

OMB APPROVAL	
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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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>GOEDEL DAVID V</u>  (Last) (First) (Middle) <u>C/O TENAYA THERAPEUTICS, INC.</u> <u>171 OYSTER POINT BLVD., 5TH FLR</u>  (Street) <u>SOUTH SAN FRANCISCO CA 94080</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Tenaya Therapeutics, Inc. [ TNYA ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/03/2021</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/03/2021		C		4,389,282	A	\$0.00	4,414,720	I	See Footnote <sup>(1)</sup>
Common Stock	08/03/2021		C		4,956,842	A	\$0.00	4,985,570	I	See Footnote <sup>(2)</sup>

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Series A Preferred Stock	\$0.00 <sup>(3)</sup>	08/03/2021		C			3,727,742	(3)	(3)	Common Stock	3,727,742	(3)	0	I	See Footnote <sup>(1)</sup>
Series A Preferred Stock	\$0.00 <sup>(3)</sup>	08/03/2021		C			4,209,755	(3)	(3)	Common Stock	4,209,755	(3)	0	I	See Footnote <sup>(2)</sup>
Series B Preferred Stock	\$0.00 <sup>(3)</sup>	08/03/2021		C			472,659	(3)	(3)	Common Stock	472,659	(3)	0	I	See Footnote <sup>(1)</sup>
Series B Preferred Stock	\$0.00 <sup>(3)</sup>	08/03/2021		C			533,781	(3)	(3)	Common Stock	533,781	(3)	0	I	See Footnote <sup>(2)</sup>
Series C Preferred Stock	\$0.00 <sup>(3)</sup>	08/03/2021		C			188,881	(3)	(3)	Common Stock	188,881	(3)	0	I	See Footnote <sup>(1)</sup>
Series C Preferred Stock	\$0.00 <sup>(3)</sup>	08/03/2021		C			213,306	(3)	(3)	Common Stock	213,306	(3)	0	I	See Footnote <sup>(2)</sup>

Explanation of Responses:

- The securities are directly held by The Column Group III, LP ("TCG III LP"). The Column Group III GP, LP ("TCG III GP") is the general partner of TCG III LP and may be deemed to have voting, investment and dispositive power with respect to these securities. The managing partners of TCG III GP are David Goedel, a member of the Issuer's board of directors, Peter Svenilsson and Tim Kutzkey (collectively, the "Managing Partners"). The Managing Partners may be deemed to share voting and investment power with respect to such shares. TCG III GP and each of the Managing Partners disclaim beneficial ownership of these shares, except to the extent of their respective pecuniary interest in such shares.
- These securities are directly held by The Column Group III-A, LP ("TCG III-A LP"). TCG III GP 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. The managing partners of TCG III GP are the Managing Partners. The Managing Partners may be deemed to share voting and investment power with respect to such shares. TCG III GP and each of the Managing Partners disclaim beneficial ownership of these shares, except to the extent of their respective pecuniary interest in such shares.
- Each share of Series A Preferred Stock, Series B Preferred Stock and Series C Preferred Stock automatically converted into one share of common stock immediately prior to the completion of the Issuer's initial public offering, and had no expiration date.

Remarks:

/s/ Leone Patterson Attorney-in-Fact for David V. Goedel 08/03/2021

\*\* 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).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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.