Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, I	D.C. 20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Name and Address of Reporting Person* Skaruppa Matthew					2. Issuer Name and Ticker or Trading Symbol Duolingo, Inc. [DUOL]									5. (CI	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Other (specify					
(Last)	Last) (First) (Middle) C/O DUOLINGO, INC.							3. Date of Earliest Transaction (Month/Day/Year) 05/15/2024									Officer (give title below) Chief Financi		below)	вресіту
5900 PENN AVENUE					4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street) PITTSBURGH PA 15206																X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)		(Sta	te) (Z	ľip)		Rule 10b5-1(c) Transaction Indication														
Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intersatisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.										nded to										
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
1. Title of Security (Instr. 3) 2. Transact Date (Month/Date)					Execution (y/Year) if any		ution I	ution Date,				es Acquired (A) Of (D) (Instr. 3, 4			nd Securi Benefi	cially I Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
										Code	v	Amount	(A)) or)	Price	Transa	ction(s) 3 and 4)			(Instr. 4)
Class A Common Stock 05/15/2						2024		S ⁽¹⁾		2,469	69 D		\$0	62,054		D				
Class A Common Stock 05/15/2						2024			A		27,353(2) ,	A	\$0	8	89,407		D		
	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)	Derivative Conversion Date Execution Date, Security or Exercise (Month/Day/Year) if any				4. Transaction Code (Instr. 8)		of	r osed (1. 3, 4	6. Date Expirat (Month	tion Da		Amount of Securities Underlying Derivative Security (In 3 and 4)		J nstr.	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	у	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
						Code		(A)	(D)	Date Exercisable		Expiration Date	Title	of	nber					

Explanation of Responses:

- 1. Represents shares automatically sold to satisfy tax withholding obligations in connection with the vesting of Restricted Stock Units ("RSUs") and delivery of shares.
- 2. Constitute Restricted Stock Units ("RSUs") for which the Reporting Person is entitled to receive one (1) share of Issuer's Class A Common Stock for each RSU upon vesting, 1/16th of the RSUs shall vest on each quarterly anniversary of May 15, 2024.

Remarks:

/s/ Stephen Chen, as Attorneyin-Fact for Matthew Skaruppa

** 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.