

TOMASELLO ROBIN
Form 4
March 16, 2018

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
TOMASELLO ROBIN

(Last) (First) (Middle)

C/O CHEGG, INC, 3990
FREEDOM CIR

(Street)

SANTA CLARA, CA 95054

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CHEGG, INC [CHGG]

3. Date of Earliest Transaction
(Month/Day/Year)
03/14/2018

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP, CORPORATE CONTROLLER

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

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)	(A) or (D)	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 Ownership (Instr. 4)
			Code	V	Amount	Price		
Common Stock	03/14/2018		S		37,268	\$ 21.83 (1)	D	
Common Stock	03/15/2018		M		14,800	\$ 7.875	D	
Common Stock	03/15/2018		S		43,677	\$ 21.9 (2)	D	
Common Stock	03/16/2018		M		14,564	\$ 7.875	D	
Common Stock	03/16/2018		M		2,777	\$ 8.415	D	

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Common Stock	03/16/2018	M	13,889	A	\$ 8.415	156,956	D
Common Stock	03/16/2018	M	2,636	A	\$ 7.875	159,592	D
Common Stock	03/16/2018	M	6,638	A	\$ 12.5	166,230	D
Common Stock	03/16/2018	S	58,004	D	\$ 21.34 <u>(3)</u>	108,226	D

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

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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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 7.875	03/15/2018		M	14,800	<u>(4)</u> 02/14/2022	Common Stock 14,800
Employee Stock Option (right to buy)	\$ 7.875	03/16/2018		M	14,564	<u>(4)</u> 02/14/2022	Common Stock 14,564
Employee Stock Option (right to buy)	\$ 8.415	03/16/2018		M	2,777	<u>(4)</u> 05/14/2023	Common Stock 2,777
Employee Stock	\$ 8.415	03/16/2018		M	13,889	<u>(4)</u> 05/14/2023	Common Stock 13,889

