

DICE HOLDINGS, INC.  
Form 4  
April 07, 2009

**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 \*  
GENERAL ATLANTIC LLC

(Last) (First) (Middle)

C/O GENERAL ATLANTIC SERVICE COMPANY,LLC, 3 PICKWICK PLAZA

(Street)

GREENWICH, CT 06830

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
04/07/2009

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) \_\_\_ Other (specify below)

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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	04/07/2009		J <sup>(1)</sup>	393,517 D	0	I	See footnote (1)
Common Stock					14,554,051	I	See footnote (2)
Common Stock					1,382,349	I	See footnote (3)
Common					4,716,470	I	See

Stock				footnote (4)
Common Stock	3,024	I		See footnote (5)

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. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director    10% Owner    Officer    Other

GENERAL ATLANTIC LLC  
C/O GENERAL ATLANTIC SERVICE COMPANY, LLC  
3 PICKWICK PLAZA  
GREENWICH, CT 06830

X

## Signatures

/s/ Matthew Nimetz, Managing  
Director

04/07/2009

\_\_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).

## Edgar Filing: DICE HOLDINGS, INC. - Form 4

GapStar, LLC ("GapStar") is the direct beneficial owner of the 393,517 shares of common stock reported on this line. General Atlantic LLC (the "Reporting Person") was previously the sole member of GapStar, and an indirect beneficial owner of the shares owned by

- (1) GapStar. On April 7, 2009, the Reporting Person distributed the Reporting Person's ownership interest in GapStar to the members of the Reporting Person having an interest in GapStar through the Reporting Person. No consideration was paid in connection with the distribution. Following the distribution GapStar will continue to be the direct owner of the shares.

- (2) By General Atlantic Partners 79, L.P. ("GAP 79"). The Reporting Person is the general partner of GAP 79.

- (3) By General Atlantic Partners 84, L.P. ("GAP 84"). The Reporting Person is the general partner of GAP 84.

- (4) By GAP-W Holdings, L.P. ("GAP-W"). The Reporting Person is the general partner of GAP-W.

- (5) By GAP Coinvestments CDA, L.P. ("CDA"). The Reporting Person is the general partner of CDA.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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