

Form 144

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

144: Filer Information

Filer CIK 0001884383
Filer CCC XXXXXXXXX
Is this a LIVE or TEST Filing? LIVE TEST

Submission Contact Information

Name
Phone
E-Mail Address

144: Issuer Information

Name of Issuer Udemy, Inc.
SEC File Number 001-40956
Address of Issuer 600 HARRISON STREET
3RD FLOOR
SAN FRANCISCO
CALIFORNIA
94107
Phone (510) 378-4789
Name of Person for Whose Account the Securities are To Be Sold Venugopal Venu

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer Officer

144: Securities Information

Title of the Class of Securities To Be Sold COMMON STOCK
ETRADE FINANCIAL CORPORATION
3 EDISON DRIVE
Name and Address of the Broker ALPHARETTA
GA
30005
Number of Shares or Other Units To Be Sold 8000
Aggregate Market Value 96960.00
Number of Shares or Other Units Outstanding 141322356
Approximate Date of Sale 12/14/2022
Name the Securities Exchange NASDAQ

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

144: Securities To Be Sold

Title of the Class COMMON STOCK
Date you Acquired 12/14/2022
Nature of Acquisition Transaction RESTRICTED STOCK UNIT VESTING
Name of Person from Whom Acquired ISSUER

Is this a Gift? Date Donor
not checked Acquired

Amount of Securities Acquired 20930
Date of Payment 12/14/2022
Nature of Payment N/A

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

144: Securities Sold During The Past 3 Months

Name and Address of Seller Venugopal Venu
600 HARRISON ST
3RD FLOOR
SAN FRANCISCO
CA
94107

Title of Securities Sold COMMON STOCK
Date of Sale 11/07/2022
Amount of Securities Sold 1591
Gross Proceeds 22958.13

144: Remarks and Signature

Remarks The sales reported on this Form 144 will be affected to satisfy certain tax obligations of the Reporting Person incurred with the vesting and settlement of Restricted Stock Units.

Date of Notice 12/13/2022

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature Venugopal Venu

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)