

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>NewView Capital Fund I, L.P.</u>  (Last) (First) (Middle) 1201 HOWARD AVENUE, SUITE 101  (Street) BURLINGAME CA 94010  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Duolingo, Inc. [ DUOL ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 07/08/2022	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	07/08/2022		J <sup>(1)</sup>		1,000,000	D	\$0	2,239,835	I	See Footnote <sup>(2)</sup>
Class A Common Stock	07/08/2022		J <sup>(3)</sup>		11,466	A	\$0	11,466	I	See Footnote <sup>(4)</sup>
Class A Common Stock	07/08/2022		J <sup>(5)</sup>		11,466	D	\$0	0	I	See Footnote <sup>(4)</sup>
Class A Common Stock	07/08/2022		J <sup>(6)</sup>		2,200	A	\$0	6,587	I	See Footnote <sup>(7)</sup>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person\*  
NewView Capital Fund I, L.P.  
 (Last) (First) (Middle)  
 1201 HOWARD AVENUE, SUITE 101  
 (Street)  
 BURLINGAME CA 94010  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
NewView Capital Partners I, LLC  
 (Last) (First) (Middle)  
 1201 HOWARD AVENUE, SUITE 101  
 (Street)  
 BURLINGAME CA 94010  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*

Viswanathan Ravi

(Last) (First) (Middle)

1201 HOWARD AVENUE, SUITE 101

(Street)

BURLINGAME CA 94010

(City) (State)

(Zip)

**Explanation of Responses:**

1. Represents a pro-rata, in-kind distribution by NewView Capital Fund I, L.P. ("NewView Fund I") without additional consideration, to its partners. NewView Fund I distributed an aggregate of 988,534 shares to its limited partners on a pro rata basis and 11,466 shares to its general partner, NewView Capital Partners I, LLC ("NewView Partners I").
2. Shares held by NewView Capital Fund I, L.P. ("NewView Fund I"). NewView Capital Partners I, LLC is the general partner of NewView Fund I. Ravi Viswanathan is the managing member of NewView Capital Partners I, LLC and therefore may be deemed to hold voting and dispositive power over the shares held by NewView Fund I. Such managing member disclaims beneficial ownership of the shares held by NewView Fund I except to the extent of his pecuniary interest therein.
3. Shares were acquired as part of a pro-rata, in-kind distribution by NewView Capital Fund I, L.P. ("NewView Fund I") without additional consideration, to its partners.
4. Shares held by NewView Capital Partners I, LLC ("NewView Partners I"). Ravi Viswanathan is the managing member of NewView Partners I and therefore may be deemed to hold voting and dispositive power over the shares held by NewView Partners I. Such managing member disclaims beneficial ownership of the shares held by NewView Partners I except to the extent of his pecuniary interest therein.
5. Represents a pro-rata, in-kind distribution by NewView Capital Partners I, LLC ("NewView Partners I") without additional consideration, to its members and assignees. NewView Partners I distributed an aggregate of 9,266 shares to its non-managing members and assignees and 2,200 shares to its managing member, Ravi Viswanathan, who holds such shares through MV Holdings 2009 Revocable Trust.
6. Shares were acquired as part of a pro-rata, in-kind distribution by NewView Capital Partners I, LLC ("NewView Partners I") without additional consideration, to its members and assignees.
7. Shares held by Ravi Viswanathan through MV Holdings 2009 Revocable Trust.

NewView Capital Fund I, L.P.,  
by: NewView Capital Partners  
I, LLC, its general partner, by: 07/12/2022  
/s/ Ravi Viswanathan,  
Managing Member  
NewView Capital Partners I,  
LLC, by: /s/ Ravi 07/12/2022  
Viswanathan, Managing  
Member  
/s/ Ravi Viswanathan 07/12/2022  
\*\* 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).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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.