Edgar Filing: CHEGG, INC - Form 4

CHEGG, IN Form 4 July 02, 2015										
FORM								-	PROVAL	
	UNITEDSI		hington,			NGE (COMMISSION	OMB Number:	3235-0287	
Check the if no long	ter							Expires:	January 31, 2005	
subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNER SECURITIES						NEKSHIP OF	Estimated a	average		
Form 4 o	Form 4 or							burden hou response	rs per 0.5	
Form 5 obligation	Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,									
may cont See Instru	inue. Section 17(a) (30(h) of the Inv	•	•	· ·			n		
1(b).				· · ·						
(Print or Type F	Responses)									
(
1. Name and Address of Reporting Person [*] TOMASELLO ROBIN 2. Issuer Name and Ticker or Tradin					ıg	5. Relationship of Issuer	Reporting Pers	son(s) to		
IOMASLL	Symbol CHEGG	EGG, INC [CHGG]								
(Last)	(First) (Midd		3. Date of Earliest Transaction				(Chec	(Check all applicable)		
			nth/Day/Year)			Director	Owner			
C/O CHEGO FREEDOM	/2015				X Officer (give title Other (specify below) below) VP, CORPORATE CONTROLLER					
		4 IE A	darrent Dar	4. O.::-:1						
			nendment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line)			
X Form filed by C						ne Reporting Person ore than One Reporting				
SANTA CL	ARA, CA 95054						Person		1	
(City)	(State) (Zip) Table	e I - Non-D	erivative S	Securi	ties Aco	quired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security	2. Transaction Date 2 (Month/Day/Year) E	A. Deemed xecution Date, if	3. Transactio	4. Securi on(A) or Di			5. Amount of Securities	6. Ownership Form: Direct		
(Instr. 3)	a	ıy	Code	(D)	-		Beneficially	(D) or	Beneficial	
	(I	Month/Day/Year)	(Instr. 8)	(Instr. 3,	4 and	5)	Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
					(A)		Reported Transaction(s)			
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	07/01/2015		F <u>(1)</u>	384	D	\$ 7.65	49,080 <u>(2)</u>	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

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

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	. 3 and 4)		Owne
	Security				Acquired						Follo
	2				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						``
					4, and 5)						
					,,						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
						Excicisable	Date		of		
				Code V	(A) (D)				Shares		
Dene	41.00										

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
TOMASELLO ROBIN C/O CHEGG, INC 3990 FREEDOM CIR SANTA CLARA, CA 95054			VP, CORPORATE CONTROLLER				
Signatures							
/s/ Robin Tomasello by Dave Borders, Attorney-in-Fact			07/02/2015				
<u>**</u> Signature of Reporting	Person		Date				

Explanation of Responses:

- * 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).

Exempt transaction pursuant to Section 16b-3(e) - payment of exercise price or tax liability by delivering or withholding securities incident to the receipt, exercise or vesting of a security issued in accordance with Rule 16b-3. All of the shares reported as disposed of in

- (1) this Form 4 were relinquished by the Reporting Person and cancelled by the Issuer in exchange for the Issuer's agreement to pay federal and state tax withholding obligations of the Reporting Person resulting from the vesting of RSUs. The Reporting Person did not sell or otherwise dispose of any of the shares reported on this Form 4 for any reason other than to cover required taxes.
- (2) Includes 3,623 shares acquired under the Issuer's 2013 Employee Stock Purchase Plan on May 15, 2015.

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.