DICE HOLDINGS, INC.
Form 4
August 05, 2014

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
GAPCO MANAGEMENT GMBH

(Last) (First) (Middle)

C/O GENERAL ATLANTIC SERVICE COMPANY,LLC, 55 EAST 52ND STREET, 32ND FLOOR

(Street)

NEW YORK, NY 10055

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
DICE HOLDINGS, INC. [DHX]

3. Date of Earliest Transaction (Month/Day/Year)
08/01/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director __X__ 10% Owner
_____ Officer (give title below) __X__ Other (specify below)
*See Remarks

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/01/2014		S		64,397	D	$ 8.77	3,479,931	D (1) (9)	
Common Stock	08/01/2014		S		6,117	D	$ 8.77	330,525	D (2) (9)	
Common Stock	08/01/2014		S		20,869	D	$ 8.77	1,127,727	D (3) (9)	
Common Stock	08/01/2014		S		1,741	D	$ 8.77	94,092	D (4) (9)	
	08/01/2014		S		158	D		8,527	D (5) (9)	

Common Stock							$ 8.77		
Common Stock	08/01/2014		S		13	D	$ 8.77	724	D (6) (9)
Common Stock	08/01/2014		S		5,443	D	$ 8.77	294,116	D (7) (9)
Common Stock	08/01/2014		S		1,262	D	$ 8.77	68,183	D (8) (9)
Common Stock	08/04/2014		S	V	96,598	D	$ 8.69	3,383,333	D (1) (9)
Common Stock	08/04/2014		S	V	9,174	D	$ 8.69	321,351	D (2) (9)
Common Stock	08/04/2014		S	V	31,304	D	$ 8.69	1,096,423	D (3) (9)
Common Stock	08/04/2014		S	V	2,612	D	$ 8.69	91,480	D (4) (9)
Common Stock	08/04/2014		S	V	236	D	$ 8.69	8,291	D (5) (9)
Common Stock	08/04/2014		S	V	20	D	$ 8.69	704	D (6) (9)
Common Stock	08/04/2014		S	V	8,164	D	$ 8.69	285,952	D (7) (9)
Common Stock	08/04/2014		S	V	1,892	D	$ 8.69	66,291	D (8) (9)
Common Stock	08/05/2014		S	V	51,887	D	$ 8.76	3,331,446	D (1) (9)
Common Stock	08/05/2014		S	V	4,929	D	$ 8.76	316,422	D (2) (9)
Common Stock	08/05/2014		S	V	16,815	D	$ 8.76	1,079,608	D (3) (9)
Common Stock	08/05/2014		S	V	1,403	D	$ 8.76	90,077	D (4) (9)
Common Stock	08/05/2014		S	V	128	D	$ 8.76	8,163	D (5) (9)
Common Stock	08/05/2014		S	V	11	D	$ 8.76	693	D (6) (9)
Common Stock	08/05/2014		S	V	4,385	D	$ 8.76	281,567	D (7) (9)
Common Stock	08/05/2014		S	V	1,017	D	$ 8.76	65,274	D (8) (9)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GAPCO MANAGEMENT GMBH C/O GENERAL ATLANTIC SERVICE COMPANY,LLC 55 EAST 52ND STREET, 32ND FLOOR NEW YORK, NY 10055		X		*See Remarks

Signatures

/s/ Thomas J. Murphy	08/05/2014
**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) By General Atlantic Partners 79, L.P. ("GAP 79").

(2) By General Atlantic Partners 84, L.P. ("GAP 84").

(3) By GAP-W Holdings, L.P. ("GAP W").

(4) By GapStar, LLC ("GapStar").

(5) GAPCO GmbH & Co. KG ("KG").

(6) By GAP Coinvestments CDA, L.P. ("GAPCO CDA").

(7) By GAP Coinvestments III, LLC ("GAPCO III").

(8) By GAP Coinvestments IV, LLC ("GAPCO IV").

(9) General Atlantic, LLC ("GA LLC") is the general partner of General Atlantic GenPar, L.P. ("GA GenPar"), GAP 79 and GAPCO CDA and is also the managing member of GAPCO III and GAPCO IV. GA GenPar is the general partner of GAP 84 and GAP W. GAPCO Management GmbH ("GmbH Management") is the general partner of KG. The officers of GapStar are managing directors of GA LLC. Certain managing directors of GA LLC make investment decisions for GmbH Management, which may be deemed to beneficially own the shares of common stock directly held by KG.

Remarks:

Each of the reporting persons described in the notes above may be deemed to be a member of a "group" for purposes of the Se

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