

---

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934  
(Amendment No. 4)\*

**Duolingo, Inc.**

---

(Name of Issuer)

**Class A common stock, \$0.0001 per share**

---

(Title of Class of Securities)

**26603R106**

---

(CUSIP Number)

**12/31/2024**

---

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)
- 

SCHEDULE 13G

CUSIP No. 26603R106

Names of Reporting Persons

1

Durable Capital Partners LP

Check the appropriate box if a member of a Group (see instructions)

2

(a)

(b)

3

Sec Use Only

Citizenship or Place of Organization

4

DELAWARE

		Sole Voting Power
	5	
		2,319,294.00
Number of		Shared Voting Power
Shares	6	
Beneficially		0.00
Owned by		Sole Dispositive Power
Each	7	
Reporting		2,319,294.00
Person		Shared Dispositive
With:	8	Power
		0.00
		Aggregate Amount Beneficially Owned by Each Reporting Person
9		2,319,294.00
		Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)
10		<input type="checkbox"/>
		Percent of class represented by amount in row (9)
11		6.1 %
		Type of Reporting Person (See Instructions)
12		IA, PN

## SCHEDULE 13G

### Item 1.

Name of issuer:

(a)

Duolingo, Inc.

Address of issuer's principal executive offices:

(b)

5900 Penn Avenue, Pittsburgh, Pennsylvania 15206

### Item 2.

Name of person filing:

(a)

Durable Capital Partners LP

Address or principal business office or, if none, residence:

(b)

4747 Bethesda Avenue, Suite 1002 Bethesda, Maryland 20814

Citizenship:

(c)

The Reporting Person is a limited partnership organized under the laws of the State of Delaware.

Title of class of securities:

(d)

Class A common stock, \$0.0001 per share

CUSIP No.:

(e)

26603R106

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a)  Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b)  Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c)  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d)  Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e)  An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);

- (h)  A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i)  A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j)  A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:
- (k)  Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4. Ownership

Amount beneficially owned:

The information required by this item with respect to the Reporting Person is set forth in Rows 5 through 9 and 11 of the cover page to this Schedule 13G. The ownership percentages reported are based on 37,897,481 outstanding shares of Class A common stock, \$0.0001 per share (the "Shares") as of November 5, 2024, as reported in the Issuer's Form 10-Q filed on November 7, 2024. Durable Capital Master Fund LP directly holds 2,319,294 Shares. The Reporting Person, as the investment adviser to Durable Capital Master Fund LP, has sole power to direct the vote and disposition of the Shares. Durable Capital Partners GP LLC ("Durable GP") is the general partner of the Reporting Person, and Henry Ellenbogen is the chief investment officer of the Reporting Person and the managing member of Durable GP.

(a)

Percent of class:

(b)

6.1 %

(c)

Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

2319294

(ii) Shared power to vote or to direct the vote:

0

(iii) Sole power to dispose or to direct the disposition of:

2319294

(iv) Shared power to dispose or to direct the disposition of:

0

Item 5. Ownership of 5 Percent or Less of a Class.

Item 6. Ownership of more than 5 Percent on Behalf of Another Person.

If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities, a statement to that effect should be included in response to this item and, if such interest relates to more than 5 percent of the class, such person should be identified. A listing of the shareholders of an investment company registered under the Investment Company Act of 1940 or the beneficiaries of employee benefit plan, pension fund or endowment fund is not required.

See disclosure of relationships among parties under Item 4. The economic benefits of the Shares are shared based on agreements among the parties.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

If a parent holding company has filed this schedule, pursuant to Rule 13d-1(b)(ii)(G), so indicate under Item 3(g) and attach an exhibit stating the identity and the Item 3 classification of the relevant subsidiary. If a parent holding company has filed this schedule pursuant to Rule 13d-1(c) or Rule 13d-1(d), attach an exhibit stating the identification of the relevant subsidiary.

See control and Shares holding disclosure in Item 4.

Item 8. Identification and Classification of Members of the Group.

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certifications:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under ?? 240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Durable Capital Partners LP

Signature: /s/ Julie Jack

Name/Title: Julie Jack/Authorized Person

Date: 02/14/2025