
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 4)*

Tenaya Therapeutics, Inc.

(Name of Issuer)

Common Stock, par value \$0.0001 per share

(Title of Class of Securities)

87990A106

(CUSIP Number)

James Evangelista
1 Letterman Drive, Building D, Suite DM-900
San Francisco, CA, 94129
(415) 865-2050

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

05/07/2025

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

The information required on the remainder of this cover page shall not be deemed to be “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934 (“Act”) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP No. 87990A106

Name of reporting person

1

The Column Group III, LP

2

Check the appropriate box if a member of a Group (See Instructions)

(a)

(b)

3 SEC use only
Source of funds (See Instructions)

4 WC
Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5
Citizenship or place of organization

6 DELAWARE

Sole Voting Power

7

0.00

Number of Shares Beneficially

Shared Voting Power

Owned by Each Reporting Person

8

4,414,720.00

Sole Dispositive Power

9

0.00

With: Shared Dispositive Power

10

4,414,720.00

Aggregate amount beneficially owned by each reporting person

11 4,414,720.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12
Percent of class represented by amount in Row (11)

13 2.7 %

Type of Reporting Person (See Instructions)

14 PN

Comment for Type of Reporting Person: All such shares are held of record by TCG III LP (as defined in Item 2(a) of the Original Schedule 13D). TCG III GP LP (as defined in Item 2(a) of the Original Schedule 13D) is the general partner of TCG III LP and may be deemed to have voting, investment and dispositive power with respect to these securities. Peter Svenilson, David Goeddel, a member of the Issuer's board of directors, and Tim Kutzkey are the managing partners of TCG III GP LP and may each be deemed to share voting, investment and dispositive power with respect to these securities. Based on 162,666,931 shares of Common Stock outstanding as of May 1, 2025, as reported by the Issuer in its Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission (the Commission) on May 7, 2025 (the Form 10-Q).

SCHEDULE 13D

CUSIP No. 87990A106

Name of reporting person

1 The Column Group III-A, LP

Check the appropriate box if a member of a Group (See Instructions)

2 (a)
 (b)

3 SEC use only
Source of funds (See Instructions)

4 WC

5 Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

Citizenship or place of organization

6

DELAWARE

Sole Voting Power

7

0.00

Number of Shares Beneficially

Shared Voting Power

Owned by Each Reporting Person

8

4,985,570.00

Sole Dispositive Power

9

0.00

With:

Shared Dispositive Power

10

4,985,570.00

Aggregate amount beneficially owned by each reporting person

11

4,985,570.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

Percent of class represented by amount in Row (11)

13

3.1 %

Type of Reporting Person (See Instructions)

14

PN

Comment for Type of Reporting Person: All such shares are held of record by TCG III-A LP (as defined in Item 2(a) of the Original Schedule 13D). TCG III GP LP is the general partner of TCG III-A LP and may be deemed to have voting, investment and dispositive power with respect to these securities. Peter Svenilson, David Goeddel, a member of the Issuer's board of directors, and Tim Kutzkey are the managing partners of TCG III GP LP and may each be deemed to share voting, investment and dispositive power with respect to these securities. Based on 162,666,931 shares of Common Stock outstanding as of May 1, 2025, as reported by the Issuer in the Form 10-Q.

SCHEDULE 13D

CUSIP No. 87990A106

Name of reporting person

1

The Column Group III GP, LP

Check the appropriate box if a member of a Group (See Instructions)

2

(a)

(b)

3

SEC use only

Source of funds (See Instructions)

4

AF

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

Citizenship or place of organization

6

DELAWARE

Number of

7

Sole Voting Power

Shares Beneficially Owned by Each Reporting Person With: 0.00 Shared Voting Power 8 9,400,290.00 Sole Dispositive Power 9 0.00 Shared Dispositive Power 10 9,400,290.00

Aggregate amount beneficially owned by each reporting person

9,400,290.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

Percent of class represented by amount in Row (11)

5.8 %

Type of Reporting Person (See Instructions)

PN

Comment for Type of Reporting Person: Consists of (i) 4,414,720 shares held of record by TCG III LP and (ii) 4,985,570 shares held of record by TCG III-A LP. TCG III GP LP is the general partner of each of TCG III LP and TCG III-A LP and may be deemed to have voting, investment and dispositive power with respect to these securities. Peter Svenilson, David Goeddel, a member of the Issuer's board of directors, and Tim Kutzkey are the managing partners of TCG III GP LP and may each be deemed to share voting, investment and dispositive power with respect to these securities. Based on 162,666,931 shares of Common Stock outstanding as of May 1, 2025, as reported by the Issuer in the Form 10-Q.

SCHEDULE 13D

CUSIP No. 87990A106

Name of reporting person

The Column Group Opportunity III, LP

Check the appropriate box if a member of a Group (See Instructions)

(a)

(b)

SEC use only

Source of funds (See Instructions)

WC

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

Citizenship or place of organization

DELAWARE

Number of Shares Beneficially Owned by Each Reporting Person With: Sole Voting Power 7 0.00 Shared Voting Power 8 49,313,559.00 Sole Dispositive Power 9

0.00

Shared Dispositive Power

10

49,313,559.00

Aggregate amount beneficially owned by each reporting person

11

49,313,559.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

Percent of class represented by amount in Row (11)

13

30.3 %

Type of Reporting Person (See Instructions)

14

PN

Comment for Type of Reporting Person: All such shares are held of record by TCG Opportunity III LP (as defined in Item 2(a) of the Original Schedule 13D). TCG Opportunity III GP LP (as defined in Item 2(a) of the Original Schedule 13D) is the general partner of TCG Opportunity III LP and may be deemed to have voting, investment and dispositive power with respect to these securities. TCG Opportunity III GP LLC (as defined in Item 2(a) of the Original Schedule 13D) is the general partner of TCG Opportunity III GP LP and the ultimate general partner of TCG Opportunity III LP and may be deemed to have voting, investment and dispositive power with respect to these securities. Peter Svenilsson, David Goeddel, a member of the Issuer's board of directors, and Tim Kutzkey are the managing members of TCG Opportunity III GP LLC and may each be deemed to share voting, investment and dispositive power with respect to these securities. Excludes warrants to purchase 53,571,426 shares of Common Stock held by TCG Opportunity III LP which are not exercisable within 60 days of this Statement due to the Beneficial Ownership Limitations (as defined in Item 6). Based on 162,666,931 shares of Common Stock outstanding as of May 1, 2025, as reported by the Issuer in the Form 10-Q.

SCHEDULE 13D

CUSIP No. 87990A106

Name of reporting person

1

The Column Group Opportunity III GP, LP

Check the appropriate box if a member of a Group (See Instructions)

2

(a)
 (b)

3

SEC use only

Source of funds (See Instructions)

4

AF

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

Citizenship or place of organization

6

DELAWARE

Number of Shares Beneficially Owned by Each Reporting Person With:

7 Sole Voting Power

0.00

8 Shared Voting Power

49,313,559.00

9 Sole Dispositive Power

0.00

10 Shared Dispositive Power

49,313,559.00

Aggregate amount beneficially owned by each reporting person

11

49,313,559.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

Percent of class represented by amount in Row (11)

13

30.3 %

Type of Reporting Person (See Instructions)

14

PN

Comment for Type of Reporting Person: All such shares are held of record by TCG Opportunity III LP. TCG Opportunity III GP LP is the general partner of TCG Opportunity III LP and may be deemed to have voting, investment and dispositive power with respect to these securities. TCG Opportunity III GP LLC is the general partner of TCG Opportunity III GP LP and the ultimate general partner of TCG Opportunity III LP and may be deemed to have voting, investment and dispositive power with respect to these securities. Peter Svenilson, David Goeddel, a member of the Issuer's board of directors, and Tim Kutzkey are the managing members of TCG Opportunity III GP LLC and may each be deemed to share voting, investment and dispositive power with respect to these securities. Excludes warrants to purchase 53,571,426 shares of Common Stock held by TCG Opportunity III LP which are not exercisable within 60 days of this Statement due to the Beneficial Ownership Limitations. Based on 162,666,931 shares of Common Stock outstanding as of May 1, 2025, as reported by the Issuer in the Form 10-Q.

SCHEDULE 13D

CUSIP No. 87990A106

Name of reporting person

1

TCG Opportunity III GP, LLC

Check the appropriate box if a member of a Group (See Instructions)

2

(a)

(b)

3

SEC use only

Source of funds (See Instructions)

4

AF

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

Citizenship or place of organization

6

DELAWARE

Sole Voting Power

7

0.00

Number of Shares Beneficially Owned by Each Reporting Person

Shared Voting Power

8

49,313,559.00

Sole Dispositive Power

9

0.00

With:

Shared Dispositive Power

10

49,313,559.00

11

Aggregate amount beneficially owned by each reporting person

49,313,559.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12



Percent of class represented by amount in Row (11)

13

30.3 %

Type of Reporting Person (See Instructions)

14

OO

Comment All such shares are held of record by TCG Opportunity III LP. TCG Opportunity III GP LP is the general partner of for Type TCG Opportunity III LP and may be deemed to have voting, investment and dispositive power with respect to these of securities. TCG Opportunity III GP LLC is the general partner of TCG Opportunity III GP LP and the ultimate general Reporting partner of TCG Opportunity III LP and may be deemed to have voting, investment and dispositive power with respect Person: to these securities. Peter Svenilson, David Goeddel, a member of the Issuer's board of directors, and Tim Kutzkey are the managing members of TCG Opportunity III GP LLC and may each be deemed to share voting, investment and dispositive power with respect to these securities. Excludes warrants to purchase 53,571,426 shares of Common Stock held by TCG Opportunity III LP which are not exercisable within 60 days of this Statement due to the Beneficial Ownership Limitations. Based on 162,666,931 shares of Common Stock outstanding as of May 1, 2025, as reported by the Issuer in the Form 10-Q.

SCHEDULE 13D

Item 1. Security and Issuer

Title of Class of Securities:

(a)

Common Stock, par value \$0.0001 per share

Name of Issuer:

(b)

Tenaya Therapeutics, Inc.

Address of Issuer's Principal Executive Offices:

(c)

171 Oyster Point Boulevard, Suite 500, South San Francisco, CALIFORNIA , 94080.

Item 1 This Amendment No. 4 (this Amendment No. 4) supplements and amends the Schedule 13D relating to the Common **Comment:** Stock of the Issuer that was filed with the Commission on December 1, 2022 (the Initial Schedule 13D), as amended by Amendment No. 1 filed with the Commission on February 21, 2023, by Amendment No. 2 filed with the Commission on February 14, 2024 and Amendment No. 3 filed with the Commission on March 7, 2025 (the Initial Schedule 13D, together with all amendments thereto, the Original Schedule 13D). The securities originally reported on the Initial Schedule 13D were previously reported on a Schedule 13G filed with the Commission on February 11, 2022 (the Schedule 13G). The Schedule 13G was filed pursuant to Rule 13d-1(d) of the Securities Exchange Act. This Amendment No. 4 is being filed to update the aggregate percentage of the Issuer's Common Stock owned by the Reporting Persons solely due to dilution caused by, among other things, the Issuer's sales of additional shares of its Common Stock from time to time since the date of the filing of the Original Schedule 13D and not in connection with a disposition of any shares by the Reporting Persons. Such dilution resulted in a decrease of over one percent (1%) in the aggregate percentage ownership reported by the Reporting Persons in the Original Schedule 13D. Only those items that are reported are hereby amended; all other items reported in the Original Schedule 13D remain unchanged. Capitalized terms contained herein but not otherwise defined shall have the meanings ascribed to such terms in the Original Schedule 13D.

Item 2. Identity and Background

- (a) The information set forth in Item 2(a) of the Original Schedule 13D is incorporated herein by reference.
- (b) The information set forth in Item 2(b) of the Original Schedule 13D is incorporated herein by reference.
- (c) The information set forth in Item 2(c) of the Original Schedule 13D is incorporated herein by reference.
- (d) The information set forth in Item 2(d) of the Original Schedule 13D is incorporated herein by reference.
- (e) The information set forth in Item 2(e) of the Original Schedule 13D is incorporated herein by reference.
- (f) The information set forth in Item 2(f) of the Original Schedule 13D is incorporated herein by reference.

Item 3. Source and Amount of Funds or Other Consideration

The information set forth in Item 3 of the Original Schedule 13D is incorporated herein by reference.

Item 4. Purpose of Transaction

The information set forth in Item 4 of the Original Schedule 13D is incorporated herein by reference.

Item 5. Interest in Securities of the Issuer

- (a) See Items 7-11 of the cover pages of this Amendment No. 4.
 - (b) See Items 7-11 of the cover pages of this Amendment No. 4.
 - (c) Except as reported in this Statement, none of the Reporting Persons has affected any transactions in the Issuer's securities within the past 60 days.
Under certain circumstances set forth in the limited partnership agreements of each of TCG III LP, TCG III-A LP and TCG Opportunity III LP, the general partner and limited partners of TCG III LP, TCG III-A LP and TCG Opportunity III LP, as applicable, may be deemed to have the right to receive dividends from, or the proceeds from, the sale of shares of the Issuer owned by such entity of which they are a partner.
 - (d) Not applicable.
 - (e) Not applicable.
- Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer
The information set forth in Item 6 of the Original Schedule 13D is incorporated herein by reference.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

The Column Group III, LP

Signature: /s/ James Evangelista, Attorney in Fact
Name/Title: James Evangelista, Attorney in Fact
Date: 05/14/2025

The Column Group III-A, LP

Signature: /s/ James Evangelista, Attorney in Fact
Name/Title: James Evangelista, Attorney in Fact
Date: 05/14/2025

The Column Group III GP, LP

Signature: /s/ James Evangelista, Attorney in Fact
Name/Title: James Evangelista, Attorney in Fact
Date: 05/14/2025

The Column Group Opportunity III, LP

Signature: /s/ James Evangelista, Attorney in Fact
Name/Title: James Evangelista, Attorney in Fact
Date: 05/14/2025

The Column Group Opportunity III GP, LP

Signature: /s/ James Evangelista, Attorney in Fact
Name/Title: James Evangelista, Attorney in Fact
Date: 05/14/2025

TCG Opportunity III GP, LLC

Signature: /s/ James Evangelista, Attorney in Fact
Name/Title: James Evangelista, Attorney in Fact
Date: 05/14/2025