inc Common Stock	5/20/2020	54,663	1,625,936.82
Goldman Sachs & Co. LLC 200 West St, NY, NY 10282	Tenable Holdings, Inc Common Stock	5/19/2020	32,963	971,889.25
Goldman Sachs & Co. LLC 200 West St, NY, NY 10282	Tenable Holdings, Inc Common Stock	5/8/2020	30,486	852,836.13
Goldman Sachs & Co. LLC 200 West St, NY, NY 10282	Tenable Holdings, Inc Common Stock	5/7/2020	69,514	1,936,471.21
Goldman Sachs & Co. LLC 200 West St, NY, NY 10282	Tenable Holdings, Inc Common Stock	5/6/2020	35,911	967,973.95
Goldman Sachs & Co. LLC 200 West St, NY, NY 10282	Tenable Holdings, Inc Common Stock	5/5/2020	33,010	859,891.47
Goldman Sachs & Co. LLC 200 West St, NY, NY 10282	Tenable Holdings, Inc Common Stock	5/4/2020	31,079	778,437.13

5/6/2020
Date


Signature