1. Name and Address of Reporting Person
Venugopal Venu
C/O Udemy, Inc.
600 Harrison Street, 3rd Floor
San Francisco, CA 94107

2. Issuer Name and Finder or Trading Symbol
Udemy, Inc. [UDMY]

3. Date of Earliest Transaction (Month/Day/Year)
09/15/2023

4. If Amendment, Date of Original Filed

5. Relationship of Reporting Person(s) to Issuer
X Officer (give title below)
Chief Technology Officer
10% Owner

6. Individual or Joint/Group Filing (Check Applicable Line)
X Form filed by One Reporting Person
Form filed by More than One Reporting Person

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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>09/15/2023</td>
<td>S(1)</td>
<td></td>
<td>3,645 D</td>
<td>381,670 D</td>
<td>D</td>
<td>Code V Amount Price Date Exercisable Expiration Date Title Amount or Number of Shares</td>
</tr>
</tbody>
</table>

(1) 3,645 Ordinary Shares acquired pursuant to the vesting and settlement of Restricted Stock Units ("RSUs").

Explanation of Responses:
1. The reported transaction was effected to satisfy certain tax obligations of the Reporting Person incurred with the vesting and settlement of Restricted Stock Units ("RSUs").

Remarks:

/s/ Daniel Horwood, Attorney-in-Fact
09/19/2023

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).
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.