

BORDERS DAVE JR.
Form 4
November 06, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
BORDERS DAVE JR.

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O CHEGG, INC., 3990
FREEDOM CIRCLE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/02/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
GENERAL COUNSEL

SANTA CLARA, CA 95054

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

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

(City) (State) (Zip)

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)	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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	11/02/2018		M		31,448 A \$ 7.875	484,032	D
Common Stock	11/02/2018		F		9,268 D \$ 26.72	474,764	D
Common Stock	11/02/2018		M		1,885 A \$ 7.875	476,649	D
Common Stock	11/02/2018		F		1,214 D \$ 26.72	475,435	D
Common Stock	11/02/2018		M		11,111 A \$ 7.875	486,546	D

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Common Stock	11/02/2018	F	3,274	D	\$ 26.72	483,272	D
Common Stock	11/02/2018	M	2,222	A	\$ 7.875	485,494	D
Common Stock	11/02/2018	F	1,430	D	\$ 26.72	484,064	D
Common Stock	11/02/2018	M	19,856	A	\$ 8.415	503,920	D
Common Stock	11/02/2018	F	6,253	D	\$ 26.72	497,667	D
Common Stock	11/02/2018	M	13,477	A	\$ 8.415	511,144	D
Common Stock	11/02/2018	F	8,821	D	\$ 26.72	502,323	D
Common Stock	11/02/2018	M	7,818	A	\$ 12.5	510,141	D
Common Stock	11/02/2018	F	3,657	D	\$ 26.72	506,484	D
Common Stock	11/02/2018	M	32,182	A	\$ 12.5	538,666	D
Common Stock	11/02/2018	F	23,546	D	\$ 26.72	515,120	D

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

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SEC 1474
(9-02)

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	\$ 7.875	11/02/2018		M	31,448	<u>(1)</u>	05/03/2021	Common Stock	31,448

Option (right to buy)									
Employee Stock Option (right to buy)	\$ 7.875	11/02/2018	M	1,885	<u>(1)</u>	05/03/2021	Common Stock	1,885	
Employee Stock Option (right to buy)	\$ 7.875	11/02/2018	M	11,111	<u>(1)</u>	05/15/2022	Common Stock	11,111	
Employee Stock Option (right to buy)	\$ 7.875	11/02/2018	M	2,222	<u>(1)</u>	05/15/2022	Common Stock	2,222	
Employee Stock Option (right to buy)	\$ 8.415	11/02/2018	M	19,856	<u>(1)</u>	05/14/2023	Common Stock	19,856	
Employee Stock Option (right to buy)	\$ 8.415	11/02/2018	M	13,477	<u>(1)</u>	05/14/2023	Common Stock	13,477	
Employee Stock Option (right to buy)	\$ 12.5	11/02/2018	M	7,818	<u>(1)</u>	11/11/2023	Common Stock	7,818	
Employee Stock Option (right to buy)	\$ 12.5	11/02/2018	M	32,182	<u>(1)</u>	11/11/2023	Common Stock	32,182	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BORDERS DAVE JR. C/O CHEGG, INC.			GENERAL COUNSEL	

3990 FREEDOM CIRCLE
SANTA CLARA, CA 95054

Signatures

/s/ Dave Borders
Jr. 11/06/2018

 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).
- (1) The stock option grant is fully vested.

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