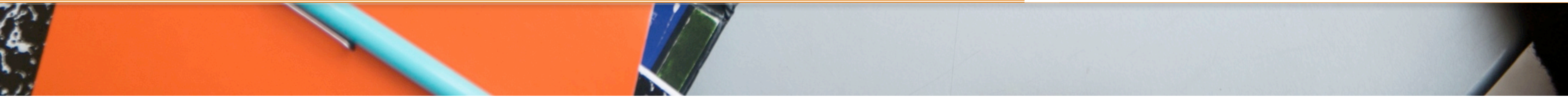
Q3-17 Investor Presentation

October 30, 2017

Chegg®

A Smarter Way to Student™



Safe Harbor Statement

Forward-Looking Statements

This presentation contains forward-looking statements made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Forward-looking statements relate to expectations, beliefs, projections, future plans and strategies, anticipated events or trends and similar expressions concerning matters that are not historical facts. In some cases you can identify forward-looking statements by references to future periods and use of terminology such "outlook," "non-GAAP," "expect," "anticipate," "guidance," "as if," "transition," or similar words or phrases which are predictions of or indicate future events or trends and which do not relate solely to historical matters. These forward-looking statements include, without limitation those regarding Chegg's acquisition of Cogeon increasing value to subscribers and expanding Chegg's reach into math and high school, Chegg's positioning to capture market opportunity, Chegg's upside potential regarding market opportunity, Chegg's ability to help students with its Writing Tools, Chegg's ability to use its Required Materials line to drive brand awareness and loyalty and attach students to Chegg's other businesses, Chegg's anticipated generation of net revenues per year at breakeven, Chegg's timing and launch of its new product, Chegg Math, statements regarding the expected impact of ASC 606 revenue recognition update, Chegg's anticipated revenue generation from Required Materials, Chegg's target operating model, the non-GAAP presentations of Chegg's results of operations, and all statements about Chegg's financial outlook. These statements are not guarantees of future performance, but are based on management's expectations as of the date of this presentation and assumptions that are inherently subject to uncertainties, risks and changes in circumstances that are difficult to predict. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results, performance or achievements to be materially different from any future results, performance or achievements. Important factors that could cause actual results to differ materially from those expressed or implied by these forward-looking statements include the following: Chegg's ability to attract new students, increase engagement and increase monetization; the rate of adoption of Chegg's offerings; the impact of Chegg's acquisition of Cogeon and Imagine Easy Solutions; Chegg's ability to strategically take advantage of new opportunities to leverage the Student Graph; competitive developments, including pricing pressures; Chegg's anticipated growth of Chegg Services; Chegg's ability to build and expand its services offerings; Chegg's ability to develop new products and services on a cost-effective basis and to integrate acquired businesses and assets; the impact of seasonality on the business; Chegg's partnership with Ingram and the parties' ability to achieve the anticipated benefits of the partnership, including the potential impact of the economic risk-sharing arrangements between Chegg and Ingram on Chegg's results of operations; Chegg's ability to effectively control operating costs; Chegg's and Ingram's ability to manage Ingram's textbook library; changes in Chegg's addressable market; changes in the education market; and general economic, political and industry conditions. All information provided in this presentation is as of the date hereof and Chegg undertakes no duty to update this information except as required by law. These and other important risk factors are described more fully in documents filed with the Securities and Exchange Commission, including Chegg's Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2017 filed with the Securities and Exchange Commission on July 31, 2017, and could cause actual results to vary from expectations. Additional information will also be set forth in Chegg's Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2017 to be filed with the Securities and Exchange Commission.

Use of Non-GAAP Measures

In addition to financial results presented in accordance with generally accepted accounting principles (GAAP), this presentation includes certain non-GAAP financial measures of financial performance, including adjusted EBITDA, adjusted EBITDA margin, non-GAAP net revenues and free cash flow. 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 financial measures, are contained in the Appendix to this presentation.

Leading student-first connected learning platform to improve student outcomes

Q3 Highlights

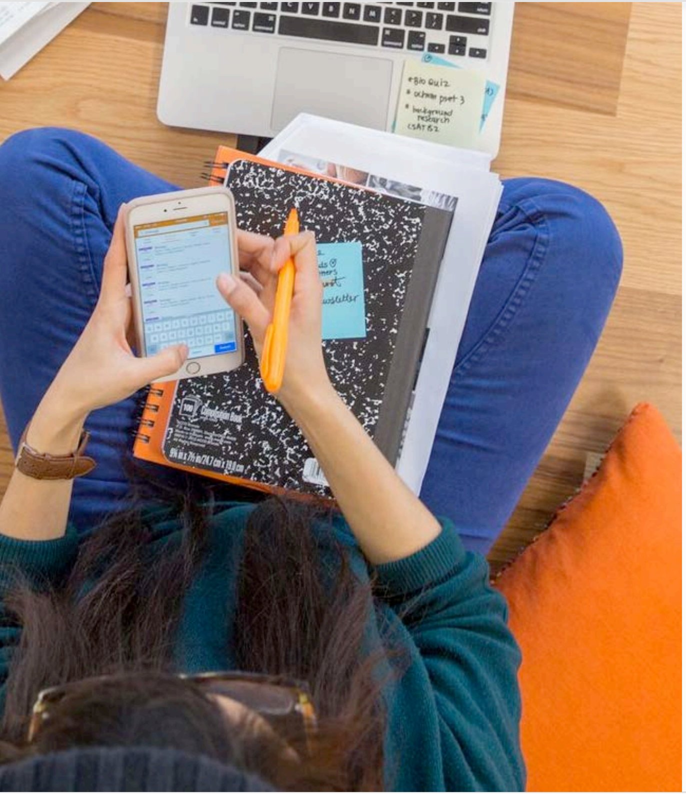
Chegg

- Increased FY 2017 guidance. Provided initial 2018 outlook of >30% Chegg Services revenue growth, greater than 70% gross margin and 25% adjusted EBITDA margin, which meets or exceeds the financial objectives set three years ago
- Chegg Services revenue of $39 million, up 33% y/y
- Adjusted EBITDA of $5.7 million
- 1.2 million Chegg Services subscribers, up 37% y/y
- 74 million Chegg Study content views, up 63% y/y
- Acquired Cogeon[1], provider of adaptive math technology. Cogeon will increase value to subscribers and expand Chegg's TAM into math and high school

1 Acquisition announced 10/18/17

An Investment in Improving Student Outcomes

Chegg

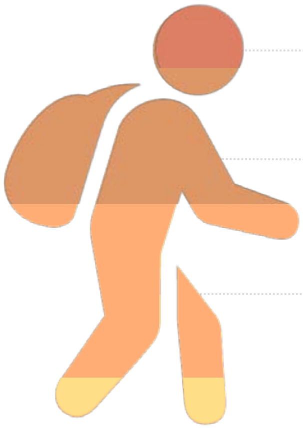


Large Opportunity with Compelling Market Trends

Leading Student-First Connected Learning Platform Focused on Student Outcomes

Transitioned to an All Digital, High Growth, High Margin Model

Large Student Market Opportunity



11 million MIDDLE SCHOOL STUDENTS[1]

16 million HIGH SCHOOL STUDENTS[2]

20 million UNIVERSITY STUDENTS[6]

78% of college students have heard of a Chegg service

Education comprises ~ 7 % of US GDP[3]

or $1.3 trillion annually[4]

1 Source: National Center for Education Statistics and US Census Bureau, 2015
2 Source: National Center for Education Statistics and US Census Bureau, 2017
3 Source: www.data.worldbank.org/indicator/NY.GDP.MKTP.CD?locations=US
4 Source: https://obamawhitehouse.archives.gov/administration/eop/cea/factsheets-reports
5 Source: Hall and Partners Survey, Oct 2016, (College (n=1370))
6 Source: National Center for Education Statistics and US Census Bureau, 2017; includes graduate and undergraduate students

Compelling Macro Trends

Introducing the class of 2020…

Born the same year as Google…

into a world where on-demand is the norm…

and learning happens on their own schedule

62% use online tutorials for school[1]

81% use a device in class everyday[1]

70% "prefer classes & programs at their own pace"[1]

Today's students want learning solutions that are customized and available on-demand

1 Source: CheggHeads, Feb 2016 (High School n=378; College Student n= 454)

Existing System Outpaced by Technology & Student Needs

Chegg

Chegg's direct-to-student services are designed to improve student outcomes: **online homework help, on-demand live tutoring writing help, test prep, required materials for less, internships and more**

Average state education funding cut by **20% since 2007**[1]

296% increase in in-state tuition at public colleges since 1995[2]

Critical need for affordable, high-quality, learning services

THE RESULT

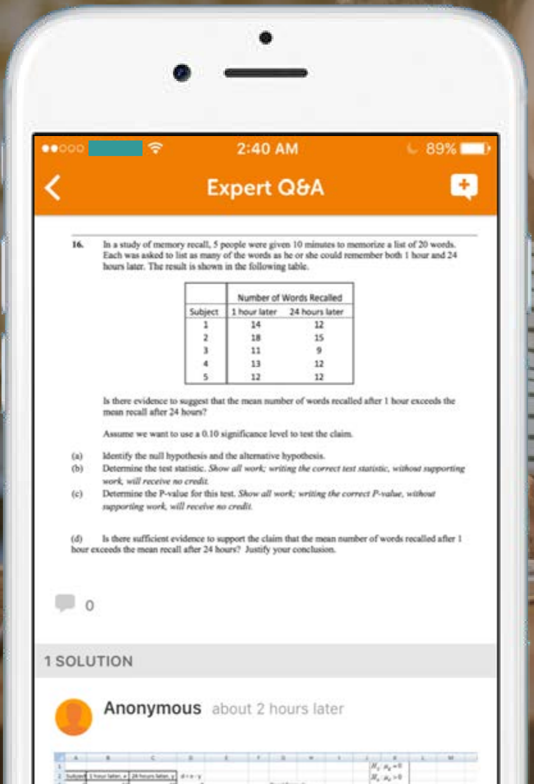
41% college drop-out rate[2]

$35K debt for the average student[3]

44% in jobs not requiring 4-year degree[4]

1 Source: www.cbpp.org/research/state-budget-and-tax/years-of-cuts-threaten-to-put-college-out-of-reach-for-more-students;
2 Source: National Center for Education Statistics, 2015
3 Source: http://blogs.wsj.com/economics/2016/05/02/student-debt-is-about-to-set-another-record-but-the-picture-isnt-all-bad/?mod=e2tw#:Xhy9NQQoFnzvDA
4 Source: Economic Policy Institute 2016

Chegg Solves Today’s Students’ Problems



- ✓ Online
- ✓ On-demand
- ✓ Personalized
- ✓ Adaptive
- ✓ Affordable
- ✓ …and Backed by Human Help

Integrated Platform of Connected Educational Services

Chegg

Chegg Services

Students subscribe to our learning services:

- Chegg Study
- Chegg Writing Tools
- Chegg Tutors

Required Materials

Purchase or rent required class materials for less:

- Print Textbooks & eTextbooks

Chegg's connected learning platform for students reaches ~10MM[1] unique visitors monthly

[1] Source: ComScore U.S. Media Metrix Multi-Platform, Audience Duplication Report, September 2017. Universe: Home and work; Data Source: Multiplatform

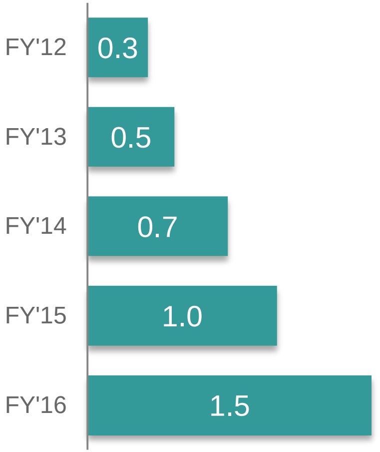
On-Demand Learning Services Drive Rapid Growth

Chegg

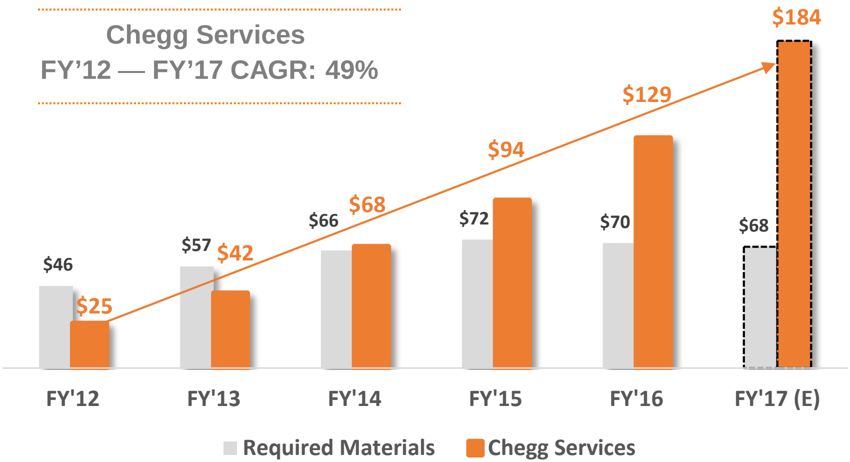
Chegg Services Subscribers quintupled over the past 4 years

Fast Growing Chegg Services Revenue

Chegg Services Subscribers (in millions)



Revenue Growth ($ in millions)*



* Prior to FY 2017, Required Materials revenues were shown on a non-GAAP basis as if the transition of print textbook business to Ingram was complete and the revenues from our print textbook business were entirely commission-based. Chegg has completed its transition to Ingram and in FY 2017 all Required Materials revenues are commission-based. A reconciliation of Required Materials revenues to non-GAAP Required Materials revenues is set forth in the appendix hereto. FY 2017 revenues represents the midpoint of full year 2017 guidance.

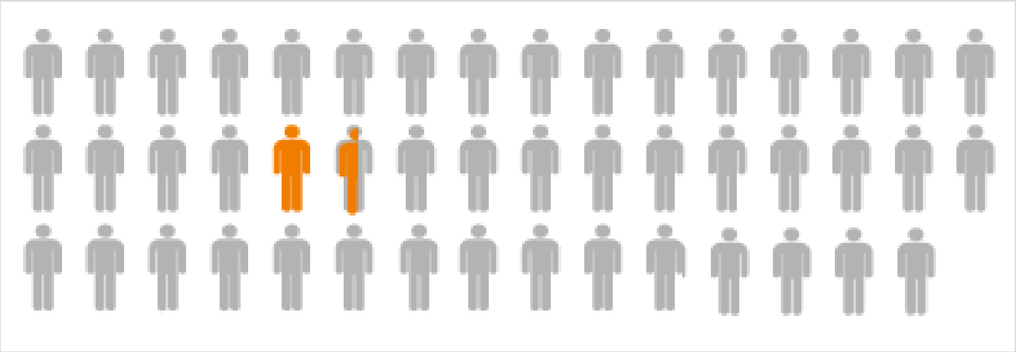
Well Positioned to Capture Big Market Opportunity

Chegg

Significant upside potential

~ **47** million
students in middle school and above[1]

~ **1.5** million
Chegg Services subscribers in FY'16



Chegg's Services subscribers represent

~ **3%** of the total addressable market

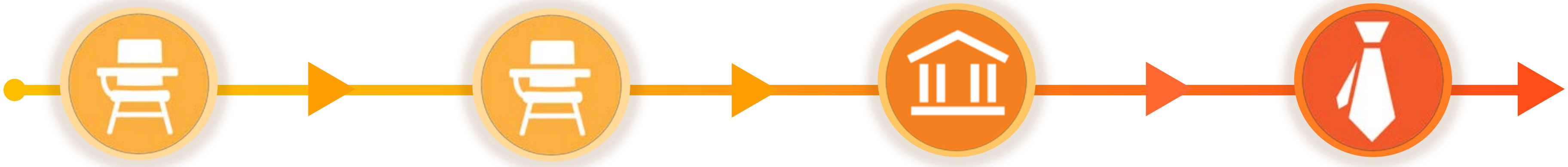
Chegg is an established brand[2] in a nascent market with lots of greenfield

1 Source: National Center for Education Statistics and US Census Bureau, 2015
2 Source: Hall and Partners N=1221 College students; N=302 High School students (sample weighted to reflect student population), fielded Oct 22 – Nov 9, 2015

Supporting Every Step of the Educational Journey

Chegg®

Middle School · High School · College · Post-Graduate



- Uses “Chegg Writing Tools”
- Gets help from “Chegg Tutors”
- Utilizes “Chegg Test Prep” for college admissions
- Orders books or ebooks from “Chegg Required Materials”
- Studies for exams with “Chegg Study”
- Searches for internships and soon, careers

Chegg Study: A Powerful Learning Tool

Chegg

Chegg Study connects students to guided textbook solutions created by Chegg experts, expanding their learning and improving outcomes

11 MM proprietary expert Q&As and 6 MM unique solution sets (Q3-17)

~27,000

textbook ISBNs in Chegg Study database as of Q3-17

~74 million content views*, up 63% y/y (Q3-17)

* Textbook solutions and expert Q&As viewed

Writing: Helping Students from Middle School Onwards

Chegg

Imagine Easy Solutions (acquired May 2016) is a leading provider of online writing tools, relied upon by millions of students and teachers

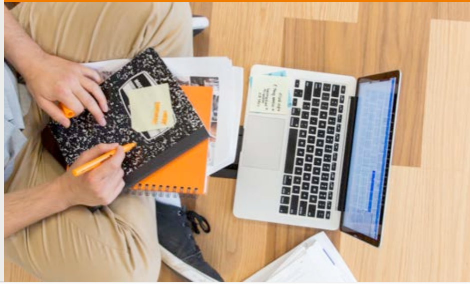
With nearly 25% of college freshmen required to take non-credit remedial writing courses[1], Chegg has the opportunity to impact this outcome before students enroll and save time and money

63 MM new citations in Q3-17

Market Opportunity

~$3B[2]

spent annually on remedial courses at the college level



1 Source: https://edreformnow.org/policy-briefs/out-of-pocket-the-high-cost-of-inadequate-high-schools-and-high-school-student-achievement-on-college-affordability/
2 Source: http://completecollege.org/wp-content/uploads/2014/11/4-Year-Myth.pdf

Tutors: On-Demand Personalized Instruction

Chegg Tutors is a simple, reliable and affordable service which allows students to quickly match with a human tutor to receive one-on-one help.

Key subjects: Computer Science, Calculus, Statistics, Finance and Accounting

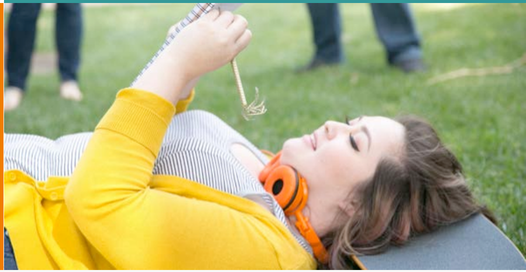
Market Opportunity

~$5-7B[1,2]

Total tutoring market for all subjects

188

average tutoring minutes per student (Q3-17)



1 Source: http://www.cnbc.com/2014/08/29/high-tech-tutoring-big-media-big-start-ups-big-money.html
2 Source: http://www.nytimes.com/2010/08/21/your-money/21wealth.html?_r=0

Required Materials Drives Brand Awareness & Loyalty

Chegg

A comprehensive selection of textbooks and eBooks to rent or buy at an affordable price

Builds brand awareness, maintains the direct-to-student relationship and creates opportunities for students to attach to Chegg's other businesses

Win-win Ingram relationship—Chegg collects ~20% commission per transaction. Beneficial partnership allows Chegg to invest more rapidly in its digital services.

Business anticipates to generate ~$50-60M in net revenues per year at breakeven

1 Source: Savings calculated based on the difference between print textbook list price and rental price

PROBLEM SOLVED!

Math: Self-guided and Individualized Solutions

Chegg

Chegg acquired math technology company Cogeon

Expect acquisition to increase value to subscribers and expand Chegg's addressable market

Chegg will leverage Cogeon's unique A.I.-driven math technology to enhance current capabilities inside Chegg Study and expects to launch an integrated new product, Chegg Math, in the second half of 2018.

64% of high school students are not prepared for college-level math.[1] Over 40% of college students must take at least one remedial math course.[2]

Learn More:

Chegg Math Video

1 Source: http://www.educationworld.com/a_news/there-reason-us-students-struggle-math
2 Source: https://www.americanprogress.org/issues/education/reports/2016/09/28/144000/remedial-education/

Business Outlook: 2017

Chegg

	Q3 2017 Results	Q4 2017 Guidance	Full Year 2017 Guidance
Total Revenues	$62.6m	$70m - $71m	$251 - $252m
Chegg Services Revenue	$39.5m	$58m - $59m	$183 - $184m
Gross Margin %*	64%	69% - 71%	>65%
Adjusted EBITDA*	$5.7m	$19m - $20m	$44 - $45m
CapEx	$7.4m		~$27m
Free Cash Flow*	$5.9m		~$18m

* Non-GAAP financial measures. Reconciliation of 1) Q2-17 net loss to EBITDA and adjusted EBITDA, 2) forward looking net loss to EBITDA and adjusted EBITDA, and 3) forward looking net cash provided by operating activities to free cash flow set forth in the appendix hereto

Business Outlook: Full Year 2018

Total Revenue	~$295m
Chegg Services Revenue	~$240m
Year over Year Growth	*>30%*
Adjusted EBITDA*	~$74m
Adjusted EBITDA Margin	*25%*

* Non-GAAP financial measure. Reconciliation of 1) forward looking net loss to EBITDA and adjusted EBITDA set forth in the appendix hereto

Business Outlook: 2018 Adjusted EBITDA Seasonality

Chegg®

	Q1'18	Q2'18	Q3'18	Q4'18
Adjusted EBITDA* Quarterly Contribution	~19%	~24%	~14%	~43%

* Non-GAAP financial measure Note: 2018 quarterly contribution percentages are based on FY'18 Adjusted EBITDA business outlook of approximately $74M
We have not reconciled our 2018 quarterly adjusted EBITDA seasonality guidance to net loss because we do not provide guidance on quarterly 2018 total net revenues, net loss or the reconciling items between adjusted EBITDA and net loss as a result of the uncertainty, timing, and the potential variability of these items. The actual amount of total net revenues, net loss, and such reconciling items will have a significant impact on our 2018 quarterly adjusted EBITDA. Accordingly, a reconciliation of the non-GAAP financial measure guidance to the corresponding GAAP measure is not available without unreasonable effort.

ASC 606 Revenue Recognition Standard Implementation Update

Context

- Effective for Chegg beginning in FY2018 (starting January 1, 2018)
- Implementation on track
- In process of assessing opening impact to retained earnings as a result of modified retrospective adoption

Expected Impact

- We will continue to operate as an agent in our strategic partnership with Ingram and therefore continue to recognize a commission on total revenues
- Negligible impact to Chegg Services revenues aside from the timing of recognition related to our Enrollment Marketing and Brand partnerships
- Variable consideration revenues recognized from our performance related obligation with Ingram will be estimated over the period in which it is earned
- Revenues recognized from shipping and handling activities will now be recorded as a reduction of cost of revenues

Appendix

Reconciliation of GAAP to Non-GAAP Financial Measures

Chegg

CHEGG, INC.
RECONCILIATION OF GAAP TO NON-GAAP FINANCIAL MEASURES
(in thousands, except percentages and per share amounts)
(unaudited)

	Three Months Ended September 30, 2017	Three Months Ended September 30, 2016	Nine Months Ended September 30, 2017	Nine Months Ended September 30, 2016
Total net revenues	$ 62,640	$ 71,343	$ 181,559	$ 191,033
Adjustment as if transition to Ingram is complete	—	(15,822)	—	(48,010)
Non-GAAP total net revenues	$ 62,640	$ 55,521	$ 181,559	$ 143,023
Operating expenses	$ 51,444	$ 47,975	$ 142,743	$ 131,000
Share-based compensation expense	(10,018)	(10,164)	(27,240)	(32,586)
Amortization of intangible assets	(1,371)	(1,402)	(4,149)	(3,216)
Restructuring (charges) credits	(64)	100	(1,023)	298
Acquisition-related compensation costs	(1,500)	(1,500)	(4,500)	(3,488)
Non-GAAP operating expenses	$ 38,491	$ 35,009	$ 105,831	$ 92,008
Operating expenses as a percent of total net revenues	*82.1%*	*67.2%*	*78.6%*	*68.6%*
Non-GAAP operating expenses as a percent of total net revenues	*61.4%*	*49.1%*	*58.3%*	*48.2%*
Loss from operations	$ (11,160)	$ (15,331)	$ (21,978)	$ (38,996)
Share-based compensation expense	10,091	10,210	27,468	32,701
Amortization of intangible assets	1,371	1,402	4,149	3,216
Restructuring charges (credits)	64	(100)	1,023	(298)
Acquisition-related compensation costs	1,500	1,500	4,500	3,488
Non-GAAP income (loss) from operations	$ 1,866	$ (2,319)	$ 15,162	$ 111
Net loss	$ (11,516)	$ (16,063)	$ (23,942)	$ (40,756)
Share-based compensation expense	10,091	10,210	27,468	32,701
Amortization of intangible assets	1,371	1,402	4,149	3,216
Restructuring charges (credits)	64	(100)	1,023	(298)
Acquisition-related compensation costs	1,500	1,500	4,500	3,488
Non-GAAP net income (loss)	$ 1,510	$ (3,051)	$ 13,198	$ (1,649)
Weighted average shares used to compute net loss per share	103,041	91,059	97,008	90,201
Effect of dilutive options, restricted stock units and warrants	12,241	—	10,237	—
Non-GAAP weighted average shares used to compute non-GAAP net income (loss) per share	115,282	91,059	107,245	90,201
Net loss per share	$ (0.11)	$ (0.17)	$ (0.25)	$ (0.45)
Adjustments	0.12	0.14	$ 0.37	$ 0.43
Non-GAAP net income (loss) per share	$ 0.01	$ (0.03)	$ 0.12	$ (0.02)

Reconciliation of Forward Looking Net Income (Loss) to EBITDA and Adjusted EBITDA

Chegg

CHEGG, INC.

RECONCILIATION OF FORWARD LOOKING NET INCOME (LOSS) TO EBITDA AND ADJUSTED EBITDA

(in thousands)

(unaudited)

	Three Months Ended December 31, 2017	Year Ended December 31, 2017	Year Ended December 31, 2018
	*	*	
Net income (loss)	$ 1,700	$ (22,600)	$ (3,400)
Interest expense, net	-	100	100
Provision for income taxes	600	2,600	3,700
Other depreciation and amortization expense	4,800	19,100	22,400
EBITDA	7,100	(800)	22,800
Share-based compensation expense	10,500	38,000	43,000
Other income, net	(200)	(300)	(800)
Restructuring charges	-	1,000	-
Acquisition-related compensation costs	2,100	6,600	9,000
Adjusted EBITDA	$ 19,500	$ 44,500	$ 74,000

* Adjusted EBITDA guidance for the three months ended December 31, 2017 and the year ended December 31, 2017 represents the midpoint of the ranges of $19 million to $20 million, $44 million to $45 million, respectively. Our adjusted EBITDA outlook does not include an amortization for intangible assets of Cogeon GmbH as the amount of any such amortization cannot be appropriately estimated at this time.

Reconciliation of Required Materials Net Revenues to Non-GAAP Required Materials Net Revenues

Chegg

CHEGG, INC.

RECONCILIATION OF REQUIRED MATERIALS NET REVENUES TO NON-GAAP REQUIRED MATERIALS NET REVENUES

(in thousands, except percentages)

(unaudited)

	Year Ended December 31,				
	2016	2015	2014	2013	2012
Required Materials net revenues	$ 124,755	$ 207,088	$ 236,717	$ 213,746	$ 188,530
Adjustment as if transition to Ingram is complete	(54,671)	(135,270)	(170,606)	(156,554)	(142,617)
Non-GAAP Required Materials net revenues	$ 70,084	$ 71,818	$ 66,111	$ 57,192	$ 45,913

Reconciliation of Forward Looking Net Cash Provided by Operating Activities to Free Cash Flow

Chegg

CHEGG, INC.
RECONCILIATION OF FORWARD LOOKING NET CASH PROVIDED BY OPERATING ACTIVITIES TO FREE CASH FLOW
(in thousands)
(unaudited)

		Year Ended December 31, 2017
Net cash provided by operating activities	$	38,057
Purchases of textbooks		-
Proceeds from liquidations of textbooks		6,943
Purchases of property and equipment		(27,000)
Free cash flow	$	18,000