

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|------------------------------|---|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | Release of Trademark Security Interests |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|--|----------|----------------|---|
| JPMorgan Chase Bank, N.A., as Administrative Agent | | 08/09/2013 | national banking association: UNITED STATES |

RECEIVING PARTY DATA

| | |
|--------------------------|--------------------------------|
| Name: | Chegg, Inc. |
| Street Address: | 2350 Mission College Boulevard |
| Internal Address: | Suite 1400 |
| City: | Santa Clara |
| State/Country: | CALIFORNIA |
| Postal Code: | 95054 |
| Entity Type: | CORPORATION: DELAWARE |

PROPERTY NUMBERS Total: 29

| Property Type | Number | Word Mark |
|----------------------|----------|-----------------------------|
| Registration Number: | 3191844 | CHEGG |
| Registration Number: | 3447212 | #1 IN TEXTBOOK RENTALS |
| Registration Number: | 3752266 | DON'T BUY IT |
| Registration Number: | 3190758 | CRAMSTER |
| Registration Number: | 3749771 | |
| Registration Number: | 3740611 | BUY TEXTBOOKS |
| Registration Number: | 3685394 | NOTEHALL |
| Registration Number: | 3944058 | STUDENT OF FORTUNE |
| Registration Number: | 3255457 | STUDENTOFFORTUNE |
| Registration Number: | 4019997 | SOURCESALE |
| Registration Number: | 3563163 | ZINCH |
| Registration Number: | 3720681 | I AM MORE THAN A TEST SCORE |
| Serial Number: | 85158754 | CHEGG SALAD |

OP \$740.00 3191844

| | | |
|----------------|----------|--|
| Serial Number: | 85171173 | CHEGG.COM |
| Serial Number: | 85187813 | CHEGG IT OUT |
| Serial Number: | 85169480 | POWERED BY CHEGG |
| Serial Number: | 85198776 | CHEGG |
| Serial Number: | 85228304 | CHEGG ARCADE |
| Serial Number: | 85236080 | CLICKS TO BRICKS |
| Serial Number: | 85165838 | COURSERANK |
| Serial Number: | 85176458 | THE GOLDEN CHEGG RENT TEXTBOOKS. WIN PRI |
| Serial Number: | 85225780 | CHEGG.COM #1 IN TEXTBOOK RENTALS |
| Serial Number: | 85158760 | CHEGG CHAMPIONS |
| Serial Number: | 85176466 | CHEGG CHAMPIONS |
| Serial Number: | 85208886 | CRAMSTER.COM |
| Serial Number: | 85236081 | SITE TO SHELF |
| Serial Number: | 85189699 | CHEGG |
| Serial Number: | 85190586 | CHEGG |
| Serial Number: | 85270065 | CHEGG COLLEGE CREW |

CORRESPONDENCE DATA

Fax Number: 9194168363
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 9192868041
Email: pto_tmconfirmation@mvalaw.com
Correspondent Name: Moore & Van Allen PLLC
Address Line 1: 430 Davis Drive
Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27560

| | |
|-------------------------|---------------------|
| ATTORNEY DOCKET NUMBER: | 327000-11774 JES |
| NAME OF SUBMITTER: | John E. Slaughter |
| Signature: | /John E. Slaughter/ |
| Date: | 08/09/2013 |

Total Attachments: 5
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RELEASE OF TRADEMARK SECURITY INTERESTS dated as of August 9, 2013 (this "Release"), by JPMORGAN CHASE BANK, N.A., as Administrative Agent (the "Administrative Agent"). Capitalized terms used herein and not otherwise defined shall have the meanings assigned to such terms in the Credit Agreement or the Guarantee and Collateral Agreement, as applicable, referred to below.

A. Reference is made to (i) the Credit Agreement dated as of March 31, 2011, as amended and restated as of May 4, 2012 (as further amended, supplemented or otherwise modified from time to time, the "Credit Agreement"), among Chegg, Inc. (the "Borrower"), the lenders party thereto and the Administrative Agent, (ii) the Guarantee and Collateral Agreement dated as of March 31, 2011 (as amended, supplemented or otherwise modified from time to time, the "Collateral Agreement"), among the Borrower, the Subsidiary Loan Parties of the Borrower listed therein (the "Subsidiaries") and the Administrative Agent, (iii) the Patent and Trademark Security Agreement dated as of March 31, 2011, among the Borrower, the Subsidiaries and the Administrative Agent, (iv) the Patent and Trademark Security Agreement dated as of August 16, 2011, among the Borrower and the Administrative Agent, (v) the Patent and Trademark Security Agreement dated as of September 26, 2011, among the Borrower and the Administrative Agent and (vi) the Patent and Trademark Security Agreement dated as of January 4, 2012, among the Borrower and the Administrative Agent (such documents set forth in clauses (i) through (vi), the "Security Agreements").

B. Pursuant to the Security Agreements, the Borrower (the "Grantor") granted to the Administrative Agent, for the benefit of the Secured Parties, a security interest in all right, title or interest of the Grantor in, among other things, the trademarks and trademark applications of the Grantor set forth on Schedule I hereto (collectively, the "Trademark Collateral"), which security interests were recorded with the United States Patent & Trademark Office on (i) April 15, 2011 at Reel/Frame 4522/0817, (ii) August 17, 2011 at Reel/Frame 4606/0784, (iii) September 26, 2011 at Reel/Frame 4630/0744 and (iv) February 10, 2012 at Reel/Frame 4715/0275.

C. Pursuant to the Payoff Letter dated as of August 9, 2013, among the Borrower and the Administrative Agent, the Administrative Agent agreed to release any and all security interests it may have in the Trademark Collateral pursuant to the Security Agreements.

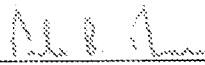
Accordingly, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent does hereby release, relinquish and discharge any and all security interests it has against the Trademark Collateral. The Administrative Agent agrees to make filings with the United States Patent and Trademark Office and other necessary filings, in each case reasonably requested by the Borrower and at the expense of the Borrower, to evidence the release and termination of the Administrative Agent's security interests in the Trademark Collateral.

THIS RELEASE SHALL BE GOVERNED BY AND CONSTRUED IN ACCORDANCE WITH THE LAWS OF THE STATE OF NEW YORK AND SHALL BE BINDING UPON THE ADMINISTRATIVE AGENT'S REPRESENTATIVES, SUCCESSORS, ASSIGNS AND TRANSFEREES.

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IN WITNESS WHEREOF, the Administrative Agent has caused this Release to be duly executed as of the day and year first above written.

JPMORGAN CHASE BANK, N.A., as
Administrative Agent

By 
Name: _____
Peter B. Thauer
Title: ~~Managing Director~~

[Signature Page to Trademark Release]

[[3423769]]

TRADEMARK
REEL: 005088 FRAME: 0873

Schedule I

Trademarks

U.S. Trademark Registrations

| <u>Registered Owner</u> | <u>Mark</u> | <u>Registration Number</u> |
|-------------------------|--------------------------------|----------------------------|
| Chegg, Inc. | Chegg | 3,191,844 |
| Chegg, Inc. | #1 in Textbook Rentals | 3,447,212 |
| Chegg, Inc. | Don't Buy It | 3,752,266 |
| Chegg, Inc. | Cramster | 3,190,758 |
| Chegg, Inc. | Hatching Egg design | 3,749,771 |
| Chegg, Inc. | Don't Buy Textbooks and design | 3,740,611 |
| Chegg, Inc. | Notehall | 3,685,394 |
| Chegg, Inc. | STUDENT OF FORTUNE | 3,944,058 |
| Chegg, Inc. | STUDENTOFFORTUNE | 3,255,457 |
| Chegg, Inc. | SOURCESALE | 4,019,997 |
| Chegg, Inc. | ZINCH | 3,563,163 |
| Chegg, Inc. | I AM MORE THAN A TEST SCORE | 3,720,681 |

U.S. Trademark Applications

| <u>Registered Owner</u> | <u>Mark</u> | <u>Application Number</u> | <u>Date Filed</u> |
|-------------------------|-----------------------------|---------------------------|-------------------|
| Chegg, Inc. | Chegg Salad | 85/158,754 | 10/22/2010 |
| Chegg, Inc. | Chegg.com | 85/171,173 | 11/8/2010 |
| Chegg, Inc. | Chegg it Out | 85/187,813 | 11/30/2010 |
| Chegg, Inc. | Powered by Chegg and design | 85/169,480 | 11/4/2010 |
| Chegg, Inc. | Chegg.com and design | 85/198,776 | 12/15/2010 |
| Chegg, Inc. | Chegg Arcade | 85/228,304 | 1/27/2011 |
| Chegg, Inc. | Clicks to Bricks | 85/236,080 | 02/07/2011 |
| Chegg, Inc. | Courserank | 85/165,838 | 11/2/2010 |
| Chegg, Inc. | Golden Chegg and design | 85/176,458 | 11/15/2010 |
| Chegg, Inc. | Chegg.com orange box | 85/225,780 | 01/25/2011 |
| Chegg, Inc. | Chegg Champions | 85/158,760 | 10/22/2010 |
| Chegg, Inc. | Chegg Champions and design | 85/176,466 | 11/15/2010 |
| Chegg, Inc. | Cramster.com | 85/208,886 | 01/02/2011 |
| Chegg, Inc. | Site to Shelf | 85/236,081 | 02/07/2011 |
| Chegg, Inc. | Chegg | 85/189,699 | 12/2/2010 |

| | | | |
|-------------|--------------------|------------|------------|
| Chegg, Inc. | Chegg | 85/190,586 | 12/3/2010 |
| Chegg, Inc. | Chegg College Crew | 85/270,065 | 03/17/2011 |

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