DHI Group, Inc.

Q2 2017 Business Update & Financial Highlights

July 27, 2017

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Forward Looking Statements

This presentation and oral statements made from time to time by our representatives contain forward-looking statements. You should not place undue reliance on those statements because they are subject to numerous uncertainties and factors relating to our operations and business environment, all of which are difficult to predict and many of which are beyond our control. Forward-looking statements include information without limitation concerning our possible or assumed future results of operations, including descriptions of our business strategy. These statements often include words such as "may," "will," "should," "believe," "expect," "anticipate," "intend," "plan," "estimate" or similar expressions. These statements are based on assumptions that we have made in light of our experience in the industry as well as our perceptions of historical trends, current conditions, expected future developments and other factors we believe are appropriate under the circumstances. Although we believe that these forward-looking statements are based on reasonable assumptions, you should be aware that many factors could affect our actual financial results or results of operations and could cause actual results to differ materially from those in the forward-looking statements. These factors include, but are not limited to, our ability to execute our tech-focused strategy, the review of potential dispositions of certain of our businesses and the terms and timing of any such transactions, competition from existing and future competitors in the highly competitive market in which we operate, failure to adapt our business model to keep pace with rapid changes in the recruiting and career services business, failure to maintain and develop our reputation and brand recognition, failure to increase or maintain the number of customers who purchase recruitment packages, cyclicality or downturns in the economy or industries we serve, the uncertainty surrounding the United Kingdom's future departure from the European Union, including uncertainty in respect of the regulation of data protection and data privacy, failure to attract qualified professionals to our websites or grow the number of qualified professionals who use our websites, failure to successfully identify or integrate acquisitions, U.S. and foreign government regulation of the Internet and taxation, our ability to borrow funds under our revolving credit facility or refinance our indebtedness and restrictions on our current and future operations under such indebtedness. These factors and others are discussed in more detail in the Company's filings with the Securities and Exchange Commission, all of which are available on the Investors page of our website at www.dhigroupinc.com, including the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2016, under the headings "Risk Factors," "Forward-Looking Statements" and "Management's Discussion and Analysis of Financial Condition and Results of Operations."

You should keep in mind that any forward-looking statement made by the Company or its representatives herein, or elsewhere, speaks only as of the date on which it is made. New risks and uncertainties come up from time to time, and it is impossible to predict these events or how they may affect us.

Overview

Michael Durney

Chief Executive Officer

Our Vision: Be the Leading Global Provider of Tech & Next Gen Talent Solutions

Serve tech employers and engage tech professionals across all industries in all markets

Leverage the tech talent acquisition franchise to expand next-gen sourcing solutions to the broader market

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How We Win: Our Tech-Focused Strategy

I. Focus resources behind core tech talent brands

II. Deepen engagement with professionals

III. Invest further in solutions that address evolving recruiting needs

IV. Acquire complementary assets to accelerate growth

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Objectives for 2H 2017

1. Return Dice to Growth

2. Reposition tech-focused franchise as the go-to resource to find and connect with the best talent

3. Develop products, services, and insights to help professionals manage their careers

4. Create an efficient organization structure to serve the changing needs of customers & professionals

5. Employ a highly engaged team to drive performance

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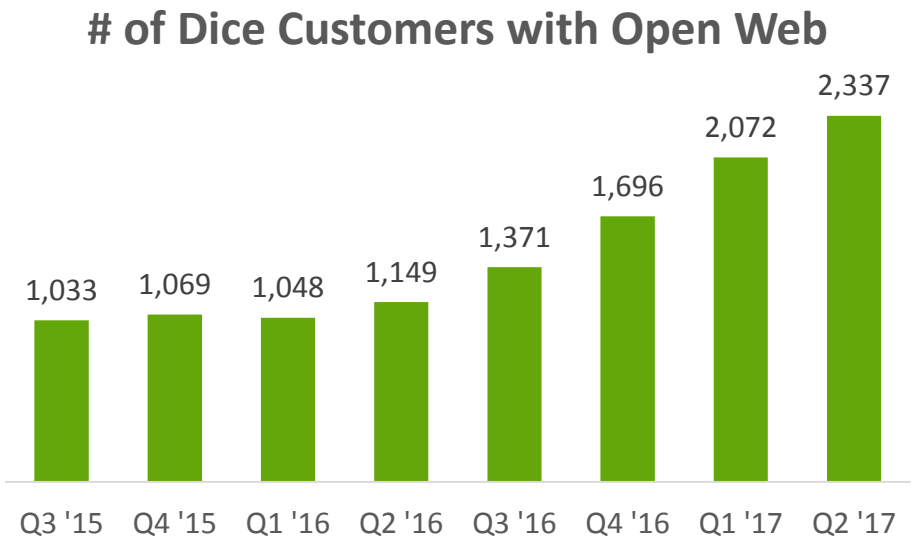
Customer Initiatives – Open Web, APIs, Chrome Extension, Partnerships

"Lead with Open Web" Go-To-Market Strategy



	Q3 '15	Q4 '15	Q1 '16	Q2 '16	Q3 '16	Q4 '16	Q1 '17	Q2 '17
Y/Y Growth			37%	30%	33%	59%	98%	103%
% of Dice RPCs	13%	14%	15%	16%	19%	24%	30%	34%

Solutions Approach to Solve Customer Pain Points

- Dice Open Web — Social sourcing from over 200 online sources
- lengo — Hyper-targeted online job ads and employer branding campaigns
- getTalent™ — SaaS based talent CRM – candidate pipeline management
- FreshUp — Candidate profile data updating

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Marketing Investment

Goals

- Increase unaided awareness
- Increase aided awareness
- Increase unique applicants
- Increase unique first time users
- Grow annual renewals
- Grow winbacks

Media

Radio

Partnerships

Contextual Display

Dynamic Remarketing

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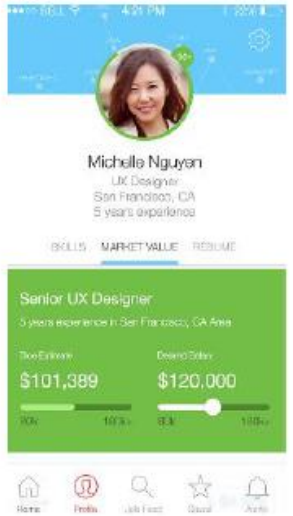
Professional Engagement

Tech Career Tools – Dice Careers App

Trending Skills



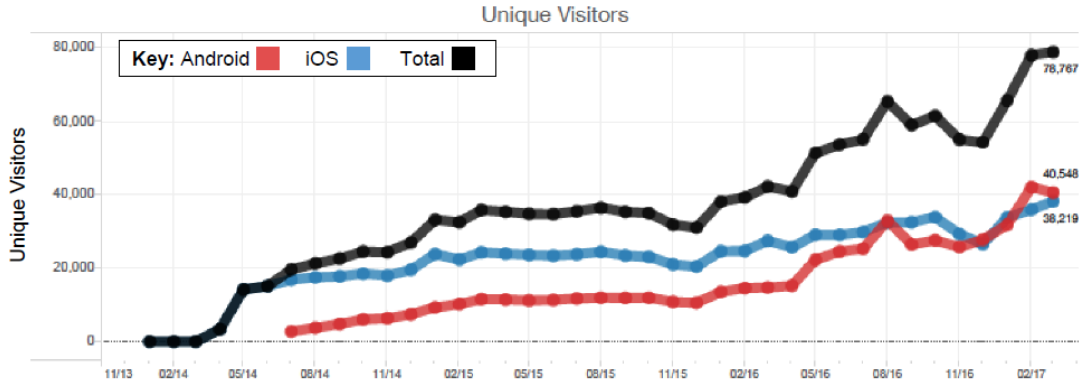
Market Value

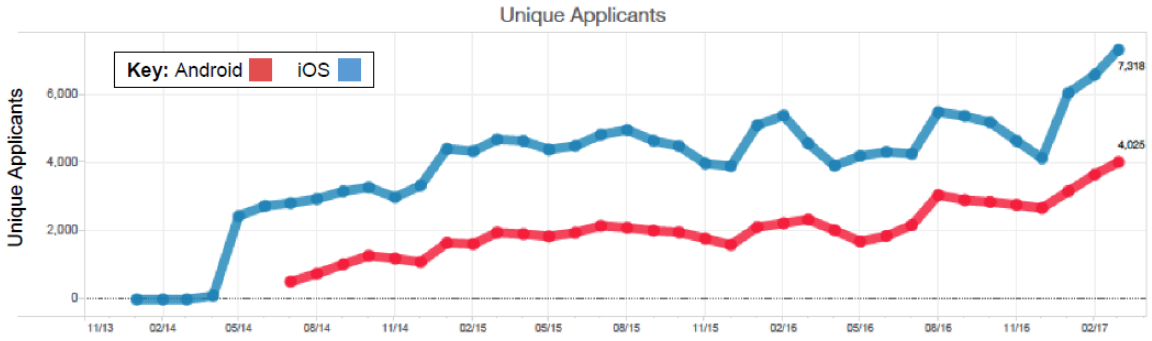


Insights

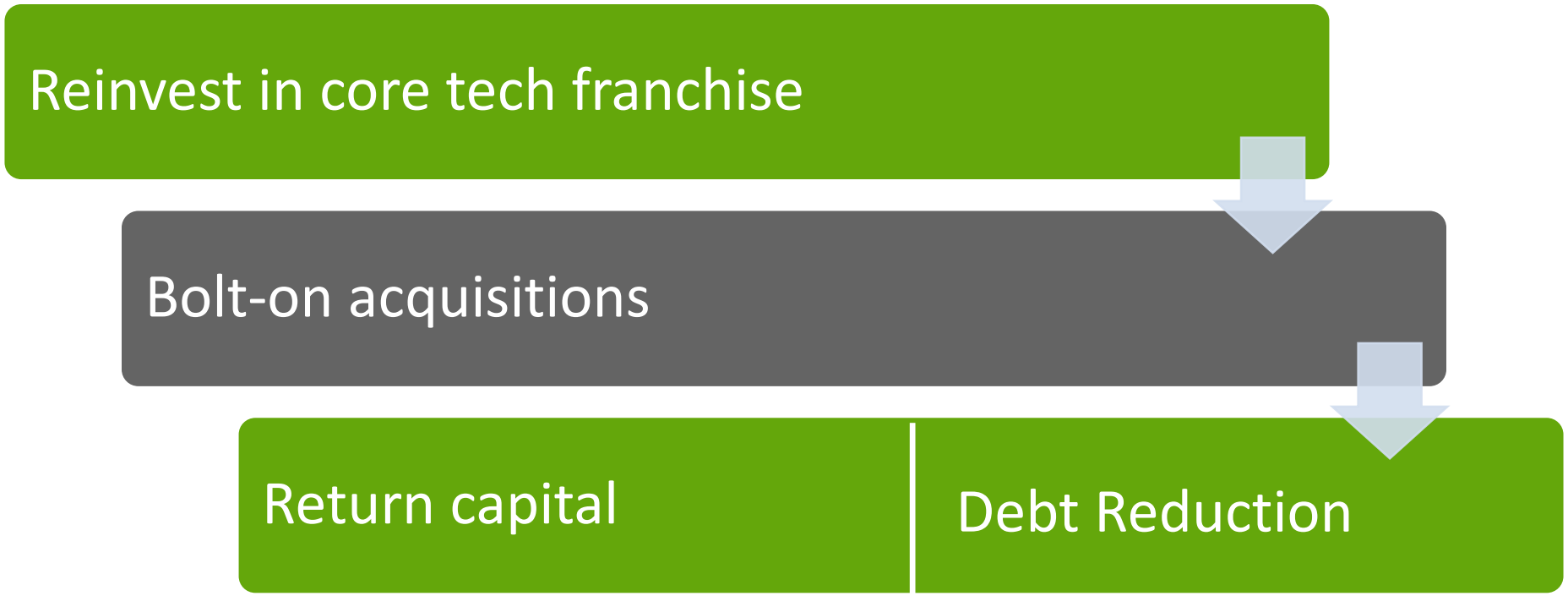


Driving Increasing Engagement





Capital Allocation Priorities



- In the meantime, we lower revolver balance and preserve liquidity

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Tech-Focused Progress Report

Tech Focused Strategy	Progress
I. Focus resources behind core tech talent brands	▪ Commenced divestiture of non-tech businesses ▪ Implemented function-based organizational structure ▪ Repositioned resources behind key initiatives
II. Deepen engagement with professionals	▪ “Hack your career” brand awareness campaign targeted at professionals ▪ Enhancements to Dice Careers app ▪ Digital media partnerships Bustle and Spiceworks
III. Invest further in solutions that address evolving recruiting needs	▪ ClearanceJobs Voice ▪ Talent Search 3.0
IV. Acquire complementary assets to accelerate growth	

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Financial Overview

Luc Gregoire

Chief Financial Officer

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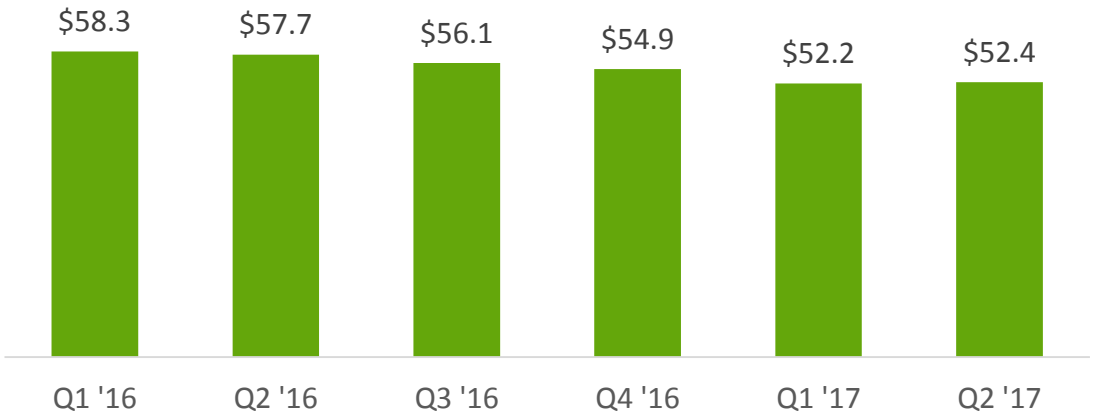
Revenue Highlights ($'s millions)

Quarterly Revenues



	Q1 '16	Q2 '16	Q3 '16	Q4 '16	Q1 '17	Q2 '17
% Y/Y	(4)%	(4)%	(7)%	(9)%	(11)%	(9)%
% Y/Y excl. FX	(3)%	(3)%	(6)%	(7)%	(8)%	(8)%

Revenue Summary

($ in millions)	Revenues			
	Q2 2017	Q2 2016	Change	Fx Impact
Tech & Clearance	$31.3	$34.2	(8%)	(0.1)
Global Industry Group (GIG)	14.5	16.5	(12%)	(0.7)
Healthcare	6.6	7	(6%)	—
Talent Acquisition Brands	52.4	57.7	(9%)	(0.8)
Corporate	—	—	—%	—
Total	$52.4	$57.7	(9%)	(0.8)

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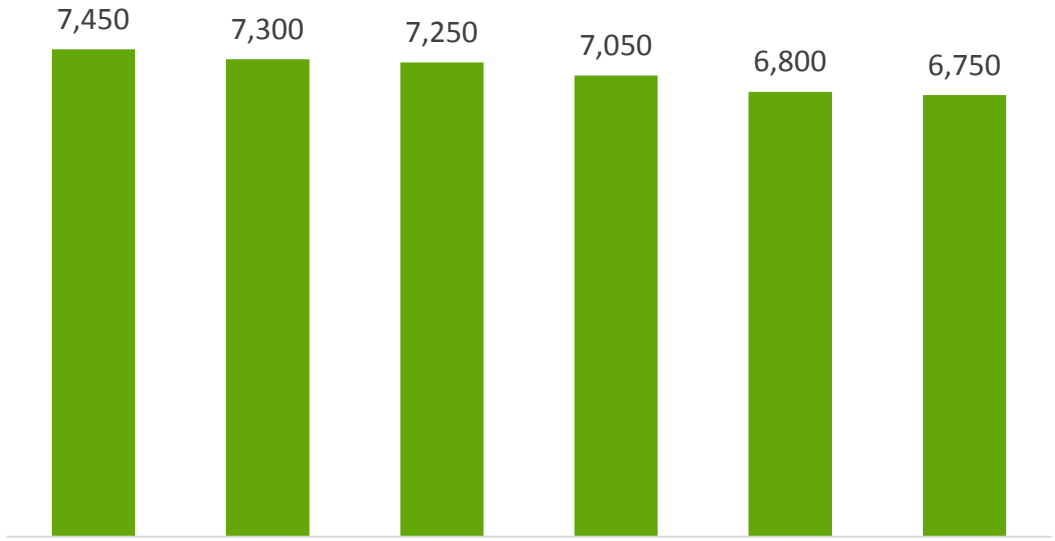
Dice U.S. Performance Metrics

Dice Ending RPC Count



	Q1 '16	Q2 '16	Q3 '16	Q4 '16	Q1 '17	Q2 '17
Y/Y	(4%)	(6%)	(6%)	(7%)	(9%)	(8%)
Sequential	(2%)	(2%)	(1%)	(3%)	(4%)	(1%)
Renewal rate (annual deals)	67%	68%	69%	67%	65%	66%
% Annual packages	92%	93%	93%	95%	95%	95%

Dice Avg. Monthly Revenue Per RPC



	Q1 '16	Q2 '16	Q3 '16	Q4 '16	Q1 '17	Q2 '17
Y/Y	4%	4%	2%	0%	(1%)	(1%)
Sequential	0%	1%	0%	0%	(1%)	0%

Note: RPC = Recruitment package customer

Revenue Summary

($ in millions)	Revenue Q2 2017	Q2 2016	Change	$ Fx Impact
Tech and Clearance	$31.3	$34.2	(8%)	(0.1)
eFinancialCareers	8	9.1	(12%)	(0.6)
Tech-focused businesses	39.3	43.3	(9%)	(0.7)
Health eCareers	6.6	7	(6%)	—
HCareers	3.8	4	(5%)	—
Rigzone	1.7	2.4	(29%)	(0.1)
BioSpace	1	1	—%	—
Non-tech businesses	13.1	14.4	(9%)	(0.1)
Total	$52.4	$57.7	(9%)	(0.8)

Operations Summary

($ in millions)	For the three months ended June 30, 2017	2016
Revenues	$ 52,400	$ 57,673
Operating expenses:		
Cost of revenues	7,668	8,079
Product development	6,356	6,245
Sales and marketing	19,751	18,646
General and administrative	10,046	11,508
Depreciation	2,819	2,563
Amortization of intangible assets	571	2,070
Disposition related and other costs	1,187	77
Total operating expenses	48,398	49,188
Operating Income	4,002	8,485
Interest expense & other expense	(805)	(837)
Income before income taxes	3,197	7,648
Income tax expense	1,375	2,794
Net income	$ 1,822	$ 4,854
Weighted average diluted shares outstanding	48,268	49,279
Diluted earnings per share	$0.04	$0.10
Adjusted EBITDA	$ 9,525	$ 16,001
Adjusted EBITDA Margin	18.2%	27.7%
Operating Cash Flow	$ 9,193	$ 12,185

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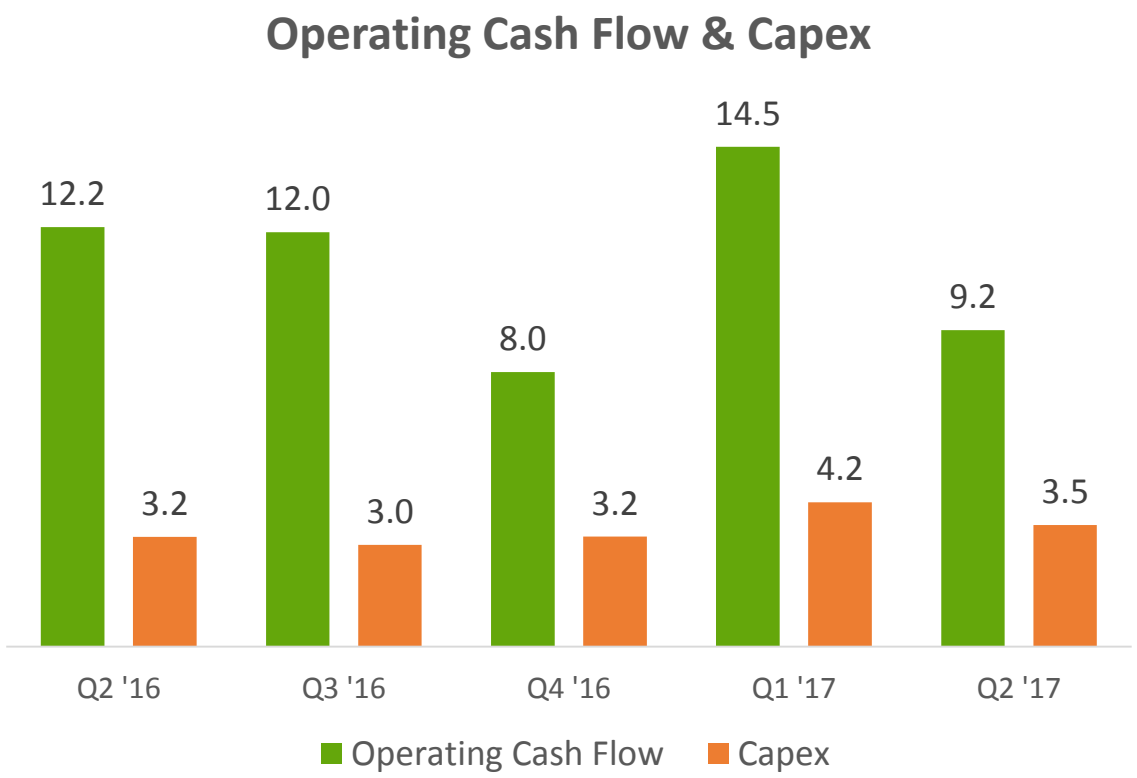
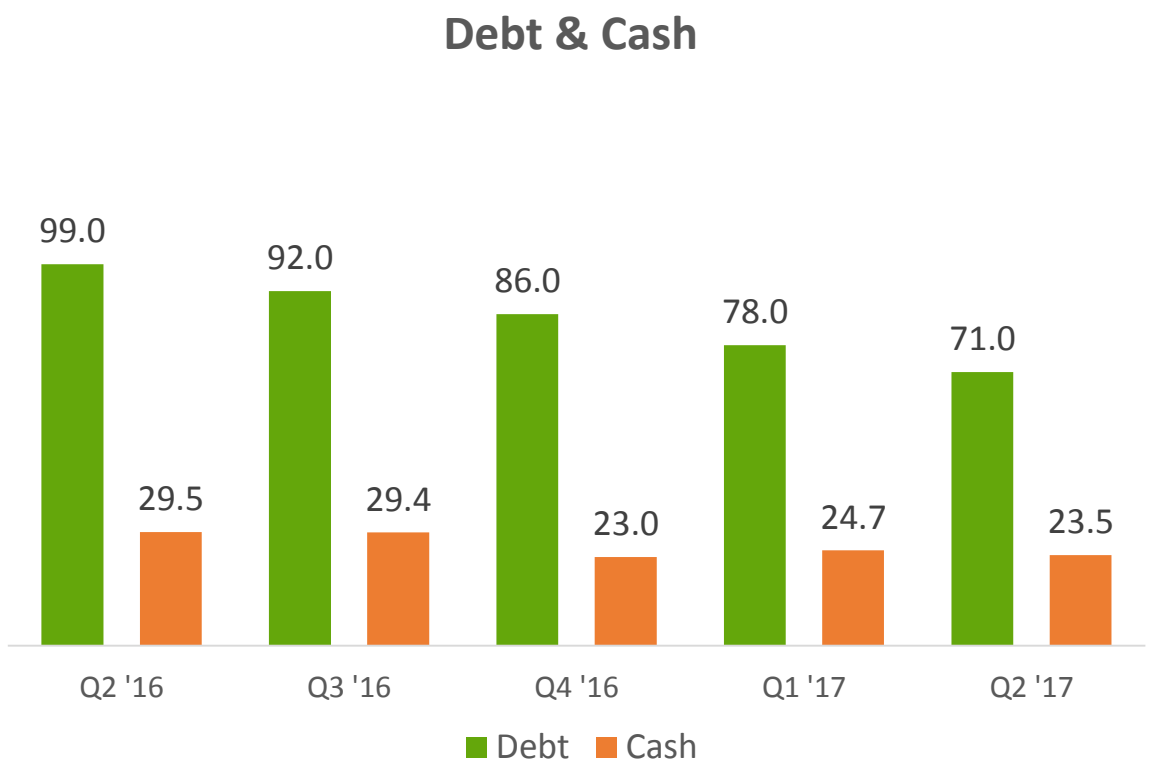
Note: See reconciliations of non-GAAP measures in the appendix to this presentation.

Cash Flow & Balance Sheet ($'s millions)





Full Year 2017 Financial Outlook

- Revenue
  - Year-over-year rate of decline abates progressively in 2H of year
- Expenses
  - Run rate for 2H similar to Q2 2017, with a slight increase in tech marketing and product development offset by efficiencies from organizational simplification
- Adjusted EBITDA Margin
  - Margin for 2H in line with 1H
- Other
  - 2H run rate consistent with Q2: Depreciation & amortization, stock comp, interest expense
  - Tax rate approximately 38% for the 2H of year
  - Share count approximately 49 million
- No divestiture transaction assumed in this outlook

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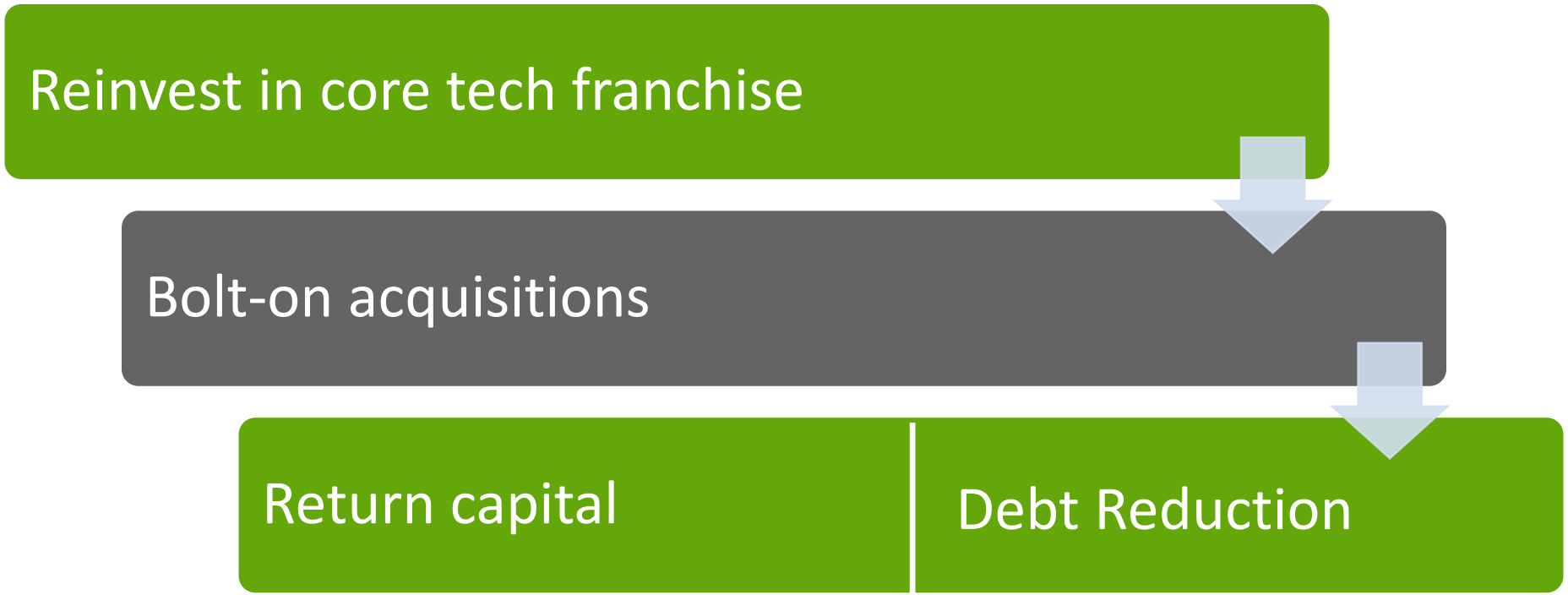
Capital Allocation Priorities

- Reevaluate short-term priorities based on progress of Non-Tech divestitures



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Wrap Up + Q & A



Appendix



Notes Regarding the Use of Non-GAAP Financial Measures

The Company has provided certain non-GAAP financial information as additional information for its operating results. These measures are not in accordance with, or an alternative for, generally accepted accounting principles in the United States ("GAAP") and may be different from similarly titled non-GAAP measures reported by other companies. The Company believes that its presentation of non-GAAP measures, such as adjusted earnings before interest, taxes, depreciation, amortization, non-cash stock based compensation expense, other non-recurring income or expense ("Adjusted EBITDA") and Adjusted EBITDA margin provides useful information to management and investors regarding certain financial and business trends relating to its financial condition and results of operations. In addition, the Company's management uses these measures for reviewing the financial results of the Company and for budgeting and planning purposes. The non-GAAP measures apply to consolidated results and results by segment or other measure as shown within this document. The Company has provided required reconciliations to the most comparable GAAP measures elsewhere in the document.

Adjusted EBITDA and Adjusted EBITDA Margin

Adjusted EBITDA and Adjusted EBITDA Margin are non-GAAP metrics used by management to measure operating performance. Management uses Adjusted EBITDA as a performance measure for internal monitoring and planning, including preparation of annual budgets, analyzing investment decisions and evaluating profitability and performance comparisons between us and our competitors. The Company also uses this measure to calculate amounts of performance based compensation under the senior management incentive bonus program. Adjusted EBITDA, as defined in our Credit Agreement, represents net income plus (to the extent deducted in calculating such net income) interest expense, income tax expense, depreciation and amortization, non-cash stock option expenses, losses resulting from certain dispositions outside the ordinary course of business, certain writeoffs in connection with indebtedness, impairment charges with respect to long-lived assets, expenses incurred in connection with an equity offering, extraordinary or non-recurring non-cash expenses or losses, transaction costs in connection with the Credit Agreement up to $250,000, deferred revenues written off in connection with acquisition purchase accounting adjustments, writeoff of non-cash stock compensation expense, and business interruption insurance proceeds, minus (to the extent included in calculating such net income) non-cash income or gains, interest income, and any income or gain resulting from certain dispositions outside the ordinary course of business.

We present Adjusted EBITDA as a supplemental performance measure because we believe that this measure provides our board of directors, management and investors with additional information to measure our performance, provide comparisons from period to period and company to company by excluding potential differences caused by variations in capital structures (affecting interest expense) and tax positions (such as the impact on periods or companies of changes in effective tax rates or net operating losses), and to estimate our value.

We also present Adjusted EBITDA because covenants in our Credit Agreement contain ratios based on this measure. Our Credit Agreement is material to us because it is one of our primary sources of liquidity. If our Adjusted EBITDA were to decline below certain levels, covenants in our Credit Agreement that are based on Adjusted EBITDA may be violated and could cause a default and acceleration of payment obligations under our Credit Agreement.

Adjusted EBITDA Margin is computed as Adjusted EBITDA divided by Revenues. Adjusted EBITDA and Adjusted EBITDA Margin are not measurements of our financial performance under GAAP and should not be considered as an alternative to net income, operating income or any other performance measures derived in accordance with GAAP as a measure of our profitability.

Non-GAAP Supplemental Data

($ in millions)	For the three months ended June 30, 2017	2016
Reconciliation of Net Income to Adjusted EBITDA:		
Net income	**$1,822**	**$4,854**
Interest expense	814	820
Income tax expense	1,375	2,794
Depreciation	2,819	2,563
Amortization of intangible assets	571	2,070
Non-cash stock compensation expense	2,086	2,806
Loss on sale of business	—	77
Costs related to strategic alternatives process	(23)	—
Costs related to divestitures	70	—
Other	(9)	17
Adjusted EBITDA	$9,525	$16,001
Reconciliation of Operating Cash Flows to Adjusted EBITDA:		
Net cash provided by operating activities	**$9,193**	**$12,185**
Interest expense	814	820
Amortization of deferred financing costs	(81)	(81)
Income tax expense	1,375	2,794
Deferred income taxes	(426)	(313)
Change in accrual for unrecognized tax benefits	(35)	(101)
Change in accounts receivable	(6,205)	(2,490)
Change in deferred revenue	3,750	2,299
Costs related to strategic alternatives process	(23)	—
Costs related to divestitures	70	—
Changes in working capital and other	1,093	888
Adjusted EBITDA	$9,525	$16,001