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

SCHEDULE 13G

| Under the Securities Exchange Act of 1934 (Amendment No.)* Wag! Group Co. (Name of Issuer) Common Stock, par value \$0.0001 per share (Title of Class of Securities) |
|--|
| (Amendment No.)* Wag! Group Co. (Name of Issuer) Common Stock, par value \$0.0001 per share (Title of Class of Securities) |
| Wag! Group Co. (Name of Issuer) Common Stock, par value \$0.0001 per share (Title of Class of Securities) |
| (Name of Issuer) Common Stock, par value \$0.0001 per share (Title of Class of Securities) |
| Common Stock, par value \$0.0001 per share (Title of Class of Securities) |
| (Title of Class of Securities) |
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| 020.407.40.0 |
| |
| 93042P 10 9 |
| (CUSIP Number) |
| August 9, 2022 |
| (Date of Event Which Requires Filing of this Statement) |
| Check the appropriate box to designate the rule pursuant to which this Schedule is filed: |
| □ Rule 13d-1(b) |
| ⊠ Rule 13d-1(c) |
| □ Rule 13d-1(d) |
| *The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and any subsequent amendment containing information which would alter the disclosures provided in a prior cover page. |
| The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange 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 Notes). |

| CUSI | P No. | 93042P 10 | 9 | | | | |
|--|---|----------------------------|--|--|--|--|--|
| 1. | Names of Reporting Persons Tenaya Capital VII, LP | | | | | | |
| 2. | Check the Appropriate Box if a Member of a Group (See Instructions) | | | | | | |
| | (a) (b) | □ 図 (1) | | | | | |
| 3. | SEC | Use Only | | | | | |
| 4. Citizenship or Place of Organization Delaware | | | ace of Organization | | | | |
| Number of | | 5. | Sole Voting Power | | | | |
| Shares Beneficially Owned by | | 6. | Shared Voting Power 4,024,849 shares (2) | | | | |
| Each Reportir | | 7. | Sole Dispositive Power | | | | |
| Person V | _ | 8. | Shared Dispositive Power 4,024,849 shares (2) | | | | |
| 9. | | egate Amoi 1,849 shares | unt Beneficially Owned by Each Reporting Person (2) | | | | |
| 10. | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) □ | | | | | | |

PN

(1) This statement on Schedule 13G is filed by Tenaya Capital VII, LP ("Tenaya VII"), Tenaya Capital VII GP, LLC ("Tenaya VII GP"), Messrs. Thomas

Banahan, Benjamin Boyer, Stewart Gollmer, Brian Melton and Brian Paul (collectively, the "Reporting Persons"). These Reporting Persons expressly

11.

12.

10.9% (3)

Percent of Class Represented by Amount in Row (9)

disclaim status as a "group" for purposes of this Schedule 13G.

Type of Reporting Person (See Instructions)

- (2) These shares are held by Tenaya VII. Tenaya VII GP is the sole general partner of Tenaya VII. As such, Tenaya VII GP possesses power to direct the voting and disposition of the shares owned by Tenaya VII and may be deemed to have indirect beneficial ownership of the shares held by Tenaya VII. Messrs. Banahan, Boyer, Gollmer, Melton and Paul are Managing Members of Tenaya VII GP. As such, Messrs. Banahan, Boyer, Gollmer, Melton and Paul share power to direct the voting and disposition of the shares owned by Tenaya VII and may be deemed to have indirect beneficial ownership of the shares held by Tenaya VII.
- (3) This percentage is based on a total of 36,782,888 shares of Common Stock outstanding as of November 9, 2022, as reported in the Issuer's Quarterly Report on Form 10-Q for the quarter ended September 30, 2022, filed with the SEC on November 10, 2022.

| 1. | Names of Reporting Persons | | | | | |
|-------------------|---|--|--|--|--|--|
| _ | Tenaya Capital VII GP, LLC | | | | | |
| 2. | Check the Appropriate Box if a Member of a Group (See Instructions) | | | | | |
| | | □ 図 (1) | | | | |
| 3. | | Jse Only | | | | |
| 4. | | | Place of Organization | | | |
| | Delaw | - | | | | |
| | | 5. | Sole Voting Power | | | |
| Numbe | r of | | | | | |
| Shares Benefic | rially | 6. | Shared Voting Power | | | |
| Owned | , | 7. | 4,024,849 shares (2) Sole Dispositive Power | | | |
| Each | | /. | Sole Dispositive Power | | | |
| Reporti Person | 0 | 8. | Shared Dispositive Power | | | |
| | | | 4,024,849 shares (2) | | | |
| 9. | | egate Amo ,849 share | ount Beneficially Owned by Each Reporting Person es (2) | | | |
| 10. | Check | if the Ag | gregate Amount in Row (9) Excludes Certain Shares (See Instructions) | | | |
| 11. | Percei 10.9% | | s Represented by Amount in Row (9) | | | |
| 12. | | | | | | |
| | | | | | | |
| (1) Thi | is Sched | lule 13G i | s filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G. | | | |
| vot Me Pau | ing and ssrs. Ba ıl share | disposition dispos | d by Tenaya VII. Tenaya VII GP is the sole general partner of Tenaya VII. As such, Tenaya VII GP possesses power to direct the on of the shares owned by Tenaya VII and may be deemed to have indirect beneficial ownership of the shares held by Tenaya VII. oyer, Gollmer, Melton and Paul are Managing Members of Tenaya VII GP. As such, Messrs. Banahan, Boyer, Gollmer, Melton and direct the voting and disposition of the shares owned by Tenaya VII and may be deemed to have indirect beneficial ownership of enaya VII. | | | |
| | (3) This percentage is based on a total of 36,782,888 shares of Common Stock outstanding as of November 9, 2022, as reported in the Issuer's Quarterly Report on Form 10-Q for the quarter ended September 30, 2022, filed with the SEC on November 10, 2022. | | | | | |
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| | | 3042P 10 | | | | | | | |
|--|---|---|---|--|--|--|--|--|--|
| 1. | Names of Reporting Persons Thomas Banahan | | | | | | | | |
| 2. | Chec | Check the Appropriate Box if a Member of a Group (See Instructions) | | | | | | | |
| | (a) □ (b) 図 (1) | | | | | | | | |
| 3. SEC Use Only | | | | | | | | | |
| 4. | Citizenship or Place of Organization United States | | | | | | | | |
| Numbe | er of | 5. | Sole Voting Power | | | | | | |
| Shares Benefic | | 6. | Shared Voting Power 4,024,849 shares (2) | | | | | | |
| Owned by Each Reporting 7. Sole Dispositive Power | | | | | | | | | |
| Person With 8. Shared Dispositive Power 4,024,849 shares (2) | | | | | | | | | |
| 9. | Aggregate Amount Beneficially Owned by Each Reporting Person 4,024,849 shares (2) | | | | | | | | |
| 10. | Chec | k if the A | ggregate Amount in Row (9) Excludes Certain Shares (See Instructions) | | | | | | |
| 11. | Perce 10.9% | | s Represented by Amount in Row (9) | | | | | | |
| 12. | Type of Reporting Person (See Instructions) IN | | | | | | | | |
| (1) Th | is Sche | dule 13G | is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G. | | | | | | |
| vot Me Pat | ting and essrs. B ul share | l dispositi anahan, B power to | Id by Tenaya VII. Tenaya VII GP is the sole general partner of Tenaya VII. As such, Tenaya VII GP possesses power to direct the on of the shares owned by Tenaya VII and may be deemed to have indirect beneficial ownership of the shares held by Tenaya VII. oyer, Gollmer, Melton and Paul are Managing Members of Tenaya VII GP. As such, Messrs. Banahan, Boyer, Gollmer, Melton and direct the voting and disposition of the shares owned by Tenaya VII and may be deemed to have indirect beneficial ownership of enaya VII. | | | | | | |
| | | | pased on a total of 36,782,888 shares of Common Stock outstanding as of November 9, 2022, as reported in the Issuer's Quarterly Q for the quarter ended September 30, 2022, filed with the SEC on November 10, 2022. | | | | | | |
| | | | 4 | | | | | | |

| CUSIP | No. 9 | 3042P 10 ! | | | | |
|---|--|----------------------------|--|--|--|--|
| 1. | Names of Reporting Persons Benjamin Boyer | | | | | |
| Check the Appropriate Box if a Member of a Group (See Instructions)(a) □ | | | | | | |
| 3. | (b) | ⊠ (1) | | | | |
| 4. | | | | | | |
| Numbe | r of | 5. | Sole Voting Power | | | |
| Shares Benefic Owned | , | 6. | Shared Voting Power 4,024,849 shares (2) | | | |
| Each Reporti | Ü | 7. | Sole Dispositive Power | | | |
| Person | - | 8. | Shared Dispositive Power 4,024,849 shares (2) | | | |
| 9. | | egate Amo 1,849 share | ount Beneficially Owned by Each Reporting Person s (2) | | | |
| 10. | Chec | k if the Ag | gregate Amount in Row (9) Excludes Certain Shares (See Instructions) | | | |
| 11. | Perce 10.99 | | s Represented by Amount in Row (9) | | | |
| 12. | Type of Reporting Person (See Instructions) IN | | | | | |
| (1) Thi | s Sche | dule 13G i | s filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G. | | | |
| vot Me Pau | ing and ssrs. B il share | l dispositio anahan, Bo | d by Tenaya VII. Tenaya VII GP is the sole general partner of Tenaya VII. As such, Tenaya VII GP possesses power to direct the on of the shares owned by Tenaya VII and may be deemed to have indirect beneficial ownership of the shares held by Tenaya VII. Over, Gollmer, Melton and Paul are Managing Members of Tenaya VII GP. As such, Messrs. Banahan, Boyer, Gollmer, Melton and direct the voting and disposition of the shares owned by Tenaya VII and may be deemed to have indirect beneficial ownership of enaya VII. | | | |
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| | | | | | | |

| 1. | Names of Reporting Persons Stewart Gollmer | | | | | |
|----------------------------|---|--------------------------------------|--|--|--|--|
| 2. | Check the Appropriate Box if a Member of a Group (See Instructions) | | | | | |
| | (a) □ (b) ⊠ (1) | | | | | |
| 3. | SEC U | Jse Only | | | | |
| 4. | Citizenship or Place of Organization United States | | | | | |
| Numbe | er of | 5. | Sole Voting Power | | | |
| Shares Benefic Owned | | 6. | Shared Voting Power 4,024,849 shares (2) | | | |
| Each Reporti | J | 7. | Sole Dispositive Power | | | |
| Person | | 8. | Shared Dispositive Power 4,024,849 shares (2) | | | |
| 9. | | gate Amo 849 share | ount Beneficially Owned by Each Reporting Person ss (2) | | | |
| 10. | | _ | gregate Amount in Row (9) Excludes Certain Shares (See Instructions) | | | |
| 11. | Percer 10.9% | | s Represented by Amount in Row (9) | | | |
| 12. | Type of Reporting Person (See Instructions) IN | | | | | |
| (1) Th | is Sched | ule 13G i | s filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G. | | | |
| vot Me Pai | ting and essrs. Ba ul share | disposition nahan, Bo power to | d by Tenaya VII. Tenaya VII GP is the sole general partner of Tenaya VII. As such, Tenaya VII GP possesses power to direct the on of the shares owned by Tenaya VII and may be deemed to have indirect beneficial ownership of the shares held by Tenaya VII. byer, Gollmer, Melton and Paul are Managing Members of Tenaya VII GP. As such, Messrs. Banahan, Boyer, Gollmer, Melton and direct the voting and disposition of the shares owned by Tenaya VII and may be deemed to have indirect beneficial ownership of enaya VII. | | | |
| | | | ased on a total of 36,782,888 shares of Common Stock outstanding as of November 9, 2022, as reported in the Issuer's Quarterly Q for the quarter ended September 30, 2022, filed with the SEC on November 10, 2022. | | | |
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| CUSIP | | 3042P 10 9 | | | | |
|--|---|-------------|--|--|--|--|
| 1. | | | | | | |
| 2 | Brian Melton | | | | | |
| 2. | 2. Check the Appropriate Box if a Member of a Group (See Instructions) | | | | | |
| | (a) (b) | □ 図 (1) | | | | |
| 3. | ` ' | Use Only | | | | |
| 4. | | | lace of Organization | | | |
| ٠, | | d States | lace of Organization | | | |
| | | 5. | Sole Voting Power | | | |
| Numbe | r of | | | | | |
| Shares Benefic | rially | 6. | Shared Voting Power | | | |
| Owned | , | | 4,024,849 shares (2) | | | |
| Each | 3 | 7. | Sole Dispositive Power | | | |
| Reporti | 0 | 0 | | | | |
| Person | With | 8. | Shared Dispositive Power 4,024,849 shares (2) | | | |
| 9. | Aggre | egate Amo | unt Beneficially Owned by Each Reporting Person | | | |
| · | | ,849 shares | | | | |
| 10. | Check | k if the Ag | gregate Amount in Row (9) Excludes Certain Shares (See Instructions) | | | |
| 11. | | | Represented by Amount in Row (9) | | | |
| 10 | 10.9% | ` ' | | | | |
| 12. | Type of Reporting Person (See Instructions) IN | | | | | |
| (1) This Schedule 13G is filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G. | | | | | | |
| (2) These shares are held by Tenaya VII. Tenaya VII GP is the sole general partner of Tenaya VII. As such, Tenaya VII GP possesses power to direct the voting and disposition of the shares owned by Tenaya VII and may be deemed to have indirect beneficial ownership of the shares held by Tenaya VII. Messrs. Banahan, Boyer, Gollmer, Melton and Paul are Managing Members of Tenaya VII GP. As such, Messrs. Banahan, Boyer, Gollmer, Melton and Paul share power to direct the voting and disposition of the shares owned by Tenaya VII and may be deemed to have indirect beneficial ownership of the shares held by Tenaya VII. | | | | | | |
| | (3) This percentage is based on a total of 36,782,888 shares of Common Stock outstanding as of November 9, 2022, as reported in the Issuer's Quarterly Report on Form 10-Q for the quarter ended September 30, 2022, filed with the SEC on November 10, 2022. | | | | | |
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| | | | | | | |

| 1. | Names of Reporting Persons Brian Paul | | | | | | |
|------------------|---|--------------------------------------|--|--|--|--|--|
| 2. | Check the Appropriate Box if a Member of a Group (See Instructions) | | | | | | |
| | (a) \(\subseteq \) | | | | | | |
| | (b) | ⊠ (1) | | | | | |
| 3. | | Jse Only | | | | | |
| 4. | | nship or F 1 States | Place of Organization | | | | |
| Numbe | r of | 5. | Sole Voting Power | | | | |
| Shares | ni o 11 | 6. | Shared Voting Power | | | | |
| Benefic Owned | | | 4,024,849 shares (2) | | | | |
| Each Reporti | 3 | 7. | Sole Dispositive Power | | | | |
| Person | | 8. | Shared Dispositive Power 4,024,849 shares (2) | | | | |
| 9. | | gate Amo 849 share | ount Beneficially Owned by Each Reporting Person es (2) | | | | |
| 10. | Check | if the Ag | gregate Amount in Row (9) Excludes Certain Shares (See Instructions) | | | | |
| 11. | Percei 10.9% | | s Represented by Amount in Row (9) | | | | |
| 12. | Type of Reporting Person (See Instructions) IN | | | | | | |
| (1) Thi | is Sched | ule 13G i | s filed by the Reporting Persons. The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G. | | | | |
| vot Me Pau | ing and essrs. Ba ıl share | disposition nahan, Bo power to | d by Tenaya VII. Tenaya VII GP is the sole general partner of Tenaya VII. As such, Tenaya VII GP possesses power to direct the on of the shares owned by Tenaya VII and may be deemed to have indirect beneficial ownership of the shares held by Tenaya VII. byer, Gollmer, Melton and Paul are Managing Members of Tenaya VII GP. As such, Messrs. Banahan, Boyer, Gollmer, Melton and direct the voting and disposition of the shares owned by Tenaya VII and may be deemed to have indirect beneficial ownership of enaya VII. | | | | |
| | | | ased on a total of 36,782,888 shares of Common Stock outstanding as of November 9, 2022, as reported in the Issuer's Quarterly Q for the quarter ended September 30, 2022, filed with the SEC on November 10, 2022. | | | | |
| | | | 8 | | | | |

Item 1.

(a) Name of Issuer Wag! Group Co.

(b) Address of Issuer's Principal Executive Offices

55 Francisco Street, Suite 360 San Francisco, California 94133

Item 2.

(a) Name of Person Filing

Tenaya Capital VII, LP

Tenaya Capital VII GP, LLC

Thomas Banahan

Benjamin Boyer

Stewart Gollmer

Brian Melton

Brian Paul

(b) Address of Principal Business Office or, if none, Residence

Tenaya Capital

3101 Park Boulevard,

Palo Alto, CA 94306.

(c) Citizenship

Tenaya Capital VII, LP – Delaware

Tenaya Capital VII GP, LLC - Delaware

Thomas Banahan – United States

Benjamin Boyer – United States

Stewart Gollmer – United States

Brian Melton – United States

Brian Paul - United States

(d) Title of Class of Securities

Common Stock, par value \$0.0001 per share

(e) CUSIP Number

93042P 10 9

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

Not applicable

Item 4. Ownership

The following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1 is provided as of December 31, 2022:

(a) Amount beneficially owned:

See Row 9 of cover page for each Reporting Person

(b) Percent of class:

See Row 11 of cover page for each Reporting Person

- (c) Number of shares as to which the person has:
 - (i) Sole power to vote or to direct the vote: See Row 5 of cover page for each Reporting Person.
 - (ii) Shared power to vote or to direct the vote: See Row 6 of cover page for each Reporting Person.
 - (iii) Sole power to dispose or to direct the disposition of: See Row 7 of cover page for each Reporting Person.
 - (iv) Shared power to dispose or to direct the disposition of: See Row 8 of cover page for each Reporting Person.

| | Shares Held | Sole Voting | Shared Voting | Sole Dispositive | Shared Dispositive | Beneficial | Percentage |
|---------------------|-------------|----------------|------------------|---------------------|-----------------------|------------|--------------|
| Reporting Persons | Directly | Power | Power | Power | Power | Ownership | of Class (2) |
| Tenaya VII (1) | 4,024,849 | _ | 4,024,849 | | 4,024,849 | 4,024,849 | 10.9% |
| Tenaya VII GP (1) | | | 4,024,849 | | 4,024,849 | 4,024,849 | 10.9% |
| Thomas Banahan (1) | | | 4,024,849 | | 4,024,849 | 4,024,849 | 10.9% |
| Benjamin Boyer (1) | | | 4,024,849 | | 4,024,849 | 4,024,849 | 10.9% |
| Stewart Gollmer (1) | | | 4,024,849 | | 4,024,849 | 4,024,849 | 10.9% |
| Brian Melton (1) | | | 4,024,849 | | 4,024,849 | 4,024,849 | 10.9% |
| Brian Paul (1) | | | 4,024,849 | | 4,024,849 | 4,024,849 | 10.9% |

(1) These shares are held by Tenaya VII. Tenaya VII GP is the sole general partner of Tenaya VII. As such, Tenaya VII GP possesses power to direct the voting and disposition of the shares owned by Tenaya VII and may be deemed to have indirect beneficial ownership of the shares held by Tenaya VII. Messrs. Banahan, Boyer, Gollmer, Melton and Paul are Managing Members of Tenaya VII GP. As such, Messrs. Banahan, Boyer, Gollmer, Melton and Paul share power to direct the voting and disposition of the shares owned by Tenaya VII and may be deemed to have indirect beneficial ownership of the shares held by Tenaya VII.

(2) This percentage is based on a total of 36,782,888 shares of Common Stock outstanding as of November 9, 2022, as reported in the Issuer's Quarterly Report on Form 10-Q for the quarter ended September 30, 2022, filed with the SEC on November 10, 2022.

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following \Box

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person

Not applicable

Item 8. Identification and Classification of Members of the Group

Not applicable

Item 9. Notice of Dissolution of Group

Not applicable

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

Signature

| After reason | hable 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. |
|-----------------------------|---|
| Dated: Febr | uary [], 2023 |
| Тепауа Сар | pital VII, LP |
| By: Tenaya its General I | Capital VII GP, LLC Partner |
| By: <u>/s/</u> | |
| Name Title: | e: Managing Member |
| Tenaya Cap | oital VII GP, LLC |
| By: /s/ | |
| Name Title: | :: Managing Member |
| /s/ Thomas l | |
| Thomas Ba | nahan |
| /s/ Benjamir | n Boyer |
| Benjamin E | Boyer |
| /s/ Stewart C | Gollmer |
| Stewart Go | llmer |
| /s/ Brian Me | |
| Brian Melto | on |
| /s/ Brian Pat | ul |
| Brian Paul | |
| | ATTENTION |
| | Intentional misstatements or omissions of fact constitute Federal Criminal Violations (See 18 U.S.C. 1001). |
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| | |
| | |
| | |

Exhibit(s):

A Joint Filing Agreement

EXHIBIT A

JOINT FILING AGREEMENT

We, the undersigned, hereby express our agreement that the attached Schedule 13G (or any amendments thereto) relating to the Common Stock of Wag! Group Co. is filed on behalf of each of us.

| Dated: February [], 2023 | |
|--|--|
| Tenaya Capital VII, LP | |
| By: Tenaya Capital VII GP, LLC its General Partner | |
| By: /s/ Name: Title: Managing Member | |
| Tenaya Capital VII GP, LLC | |
| By: /s/ Name: Title: Managing Member | |
| /s/ Thomas Banahan | |
| Thomas Banahan | |
| /s/ Benjamin Boyer | |
| Benjamin Boyer | |
| /s/ Stewart Gollmer | |
| Stewart Gollmer | |
| /s/ Brian Melton | |
| Brian Melton | |
| /s/ Brian Paul | |
| Brian Paul | |