

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person Accel London V L.P.		2. Date of Event Requiring Statement (Month/Day/Year) 04/20/2021		3. Issuer Name and Ticker or Trading Symbol UiPath, Inc. [PATH]	
(Last) (First) (Middle) 500 UNIVERSITY AVENUE		(Street) PALO ALTO, CA 94301		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director ___X___ 10% Owner ____ Officer (give title below) _____ Other (specify below)	
(City) (State) (Zip)		5. If Amendment, Date Original Filed(Month/Day/Year)			
6. Individual or Joint/Group Filing(Check Applicable Line) ____ Form filed by One Reporting Person ___X___ Form filed by More than One Reporting Person					

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series C-1 Preferred Stock	(U)	(U)	Class A Common Stock	3,326,970	\$ (U)	I	By Accel Leaders Fund L.P. (U)
Series C-2 Preferred Stock	(U)	(U)	Class A Common Stock	2,657,322	\$ (U)	I	By Accel Leaders Fund L.P. (U)
Series D-1 Preferred Stock	(U)	(U)	Class A Common Stock	747,579	\$ (U)	I	By Accel Leaders Fund L.P. (U)
Series D-2 Preferred Stock	(U)	(U)	Class A Common Stock	125,532	\$ (U)	I	By Accel Leaders Fund L.P. (U)
Series E Preferred Stock	(U)	(U)	Class A Common Stock	25,665	\$ (U)	I	By Accel Leaders Fund L.P. (U)
Series C-1 Preferred Stock	(U)	(U)	Class A Common Stock	158,958	\$ (U)	I	By Accel Leaders Fund Investors 2016 L.L.C. (U)
Series C-2 Preferred Stock	(U)	(U)	Class A Common Stock	126,963	\$ (U)	I	By Accel Leaders Fund Investors 2016 L.L.C. (U)
Series D-1 Preferred Stock	(U)	(U)	Class A Common Stock	35,718	\$ (U)	I	By Accel Leaders Fund Investors 2016 L.L.C. (U)
Series D-2 Preferred Stock	(U)	(U)	Class A Common Stock	5,997	\$ (U)	I	By Accel Leaders Fund Investors 2016 L.L.C. (U)
Series E Preferred Stock	(U)	(U)	Class A Common Stock	1,226	\$ (U)	I	By Accel Leaders Fund Investors 2016 L.L.C. (U)

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Accel London V L.P. 500 UNIVERSITY AVENUE PALO ALTO, CA 94301		X		
Accel Leaders Fund L.P. 500 UNIVERSITY AVENUE PALO ALTO, CA 94301		X		
Accel Leaders Fund Associates L.L.C. 500 UNIVERSITY AVENUE PALO ALTO, CA 94301		X		
Accel Leaders Fund Investors 2016 L.L.C. 500 UNIVERSITY AVENUE PALO ALTO, CA 94301		X		

**Signatures**

/s/ Tracy L. Sedlock, as Attorney-in-Fact, for Accel London V L.P.		04/20/2021
<small>Signature of Reporting Person</small>		<small>Date</small>
/s/ Tracy L. Sedlock, as Attorney-in-Fact, for Accel Leaders Fund L.P.		04/20/2021
<small>Signature of Reporting Person</small>		<small>Date</small>
/s/ Tracy L. Sedlock, as Attorney-in-Fact, for Accel Leaders Fund Associates L.L.C.		04/20/2021
<small>Signature of Reporting Person</small>		<small>Date</small>
/s/ Tracy L.Sedlock, as Attorney-in-Fact, for Accel Leaders Fund Investors 2016 L.L.C.		04/20/2021
<small>Signature of Reporting Person</small>		<small>Date</small>

**Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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).
- (1) Each share of Series C-1 Preferred Stock, Series C-2 Preferred Stock, Series D-1 Preferred Stock, Series D-2 Preferred Stock and Series E Preferred Stock will automatically convert into one share of Class A Common Stock immediately prior to the closing of the Issuer's initial public offering.
- (2) Accel Leaders Fund Associates L.L.C., or ALFA, is the General Partner of Accel Leaders Fund L.P. and has sole voting and investment power. Andrew G. Braccia, Sameer K. Gandhi, Ping Li, Tracy L. Sedlock, Ryan J. Sweeney, and Richard P. Wong are the Managing Members of Accel Leaders Fund L.P.
- (3) Andrew G. Braccia, Sameer K. Gandhi, Ping Li, Tracy L. Sedlock, Ryan J. Sweeney, and Richard P. Wong are the Managing Members of Accel Leaders Fund Investors 2016 L.L.C. and share voting and investment powers. Such managers disclaim beneficial ownership except to the extent of their respective ownership interests.

**Remarks:**  
Exhibit 24 - Power of Attorney

This Form 3 is the second of two Form 3s filed relating to the same event. Combined, the two reports report the holdings for the following reporting persons: Accel London V L.P., Accel London V Strategic Partners L.P., Accel London V Strategic Partners L.P. (UK), Accel London V Strategic Partners L.P. (Canada), Accel London V Strategic Partners L.P. (Australia), Accel London V Strategic Partners L.P. (Japan), Accel London V Strategic Partners L.P. (Brazil), Accel London V Strategic Partners L.P. (India), Accel London V Strategic Partners L.P. (South Africa), Accel London V Strategic Partners L.P. (Mexico), Accel London V Strategic Partners L.P. (Argentina), Accel London V Strategic Partners L.P. (Chile), Accel London V Strategic Partners L.P. (Colombia), Accel London V Strategic Partners L.P. (Peru), Accel London V Strategic Partners L.P. (Venezuela), Accel London V Strategic Partners L.P. (Ecuador), Accel London V Strategic Partners L.P. (Bolivia), Accel London V Strategic Partners L.P. (Paraguay), Accel London V Strategic Partners L.P. (Uruguay), Accel London V Strategic Partners L.P. (Cuba), Accel London V Strategic Partners L.P. (Honduras), Accel London V Strategic Partners L.P. (Nicaragua), Accel London V Strategic Partners L.P. (Costa Rica), Accel London V Strategic Partners L.P. (Panama), Accel London V Strategic Partners L.P. (Curaçao), Accel London V Strategic Partners L.P. (Aruba), Accel London V Strategic Partners L.P. (Bonaire), Accel London V Strategic Partners L.P. (Suriname), Accel London V Strategic Partners L.P. (Guyana), Accel London V Strategic Partners L.P. (Jamaica), Accel London V Strategic Partners L.P. (Trinidad and Tobago), Accel London V Strategic Partners L.P. (Barbados), Accel London V Strategic Partners L.P. (Bahamas), Accel London V Strategic Partners L.P. (Cayman Islands), Accel London V Strategic Partners L.P. (Bermuda), Accel London V Strategic Partners L.P. (British Virgin Islands), Accel London V Strategic Partners L.P. (Cayman Islands), Accel London V Strategic Partners L.P. (Bermuda), Accel London V Strategic Partners L.P. (British Virgin Islands).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

GRANT OF POWER OF ATTORNEY

A. Power of Attorney. Effective as of January 31, 2017, each entity listed on Schedule A attached hereto, and such additional affiliated entities that shall come into existence from time to time (each, a "Granting Entity"), hereby constitutes and appoints Tracy L. Sedlock and Richard H. Zamboldi as its true and lawful attorneys-in-fact and agent with full power of substitution, in its name, place and stead to make, execute, sign and file such instruments, documents or certificates as may be necessary or proper in the normal course of such Granting Entity's business.

Each Granting Entity hereby further grants to such attorneys-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as such Granting Entity might or could do if present, hereby ratifying and confirming all that such attorneys-in-fact shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted, including, without limitation, the authority to execute documents on behalf of such Granting Entity in connection with investments made by such Granting Entity or any entity controlled by such Granting Entity. Each Granting Entity acknowledges that no such attorneys-in-fact, in serving in such capacity at the request of the undersigned, is hereby assuming any of the undersigned entities responsibilities under the tax laws of the United States, any state or other jurisdiction. This Power of Attorney shall remain in full force and effect with respect to each such Granting Entity from the date hereof until revoked by each respective Granting Entity in a signed writing delivered to the foregoing attorneys-in-fact.

B. Consent to Grant of Power of Attorney. As of the date set forth above, each of the undersigned persons, individually and in his capacity as a member, partner or equity holder (each, a "Constituent Member") of a Granting Entity and as a member, partner, trustee or equity holder of any Constituent Member, hereby consents to, and causes each such Granting Entity and Constituent Member, to consent to and cause, the grant of Power of Attorney set forth in Paragraph A above.

Schedule A GRANTING ENTITIES

Accel London Investors 2016 L.P.  
Accel Growth Fund Investors 2016 L.L.C.  
Accel Leaders Fund Investors L.L.C.  
Accel Growth Fund IV Associates L.L.C.  
Accel Leaders Fund Associates L.L.C.  
Accel London V Associates L.P.  
Accel London V Associates L.L.C.

IN WITNESS WHEREOF, each of the undersigned have executed this Grant of Power of Attorney or a counterpart hereto as of the date first set forth above.

/s/ Andrew G. Braccia

Andrew G. Braccia in his individual capacity and as member, partner, officer, trustee or equity holder of every entity that is an equity holder of a Granting Entity

/s/ Kevin J. Efrusy

Kevin J. Efrusy in his individual capacity and as member, partner, officer, trustee or equity holder of every entity that is an equity holder of a Granting Entity

/s/ Sameer K. Gandhi

Sameer K. Gandhi in his individual capacity and as member, partner, officer, trustee or equity holder of every entity that is an equity holder of a Granting Entity

/s/ Ping Li

Ping Li in his individual capacity and as member, partner, officer, trustee or equity holder of every entity that is an equity holder of a Granting Entity

/s/ Arthur C. Patterson

Arthur C. Patterson in his individual capacity and as member, partner, officer, trustee or equity holder of every entity that is an equity holder of a Granting Entity

/s/ Tracy L. Sedlock

Tracy L. Sedlock in his individual capacity and as member, partner, officer, trustee or equity holder of every entity that is an equity holder of a Granting Entity

/s/ James R. Swartz

James R. Swartz in his individual capacity and as member, partner, officer, trustee or equity holder of every entity that is an equity holder of a Granting Entity

/s/ Ryan J. Sweeney

Ryan J. Sweeney in his individual capacity and as member, partner, officer, trustee or equity holder of every entity that is an equity holder of a Granting Entity

/s/ Richard P. Wong

Richard P. Wong in his individual capacity and as member, partner, officer, trustee or equity holder of every entity that is an equity holder of a Granting Entity