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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): November 17, 2022**

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**Udemy, Inc.**

(Exact name of Registrant as Specified in Its Charter)

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**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**001-40956**  
(Commission File Number)

**27-1779864**  
(IRS Employer  
Identification No.)

**600 Harrison Street, 3rd Floor**  
**San Francisco, California**  
(Address of Principal Executive Offices)

**94107**  
(Zip Code)

**(415) 813-1710**  
(Registrant's Telephone Number, Including Area Code)

**Not Applicable**  
(Former Name or Former Address, if Changed Since Last Report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Securities registered pursuant to Section 12(b) of the Act:**

| Title of each class                         | Trading<br>Symbol(s) | Name of each exchange on which registered                        |
|---|----------------------|--|
| Common Stock, \$0.00001 par value per share | UDMY                 | The Nasdaq Stock Market LLC<br>(The Nasdaq Global Select Market) |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 7.01 Regulation FD Disclosure**

On November 17, 2022, Udemy, Inc. issued a press release announcing its first Investor Day, which was held virtually via live webcast. A copy of the press release is furnished as Exhibit 99.1 hereto and is incorporated by reference herein.

*The information in Item 7.01 of this Current Report on Form 8-K, including the accompanying Exhibit 99.1, is being furnished and shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of Section 18. The information in Item 7.01 of this Current Report on Form 8-K, including the accompanying Exhibit 99.1, shall not be incorporated by reference into any registration statement or other document filed pursuant to the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language contained in such filing.*

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**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

| <b>Exhibit<br/>Number</b> | <b>Description</b>  |
|---------------------------|---|
| 99.1                      | <a href="#">Press release dated November 17, 2022</a>                       |
| 104                       | Cover Page Interactive Data File (embedded within the Inline XBRL document) |

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

**UDEM, INC.**

Date: November 17, 2022

By: /s/ Ken Hirschman

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Ken Hirschman  
SVP Operations and General Counsel

## Udemy to Provide Strategic and Financial Outlook Update at 2022 Virtual Investor Day

- *Plans to reach adjusted EBITDA breakeven by 2024*
- *Updates long-term targets to reflect continued growth of Udemy Business*

**San Francisco, CA / November 17, 2022** - Udemy (Nasdaq: UDMY), a leading destination for learning and teaching online, will hold its first Investor Day, today, November 17, 2022 virtually at 9:00 a.m. PT / 12:00 p.m. ET to provide a strategic and financial outlook update for the company.

“Following four quarters of consistent growth and execution, Udemy is well-positioned to create significant shareholder value as we deliver on our updated financial targets and progress toward profitability,” said Gregg Coccari, Udemy’s Chairman and CEO. “We have executed well against the initiatives we shared at our IPO last October, and we believe the next phase of Udemy’s growth is even more compelling.”

During Udemy’s Investor Day, senior executives from across the company will provide an update on the company’s long-term growth strategy and vision, as well as highlight its competitive advantages going into this next phase of growth, with a focus on:

- Udemy’s differentiated and efficient global go-to-market strategy and customer acquisition engine, which fuels the company’s growth across more than 180 countries.
- The company’s data-driven marketplace, which supports its comprehensive collection of high-quality, relevant, and fresh content available in more than 75 languages.
- Udemy Business’s long runway for growth with new and existing customers as the need for workforce upskilling and reskilling increases across the globe.
- The company’s key financial metrics, including its massive and growing market opportunity, updated long-term targets and plan for achieving breakeven on an adjusted EBITDA basis by 2024.

The Investor Day will be streamed live at 9:00 a.m. PT / 12:00 p.m. ET on Thursday, November 17, 2022. To register for the live event and to view the agenda, please visit Udemy’s [Investor Relations website](#). The presentation and an archived replay of the event will be available shortly after the conclusion on the “[Events & Presentations](#)” section of the Udemy Investor Relations website at <https://investors.udemy.com/>.

### **About Udemy**

Udemy (Nasdaq: UDMY) improves lives through learning by providing flexible, effective skill development to empower organizations and individuals. The Udemy marketplace platform, with thousands of up-to-date courses in dozens of languages, offers the tools learners, instructors, and enterprises need to achieve their goals and reach their full potential. Millions of people learn

on the Udemy platform from real-world experts in topics ranging from programming and data science to leadership and team building. Udemy Business enables employers to offer on-demand learning for all employees, immersive learning for tech teams, and cohort learning for leaders. Udemy Business customers include Fender Instruments, Glassdoor, On24, The World Bank, and Volkswagen. Udemy is headquartered in San Francisco with hubs in Ankara, Turkey; Austin, Texas; Boston, Massachusetts; Mountain View, California; Denver, Colorado; Dublin, Ireland; Melbourne, Australia; New Delhi, India; and Sao Paulo, Brazil.

### **Forward Looking Statements**

This press release contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934 and the meaning of the Private Securities Litigation Reform Act of 1995. These forward-looking statements include, but are not limited to, statements regarding Udemy's expectations relating to future operating results and financial position, including the fourth quarter of 2022, the full year 2022, and future periods, anticipated future expenses and investments, our business strategy and plans, market growth, profitability, our market position and potential market opportunities, and the impact of acquisitions and business alliances. The words "believe," "may," "will," "estimate," "potential," "continue," "anticipate," "intend," "expect," "could," "would," "project," "plan," "target," and similar expressions are intended to identify forward-looking statements.

Forward-looking statements are subject to known and unknown risks and uncertainties and are based on potentially inaccurate assumptions that could cause actual results to differ materially from those expected or implied by the forward-looking statements. Actual results may differ materially from the results predicted and reported results should not be considered as an indication of future performance.

The potential risks and uncertainties that could cause actual results to differ from the results predicted include, among others, those risks and uncertainties included under the caption "Risk Factors" and elsewhere in our filings with the Securities and Exchange Commission ("SEC"), including, without limitation, our Quarterly Report on Form 10-Q for the quarter ended September 30, 2022, filed with the SEC on November 2, 2022. All information provided in this release is as of the date hereof, and we undertake no duty to update this information unless required by law.

### **Contacts**

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