## Edgar Filing: Dumas Robert - Form 4

Dumas Robert Form 4										
February 11, 200	9									
FORM 4									PPROVAL	
	UNITED	STATES		RITIES A shington			COMMISSIO	N OMB Number:	3235-0287	
Check this box if no longer subject to Section 16. Form 4 or								Estimated burden hou response	urs per	
Form 5 obligations may continue. See Instruction 1(b).	Section 17(	a) of the I	Public U	tility Hol	ding Cor		nge Act of 1934, of 1935 or Secti 940			
(Print or Type Respo	nses)									
1. Name and Address of Reporting Person <u>*</u> Dumas Robert			2. Issuer Name <b>and</b> Ticker or Trading Symbol DICE HOLDINGS, INC. [DHX]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (1	Middle)		of Earliest T		[]	(Ch	eck all applicabl	e)	
C/O DICE HOL PARK AVENUI	DINGS, INC	C., 3		Day/Year)	Tansaction		Director Officer (giv below)	ve title 109 below) See Remarks	% Owner her (specify	
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>				
NEW YORK, N	Y 10016						Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
	ansaction Date hth/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	or (D) Price	(Instr. 3 and 4)			
Reminder: Report or	n a separate line	of or each cla	ass of sec	urities bene	Perso inforn requir	ns who res nation cont red to resp nys a curre	or indirectly. spond to the colle ained in this form ond unless the fo ntly valid OMB co	n are not orm	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Montl	n/Day/Year)	(Instr. 8)	Acquired or Dispose (D) (Instr. 3, 4 and 5)	ed of				
					Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 2.88	02/09/2009			A	40,000		<u>(1)</u>	02/09/2016	Common Stock	40,000
Report	ing Ow	ners									
Reportin	g Owner Name	/ Address		Rela	tionships						
Reporting Owner Name / Address		Director	10% Owner	Officer	Other						
3 PARK A	bert HOLDINGS, VENUE, 33R K, NY 10016	D FLOOR				See Rer	nark	S			
Signat	ures										
/a/ Dobart											

/s/ Robert	02/11/2009
Dumas	02,11,2007
<u>**</u> Signature of Reporting Person	Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The options vest over four years, with the first 25% vesting on the first anniversary of the date of grant (February 9, 2010) and 6.25% vesting quarterly thereafter.

## **Remarks:**

The reporting person may be deemed to be a member of a "group" for purposes of the Securities Exchange Act of 1934 owni more than 10% of the common stock. The reporting person disclaims beneficial ownership of any securities deemed to be ow by the group that are not directly owned by the reporting person. This report shall not be deemed an admission that the reporting person is a member of a group or the beneficial owner of any securities not directly owned by the reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.