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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): May 26, 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 Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.00001 par value per share	UDMY	The Nasdaq Stock Market LLC (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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On May 26, 2022, the Board of Directors (the "Board") of Udemy, Inc. (the "Company") increased the size of the Board to 8 directors and appointed Natalie Schechtman to serve as a Class II director. The Board also appointed Ms. Schechtman to serve on the Compensation Committee and the Nominating and Corporate Governance Committee of the Board.

There are no arrangements or understandings between Ms. Schechtman, on the one hand, and the Company or any other persons, on the other hand, pursuant to which Ms. Schechtman was selected as a director. There are no related party transactions between the Company and Ms. Schechtman (or any of her immediate family members) requiring disclosure under Item 404(a) of Regulation S-K. Ms. Schechtman does not have any family relationships with any of the Company's directors or executive officers.

Ms. Schechtman is an executive officer of Advance Auto Parts, Inc. ("Advance Auto"), a subsidiary of which is a Udemy Business customer. The Company estimates that the dollar value of this customer relationship is approximately \$0.3 million per year. The Company believes that Ms. Schechtman's interest in this transaction is de minimis.

Ms. Schechtman will participate in the Company's non-employee director compensation policy, as described in the Company's definitive proxy statement filed with the SEC on April 20, 2022. In addition, the Company will enter into its standard form of indemnification agreement with Ms. Schechtman.

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**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

<b>Exhibit Number</b>	<b>Description</b>
99.1	<a href="#">Press release dated May 26, 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: May 26, 2022

By: /s/ Ken Hirschman

Ken Hirschman  
SVP Operations and General Counsel

## **Udemy Appoints Human Resources Leader Natalie Rothman to Board of Directors**

**San Francisco, CA – May 26, 2022** – Udemy, a leading destination for learning and teaching online, today announced the appointment of Natalie Rothman to its board of directors effective immediately.

“Natalie is an accomplished executive and leader, and I’m proud to welcome her to our board of directors,” said Gregg Coccari, Chairman and CEO of Udemy. “As Udemy broadens its partnership with companies seeking to integrate learning and skill development into their people strategies, Natalie’s first-hand experience in human resources leadership will be a strong asset to our company.”

Rothman is currently Executive Vice President, Chief Human Resources Officer of Advance Auto Parts, a leading automotive aftermarket parts provider. Prior to joining Advance, Rothman served in a series of ascending human resources leadership roles at PepsiCo for nearly 10 years. Earlier in her career, Rothman spent several years as an employment attorney with the law firm Brown Raysman, counseling large international corporations on corporate labor and employment law. She currently sits on the boards of the Advance Auto Parts Foundation, the Raleigh Chamber of Commerce and the Human Resources Advisory Board for the Poole College of Management at North Carolina State University.

Reaching over 52 million learners globally through 68,000 instructors teaching 196,000 courses in more than 75 languages, Udemy is improving lives through learning. Udemy’s corporate training division, Udemy Business, today supports more than 11,600 enterprise customers worldwide, including 49 of the Fortune 100.

“The world is changing rapidly, and to stay ahead and compete, organizations and individuals need to focus on continuous learning,” said Rothman. “I am honored to join Udemy’s board at such an important time, and look forward to helping the company deliver on its mission to provide flexible, effective skill development to empower organizations and individuals.”

Rothman will serve on the Compensation and the Nominating and Corporate Governance Committees of the board. Following her appointment, the board is comprised of eight directors, seven of whom are independent and three of whom are women.

### **About Udemy**

Udemy (Nasdaq: UDMY) provides 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 Udemy from real-world experts in topics ranging from programming and data science to leadership and team building. Udemy Business offers corporate customers an employee training and development platform with subscription access to thousands of courses, learning analytics, and the ability to host and distribute their own content. Udemy Business customers include Fender Instruments, Glassdoor, GoFundMe, 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.

## **Contacts**

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### **Investors:**

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