MELLAND SCOT W Form SC 13G February 14, 2013

**UNITED STATES** 

# SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

#### SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. \_\_\_)\*

Dice Holdings, Inc. (Name of Issuer)

Common Stock (\$0.01 par value per share) (Title of Class of Securities)

> 253017107 (CUSIP Number)

December 31, 2012 (Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed.

0	Rule 13d-1(b)
0	Rule 13d-1(c)
X	Rule 13d-1(d)

<sup>\*</sup>The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

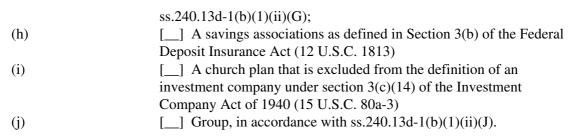
CUSIP No. 253017107		S	CHEDULE 13G	Page 2 of 5	
1			EPORTING PERSON OR TIFICATION NO. OF ABOVE PERSON		
	Scot W.	Mell	and		
2	CHECK	THE	E APPROPRIATE BOX IF A MEMBER OF A GROUP		(a) o (b) o
	Not appl	icabl	e		. ,
3	SEC US	E ON	NLY		
4	CITIZEI	NSHI	IP OR PLACE OF ORGANIZATION		
	United States of America				
		5	SOLE VOTING POWER		
NUMBER OF SHARES BENEFICIALLY			3,354,987 (Includes options to purchase 2,987,877 shares of the issuer's commovested and exercisable as of, or will become vested and exercisable within 6 December 31, 2012)		t were
OWN BY EA	ED ACH	6	SHARED VOTING POWER		
REPORTING PERSON			None		
WIT		7	SOLE DISPOSITIVE POWER		
			3,354,987		
		8	SHARED DISPOSITIVE POWER		
			None		
9	AGGRE	GAT	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING P	ERSON	
	3,354,98	37			
10	CHECK SHARE		X IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERT	ΓΑΙΝ	O
	Not appl	icabl	e		
11			F CLASS REPRESENTED BY AMOUNT IN ROW (9)		

5.7%

### 12 TYPE OF REPORTING PERSON

IN

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ITEM 1.	(a)	Name of Issuer:	
		Dice Holdings, Inc.	
	(b)	Address of Issuer's Principal Executive Office	ces:
		1040 Avenue of the Americas, 16th Floor, N	ew York, NY 10018
ITEM 2.	(a)	Name of Person Filing:	
		Scot W. Melland	
	(b)	Address of Principal Business Office, or if N	Ione, Residence:
		1040 Avenue of the Americas, 16th Floor, N	ew York, NY 10018
	(c)	Citizenship:	
		United States of America	
	(d)	Title of Class of Securities:	
		Common Stock (\$0.01 par value per share) (	the "Shares")
	(e)	CUSIP Number:	
		253017107	
ITEM 3.		STATEMENT IS FILED PURSUANT TO SS.240.13D-1(B) CK WHETHER THE PERSON FILING IS A:	OR 240.13D-2(B) OR
	(a)	[] Broker or dealer registered under Section U.S.C. 780)	on 15 of the Act (15
	(b)	[] Bank as defined in Section 3(a)(6) of the	
	(c)	[] Insurance company as defined in Section U.S.C. 78c)	on 3(a)(19) of the Act (15
	(d)	[] Investment company registered under S Investment Company Act of 1940 (15 U.S.C	
	(e)	[] An investment adviser in accordance w ss.240.13d-1(b)(1)(ii)(E)	-
	(f)	[] An employee benefit plan or endowme with ss.240.13d-1(b)(1)(ii)(F);	nt fund in accordance
	(g)	A Parent holding company or control p	erson in accordance with



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#### ITEM 4. OWNERSHIP

(a)	Amount beneficially	owned:	3.354.987
(u)	1 mount ocherician	ownca.	J,JJ,T,JU/

(b) Percent of class: 5.7% (Based on calculations made in accordance with Rule 13d-3(d), and there being 58,585,941 Shares outstanding as of January 28, 2013 as reported in the Company's Annual Report on Form 10-K filed with the Securities and Exchange Commission on February 4, 2013.)

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote

3,354,987

(ii) Shared power to vote or to direct the vote

None

(iii) Sole power to dispose or to direct the

disposition of

3,354,987

(iv) Shared power to dispose or to direct the

disposition of

None

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

Not applicable.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF

ANOTHER PERSON.

Not applicable.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLD DIVISION BY THE PARENT

HOLDING COMPANY.

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE

GROUP.

Not applicable.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

Not applicable.

ITEM 10. CERTIFICATIONS.

Not applicable.

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#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 13, 2013

NAME

By: /s/ Scot W. Melland

Name: Scot W. Melland

Title: Chairman, President and Chief Executive Officer