

CHEGG, INC  
Form 8-K  
July 03, 2014

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 20549**

**FORM 8-K**

**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934**

**Date of report: June 30, 2014**

**(Date of earliest event reported)**

**Chegg, Inc.**

**(Exact Name of Registrant as Specified in Its Charter)**

**Delaware**

**(State or Other Jurisdiction**  
**of Incorporation)**

**001-36180**  
**(Commission**

**20-3237489**  
**(IRS Employer**

**File Number)**

**Identification No.)**

**3990 Freedom Circle**

**Santa Clara, California**  
**(Address of Principal Executive Offices)**

**95054**  
**(Zip Code)**

**(408) 855-5700**

**(Registrant's Telephone Number, Including Area Code)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 1.01. Entry into a Material Definitive Agreement.**

On June 30, 2014, Chegg, Inc. ( Chegg ) entered into the First Amendment to Credit Agreement with Bank of America, N.A. ( BofA ) and the domestic subsidiaries of Chegg ( First Amendment ). The First Amendment amends the Credit Agreement, dated as of August 12, 2013 ( Credit Agreement ), by and among Chegg, the domestic subsidiaries of Chegg, and BofA, to, among other things, reduce the revolving credit facility from an aggregate principal amount of \$50,000,000 to \$40,000,000, lower the related commitment fees, and make certain other favorable changes to the financial covenants.

**Item 2.03. Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.**

The information set forth under Item 1.01 is incorporated here by reference.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

CHEGG, INC.

By: /s/ Andrew Brown  
Andrew Brown  
Chief Financial Officer

Date: July 3, 2014