



**DHI GROUP INC.
GLOBAL CODE OF CONDUCT AND ETHICS**

Last Version: July 26, 2019

1. Introduction

DHI Group, Inc. and its subsidiaries (“DHI”, “company”, “we”, or “our”) require the highest standards of professional and ethical conduct from our employees, officers, and directors (“you” or “your”) around the world. Our company’s reputation for honesty and integrity among our stockholders, suppliers, and customers is key to our individual and collective success. Therefore, no employee, officer, or director will be permitted to perform his or her job duties, in an effort to achieve results, through violations of Applicable Law or through unscrupulous dealings. Please read this Global Code of Conduct and Ethics (“Code”) carefully and often, as it may change from time to time, such as when there are changes to Applicable Law.

We understand and appreciate that our business practices must be compatible with the economic and social priorities of each location in which we operate. Although customs and cultures vary from country to country and standards of ethics may vary in different business environments, honesty and integrity must always characterize our company’s business activity no matter where those activities are performed in the world. Therefore, DHI is committed to complying with the laws, regulations, rules, ordinances, judicial decisions, executive orders, and statutes of the countries and jurisdictions in which we operate (“Applicable Law”). Because understanding and complying with Applicable Law can be complex, following the Code will help further your compliance with Applicable Law.

This Code is designed to reflect DHI’s commitment to a culture of honesty, integrity, and accountability, regardless of location, function, or position, and it outlines our guiding principles with which all employees, officers, and directors are expected to comply. Our guiding principles are rooted in our company’s values, for example:

- One Team – which includes acting with respect for others.
- Make Good Things Happen – which includes caring for customers, stockholders, suppliers, and each other in our efforts to achieve positive outcomes.
- Innovating with Purpose – which includes balancing short and long-term goals.

- Win Together – which includes acting with honesty, integrity, and accountability so we can succeed together.
- End Each Day with Pride – which includes developing, selling, and licensing (as applicable) products, services, and technologies that we can be proud of.

In addition to following this Code in all aspects of your business activities, you are expected to seek guidance in any case where there is a question about compliance with either the letter or spirit of this Code, the company's policies, and/or Applicable Law. While this Code sets forth general principles, it does not replace issue-specific policies and procedures, such as our Securities Trading Policy. You can find many of our company policies on our company intranet sites. Please ask your manager or Human Resource if you need assistance in locating policies affecting our business or your conduct.

As you might expect, your cooperation is necessary for DHI's continued success and the cultivation and maintenance of our reputation as a good corporate citizen. Therefore, we expect you to embrace the principles of our Code and:

- Show respect in the workplace
- Act with integrity in the marketplace
- Ensure ethics in our business relationships
- Perform work responsibly for our stockholders

We also expect our leaders and managers to lead by example and to inspire others to embrace our Code by:

- Encouraging and rewarding ethical decision-making
- Creating an open work environment where everyone feels comfortable raising concerns
- Preventing retaliation against those who speak up
- Seeking help in resolving and escalating issues when they arise

This Code, by its very nature, cannot describe every possible situation that you might encounter in your work or at your workplace. If you cannot find the answer in the Code, or if you have questions on how to interpret the Code, please seek guidance from your immediate manager or supervisor, Human Resources, or our General Counsel.

If your concern deals with any of the following, we recommend that you immediately contact our General Counsel:

- Accounting or auditing irregularities or misrepresentations
- Fraud, theft, bribery, and other corrupt business practices
- Antitrust or insider trading violations

- Illegal discrimination or harassment
- Actual or potential conflicts of interest
- Guidance on any legal requirement that may apply to the company or your job

If your manager or supervisor asks you to do something that you believe may violate this Code or Applicable Law, please immediately raise your concerns openly and honestly with him or her. If you're not satisfied with his or her response or if you feel it would be unwise or uncomfortable to raise the issue with your manager or supervisor, please escalate your concern to our General Counsel, Chief Executive Officer, or Chair of the Audit Committee of the company's Board of Directors ("**Audit Committee**"). You should never knowingly violate this Code, a company policy, or Applicable Law simply because your manager or supervisor directs you to do so or because you failed to ask for guidance.

Upon receipt, all suspected violations will be forwarded to the Audit Committee or its member designee, who will make a determination as to whether a reasonable basis exists for commencing an investigation.

In summary, acting with honesty, integrity, and accountability requires making decisions based on what is right. When faced with a decision, you are encouraged to ask yourself:

- Will my decision reflect the company's core values?
- How will my decision make customers, co-workers, family, and friends feel about the company and me?

Please note, violation of any aspect or portion of this Code may result in disciplinary actions up to and including termination or discharge from the company. Additionally, violations of Applicable Law can lead to civil and/or criminal penalties, both for DHI and the individual(s) involved.

Contact information for our Human Resources, General Counsel, Chief Executive Officer, and Chair of the Audit Committee is listed below at the end of this document.

2. Conflicts of Interest

A conflict of interest occurs when an individual's private interest interferes, appears to interfere, or is inconsistent, in any way with the interests of the company. Conflicts of interest may arise when you, your family member, and/or a friend, as applicable:

- Engage in activities that compete with, or appear to compete with, the company's interests;
- Let your business decisions be influenced, or appear to be influenced, by personal or family interests or friendships;

- Use, without authorization, company property, information, or resources for personal benefit or the benefit of others;
- Hire, supervise, or have a direct or indirect line of reporting to a family member or someone with whom you have a romantic relationship;
- Have outside employment or other activities that negatively affect your job performance or interfere with your responsibilities to DHI;
- Work for, provide services to, have a financial interest in, or receive a personal benefit from a supplier, customer, competitor, or a company that does (or seeks to do) business with DHI, if such relationship or interest could influence, or appear to influence, your business decisions; or
- Receive improper personal benefits, other than gratuities and payments received in accordance with this Code or any other company policy, as a result of your position in the company.

As used in this Code, “**family member**” can be any of the following:

- Spouse
- Domestic partner
- Sibling
- Parent
- Child
- Grandparent
- Niece or nephew
- Aunt or uncle
- Cousin
- Stepchild
- Stepparent
- In-law
- Or anyone in your household, anyone you are dependent upon, anyone dependent upon you, or one of your other relations

Remember, potential conflicts of interest are not limited to relationships with relatives or family members. Conflicts of interest may arise with anyone with whom you have a friendship or personal relationship.

In short, you should always avoid a conflict, or an appearance of a conflict, between your personal interests and the company’s interests.

In determining if you have a conflict of interest that should be disclosed, you should ask yourself:

- Do my outside interests influence, or appear to influence, my ability to make sound business decisions?
- Do I stand to benefit from my involvement in this situation? Does a friend or relative of mine stand to benefit?
- Could my participation in this activity interfere with my ability to do my job?
- Is the situation causing me to put my own interests ahead of DHI's interests?
- If the situation became public, would I be embarrassed? Would DHI be embarrassed?

Many times, conflicts can be resolved by an open and honest discussion. However, if the concern requires confidentiality, including keeping your identity anonymous, then this confidentiality will be protected, except to the extent necessary to conduct an effective investigation or as required by Applicable Law or legal proceedings. Please note, certain material conflicts may require the acknowledgement of your confidentiality obligations, reassignment of roles, or recusal from certain business functions.

Activities that could give rise to a conflict of interest to the detriment of the company are strictly prohibited unless specifically approved in advance in accordance with Section 3 (Related Party Transactions) below.

Any employee, officer, or director of the company who becomes aware of a conflict, or potential conflict, involving another company employee, officer, or director should bring it to the attention of our General Counsel or a member of the Audit Committee. Any other conflict of interest should be reported to our General Counsel or his or her designee. Contact information for our General Counsel and the Chair of the Audit Committee is listed below at the end of this document.

Remember, having a conflict of interest is not necessarily a Code violation, but failing to disclose it is.

3. Related Party Transactions

You must report to our General Counsel any proposed agreement or proposed activities that could give rise to one or more conflicts of interest to the detriment of the company, that (i) you; (ii) any member of your family; (iii) any of your personal relationships; (iv) or any entity from which you, a member of your family, or any of your personal relationships propose to enter into a transaction with the company, whether directly or indirectly, in which payment or something of value would be received by you, your family member, or any of your personal relationships ("**Transaction**"). Your report to the General Counsel must include all relevant information surrounding the Transaction, including payment,

compensation, or other benefits to be received.

When the proposed Transaction involves a company executive officer or director, our General Counsel will refer the Transaction to the Board of Directors or the appropriate Board of Directors' committee for prior approval. For all other employees, our General Counsel will review and approve, if applicable, the Transaction. Please note, the Board of Directors, Board of Director's committee, or General Counsel, as applicable, may deny or withhold their approval in their sole discretion.

Contact information for our General Counsel and the Chair of the Audit Committee is listed below at the end of this document.

4. Corporate Opportunities

In carrying out your duties or responsibilities, you owe a duty to the company to advance its legitimate interests when the opportunity arises. You are prohibited from (i) taking, for yourself, personal opportunities that arise through the use of company property, information, or position; (ii) using company property, information, or position for personal gain; and/or (iii) competing with the company, in each of the foregoing (i)-(iii), to the material detriment of the company. In summary, you must put the company's interest ahead of your own when using company property, information, or your position when such property, information, or position could be used to the material detriment of the company.

If any of the foregoing actions involve an executive officer or director, the Board of Directors, or appropriate Board of Directors' committee, will determine whether any of the foregoing actions constitute a "material detriment of the company". For all other employees, our General Counsel will make this determination. In all cases, the determination will be based on all relevant facts and circumstances, including whether the company has previously declined to pursue such proposed opportunity for its own benefit.

5. Public Reporting

Our investors and the general public rely on our company to report accurately on our business, our earnings, and our financial condition. Accurate reporting is also a legal requirement for DHI because we are a publicly traded company. As a result, the disclosures we make in our public communications, regulatory disclosures, and reports submitted to the United States Securities and Exchange Commission ("SEC") and other governmental agencies must always be materially full, fair, accurate, timely, and understandable. It is critical for the company to maintain its good reputation, to comply with its obligations under Applicable Law, including securities laws, and to meet the expectations of its stockholders, analysts, and other members of the investment community.

Persons responsible for the preparation of such documents, financial statements, the certifications on which they rely, or any other reports or other public communications, must always follow our policies, our system of internal controls, and generally accepted accounting

principles, in accordance with the following guidelines in all material aspects:

- all accounting records, and the reports produced from such records, must be in accordance with Applicable Law;
- all accounting records must fairly and accurately reflect the transactions or occurrences to which they relate;
- all accounting records must fairly and accurately reflect, in reasonable detail, the company's assets, liabilities, revenues, and expenses;
- no accounting records should contain any false or intentionally misleading entries;
- no transactions should be intentionally misclassified as to accounts, departments, or accounting periods;
- all transactions must be supported by accurate documentation in reasonable detail and recorded in the proper account and in the proper accounting period;
- no information should be concealed from the internal auditors or the independent auditors; and
- comply with the Company's system of internal controls.

6. Confidentiality and Privacy

During your employment or appointment with the company, you may acquire or have access to certain information about DHI or its customers, suppliers, business partners, or other third parties that is confidential, competitively sensitive, and/or proprietary. You should assume that company information is confidential or competitively sensitive unless you have clear indication that DHI has publicly released the information.

Please note: Only certain authorized representatives of the company are permitted to disclose financial information, such as our Chief Executive Officer and Chief Financial Officer. If you're unsure whether (i) you are permitted to disclose financial information (e.g., financial results or future financial performance), or (ii) the information you're considering to disclose constitutes financial information, please contact our General Counsel using the contact information noted at the end of this document.

"Confidential Information", as used in this Code, includes non-public information that (i) could be useful to compete with, or is potentially harmful to, DHI, our customers, suppliers, or other third parties, or (ii) is material to a reasonable investor's decision to buy or sell DHI securities or the securities of our business partners. Some examples of Confidential Information include earnings, forecasts, business plans and strategies, significant restructuring, potential acquisitions or divestitures, pricing, sales information, research, product development

information, innovations, strategies, undisclosed marketing and promotional activity, trade secrets, significant management changes, a change in auditor, the withdrawal of auditor reports, and events regarding DHI's securities.

Always take reasonable and necessary precautions to protect any Confidential Information relating to DHI or any other company or individual to which you have access. You should not disclose any Confidential Information to anyone outside of DHI, even to members of your own family, unless the disclosure is:

- Properly authorized;
- In connection with a clearly defined, legitimate business need; and
- Subject to a written confidentiality agreement approved by the Legal Department.

Even within our company and among your co-workers, you must only share confidential information on a need-to-know basis.

The obligation to protect confidential information continues even after you leave the company.

This obligation does not prohibit you from raising concerns about potential Code or legal violations, either within the company or to government authorities. Your ability to report legal violations internally or to a government authority, either during or after your employment, is not prohibited by any other DHI policy or agreement, including your Employment Agreement.

An important subset of Confidential Information is personal information. As used in this Code, "**personal information**" broadly refers to any information that identifies or relates to an identifiable person. If you access this type of information or the systems that maintain it, you must comply with all applicable policies and Applicable Law regarding the processing of such information. Additionally, you must:

- Only access, collect, and use personal information that you need and are authorized to see for legitimate business reasons
- Disclose personal information only to authorized persons who have a legitimate business reason to know the information and who are obligated to protect it
- Securely store, transmit, and destroy personal information in accordance with applicable company policies and Applicable Law
- Promptly report any actual or suspected violations of our policies or Applicable Law, data breaches, or other risks to personal information to the Legal Department, the Data Protection Officer at dpo@dice.com, or through the company's Whistleblower Toll Free Hotline at (855) 446-5255. *Please note, due to local privacy laws, in certain countries and the EU region, we may need to limit reports on the Whistleblower Toll Free Hotline to specific types of calls, such as those relating to accounting, financial,*

auditor, and bribery matters. In those countries, please contact your Human Resources manager to report other issues.

DHI may collect personal information regarding our employees, Board of Directors, consumers, suppliers, contractors, customers, and shareholders. Such personal information must always be protected until its secure disposal. Examples of such information include residential addresses, phone numbers, or email addresses, government-assigned identification numbers, financial information (such as banking details, salary, and other compensation information), and employment data such as performance records, benefits, and leaves of absence.

Our Privacy Policy establishes a globally consistent foundation for our information collection, handling, and use practices. Further, DHI is committed to complying with Applicable Law in the countries in which we conduct business, including such laws regarding privacy, publicity, and the cross-border transfer of certain personal information. Please consult with the Legal Department or Data Protection Officer if you have any questions, including about how to comply with our Privacy Policy, or to comply with rules about transfer of personal information outside of the country in which it was collected.

7. Protection and Proper Use of Company Assets

We also rely on you to use company resources honestly and efficiently. “**Resources**” include physical property, such as facilities, supplies, equipment, machinery, materials, vehicles, and company funds. They also include intangible assets, such as company time, confidential information, software, information systems, and proprietary information. You should use company resources for legitimate business purposes only and protect them from theft, loss, damage, and misuse.

As used in this Code, “**proprietary information**” refers to any information that is not generally known to the public or would be helpful to our competitors. Examples of proprietary information include intellectual property (such as trademarks, service marks, logos, copyrights, domain names, inventions, patents, and trade secrets); business and marketing plans; and employee, customer, and supplier information. Our proprietary information is an invaluable asset that must always be protected. You should never allow a third party to use our trademarks or other intellectual property without proper authorization and a license agreement that has been approved by the Legal Department. Furthermore, our trademarks and service marks should never be used in a degrading, defamatory, or otherwise offensive manner.

Our intellectual property also includes employee work product. As a company employee, any work you create, in whole or in part, in connection with your duties and/or the use of company time, resources, or information, belongs to DHI. For example, inventions, ideas, discoveries, improvements, artwork, processes, designs, software, or any other materials you may help to create or author in connection with your work for our company belongs to DHI. You should promptly disclose any invention related to our business, so that it may receive the

same protection as other intellectual property of our company. Please note, the obligation to use proprietary information only for legitimate business purposes continues even after you leave the company.

Additionally, the obligation to protect company funds is particularly important if you have spending authority, approve travel and entertainment expenses, or manage budgets and accounts. In those situations, you must always:

- Ensure the funds are properly used for their established purpose
- Obtain required approval before incurring expense
- Accurately record all expenditures
- Verify that expenses submitted for reimbursement are business-related, properly documented, and comply with our policies.

Some examples of misappropriating company resources include:

- Taking products or supplies for personal use
- Intentionally charging personal expenses on company credit cards (please note inadvertent/mistaken personal charges on a company credit card are excluded, unless you have been subject to a verbal or written warning from your manager or supervisor regarding such charges in the past)
- Using company vehicles for unauthorized personal transportation needs
- Diverting assets through fraud or embezzlement

If you are aware of company resources being misused, please speak up and report it.

Additionally, you misuse company resources, and commit fraud, when you intentionally conceal, alter, falsify, or omit information for your benefit or the benefit of others. Fraud may be motivated by the opportunity to gain something of value (such as meeting a performance goal or obtaining a payment) or to avoid negative consequences (such as discipline). Examples of fraud include:

- Altering numbers to meet sales or productivity goals
- Presenting false medical information to obtain disability benefits
- Falsely reporting time worked to earn more pay or to avoid discipline for being late or absent from work
- Misrepresenting sales or donations of products and services to obtain unauthorized pricing for a customer
- Misstating financial information in our company's books and records

You should also avoid even the appearance of fraud. For example, never spend company funds without proper approval. Similarly, never enter into an agreement on behalf of the company unless you are authorized to do so.

8. Regulation FD

DHI is committed to maintaining an active and open dialogue with its securityholders and potential investors, without advantage to any particular analyst or investor. The SEC's Fair Disclosure Regulation ("**Regulation FD**") prohibits the selective disclosure of material nonpublic information to certain enumerated persons. Regulation FD is intended to eliminate situations where a corporation may disclose important nonpublic information, such as earnings warning, to securities analysts or selected institutional investors, before disclosing the information to the general public.

DHI is committed to complying with all applicable periodic reporting and disclosure requirements outlined by the SEC. It has been, and will continue to be, DHI's practice to disclose material nonpublic information about the company publicly, not selectively.

Categories of "**enumerated persons**" include:

- Broker-dealers and their associated persons;
- Investment advisors, certain institutional investment managers, and their associated persons;
- Investment companies, hedge funds, and affiliated persons; and
- Any holder of DHI securities, when it is reasonably foreseeable that such person will purchase or sell DHI's securities based on the information.

Communications made to a person who owes DHI a duty of trust or confidence (for example, an attorney, investment banker, or accountant) or to any person who expressly agrees to maintain the information in confidence are excluded from Regulation FD.

Regulation FD requires that, whenever DHI (or a person acting on its behalf) intentionally discloses material nonpublic information to certain enumerated persons, DHI must simultaneously disseminate the information to the public in a manner consistent with Regulation FD.

Examples of activities affected by Regulation FD include:

- Earnings releases and related conference calls
- Speeches, interviews, and conferences
- Responses to market rumors
- Reviews of analyst reports
- Referring to or distributing analyst reports regarding DHI
- Analyst and investor visits
- Postings on DHI's web sites
- Social media communications, including through corporate blogs, employee blogs, chat boards, Twitter, Facebook, YouTube, and any other non-traditional means of

communication

Examples of “**material nonpublic information**” include:

- Financial performance, especially quarterly and year-end earnings, and significant changes in revenue trends, financial condition or performance, or liquidity
- Projections of earnings or losses, including expressions of comfort or discomfort with any guidance provided by the company regarding an uncompleted or unreported period
- Potential mergers, acquisitions, tender offers, joint ventures, or changes in assets
- New products or services, or developments regarding customers or suppliers
- Changes in control or in senior management
- Change in auditors or auditor notification that the company may no longer rely on the auditor’s audit reports
- Events regarding the company’s securities (for example, repurchase plans, stock splits, or changes in dividends, public or private sales of additional securities by the company)
- Changes in corporate strategy, financing developments, or accounting or financial reporting methods or measurements
- Actual or threatened significant litigation and developments
- Bankruptcies or receiverships
- New major contracts or customers, or the loss thereof
- Updates to any prior significant disclosure that has materially changed

If DHI learns that it (or certain persons acting on its behalf) has unintentionally disclosed material nonpublic information, DHI must promptly disseminate the information no later than 24 hours after discovering the unintentional disclosure or at the opening of trading on the New York Stock Exchange, whichever is later.

DHI’s Chief Executive Officer and Chief Financial Officer are the company’s designated spokespersons and may communicate on behalf of DHI to enumerated persons. Directors, officers, or other employees may communicate to enumerated persons only if, and to the extent, they are authorized by DHI’s Chief Executive Officer or Chief Financial Officer.

You should refer all questions about DHI’s financial results or future financial performance to our Chief Executive Officer or Chief Financial Officer.

Senior managers may make announcements and conduct interviews about their business, technology, and significant developments with the media; however, these announcements or interviews may not contain financial projections or other material nonpublic information.

Please note, just as with the other sections of this Code, the requirements of this Section 8 of the Code apply to every director and employee of the company.

9. Insider Trading

In the course of performing your job, you may learn of certain Confidential Information that qualifies as “material non-public information” about DHI, one of its customers, suppliers, business partners, or another third party. Confidential Information is considered to be “**material non-public information**” when it:

- Has not been widely disseminated to the public, and
- Is information that a reasonable investor would consider important in deciding to buy or sell a particular security.

You should not disclose material non-public information to anyone outside of our company, including family members and friends. You should not transact in DHI securities or the securities of another company involved with DHI while you have material non-public information about DHI or that company. This prohibition on trading applies to all transactions in DHI securities, including purchasing and selling DHI securities, exercising options, selling restricted stock units, and increasing or decreasing your investment in DHI securities through your 401(k).

In addition, you are not permitted to engage in activities that are designed to hedge or offset any decrease in the market value of DHI stock (including purchasing financial instruments such as prepaid variable forward contracts, collars, exchange funds or equity swaps, or engaging in short sales). You also may not hold DHI securities in a margin account or pledge DHI stock or DHI stock options as collateral for a loan or otherwise.

You may think if you don’t work with stocks or securities in your job that this prohibition on insider trading doesn’t apply to you. However, it does apply to you because it applies to anyone with knowledge of confidential, material information. Therefore, if you disclose material non-public information to third parties who may then trade stock based on that information or if they themselves trade stock based on that information, you can violate trading laws. Even during casual conversation with family and friends, you must exercise caution and not disclose any of our company’s confidential information.

The company has a Securities Trading Policy, which sets forth your obligations in respect of trading in the company’s securities. You are encouraged to review our Securities Trading Policy often in order to refresh your understanding of our policy and legal requirements on this subject.

10. Fair Dealing

Each employee, officer, and director, in carrying out his or her duties and responsibilities, should endeavor to deal fairly with the company’s customers, suppliers, competitors, and other employees. No employee, officer, or director should take unfair advantage of anyone through illegal conduct, manipulation, concealment, abuse of privileged information,

misrepresentation of material facts, or any other unfair-dealing practice.

As you know, integrity in the marketplace requires us to treat our customers ethically, fairly, and in compliance with all Applicable Law. When dealing with our customers, you should always:

- Earn their business on the basis of our superior products, services, and technology; customer service; and competitive prices
- Present our products and services in an honest and forthright manner
- Avoid unfair or deceptive trade practices
- Communicate our sales programs, features, and pricing clearly
- Keep your promises

Our contracts with customers must always reflect the importance and value we place on their business. Additionally, all customer sales agreements must be in writing and conform to our contract requirements.

We hold our suppliers to the same standards of integrity to which we hold ourselves. An unethical or illegal act of a supplier may hurt DHI's reputation and cause a loss of goodwill. Additionally, it may hurt the company financially as well as negatively affect our ability to deliver on our promises to our customers. Therefore, when selecting and retaining suppliers, you should:

- Follow our applicable bidding, negotiating, and contracting processes
- Perform appropriate due diligence to determine that the supplier is a legitimate enterprise, with a reputation for integrity and ethical behavior, that does not engage in unlawful activities
- Avoid potential conflicts of interest with suppliers

If you are responsible for selecting a supplier, you should base your decision on merit, quality of service, and reputation. All supplier agreements must be in writing and conform to company requirements. Please see DHI's Purchasing Policy for additional information.

11. Compliance with Applicable Law; Reporting Violations

Compliance with both the letter and spirit of Applicable Law, including any rules or regulations of a securities exchange or other organization or body that regulates the company, is critical to the company's reputation and continued success. Therefore, you must respect and obey the Applicable Law of the cities, states, provinces, and countries in which we operate and avoid even the appearance of impropriety.

In addition, if you become aware of any information that you believe constitutes evidence of a material violation of one or more Applicable Laws, by the company or any employee, officer, or director, then you should bring such information to the attention of any one or more

of the following persons, as circumstances may warrant: our General Counsel, Chief Executive Officer, or Chair of the Audit Committee. Contact information for our General Counsel, Chief Executive Officer, and Chair of the Audit Committee is listed below at the end of this document. Additionally, you may contact our company's Whistleblower Toll Free Hotline at (855) 446-5255. *Please note, due to local privacy laws, in certain countries and the EU region, we may need to limit reports on the Whistleblower Toll Free Hotline to specific types of calls, such as those relating to accounting, financial, auditor, and bribery matters. In those countries, please contact your Human Resources manager to report other issues.*

You are encouraged to communicate all the information you feel comfortable providing. The information will be kept confidential, except as needed to conduct a full, fair investigation. You may remain anonymous, if you so choose, except where restricted by Applicable Law. Your identity, phone number, or IP address will not be recorded or included in any report that is provided to DHI, unless you voluntarily provide such information. What matters is what is being reported, not who reports it.

Our Whistleblower Toll Free Hotline is answered by an independent third party with expertise in handling hotline calls. They will ask you questions about your concern and send a report to us for confidential review. Appropriate Human Resources, Internal Audit, and/or Legal Department members will investigate the concerns, and, if warranted, remedial actions will be taken. You can contact the Whistleblower Toll Free Hotline at (855) 446-5255. *Please note, due to local privacy laws, in certain countries and the EU region, we may need to limit reports on the Whistleblower Toll Free Hotline to specific types of calls, such as those relating to accounting, financial, auditor, and bribery matters. In those countries, please contact your Human Resources manager to report other issues.*

DHI is committed to protecting the rights of those individuals who report issues in good faith, either through one of the reporting means described in this Code or to government authorities. DHI will not retaliate or permit retaliation against a person who in good faith:

- Reports what he or she believes is a violation of our values, this Code, our policies, or Applicable Law
- Raises a compliance question or seeks advice about a particular business practice, decision, or action
- Cooperates in an investigation of a potential violation

Retaliation against an employee, officer, or director for reporting an issue in good faith is itself a violation of this Code. If you know or suspect that retaliation has occurred or is occurring, either to you or another individual, please report it.

12. Compliance with the Antitrust and Competition Laws

The company believes in fair and open competition and adheres strictly to the requirements of the antitrust and competition laws that apply to its business practices. Generally speaking, any contact with a competitor may present problems under applicable

antitrust and competition laws. Accordingly, all employees, officers, and directors should avoid any such contact relating to the business of the company or the competitor without first obtaining the approval of our General Counsel or his or her designee. Contact information for our General Counsel is listed below at the end of this document.

In short, when dealing with a competitor, you should:

- Never comment on a competitor's products or services in an inaccurate or untruthful manner
- Only use legitimate means of obtaining competitive information
- Respect the confidential information and intellectual property rights of our competitors and other third parties
- Always comply with antitrust and competition laws

Additionally, you should never enter into any agreement, whether formal or informal, written or verbal, to (i) set prices or other terms of sale; (ii) coordinate bids; (iii) allocate customers, sales territories, or product lines; or (iv) engage in any other activity that violates applicable antitrust or competition laws. You should never discuss these topics with a competitor, even in an informal setting, such as a trade show or customer event.

It is also important to avoid activities that may appear to violate antitrust or competition laws. For example, all written communications referring to our competitors should be business appropriate in tone and refrain from language that could be construed as encouraging anti-competitive behavior. Additionally, any communication between competitors concerning problems with any customer or supplier may violate the antitrust laws and should be avoided.

It can be difficult to know how to legally obtain competitive information, however, this is achievable through publicly available sources, such as media reports, trade journals, annual reports, government filings, speeches of company executives, and from customers in the context of meeting competitive offers. Competitive intelligence should never be obtained through misrepresentation, trespassing, theft, invasion of privacy, or obtaining information from co-workers about previous employers.

Violations of antitrust and competition laws may result in severe legal penalties for our company and criminal charges for the individuals involved and such laws are complex and vary by country. Further, many of these activities constitute a "per se" violation of antitrust laws. Thus, in those situations, there are no "gray areas" in which such activity would be deemed legal. For guidance, please consult the Legal Department. If you suspect an antitrust or competition law violation, please speak up and report it.

13. Environmental, Health and Safety

The company is sensitive to the environmental, health, and safety consequences of its operations and is committed to safeguarding the health and safety of our employees, visitors, contractors, customers, and communities.

Accordingly, the company operates in compliance with all applicable environmental and health and safety laws and regulations, including, among others, the Clean Air Act, the Federal Water Pollution Control Act, the Resource Conservation and Recovery Act, and the Occupational Safety and Health Act.

You should always speak up and raise a concern if you:

- Are asked to do a task you consider unsafe
- Are asked to do a job you think you are not properly trained to perform and may harm you or others
- See someone performing a task that you think is unsafe or that the person is not properly trained to do
- Suspect that a vehicle or piece of equipment is not operating properly and may be unsafe
- Observe or made aware of an unsafe condition or potential danger to yourself or others

All threats or acts of violence or physical intimidation are strictly prohibited.

Safety is everyone's responsibility and you should insist that work be performed safely, no matter what your job is.

If you have any doubt as to the applicability or meaning of a particular environmental, health, or safety law or regulation, you should discuss the matter with our General Counsel or his or her designee. Contact information for our General Counsel is listed below at the end of this document.

14. Diversity and Inclusion, Human Rights, Discrimination, and Harassment

The company values the diversity and inclusion of our employees and is committed to providing equal opportunity in all aspects of hiring and employment. **"Diversity"** is interpreted by the company as the unique characteristics that make up each us: personalities, lifestyles, thought processes, work experience, ethnicity, race, color, religion, gender, general identity, gender expression, sexual orientation, marital status, age, national origin, disability, veteran status, or other difference. We strive to attract, develop, and retain a workforce that is as diverse as the markets we serve, and to ensure an inclusive work environment that embraces our differences.

You play an important role in creating a work environment in which employees, customers, and business partners feel included, valued, and respected for their contributions. You

promote diversity and inclusion when you:

- Respect the diversity of each other's talents, abilities, and experiences
- Value the input of others
- Foster an atmosphere of trust, openness, and candor

Each of us should have the opportunity to reach our full potential and contribute to the company's success. To accomplish this, you should never discriminate or treat employees or job applicants unfairly in matters that involve recruiting, hiring, training, promoting, compensation, or any other term or condition of employment.

Your employment decisions regarding employees and applicants must always be based on merit, qualification, and job-related performance, without regard to non-job-related characteristics, such as:

- Race, color, ethnicity, ancestry, citizenship status, or national origin
- Sex, gender, gender identity, or gender expression
- Pregnancy
- Sexual orientation
- Age
- Religion or religious creed
- Mental or physical disability
- Medical condition
- Genetic information or characteristics
- Martial or domestic-partner status
- Military or veteran status
- Any other legally protected status

Making employment decisions based on any of these personal characteristics is always against our policies and is illegal under the Applicable Law of many countries. You must always act fairly and give qualified individuals the chance to develop their abilities and advance within our company.

As a global company, we must also respect human rights. DHI has a zero-tolerance approach to human trafficking and we are committed to ensuring human trafficking is not taking place in our business or in our supply chains. We expect our suppliers to share in our commitment to human rights by using only voluntary labor, following all applicable wage and benefit laws, not employing under-age individuals in violation of any applicable child labor laws, and providing a work environment that is safe, healthy, and free of harassment and unlawful discrimination.

DHI also seeks to provide a work environment that is free from harassment. As used in this Code, "**harassment**" includes unwelcome verbal, visual, physical, or other conduct of any kind that creates an intimidating, offensive, or hostile work environment. While the legal definition

of “harassment” may vary by jurisdiction, DHI considers the following non-exhaustive list to be unacceptable behavior:

- Sexual harassment
- Offensive language, gestures, or jokes
- Racial, ethnic, gender, or religious slurs
- Degrading comments
- Intimidating or threatening behavior
- Showing hostility towards others because of individual characteristics

“**Sexual harassment**” may consist of verbal, visual, or physical conduct of a sexual nature that is unwelcome or makes someone feel uncomfortable. It can take many forms, such as:

- Sexual advances, requests for sexual favors, or unwelcome demands for dates
- Sexually orientated jokes, pictures, texts, or email messages
- Explicit or degrading comments about appearance
- Display of sexually suggestive pictures, videos, or pornography

You should never act in a harassing manner or otherwise cause your co-workers to feel uncomfortable in their work environment. It is important to remember that harassment, sexual or otherwise, is determined by your actions and how they impact others, regardless of your intentions.

Therefore, all abusive, harassing, or offensive conduct is unacceptable, whether verbal, physical, or visual. You are encouraged to speak out when a co-worker’s conduct makes you uncomfortable, and to report harassment or discrimination when it occurs.

15. Business Records and Document Retention

Business records, including our financial statements, contracts, agreements, and communications must always be accurate and reflect a forthright presentation of the facts. No matter what type of document or how insignificant it might seem, the information contained in the business record must always be truthful and complete. No verbal contracts are permitted under any circumstance. Therefore, employees, officers, and directors should avoid exaggeration, derogatory remarks, legal conclusions, or inappropriate characterizations of people and companies.

Financial records must reflect all components of the financial transaction and events. Likewise, all your contracts, agreements, and other transactions, no matter what the dollar amount or purpose, must be properly authorized, executed, and recorded.

You should never falsely omit, misstate, alter, or conceal any information or otherwise misrepresent the facts on a company record. Additionally, you should never encourage or allow anyone else to compromise the accuracy and integrity of our records. This applies to

communications of all kinds, including emails, informal notes, or interoffice memos. Please note that business records can also include presentations, spreadsheets, payroll documentation, timecards, attendance records, information in filings with governmental agencies, market research tests, travel and expense reports, accident reports, and business plans.

To manage your business records properly, you should:

- Comply with our records management policies for all documents, files, electronic records, and emails
- Follow the retention periods specified in the records retention schedule for your country or function
- Follow the instructions in a “legal hold” record retention notification

Please consult with the Legal Department if you have any specific questions about the retention period of a document, or if you have questions concerning a legal hold notification. Destruction of documents subject to a legal hold notice, even inadvertently, could expose our company and you to civil and criminal liability.

16. Use of Email, Internet Services and External Conversations

Email systems and internet services are provided to help you perform your work and our information technology systems constitute a critical component of our business operation and are provided for authorized business purposes. Your use of these systems must comply with our Information Security Policy and use standards. Incidental and occasional personal use is permitted, so long as such access or usage does not:

- Consume a large amount of time or resources
- Interfere with your work performance or that of others
- Involve illegal, sexually explicit, political, discriminatory, or otherwise inappropriate material
- Relate to outside business interests
- Violate this Code, company policy, or Applicable Law

Also, please remember that “flooding” our systems with junk mail and trivia hampers the ability of our systems to handle legitimate company business and is therefore prohibited.

Your email, voicemail, and text messages and any information saved or conducted on or through company’s equipment or devices is considered company property and you should never have any expectation of privacy when using company equipment or devices. While it is generally not our policy to monitor employees’ use of company information and communication systems, DHI reserves the right to monitor, record, disclose, audit, and delete, without prior notice, the nature and content of an employee’s activity when using the phone, voicemail, internet, computer, equipment, device, or other system of company, to the extent

permitted by Applicable Law. You are encouraged to use good judgment and should not access, send, download, or store any information that you would not want to be seen or heard by other individuals.

Additionally, to the extent you use your own equipment or device(s) (such as your personal phone, computer, or internet) (individually and collectively, “**Your Equipment**”) to perform activities or work on behalf of company, DHI reserves the right to monitor, record, disclose, audit, and delete, without prior notice, the nature and content of such activity and work (including your emails, electronic documents, voicemails, and text messages), to the extent permitted by Applicable Law, and you should never have any expectation of privacy when using Your Equipment to perform activities or work on behalf of company.

If you are contacted and asked to discuss company business with any members of the press, investors, or market analysts, do not provide any information. Instead, you should politely advise the outside party that you are not authorized to discuss the subject and refer them to the appropriate spokesperson or company representative.

Similarly, when using public social media, you should be clear that you do not speak on behalf of the company. You should always:

- Take every possible precaution to ensure that you are not disclosing any confidential information about DHI or its business partners
- Refrain from using any DHI or third-party logos or trademarks without prior written permission.

For more information on the proper use of social media, please see our Social Media Guidelines.

17. International Trade Controls

As a global company, DHI transfers good, services, and technologies across national borders. Our business transactions are subject to various sanctions or trade controls and laws, including:

- Government-imposed export/re-export controls, trade restrictions, trade embargoes, legal economic sanctions, and boycotts
- Anti-boycott laws that prohibit companies from participating in or cooperating with an international boycott that is not approved or sanctioned by the United States of America (“**U.S.**”) government
- Sanctions by different governments around the world that restrict activities with certain countries, entities, or individuals

DHI is committed to ensuring that these business transactions are accomplished in full compliance with applicable sanctions or trade control laws. If you are involved in the transfer of goods, services, or technology across national borders on behalf of our company or our

customers, you must comply with these laws, regardless of where you are located. If U.S. laws conflict with your local trade laws, U.S. laws may apply. Always consult with the Legal Department for proper guidance on this subject.

18. Political Activities and Contributions

The company respects and supports the right of its employees, officers, and directors to participate in political activities. However, these activities should not be conducted on company time or involve the use of any company resources such as telephones, computers, supplies, or company funds. You will not be reimbursed for personal political contributions.

The company may occasionally express its views on local and national issues that affect its operations. In such cases, company funds and resources may be used, but only when permitted by Applicable Law and by the company's guidelines. These announcements or communications are not intended to pressure you to adopt certain ideas or support certain causes. Your decisions to contribute your own time or money to any political or community activity are entirely personal and voluntary.

Additionally, the company may also make limited contributions to political parties or candidates in jurisdictions where it is legal and customary to do so. The company may pay related administrative and solicitation costs for political action committees formed in accordance with Applicable Law.

No employee, officer, or director may make or commit to political contributions on behalf of the company (and should avoid the appearance of doing so) without the prior approval of our General Counsel or his or her designee. Contact information for our General Counsel is listed below at the end of this document.

19. Anti-Corruption, Anti-Bribery and Anti-Money Laundering

Corrupt arrangements with customers, suppliers, governmental officials, or other third parties are strictly prohibited. "**Corruption**" generally refers to obtaining, or attempting to obtain, a personal benefit or business advantage through improper or illegal means. Corruption may include payments or the exchange of anything of value and includes the following activities:

- Bribery (bribery of a governmental official or commercial bribery)
- Extortion
- Kickbacks

As stated above, corruption may involve the exchange of "anything of value". "**Anything of value**" is very broad and can include goods, services, or merchandise, such as cash, cash equivalents, gift cards, vouchers, hospitality, meals, event tickets, retail certificates, entertainment, travel perks, use of vacation homes, airfare or accommodations, special favors, or privileges, such as educational or employment opportunities for friends and relatives, stock options, donations to designated charities, discounts, personal services, loans, co-signing of a

loan or mortgage, or a promise of future employment.

A “**kickback**” is a form of corruption that involves two or more parties agreeing that a portion of sales or profits will be improperly given, rebated, or “kicked back” to the purchaser in exchange for making the deal. For example, a kickback might involve a supplier who offers a DHI employee a monthly payment equaling a certain percentage of DHI’s purchases from such supplier as an inducement to retain the supplier’s services. Kickbacks, like other forms of corruption, are unethical and prohibited under the Code, our policies, and Applicable Law.

For purposes of this Code and applicable anti-bribery laws, a “**governmental official**” is interpreted broadly to encompass a number of different categories, which may include:

- A government employee, including employees of regulatory agencies or departments, such as licensing, tax, or customs
- Any candidates for political office, any political party, or an official of a political party
- Representatives of public international organizations, such as the World Bank, International Red Cross, or the World Health Organization
- Mayors or other local city officials
- Members of law enforcement, including the military, local police, and other enforcement agencies
- Employees of state-owned enterprises, such as purchasing managers of government-run airlines, universities, school systems, hospitals, television stations, defense contractors, or other commercial enterprises that are owned, controlled, or managed by a government
- Members of royal families
- Employees of public international charities, such as UNICEF
- Spouses or immediate family members of any of the foregoing

Not all government payments are problematic. For example, payments may be made to a government entity in the normal course of business, such as to pay taxes or when the government entity is a customer or supplier. However, payments of any kind for bribes or facilitation payments (i.e., “grease payments”) to government officials are prohibited and both bribes and facilitation payments are considered a violation of this Code. Accordingly, all references in this Code to a “bribe” also include facilitation payments.

If you receive a request from a government official for a bribe, you must decline to make the payment. If you have a reasonable, good faith belief that failure to make the payment may jeopardize your health or safety, you may make the payment. You must promptly report any demands for a bribe, or the actual payment of a bribe made under coercion, directly to the Legal Department or through the Whistleblower Toll Free Hotline at (855) 446-5255. *Please note, due to local privacy laws, in certain countries and the EU region, we may need to limit reports on the Whistleblower Toll Free Hotline to specific types of calls, such as those relating to accounting, financial, auditor, and bribery matters. In those countries, please contact your*

Human Resources manager to report other issues.

Subject to some narrow legal exceptions, all payments and gifts to, and entertainment of, government officials must be pre-approved in writing by the Legal Department. If you are unsure whether you might be dealing with a government official or have any other questions on complying with anti-corruption anti-bribery laws, please contact the Legal Department for guidance. Always speak up and report any suspected bribery or corrupt activity.

Employees, officers, and directors must comply with all Applicable Law prohibiting improper payments to domestic and foreign officials, including the U.S. Foreign Corrupt Practices Act of 1977 (the “FCPA”), as amended, and the United Kingdom’s Bribery Act. However, no matter where in the world you work, there is an anti-bribery law or policy that applies to you. Most countries have anti-bribery laws that prohibit bribing a government official. To comply with anti-bribery laws, you should not ever offer, directly or indirectly, anything of value to any governmental official or his or her representative to:

- Obtain or retain business;
- Influence business decisions; or
- Secure an unfair business advantage.

These prohibitions apply to our business operations and to anyone acting on our behalf, including agents, consultants, suppliers, and contractors.

The FCPA prohibits an offer, payment, promise of payment, or authorization of the payment of any money or gift to a foreign government official, foreign political party, official of a foreign political party, or candidate for political office to (i) influence any act or decision of such person or party to obtain or retain business; (ii) induce the foreign official to do or omit to do an act in violation of his or her lawful duty; or (iii) secure an improper advantage in order to assist in obtaining or retaining business for or with, or directly business to, any person. The FCPA also prohibits a payment to any person with the intention that all or a portion of that payment will be offered or given, directly or indirectly, to any such political person for any such purpose.

The FCPA further requires compliance of companies whose securities are listed in the United States with generally accepted accounting principles. Therefore, the company must maintain financial records which, in reasonable detail, accurately and fairly reflect transactions and must devise and maintain an adequate system of internal accounting controls. In particular, all bank accounts that receive or disburse funds on behalf of the company must be properly authorized and any such transactions recorded on the official books and records of the company.

Violation of the FCPA is a criminal offense, subjecting the company to substantial fines and penalties and any officer, director, employee, or stockholder acting on behalf of the

company to imprisonment and fines. The FCPA prohibits the company from paying, directly or indirectly, a fine imposed upon an individual pursuant to the FCPA.

The United Kingdom's Bribery Act of 2010 makes bribing anyone (called a "commercial bribery") a crime. The penalties for committing a crime under this act are a maximum of 10 years' imprisonment, along with an unlimited fine, and the potential for confiscation of property under the Proceeds of Crime Act 2002, as well as the disqualification of directors under the Company Directors Disqualification Act 1986.

In addition to complying with the laws referenced elsewhere in this Section 19 of this Code, DHI is committed to preventing money laundering when conducting our business. We must all work to detect, deter, and prevent money laundering. You must promptly report potential money laundering activity to the Legal Department or Internal Audit, so that we may report the suspicious activity in a timely manner to the proper authorities in accordance with applicable legal requirements. As used in this Code, "**money laundering**" refers to a process by which an individual or other entity tries to hide the existence, nature, or source of illegally obtained funds in order to make it appear legitimate.

20. Business Gifts

The practice of giving or receiving a customer's or supplier's business gift requires careful consideration on your and your manager's part. Before any gift is exchanged, you should determine if it is permitted under this Code and our other policies.

You are prohibited from providing, offering, or receiving any gift that serves to, or appears to, inappropriately influence business decisions or gain an unfair advantage. However, under certain circumstances, you may exchange business gifts that are intended to generate goodwill, provided:

- The gift (i) is given in good faith, without expecting any return favor or improper benefit or business advantage; (ii) is of nominal value (generally under \$75.00 United States dollars ("**USD**") or its equivalent); (iii) is provided openly and transparently; (iv) is given on behalf of DHI and not on behalf of an individual; (v) is reasonable and customary in the context of the business occasion; (vi) is given infrequently; (vii) is not solicited; (viii) is not given as a bribe, payoff, or kickback; (ix) is in good taste; (x) occurs at a business-appropriate venue; and (xi) does not otherwise create the appearance of impropriety. Please note that exceptions to the \$75.00 limit may apply, including:
 - Meals or entertainment from third parties when offered solely for legitimate business purposes;
 - Tickets, meals, or merchandise that is shared with a wide range of DHI employees;
 - Where the DHI employee and the third party providing the gift will attend the event together;
 - Company sponsored sales contests or incentive programs; or
 - Where DHI employees provide gifts/gift cards to fellow employees (including

from managers to team members) so long as the gifts are in good taste, reasonable and appropriate and paid for by the employee and not expensed to DHI.

- The gift is not cash or a cash equivalent (i.e., gift card) and meets all other requirements of our policies and this Code;
- Your division or function does not have a “no gifts” policy in effect; or
- The gift is permitted under Applicable Law which apply to the recipient and the recipient of the gift is authorized and permitted to accept the gift.

You should always be aware that giving or offering even a simple gift or meal to a government official can be illegal. You must obtain prior written approval from our General Counsel or his or her designee before giving or offering any gift, meal, or entertainment to a government official. Contact information for our General Counsel is listed below at the end of this document.

21. Audits and Investigations

During your employment or appointment with DHI, you may be asked to participate in an audit or internal investigation conducted by our internal auditors, external auditors, Human Resources, or the Legal Department. When this happens, you are always expected to cooperate fully and communicate honestly and completely.

You may also receive a request for documents or a request to meet with regulators or lawyers in connection with a legal proceeding or government investigation. If you receive such a request, you should immediately contact the Legal Department.

22. Compliance with this Code

This Code is not a contract, nor does it convey any specific employment rights or guarantee employment for any specific period of time.

If you fail to comply with this Code or Applicable Law (including the rules and regulations of the SEC), you may be subject to disciplinary measures, including (with respect to employees and officers) termination or (with respect to directors) discharge from the company. Violations of this Code may also constitute violations of Applicable Law and may result in civil or criminal penalties for you, your supervisor or manager, and/or the company.

The Board of Directors will determine, or designate appropriate persons to determine, appropriate actions to be taken in the event of a violation of this Code. In determining what action is appropriate in a particular case, the Board of Directors or its designee will consider the nature and severity of the violation, whether the violation was a single occurrence or repeated occurrences, whether the violation was intentional or inadvertent, whether the individual in question had been advised prior to the violation as to the proper course of action and whether or not the individual in question had committed other violations in the past.

All reports of suspected violations of this Code or Applicable Law will be taken seriously and are promptly reviewed. As appropriate, the Audit Committee will assign investigator(s) to review all reported instances of alleged Code violations (such as members from the Legal Department, Internal Audit, or Human Resources). The investigator(s) will:

- Act objectively in determining the facts through interviews or review of documents;
- Contact employees who may have knowledge about the alleged incident(s); and
- Recommend corrective actions and/or disciplinary measures, where appropriate.

In accordance with Applicable Law, DHI strives to:

- Protect the confidentiality of the individuals involved, to the extent practicable;
- Inform an employee of the accusations reported against him or her at a time when such a disclosure will not jeopardize the investigation; and
- Where permissible, allow employees to review and correct information reported.

If asked, you must cooperate fully with an inquiry or investigation.

The company proactively promotes ethical behavior and encourages employees, officers, and directors to report evidence of illegal or unethical behavior, or violations of this Code to our General Counsel or his or her designee. You are expected to report all violations of this Code promptly to our General Counsel, the Chief Executive Officer, or the Chair of the Audit Committee. Contact information for our General Counsel, Chief Executive Officer, and Chair of the Audit Committee is listed below at the end of this document.

If you have any questions regarding your obligations under this Code, you should promptly contact our General Counsel. The company prohibits retaliatory action against anyone who, in good faith, reports a possible violation. However, it is unacceptable to file a report knowing it to be false.

23. Waivers of and Amendments to this Code

A waiver of this Code for our Chief Executive Officer, Chief Financial Officer, principal accounting officer or controller (or persons performing similar functions), other executive officers, or directors requires the prior written permission of the Board of Directors or a committee thereof. All other waivers of this Code require the prior written permission of our General Counsel. Contact information for our Chief Executive Officer and General Counsel is listed below at the end of this document.

If required by Applicable Law, waivers will be promptly disclosed as required.

Our Board of Directors is responsible for approving and issuing this Code. This Code is reviewed periodically, including by the Legal Department, to determine whether revisions may be required due to changes in Applicable Law, or changes in our business or the business environment. The Board of Directors must approve any changes to this Code and such

changes will be promptly disclosed as required by Applicable Law or stock exchange regulation/listing standard.

24. Contact Information

- General Counsel
Attn: Brian P. Campbell
c/o DHI Group, Inc.
1450 Broadway, 29th Floor
New York, NY 10018
(212) 448-6605
Email: brian.campbell@dhigroupinc.com

- Chief Executive Officer
Attn: Art Zeile
c/o DHI Group, Inc.
6465 South Greenwood Plaza, Suite 400
Centennial, CO 80111
(303) 562-0239
Email: art.zeile@dhigroupinc.com

- Chair of the Audit Committee
Attn: Jennifer Deason
c/o DHI Group, Inc.
1450 Broadway, 29th Floor
New York, NY 10018
(866) 590-3423

- Human Resources
Attn. Pam Bilash
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