

Luc Gregoire
Chief Financial Officer

Drexel Hamilton Annual Telecom, Media and Technology Conference

September 6, 2017

DHI
delivering hire insights.

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. We have no obligation to update any forward-looking statements after the date hereof, except as required by applicable law.

DHI
delivering hire insights.

DHI Overview

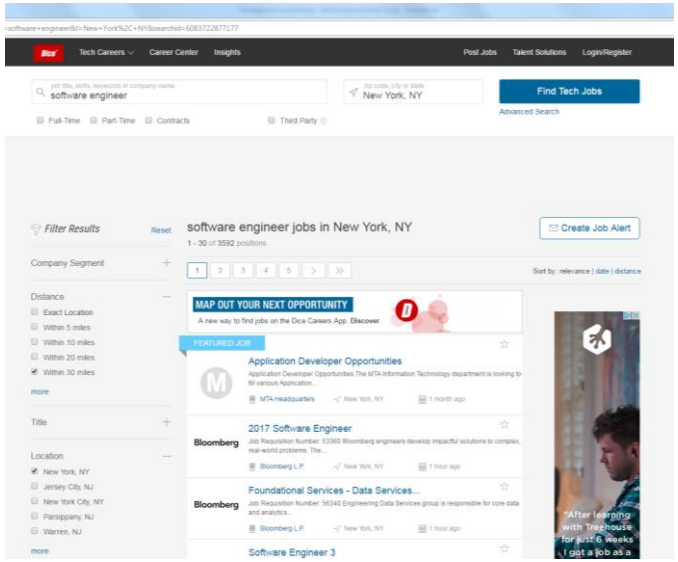


DHI delivering hire insights.

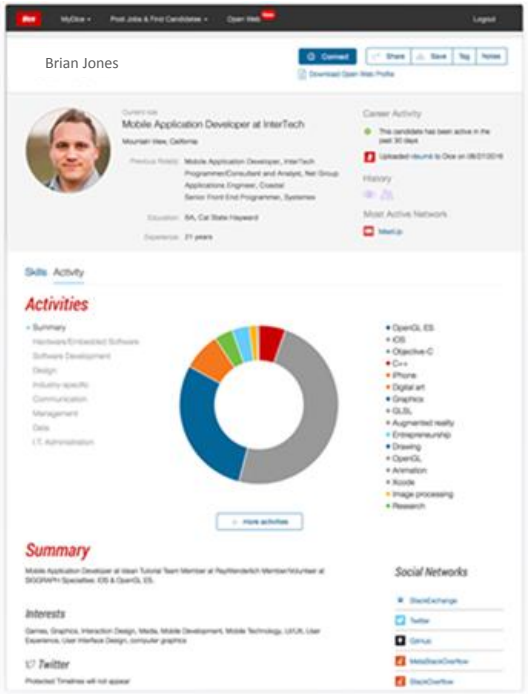
Our Solutions Help Employers Hire Top Talent

- Solutions are primarily sold through recruitment packages comprising:

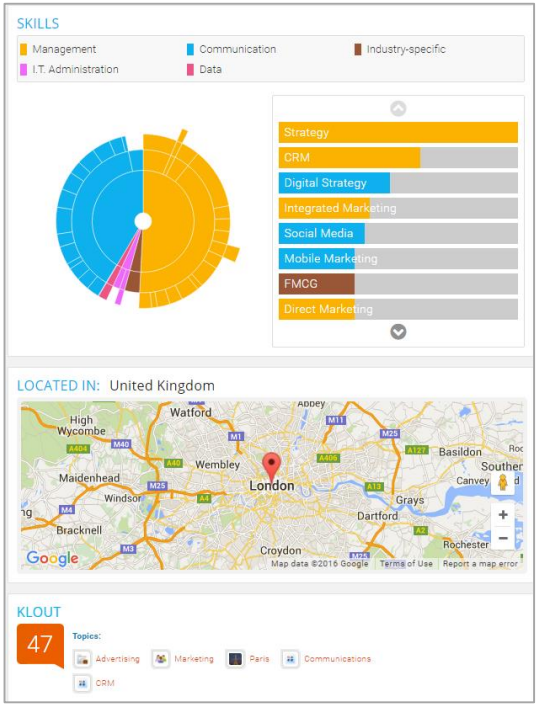
Job Postings



Searchable Profiles



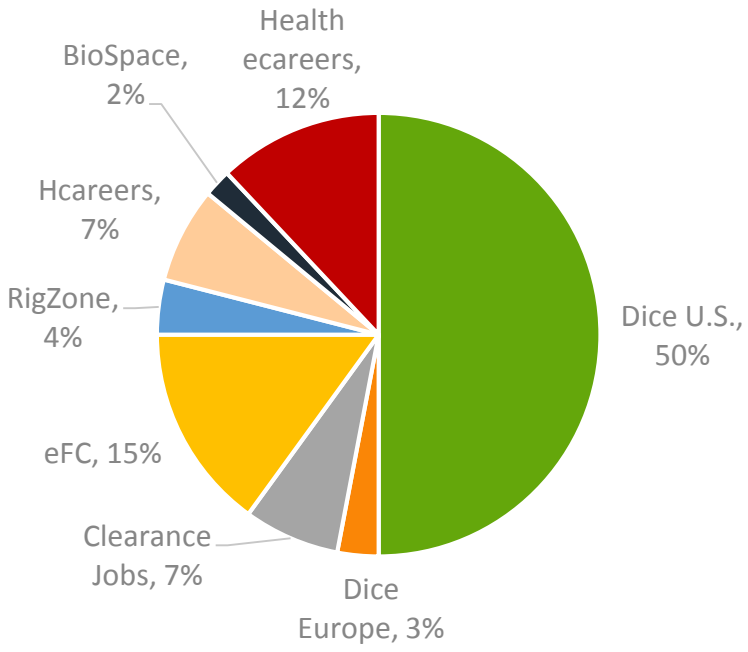
Social Sourcing



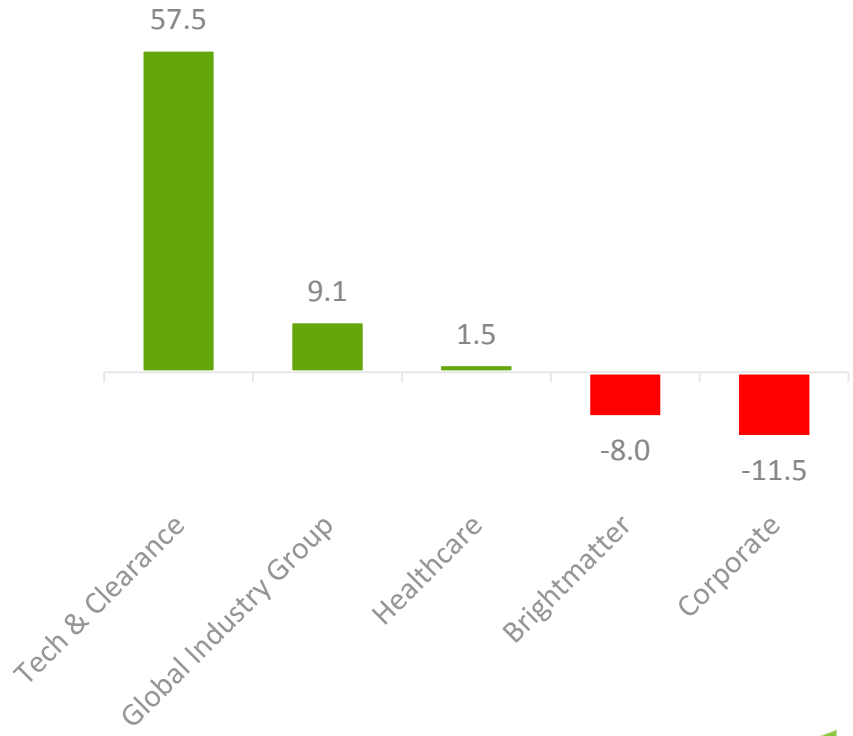
DHI
delivering hire insights.

Financial Profile

TTM Revenue by Brand
as of 6/30/17 (Total $216 million)



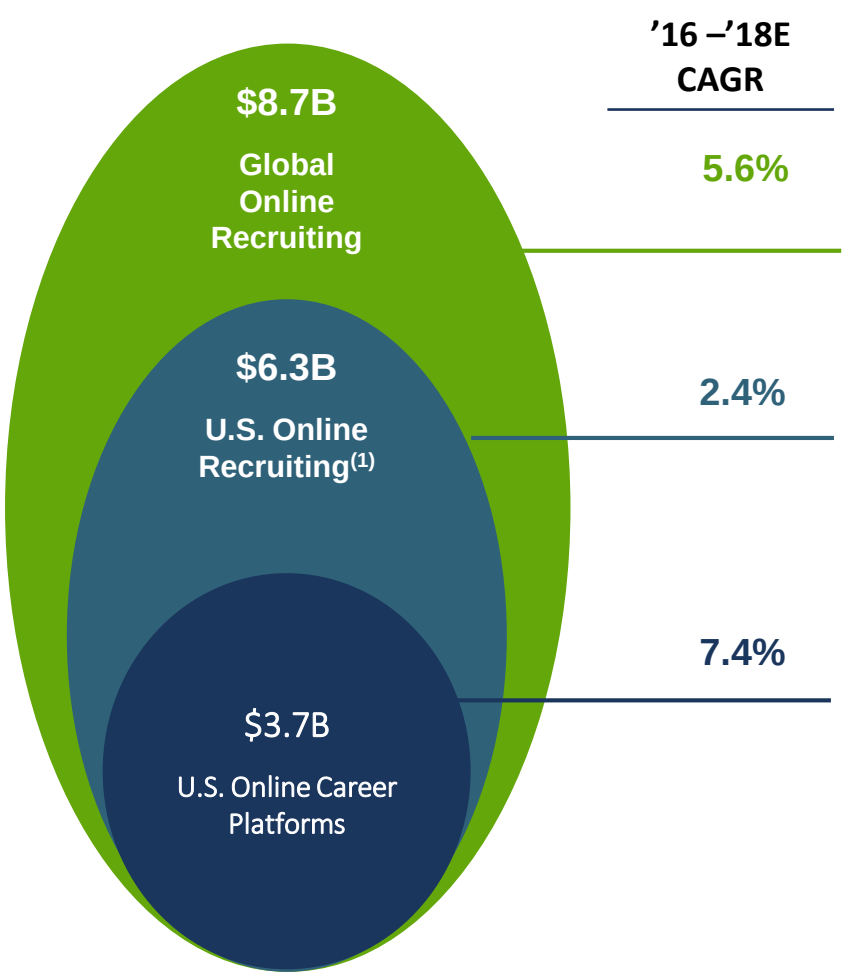
TTM Adjusted EBITDA Contribution
as of 6/30/17 (Total $49 million)



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

DHI delivering hire insights.

Large and Growing Industry



Key Secular Trends

- Mid-single digit long-term growth for online recruiting spend
- Global skills gap (especially for highly-skilled professions)
- Increasing usage of measurement tools and analytics

Source: Third party research
Note: Online recruiting includes online job advertising and online career platforms. Online job advertising consists of: job postings on newspaper/periodical web sites (~$550M); paid search / AdWords on Google; job ads on Facebook; job-related banner ads on all other sites; and recruitment marketing (~$200-300M, not necessarily job specific). Online career platforms consists of jobs boards (traditional, niche, aggregators), professional networking, and social sourcing / job distributors associated with a career platform
(1) Includes online job advertising

DHI delivering hire insights.

Our Industry is Evolving…

Industry Forces

- Recruitment is becoming more strategic within organizations, and less of a tactical initiative
- Recruiter demand for “passive” talent will continue to rise

Employers / Recruiters

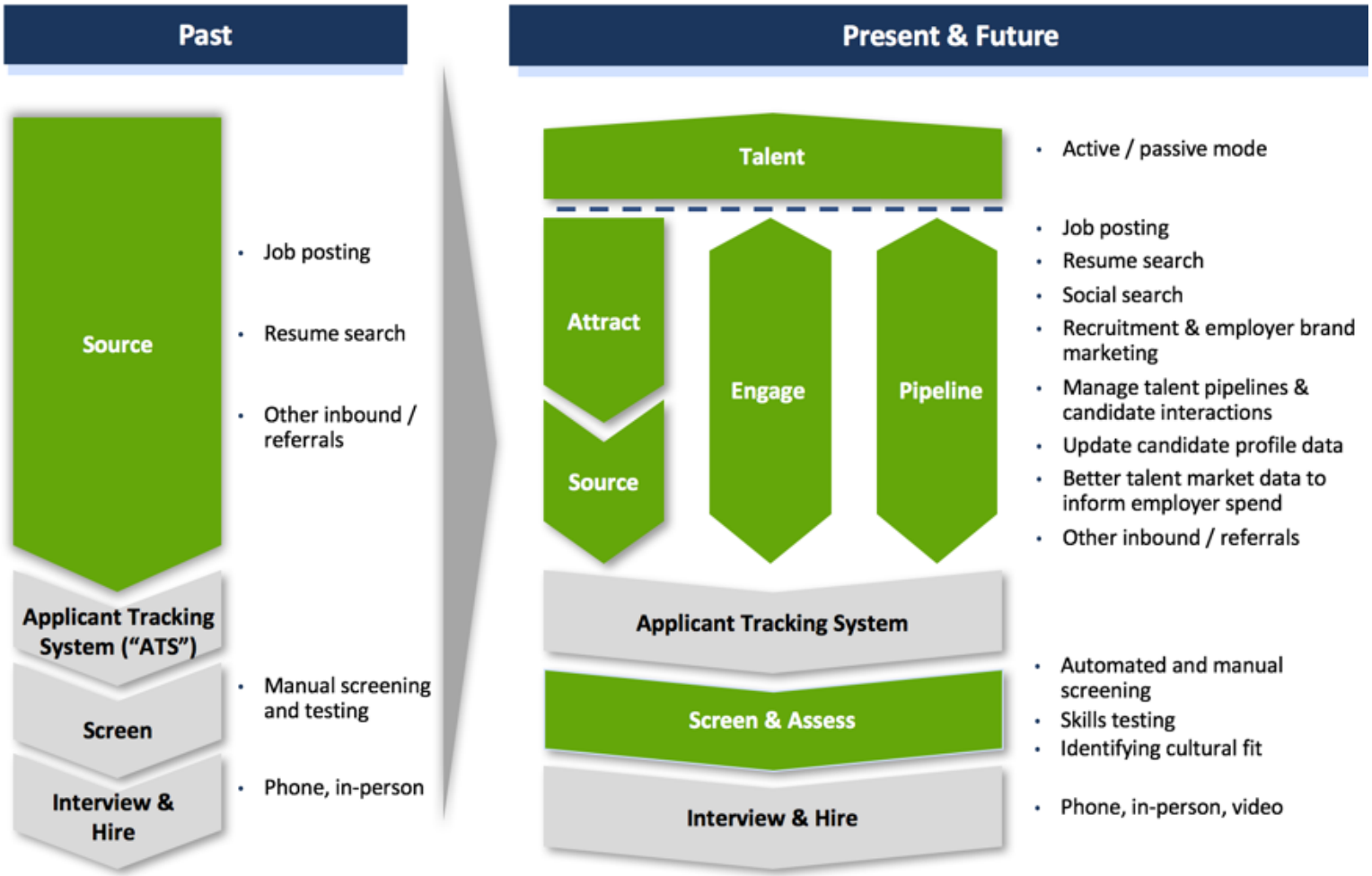
- Companies will have to transform how they recruit, searching for candidates wherever they are
- Companies will have to invest in building their “employment brand” value, not relying solely on advertising an opening or searching a resume database

Candidates

- Professionals will continue to rely on trusted sources to provide career and industry information
- Professionals will source more and different types of information to manage their careers

DHI delivering hire insights.

Employers Need More Solutions



Tech-Focused Strategy



I. Focus resources behind the tech franchise

II. Deepen engagement with tech professionals

III. Develop new complementary solutions that address evolving industry trends

DHI
delivering hire insights.

I. Focus Resources Behind the Tech Franchise

Optimize Portfolio

Invest In Tech-Focused Brands

Leading tech online recruiting platform in the U.S

Growth Fintech opportunity

~75% of job postings are tech

Divest Non-Tech Brands

Healthcare

Hospitality

Life Sciences

Oil & Gas

Single Tech-Focused Organization

- Realign resources to support a Tech-Focused franchise
  - Reposition talent to optimize tech-focused businesses
  - Simplify organization for more efficient execution
- Build around Dice's leadership position in U.S. tech talent acquisition
  - Enhance Dice's position
  - Leverage Clearance Jobs & eFC's leading franchises in tech related categories
  - Utilize eFC's international platform for Dice expansion

DHI delivering hire insights.

Tech Recruiting Fundamentals Highly Favorable

- Tech recruitment is an important pain point for most firms
  - Tech professionals are dispersed and possess a unique combination of skills
- Demand for tech talent is forecast to grow over next decade
  - All companies are transforming into digital businesses
- Supply will not meet demand
  - 1+ million unfilled tech roles in the U.S. alone by 2020
- Global opportunity
  - Common skills, languages, career paths and work processes
- Enables DHI to leverage client relationships to broaden offerings across industries through next generation solutions
  - Curated recruitment marketing, freelance market place

Engage all companies with tech talent needs

Engage tech professionals in all career stages

Tech opportunity opens door to providing a broader suite of services across all industries

DHI
delivering hire insights.

Leading Technology Career Focused Online Community

Premier Tech Talent Platform

- *Unparalleled access to in-demand tech professionals*
- *Innovative and time-saving social recruiting solutions*
- *Leader in skills data, analytics and industry insights*
- *Operations in North America and Europe*

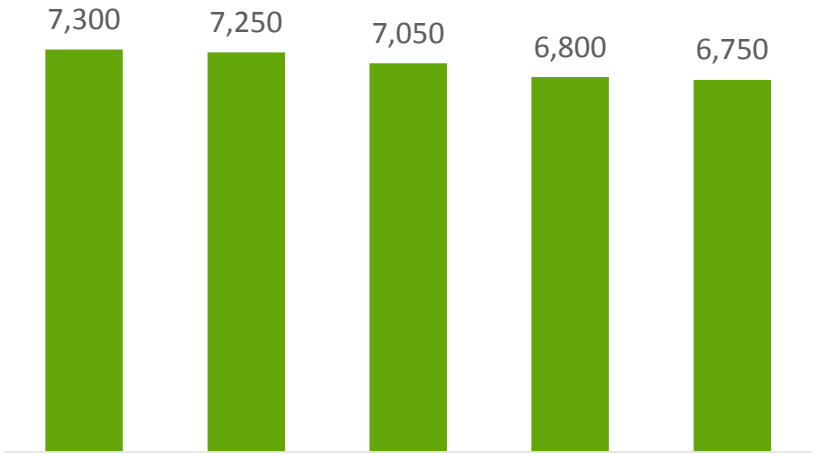
#1 Tech Career Hub Attracting Millions of Tech Pros



DHI delivering hire insights.

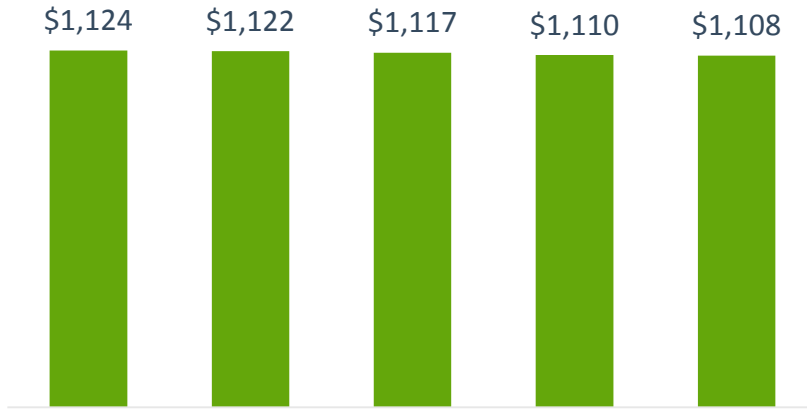
Reinvigorating Dice the Top Priority

Dice Ending RPC Count



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

Dice Avg. Monthly Revenue Per RPC



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

Note: RPC = Recruitment package customer

DHI delivering hire insights.

eFC & CJ Integral to Tech-Focused Strategy

Tech jobs as % of total jobs: 25%

efinancialcareers

- Financial Services firms and recruiters have access to a global pool of high value relevant talent
- Dedicated team deliver Industry insights, news and analysis for finance professionals
- Operate in 19 markets worldwide – platform for Dice expansion
- Recruitment packages represent largest revenue segment

Tech jobs as % of total jobs: 75%

ClearanceJobs.com

- Largest career site specializing in professionals with active federal security clearances
  - Provides a secure forum for employers to recruit cleared employees
  - Candidates can search thousands of jobs from 1,000+ pre-screened defense employers and government contractors
- Majority of revenue is driven by recruitment package sales

DHI delivering hire insights.

II. Engage Professional Talent

Go-To Site for Tech Pros

Focus:
- Finding jobs
- Evaluating employers
- Becoming “searchable”

Job & Opportunity Discovery
(Active)



Focus:
- Staying relevant
- Job market awareness
- Get the job/project done more efficiently

Performing on the Job

(Passive)

Career Development
(Active and Passive)

Focus:
- Career pathing/alignment
- Improving/adding new skills and certifications
- Job matching

DHI
delivering hire insights.

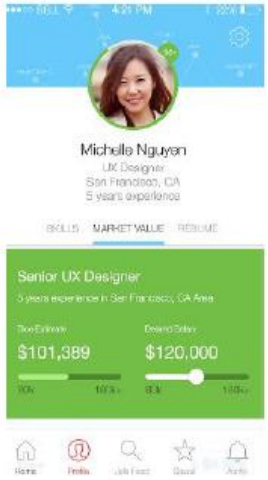
Solutions to Help Professionals Manage Careers

Tech Career Tools – Dice Careers App

Trending Skills



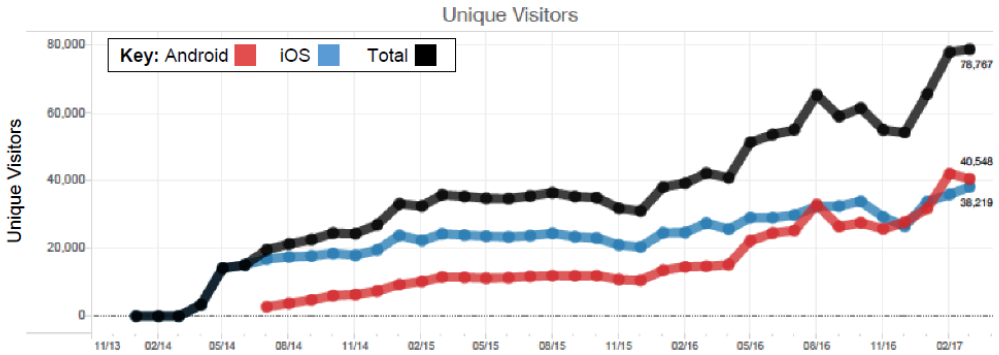
Market Value

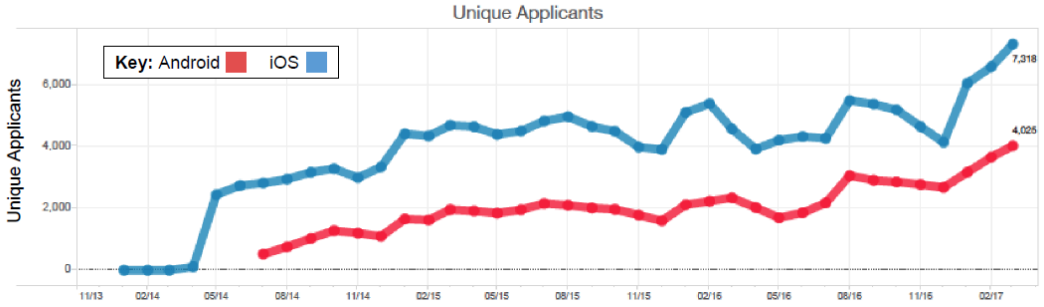


Insights



Driving Increasing Engagement



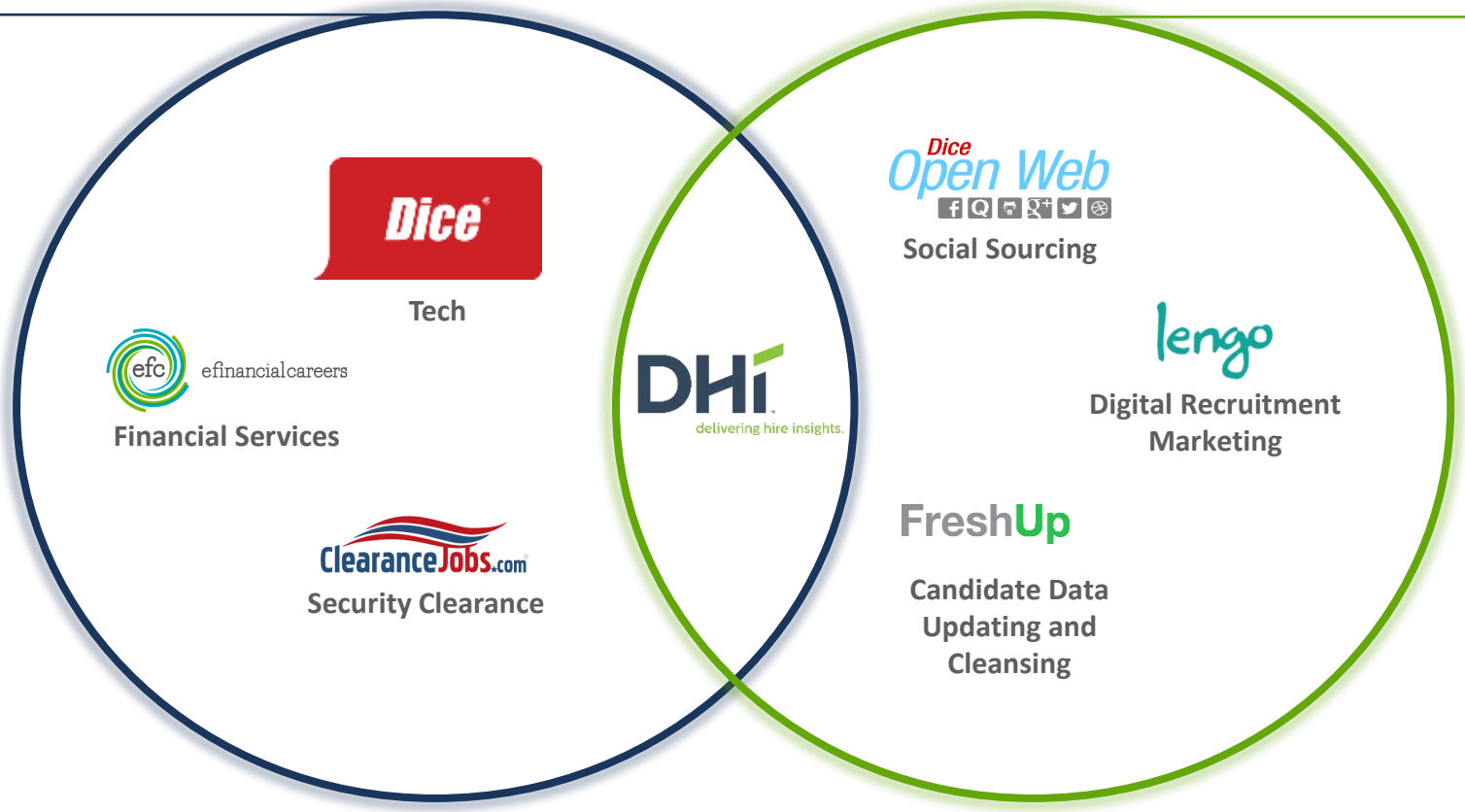


DHI
delivering hire insights.

III. Develop New Complementary Solutions

Professional Talent Communities

New Recruitment Solutions

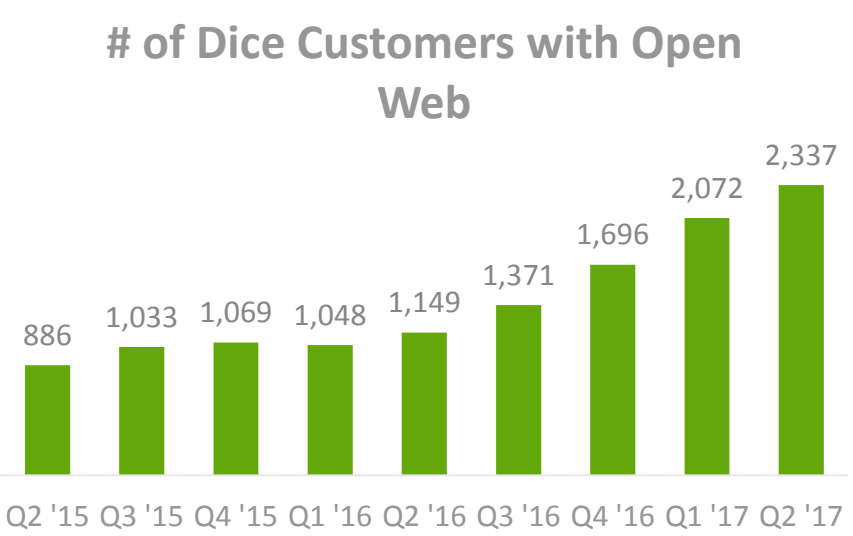


DHI delivering hire insights.

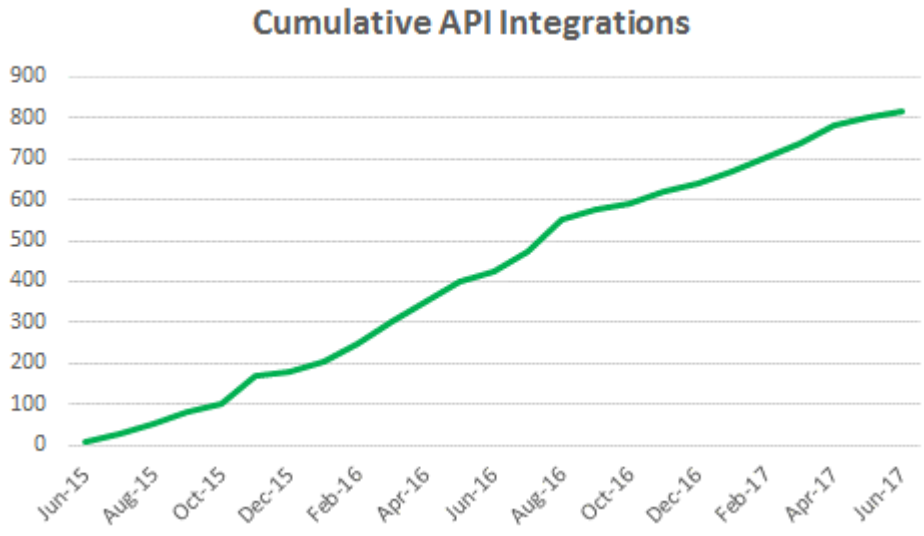
Initiatives to Reinvigorate Dice

Solve Recruiter Pain Points: Open Web, API Integrations, Chrome Extension, Activity Beacon, HackerEarth

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



APIs Further Embed Dice in Customer Workflow



DHI delivering hire insights.

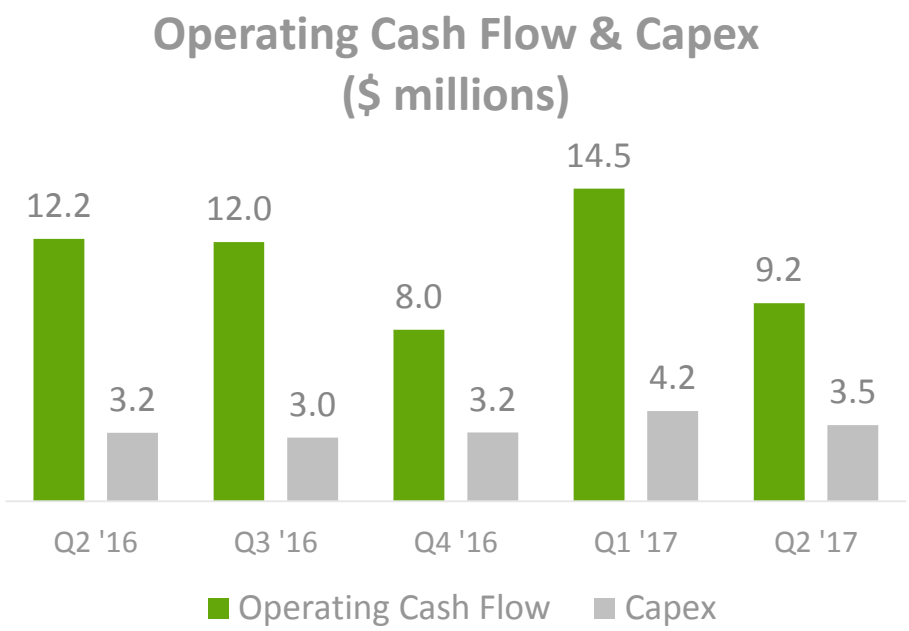
Recent Developments in Tech-Focused Strategy

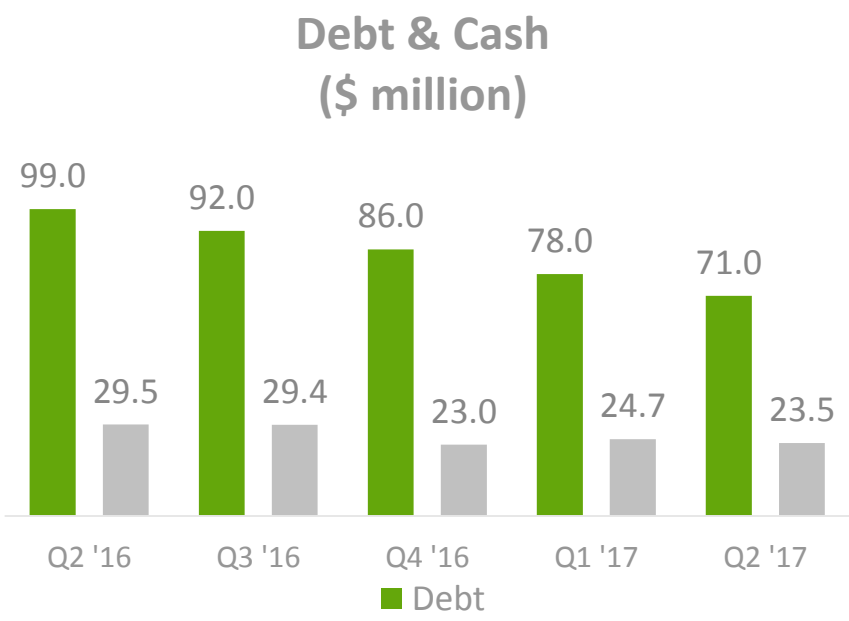
- Non-tech divestitures progressing consistent with expectations
  - Receiving a significant level of interest in our non-tech assets
  - Discussions with interested parties are progressing well

- Discontinued getTalent
  - Slightly outside of our core tech strategy
    - Next-gen strategy is to provide efficiencies within the customer's processes
    - getTalent would not fit as neatly into the customer's existing workflows
    - Market challenge and additional product investment impacted ability to generate an adequate return
  - Frees up resources to focus on core business
    - getTalent 6/30/17 YTD EBITDA loss was approximately $2 million

DHI delivering hire insights.

Strong Financial Profile





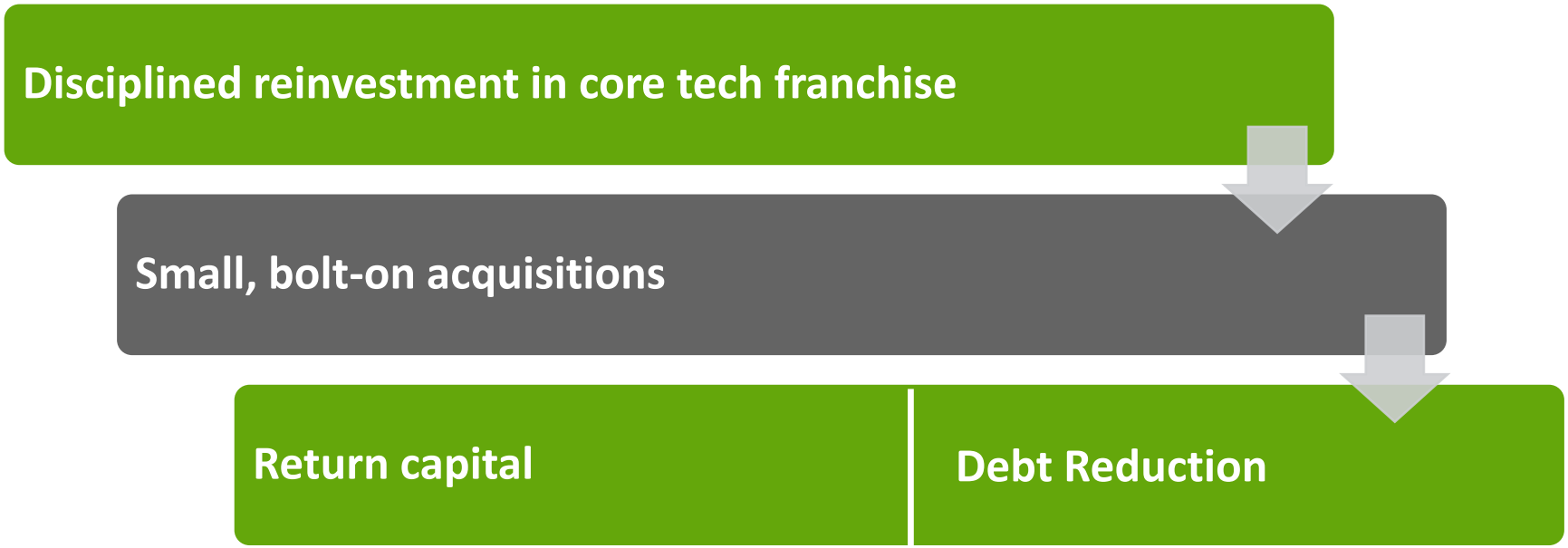
Note: See reconciliations of non-GAAP measures in the appendix to this presentation.

DHI
delivering hire insights.

Allocate Capital to Enhance Shareholder Value

- Continue evaluating short-term priorities based on progress of non-tech divestitures
- In the meantime, we lower revolver balance and preserve liquidity

Priorities



DHI
delivering hire insights.

Key Takeaways

- Staying close to our core tech franchise to reinvigorate Dice
  - Discontinuing getTalent
  - Closing operations in China
- Simplifying organization & gaining efficiencies
  - Transition to functional based organization
  - Optimizing resources: Headcount down 2% YTD at 6/30/17
  - AWS migration

DHI
delivering hire insights.

DHI Investment Case

- Solid core franchise in a relatively large, fragmented and growing market
- Recurring revenue stream: ~85% of Dice revenue from annual contracts
- New operating structure and strategy changes complexion and growth profile of the core business
- Suite of Next-Generation solutions support growth
- Strong cash flow generation, solid balance sheet, low capital intensity, and favorable working capital dynamics
- Capital allocation focused on enhancing shareholder value over the long-term

DHI
delivering hire insights.

Thank you!



DHI
delivering hire insights.

Notes Regarding the Use of Non-GAAP Financial Measures

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 write-offs 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 $150,000, deferred revenues written off in connection with acquisition purchase accounting adjustments, write-off 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.

DHI
delivering hire insights.

GAAP to Non-GAAP Reconciliation

(Amounts in millions)	2016 Q1	2016 Q2	2016 Q3	2016 Q4	2017 Q1	2017 Q2
Reconciliation of Net Income (Loss) to Adjusted EBITDA:						
Net income (loss)	$ 1.1	$ 4.9	$ (16.8)	$ 5.4	$ 1.3	$ 1.8
Interest income	0.9	0.8	0.9	0.9	0.8	0.8
Income tax expense (benefit)	0.6	2.8	(0.1)	2.0	2.1	1.4
Depreciation	2.6	2.6	2.5	2.2	2.3	2.8
Amortization of intangible assets	2.5	2.1	1.6	0.7	0.6	0.6
Impairment of goodwill	-	-	15.4	-	-	-
Impairment of intangible assets	-	-	9.3	-	-	-
Non-cash stock compensation expense	2.7	2.8	2.3	2.4	2.5	2.1
Slashdot Media, disposition related and other costs	2.1	-	-	-	-	-
Accelerated stock based compensation expense - Slashdot Media	0.9	-	-	-	-	-
Loss on sale of business	0.6	0.1	-	-	-	-
Costs related to strategic alternative process	-	-	-	-	0.8	0.7
Other	-	-	-	0.2	-	(0.6)
Adjusted EBITDA	$ 14.0	$ 16.0	$ 14.9	$ 13.9	$ 10.5	$ 9.5

DHI delivering hire insights.