Improving Student Outcomes

Investor Presentation

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Chegg® NYSE: CHGG



Safe Harbor

Forward-Looking Statements

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Use of Non-GAAP Measures

In addition to financial results presented in accordance with generally accepted accounting principles (GAAP), this presentation includes certain forward-looking non-GAAP financial measures of financial performance, including free cash flow, adjusted EBITDA and pro forma revenue. These non-GAAP financial measures are in addition to, and not a substitute for or superior to, measures of financial performance prepared in accordance with GAAP, and may be different from non-GAAP financial measures used by other companies. In addition, these non-GAAP measures have limitations in that they do not reflect all of the amounts associated with Chegg's results of operations as determined in accordance with GAAP. Reconciliations of these non-GAAP financial measures to the most directly comparable GAAP financial measures are contained in the press release that

accompanies this presentation.

Student outcomes need to improve





Grads in jobs not requiring 4-year degree (2)





\$1.3 Trillion+
Student Loan Debt (5)

Incoming freshmen will be different from any generation before

Born the same year as Google

Google

Only 6% complete homework by hand



1 in 5 recall ever using a landline (1). But they send ~ 60 texts/day(2)



70% will have more than \$40k in debt at graduation⁽³⁾





They are emerging as the "on-demand" generation

"I want it now."

SMS or Snap Me





Binge watch

NETFLIX hulu

Uber everywhere



Stream anything

PANDORA Spotify



With different expectations on how to learn

62% Chegg



49%

Can learn a new subject

effectively online or offline*



Use online tutorials for school*

81%



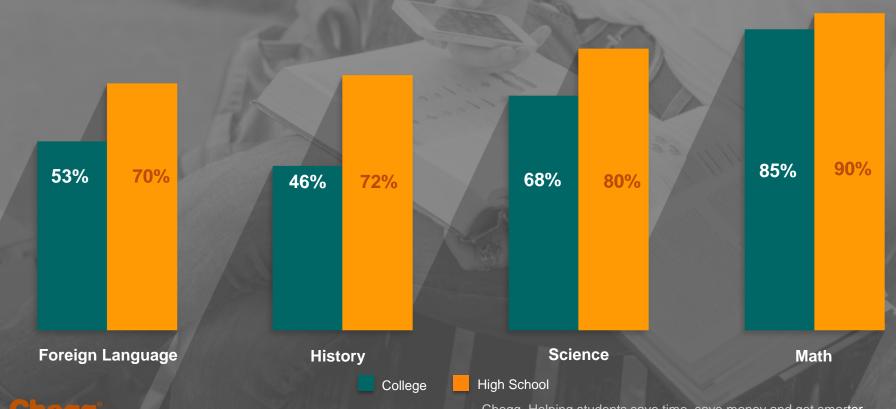
Use a device in class every day*

70%



"Prefer classes & programs at my own pace"*

The younger they are, the more likely they will learn online



Chegg

Chegg. Helping students save time, save money and get smarter.

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Chegg Services help improve student outcomes







BETTER comprehension of course content



HIGHER test scores and grades



MORE RELEVANT internships and jobs



ON-DEMAND when, what and how

On-demand learning is getting bigger and Chegg is just getting started



Pre-college

College

Career

"How do I study for the SAT/ACT?"

"How do I improve my GPA?"

"How do I apply to college?"

> "Should I go to college?"

"Which materials do I need for classes?"

> "How can I find writing help?"

"Which major should I study?"

> "How do I pay for college?"

"How can I get live help now?"

"How do I prepare for finals?"

> "How do I find a tutor when I need one?"

"Which careers match my skillset?"

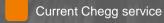
"How do I find an internship?"

"How do I connect with potential employers?"

"How can I find a job?"

"How do I prepare for the GMAT / GRE?"





Chegg offers services to solve the biggest student pain points



Study

Subscription-based textbook solutions and expert answers



Tutors

Subscription and a-la-carte online tutoring marketplace



Test Prep

Online courses preparing students for SAT and ACT



Writing Tools

Citations, bibliography, writing structure and anti-plagiarism tools



Required Materials

eTextbooks and print available through Chegg's partnership with Ingram



Enrollment

College admission and scholarship matching services



Brands

Helping brands surprise and delight students with unique and differentiated campaigns



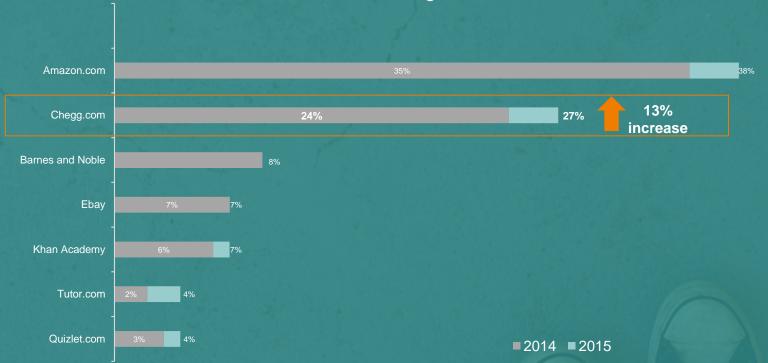
Careers

Internship marketplace connecting students with employers

Chegg

Chegg is one of the most popular brands among students

Unaided Awareness – College Students



Q: What companies, websites, and resources can you think of that provide students with support with their studies and their lives around school (such as buying/renting textbooks, getting tutoring, homework help, and test prep, exploring career opportunities and finding internships)?

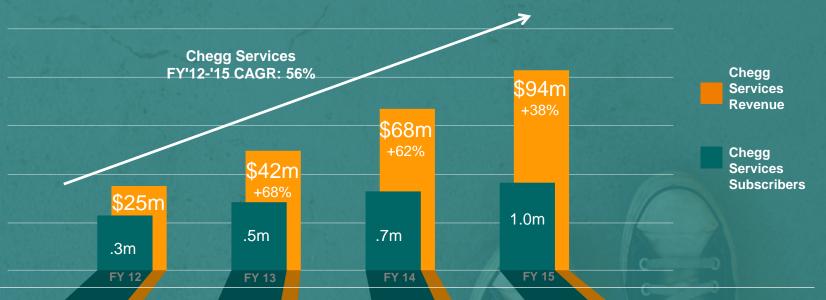


Chegg has transitioned to a high growth, high margin business





Students increasingly embrace Chegg Services Leading to great results



Chegg Digital Model: Higher Growth, Margins & Profits

On track to become a 100% digital business



2011 – 2014 (average)

REVENUE GROWTH	20%
GROSS MARGIN %	30%
ADJUSTED EBITDA MARGIN %	(6%)*

Target Operating Model (full year 2018)

CHEGG SERVICES REVENUE GROWTH	~30%			
GROSS MARGIN %	60%+			
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Pro Forma Revenue Growth



Pro Forma Revenue: consists of Chegg Services Revenue and Required Materials Pro Forma Revenue

Chegg Services Revenue

consists of:

- 1. Learning Services
 - a. Chegg Study
 - b. Chegg Tutors
 - c. Test Prep+
 - d. Writing Tools+
- 2. Marketing Services
 - a. Enrollment Services
 - b. Brand Partnerships
 - c. Careers+

Required Materials Pro Forma Revenue

consists of:

- 1. eTextbooks
- Chegg's Legacy Print Textbooks (as if commission based)
- 3. Ingram Commissions

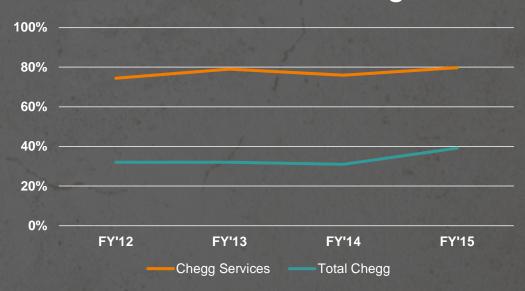


^{*} Shown as if Textbook transition to Ingram Commission model was in place in all periods

^{**} Transition to 100% Digital GAAP Revenue in 2017

⁺ Newly acquired and currently unmonetized services are not reflected in 2012 – 2015

Non-GAAP Gross Margin %*



Chegg Services Platform is Highly Profitable on a Non-GAAP Basis



We are increasing our organic guidance and adding \$7M revenue and \$2m adjusted EBITDA from Imagine Easy

	Q1 2016 Results	Q2 2016 Guidance	Fiscal 2016 Guidance
Total GAAP Revenue	\$66.7m	\$48m to \$52m	\$239m to \$257m
Pro Forma Revenue*	\$46.8m	\$36m to \$40m	\$179m to \$192m
Chegg Services Revenue	\$25.6m	\$28m to \$30m	\$124m to \$132m
Gross Margin %*	41.6%	56% to 58%	48% to 50%
Adjusted EBITDA*	(\$0.5m)	\$5m to \$7m	\$13m to \$22m

Chegg's 2016 Results and Outlook

Imagine Easy addresses writing deficiency among students Additive to Chegg's learning services portfolio

- Extends reach to middle school and high school users
- Strong brands and user engagement
- More than 7m users in March*
- Logged 240m+ sessions in last 12 months
- Average session length 8+ minutes
- 1.4 B citations created since launch
- Accretive to 2016 revenue and EBITDA





Cite This For Me Normas APA







Tools for writing structure, citations, bibliographies, plagiarism checks

Summary

- Higher education is ripe for disruption
- Chegg is one of the most popular student brands
- Transitioning to a high growth, high margin, pure digital business
- The leading student-first connected learning platform
- Improving student outcomes

Appendix



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Payment Terms for Imagine Easy Solutions Acquisition

_	Q2'2016	Q3'2016	Q4'2016	2017	2018	2019	Total
Purchase Price	\$25.00m			\$17.00m			\$42.00m
Contingent Consideration*			\$3.00m	\$7.35m	\$5.40m	\$2.25m	\$18.00m
	\$25.00m	\$0.00m	\$3.00m	\$24.35m	\$5.40m	\$2.25m	\$60.00m

* Subject to contingencies which may be settled by cash or common stock at the discretion of Chegg



Reconciliation of GAAP to Non-GAAP Financial Measures

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RECONCILIATION OF GAAP TO NON-GAAP FINANCIAL M	IEASUKE	s		
(in thousands, except percentages)				
(unaudited)				
,				1.41
		Three Months E 2016		2015
GAAP total net revenues	S	66,654	\$	
	3		3	84,872
Adjustments	\$	(19,855)	\$	(39,080)
Non-GAAP total pro forma net revenues	3	46,799	2	45,792
0.1.P	•	27.724	•	40.070
GAAP gross profit	\$	27,731	\$	19,379
Share-based compensation expense		28		134
Transitional logistic charges	_		•	2,483
Non-GAAP gross profit	\$	27,759	\$	21,996
GAAP gross margin %		41.6%		22.8%
Non-GAAP gross margin %		41.6%		25.9%
	_			
GAAP operating expenses	\$	43,021	\$	47,642
Share-based compensation expense		(11,242)		(14,886)
Amortization of intangible assets		(628)		(1,560)
Restructuring credits (charges)		44		(2,514)
Acquisition related compensation costs		(988)		(795)
Non-GAAP operating expenses	\$	30,207	\$	27,887
GAAP operating expenses as a percent of net revenues		64.5%		56.1%
Non-GAAP operating expenses as a percent of net revenues		45.3%		32.9%
GAAP operating loss	\$	(15,290)	\$	(28,263)
Share-based compensation expense		11,270		15,020
Amortization of intangible assets		628		1,560
Restructuring (credits) charges		(44)		2,514
Transitional logistic charges				2,483
Acquisition related compensation costs		988		795
Non-GAAP operating loss	\$	(2,448)	S	(5,891)
GAAP net loss	S	(15,685)	S	(28,542)
Share-based compensation expense		11,270		15,020
Amortization of intangible assets		628		1,560
Restructuring (credits) charges		(44)		2,514
Transitional logistic charges				2,483
Acquisition related compensation costs		988		795
Non-GAAP net loss	\$	(2,843)	\$	(6,170)
GAAP and Non-GAAP weighted average shares used to compute net loss per share		89,118		84,794
GAAP net loss per share	\$	(0.18)	\$	(0.34)
Adjustments	_	0.15		0.27
Non-GAAP net loss per share	\$	(0.03)	\$	(0.07)



Reconciliation of GAAP to Non-GAAP Gross Margin

	2012	2013	2014	2015
Chegg Services GAAP net revenue	\$ 24,644	\$ 41,829	\$ 68,117	\$ 94,285
GAAP gross profit Share-based compensation expense	\$ 18,334	. ,	\$ 51,734 -	\$ 75,167 -
Non-GAAP gross profit	\$ 18,343	\$ \$ 33,051	\$ 51,734	\$ 75,167
GAAP gross margin % Non-GAAP gross margin %	74.4% 74.4%		75.9% 75.9%	79.7% 79.7%
Total Chegg				
GAAP total net revenue Adjustments	\$ 213,334 (142,765		\$ 304,834 (170,606)	\$ 301,373 (135,270)
Pro forma net revenue	\$ 70,569	\$ 99,021	\$ 134,228	\$ 166,103
GAAP gross profit Share-based compensation expense Transitional logistic charges Non-GAAP gross profit	\$ 67,665 542 - \$ 68,207	1,185	\$ 93,849 617 - \$ 94,466	\$111,524 262 6,033 \$117,819
GAAP gross margin % Non-GAAP gross margin %	31.7% 32.0%		30.8% 31.0%	37.0% 39.1%



Reconciliation of GAAP Net Loss to EBITDA and Adjusted EBITDA

CHEGG, INC.								
RECONCILIATION OF GAAP NET LOSS TO EBITDA AND ADJUSTED EBITDA								
(in thousands, except percentages)								
(unaudited)								
	2011	2012	2013	2014	2015			
Adjusted EBITDA								
GAAP Net loss:	\$ (37,602)	\$ (49,043)	\$ (55,850)	\$ (64,758)	\$ (59,210)			
Interest expense, net	3,764	4,393	3,818	317	247			
Provision for (benefit from) income taxes	(200)	29	642	186	1,479			
Textbook library depreciation expense	56,142	57,177	64,759	70,147	43,553			
Other depreciation and amortization	5,832	10,796	10,078	11,159	11,511			
EBITDA	27,937	23,352	23,447	17,051	(2,420)			
Textbook library depreciation expense	(56,142)	(57,177)	(64,759)	(70,147)	(43,553)			
Share-based compensation expense	13,132	18,045	36,958	36,888	38,775			
Other income, net	(2,061)	(634)	359	(879)	(216)			
Restructuring charges	-	-	-	-	4,868			
Transitional logistic charges	-	-	-	-	6,033			
Acquisition related compensation costs	-	-	-	2,583	1,871			
Impairment of intangible assets		611	-	1,552	-			
Adjusted EBITDA	\$ (17,135)	\$ (15,803)	\$ (3,995)	\$ (12,952)	\$ 5,358			
Adjusted EBITDA margin %	-10%	-7%	-2%	-4%	2%			
2011-2014 Average Adjusted EBITDA margin %	-6%							



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The Student Hub®

