

Regulation FD Policy

Introduction

Robert Half International Inc. (“RHI or the “Company”) is a public company whose stock is traded on the New York Stock Exchange. As such, it is subject to various federal statutes and regulations of the Securities and Exchange Commission. One such regulation is Regulation FD. Regulation FD prohibits any disclosure of material information to a limited group of persons. Rather, any disclosure of Material Information must be done in a fashion that insures that the information reaches the entire investment community. This Policy expresses RHI’s commitment to comply with Regulation FD, and applies to all of RHI’s directors, officers, employees and agents.

Definitions

The Securities and Exchange Commission defines “Material Information” as (a) information that a reasonable investor will likely consider important in making a decision to buy, hold or sell securities, (b) information that would significantly alter the total mix of information that is publicly available or (c) information, whether positive or negative, that could be expected to have an effect upon stock prices.

In the context of RHI, material information includes, but is not limited to, any information regarding revenues, earnings or other financial results with respect to RHI as a whole or with respect to any division, subsidiary, zone, region or branch. Further, information about significant cybersecurity risks or incidents concerning the Company or its confidential data may be Material Information. If you have any questions regarding whether something is Material Information, consult RHI’s Legal Department.

RHI’s Annual Reports, press releases, and periodic reports (i.e., Form 8-K, Form 10-K, Form 10-Q and proxy statement) that have been released are “Public Documents.” If you have any questions regarding whether something is a Public Document, consult RHI’s Legal Department.

Disclosure of Material Information

Regulation FD substantially regulates the disclosure of Material Information. To insure compliance by RHI with Regulation FD, it is RHI’s policy that Material Information shall be disclosed only in Public Documents, except as otherwise required by law. Any other disclosure of Material Information may only be done as follows:

1. You may disclose Material Information to directors, officers or employees who have the need to know such information in order to perform their duties for RHI.

2. You may disclose Material Information to outside advisors and service providers (such as RHI's lawyers and accountants) who owe a duty of trust or confidence to RHI.
3. You may disclose Material Information to a person who has entered into a written agreement with RHI to keep such information confidential, provided that such agreement has been approved in advance by RHI's Legal Department.
4. You may disclose Material Information under such other circumstances that RHI's Legal Department advises in advance are permissible.
5. You must disclose Material Information to appropriate authorities where required by applicable law or regulation. Please advise RHI's Legal Department immediately if you have provided Material Information to anyone pursuant to this clause (5) or received any request from any legal, governmental or regulatory authority to provide such information.

Please be aware that, while you may disclose Material Information that appears in a Public Document that has been released, you may not comment upon, add to, or clarify any of the information in the Public Document, except where required by law.

Statements of Future Prospects

Regulation FD also substantially regulates the disclosure of any forecasts or projections about the future. To insure compliance by RHI with Regulation FD, it is RHI's policy that any forecast or projections be made only (a) in Public Documents or (b) via RHI's quarterly public conference call with investors that follows each quarterly earnings release (the "Conference Call").

Depending upon the circumstances, repeating or reconfirming an earlier forecast or projection may result in a violation of Regulation FD. Accordingly, any request for a reiteration or reconfirmation of a previous forecast or projection should be referred to the Chief Executive Officer, the Chief Financial Officer and the General Counsel and Corporate Compliance Officer. You may not comment upon, add to, or clarify any forecast or projection.

Normal Marketing Activities

Nothing in this policy is intended to limit normal marketing activities. You may communicate with clients and candidates regarding our services, and may, within existing guidelines, express confidence in the quality of our services.

Legally Required Information

All of RHI's directors, officers, employees and agents are required to obey applicable laws at all times. Nothing in this policy is intended to prevent or delay you from providing information to appropriate authorities where required by law. If you have any questions, please contact RHI's Legal Department and refer to RHI's Code of Business Conduct and Ethics.

Violations of Policy

Regulation FD requires that, in the event of a non-public disclosure of Material Information, RHI take immediate corrective steps, which may include formal disclosure of the information to the public. Accordingly, if you believe you or anyone else may have violated this Policy, please contact RHI's Legal Department immediately.

Guidance

If you have any questions regarding this policy, please contact RHI's Legal Department.