UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE TO
TENDER OFFER STATEMENT UNDER SECTION 14(d)(1) OR 13(e)(1)
OF THE SECURITIES EXCHANGE ACT OF 1934
(Amendment No. 3)

Talend S.A.
(Name of Subject Company (Issuer))

Tahoe Bidco B.V.
(Name of Filing Person—Offeror)

Tahoe Holdco Coöperatief U.A.
Tahoe Bidco (Cayman), LLC
Tahoe Ultimate Parent, L.P.
Tahoe Ultimate Parent GP, LLC
Thoma Bravo Fund XIV Global, L.P.
Thoma Bravo Partners XIV Global, L.P.
Thoma Bravo Global, LLC
(Names of Filing Persons—Other)

American Depositary Shares, each representing one (1) Ordinary Share, nominal value €0.08 per share
Ordinary Shares, nominal value €0.08 per share
(Title of Class of Securities)

874224207*
(CUSIP Number of Class of Securities)

Gerald T. Nowak
c/o Thoma Bravo, L.P.
150 N. Riverside Plaza
Chicago, Illinois 60606
(312) 254-3300
(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications on Behalf of Filing Persons)

* This CUSIP number is assigned to the subject company’s American Depositary Shares, each representing one Ordinary Share.

Copy to:
Bradley C. Reed, P.C.
Corey D. Fox, P.C.
Peter Stach
Kirkland & Ellis LLP
300 North LaSalle Street
Chicago, Illinois 60654
(312) 862-2000
<table>
<thead>
<tr>
<th>Transaction Valuation(1)</th>
<th>Amount of Filing Fee(2)</th>
</tr>
</thead>
<tbody>
<tr>
<td>$2,415,191,865.50</td>
<td>U.S. $263,497.43</td>
</tr>
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</table>

(1) Estimated for purposes of calculating the filing fee only. Calculated by adding (a) 32,702,499 ordinary shares of Talend S.A. ("Talend") issued and outstanding (the "Ordinary Shares"), multiplied by U.S. $66.00, the offer price per Ordinary Share, 32,624,564 of which are represented by issued and outstanding American Depositary Shares of Talend (each of which represents one Ordinary Share) (each, an "ADS," and collectively, the “ADSs”), (b) 1,451,563 Ordinary Shares subject to outstanding stock options with an exercise price of U.S. $22.66 per share, multiplied by U.S. $66.00, the offer price per Ordinary Share, (c) 2,791,306 Ordinary Shares subject to issuance pursuant to restricted stock units multiplied by U.S. $17.38 multiplied by U.S. $66.00, the offer price per Ordinary Share, and (d) 80,289 Ordinary Shares subject to issuance pursuant to BSPCEs, with an exercise price of U.S. $41.09 multiplied by U.S. $66.00. The calculation of the filing fee is based on information provided by Talend as of June 2, 2021.

(2) Calculated in accordance with Rule 0-11 under the Securities and Exchange Act of 1934, as amended, and Fee Rate Advisory #1 for fiscal year 2021, issued August 26, 2020, by multiplying the transaction value by 0.0001298.

☐ Check the box if any part of the fee is offset as provided by Rule 0-11(a)(2) and identify the filing with which the offsetting fee was previously paid. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

| Amount Previously Paid: | $263,497.43 | Filing Party:  | Talend S.A. |
| Form of Registration No.: | Schedule 14A | Date Filed: | June 8, 2021 |

☐ Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

☐ Check the appropriate boxes below to designate any transactions to which the statement relates:

- ☒ Third-party offer subject to Rule 14d-1.
- ☐ Issuer tender offer subject to Rule 13e-4.
- ☐ Going-private transaction subject to Rule 13e-3.
- ☐ Amendment to Schedule 13D under Rule 13d-2.

☐ Check the following box if the filing is a final amendment reporting the results of the tender offer:

If applicable, check the appropriate box(es) below to designate the appropriate rule provision(s) relied upon:

- ☐ Rule 13e-4(f) (Cross-Border Issuer Tender Offer)
- ☐ Rule 14d-1(d) (Cross-Border Third Party Tender Offer)
This Amendment No. 3 (this “Amendment”) amends and supplements the Tender Offer Statement on Schedule TO (which, together with any amendments and supplements thereto, collectively constitute the “Schedule TO”) relating to the tender offer by Tahoe Bidco B.V., a private company with limited liability (“Purchaser”) and its indirect subsidiary Tahoe Ultimate Parent, L.P., a limited partnership organized under the laws of the Cayman Islands (“Parent”), to purchase all of the outstanding ordinary shares, nominal value €0.08 per share (each, an “Ordinary Share,” and collectively, the “Ordinary Shares”), including Ordinary Shares issuable upon the exercise of any outstanding options, warrants, convertible securities or rights to purchase,subscribe for, or be allocated Ordinary Shares (collectively, the “Company Shares”), of Talend S.A., a société anonyme organized under the laws of France (“Talend”), for U.S. $66.00 per Ordinary Share and U.S. $66.00 per ADS (each such amount, the “Offer Price”), in each case, payable net to the seller in cash, without interest, less any withholding taxes that may be applicable, upon the terms and subject to the conditions set forth in the Offer to Purchase, dated June 11, 2021 (“Offer to Purchase”). Defined terms not defined herein are defined in the Offer to Purchase.

Except as otherwise set forth below, the information set forth in the Schedule TO remains unchanged and is incorporated herein by reference as relevant to items in this Amendment. Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Schedule TO.

**Items 1 through 11.**

Items 1 through 11 are hereby amended and supplemented by adding the following text:

The Offer and withdrawal rights expired at 5:00 p.m. New York City time on July 28, 2021. Equiniti Trust Company (the “ADS Tender Agent”) has advised Parent and Purchaser that, as of the expiration of the Offer, a total of 27,774,539 ADSs had been validly tendered into and not withdrawn from the Offer and BNP Paribas Securities Services (the “Ordinary Shares Agent”) has advised Parent and Purchaser that, as of the expiration of the Offer, a total of 1,284 Ordinary Shares had been validly tendered into and not withdrawn from the Offer, collectively representing approximately 84.4% of all issued and outstanding Company Shares as of such time (or 96.8%, assuming the valid tender of the ADSs subject to notices of guaranteed delivery). The number of Company Shares validly tendered and not properly withdrawn pursuant to the Offer satisfies the Minimum Condition (as defined in the Offer to Purchase). All conditions to the Offer having been satisfied or waived, Purchaser has accepted for payment and will promptly pay for all Company Shares validly tendered into and not properly withdrawn from the Offer.

Purchaser has commenced a subsequent offering period during which tenders of Ordinary Shares will be accepted. The subsequent offering period will expire at 5:00 p.m. New York City time on August 9, 2021. Any Ordinary Shares properly tendered during the subsequent offering period will be accepted for payment, and the holders of such Ordinary Shares will be promptly paid the Offer Price. During the subsequent offering period, the ADS Depositary will tender the Ordinary Shares underlying any untendered ADSs to Purchaser in exchange for the Offer Price, and the ADS Depositary will hold such aggregate cash payment in trust for the benefit of the holders of such non-tendered ADSs. Accordingly, no tenders of ADSs will be accepted during the subsequent offering period and the holders of such untendered ADSs will become entitled to payment of the Offer Price as a result of the ADS Depositary’s tender of the underlying Ordinary Shares. Ordinary Shares tendered during the subsequent offering period may not be withdrawn. In addition, no Ordinary Shares or ADSs tendered during the initial offer period may be withdrawn during the subsequent offer period.

The press release announcing the results of the Offer and the commencement of the subsequent offering period is attached as Exhibit (a)(1)(Q) to the Schedule TO and is incorporated herein by reference.

**Item 12. Exhibits**

Item 12 of the Schedule TO is hereby amended and supplemented by adding the following exhibit:

<table>
<thead>
<tr>
<th>Exhibit No.</th>
<th>Description</th>
</tr>
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</table>
After due inquiry and to the best of their knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: July 29, 2021

TAHOE BIDCO B.V.

By: /s/ Michael Hoffmann  
Name: Michael Hoffmann  
Title: Attorney-in-Fact

TAHOE HOLDCO COÖPERATIEF U.A.

By: /s/ Michael Hoffmann  
Name: Michael Hoffmann  
Title: Attorney-in-Fact

TAHOE BIDCO (CAYMAN), LLC

By: /s/ Michael Hoffmann  
Name: Michael Hoffmann  
Title: Attorney-in-Fact

TAHOE ULTIMATE PARENT, L.P.

By: Tahoe Ultimate Parent GP, LLC  
Its: General Partner  
By: /s/ Michael Hoffmann  
Name: Michael Hoffmann  
Title: Attorney-in-Fact

TAHOE ULTIMATE PARENT GP, LLC

By: /s/ Michael Hoffmann  
Name: Michael Hoffmann  
Title: Attorney-in-Fact
THOMA BRAVO FUND XIV GLOBAL, L.P.

By: /s/ Michael Hoffmann
Name: Michael Hoffmann
Title: Attorney-in-Fact

THOMA BRAVO PARTNERS XIV GLOBAL, L.P.

By: /s/ Michael Hoffmann
Name: Michael Hoffmann
Title: Attorney-in-Fact

THOMA BRAVO GLOBAL, LLC

By: /s/ Michael Hoffmann
Name: Michael Hoffmann
Title: Attorney-in-Fact
SAN FRANCISCO and REDWOOD CITY, Calif. and SURESNES, France – July 29, 2021 – Thoma Bravo and Talend (NASDAQ: TLND) (“Talend” or “the Company”) today announced that Tahoe Bidco B.V., an affiliate of Thoma Bravo (“Purchaser”), has successfully concluded its tender offer to acquire all of the outstanding ordinary shares, nominal value €0.08 per share (the “Ordinary Shares”), including Ordinary Shares represented by American Depositary Shares (the “ADSs”) of Talend for U.S. $66.00 per Ordinary Share and U.S. $66.00 per ADS in cash, without interest and less any applicable withholding taxes (the “Offer Price”).

The tender offer expired as scheduled at 5:00 p.m., New York City Time on July 28, 2021. As of expiration, an aggregate of 27,775,823 ADSs and Ordinary Shares had been validly tendered and not withdrawn from the tender offer (excluding 4,081,532 ADSs, or approximately 12.4% of Talend’s outstanding ADSs and Ordinary Shares, tendered pursuant to guaranteed delivery procedures), collectively representing approximately 84.4% of Talend’s outstanding ADSs and Ordinary Shares. All such ADSs and Ordinary Shares have been accepted for payment in accordance with the terms of the tender offer, and Purchaser expects to promptly pay for such shares.

Purchaser has commenced a subsequent offering period during which tenders of Ordinary Shares will be accepted. The subsequent offering period will expire at 5:00 p.m. New York City time on August 9, 2021. Any Ordinary Shares properly tendered during the subsequent offering period will be accepted for payment, and the holders of such Ordinary Shares will be promptly paid the Offer Price. During the subsequent offering period, pursuant to the ADS Depositary Agreement (as amended), JPMorgan Chase Bank N.A. (the “ADS Depositary”) will tender the Ordinary Shares underlying any untendered ADSs to Purchaser in exchange for the Offer Price, and the ADS Depositary will hold such aggregate cash payment in trust for the benefit of the holders of such non-tendered ADSs. No tenders of ADSs will be accepted during the subsequent offering period and the holders of such untendered ADSs will become entitled to payment of the Offer Price as a result of the ADS Depositary’s tender of the underlying Ordinary Shares. Ordinary Shares tendered during the subsequent offering period may not be withdrawn. In addition, no Ordinary Shares or ADSs tendered during the initial offer period may be withdrawn during the subsequent offer period.

Kirkland & Ellis served as the legal adviser to Thoma Bravo. Qatalyst Partners served as exclusive financial adviser to Talend and Wilson Sonsini Goodrich & Rosati, P.C. and Gide Loyrette Nouel A.A.R.P.I. served as its legal adviser.

About Thoma Bravo
Thoma Bravo is one of the largest private equity firms in the world, with more than $78 billion in assets under management as of March 31, 2021. The firm invests in growth-oriented, innovative companies operating in the software and technology sectors. Leveraging the firm’s deep sector expertise and proven strategic and operational capabilities, Thoma Bravo collaborates with its portfolio companies to implement operating best practices, drive growth initiatives and make accretive acquisitions intended to accelerate revenue and earnings. Over the past 20 years, the firm has acquired more than 300 companies representing over $85 billion in enterprise value. For more information, visit thomabravo.com.

About Talend
Talend (NASDAQ: TLND), a leader in data integration and data integrity, is changing the way the world makes decisions.

Talend Data Fabric is the only platform that brings together all the data integration and governance capabilities to simplify every aspect of working with data. Talend delivers complete, clean, and uncompromised data in real-time to all. This unified approach to data has made it possible to create the Talend Trust Score(TM), an industry-first innovation that instantly assesses the reliability of any dataset to bring clarity and confidence to every decision.
Over 6,500 customers across the globe have chosen Talend to run their businesses on trusted data. Talend is recognized as a leader in its field by leading analyst firms and industry media. For more information, please visit [www.talend.com](http://www.talend.com) and follow us on Twitter: @Talend.

**Important Additional Information and Where to Find It**

In connection with the proposed acquisition of Talend S.A. ("Talend"), Tahoe BidCo B.V. ("Purchaser") commenced a tender offer for all of the outstanding Ordinary Shares and American Depositary Shares ("ADSs"), each representing one Ordinary Share, of Talend on June 11, 2021. This communication is for informational purposes only and is neither an offer to purchase nor a solicitation of an offer to sell shares of Talend. It is also not a substitute for the tender offer materials that Purchaser filed with the Securities and Exchange Commission (the “SEC”) or the solicitation/recommendation statement that Talend filed on Schedule 14D-9 with the SEC upon commencement of the tender offer. Purchaser filed tender offer materials on Schedule TO with the SEC, and Talend filed a Solicitation/Recommendation Statement on Schedule 14D-9 with the SEC. THE TENDER OFFER MATERIALS (INCLUDING AN OFFER TO PURCHASE, A RELATED LETTER OF TRANSMITTAL AND CERTAIN OTHER TENDER OFFER DOCUMENTS) AND THE SOLICITATION/RECOMMENDATION STATEMENT CONTAIN IMPORTANT INFORMATION THAT SHOULD BE READ CAREFULLY AND CONSIDERED BY TALEND’S STOCKHOLDERS and ADS HOLDERS BEFORE ANY DECISION IS MADE WITH RESPECT TO THE TENDER OFFER. Both the tender offer materials and the solicitation/recommendation statement are available to Talend’s stockholders and ADS holders free of charge. A free copy of the tender offer materials and the solicitation/recommendation statement will also be made available to all of Talend’s stockholders and ADS holders by contacting Talend at ir@talend.com, or by visiting Talend’s website (www.talend.com). In addition, the tender offer materials and the solicitation/recommendation statement (and all other documents filed by Talend with the SEC) are available at no charge on the SEC’s website (www.sec.gov). TALEND’S STOCKHOLDERS AND ADS HOLDERS ARE ADVISED TO READ THE TENDER OFFER MATERIALS AND THE SOLICITATION/RECOMMENDATION STATEMENT, AS EACH MAY BE AMENDED OR SUPPLEMENTED FROM TIME TO TIME, AND ANY OTHER RELEVANT DOCUMENTS FILED BY PURCHASER OR TALEND WITH THE SEC BEFORE THEY MAKE ANY DECISION WITH RESPECT TO THE TENDER OFFER. THESE MATERIALS WILL CONTAIN IMPORTANT INFORMATION ABOUT THE TENDER OFFER, PURCHASER AND TALEND.

**Forward-Looking Statements**

This document contains certain statements that constitute forward-looking statements. These forward-looking statements include, but are not limited to, statements regarding the satisfaction of conditions to the completion of the proposed transaction and the expected completion of the proposed transaction, as well as other statements that are not historical fact. These forward-looking statements are based on currently available information, as well as Talend’s views and assumptions regarding future events as of the time such statements are being made. Such forward-looking statements are subject to inherent risks and uncertainties. Accordingly, actual results may differ materially and adversely from those expressed or implied in such forward-looking statements. Such risks and uncertainties include, but are not limited to, the potential failure to satisfy conditions to the completion of the proposed transaction due to the failure to receive a sufficient number of tendered shares in the tender offer, as well as those described in cautionary statements contained elsewhere herein and in Talend’s periodic reports filed with the SEC including the statements set forth under “Risk Factors” set forth in Talend’s most recent annual report on Form 10-K, and any subsequent reports on Form 10-Q or form 8-K filed with the SEC, the Tender Offer Statement on Schedule TO (including the offer to purchase, the letter of transmittal and other documents relating to the tender offer) filed by Purchaser, and the Solicitation/Recommendation Statement on Schedule 14D-9 filed by Talend. As a result of these and other risks, the proposed transaction may not be completed on the timeframe expected or at all. These forward-looking statements reflect Talend’s expectations as of the date of this report. The forward-looking statements included in this communication are made only as of the date hereof. Talend assumes no obligation and does not intend to update these forward-looking statements, except as required by law.
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