



INVESTOR PRESENTATION

May 2022

Disclaimers



Forward Looking Information

This presentation contains forward-looking statements. All statements other than statements of historical facts contained in this presentation may be forward-looking statements. The words "may," "will," "should," "expects," "plans," "anticipates," "could," "intends," "targets," "projects," "contemplates," "believes," "estimates," "predicts," "potential" or "continue" and other expressions that are predictions of or indicate future events and trends and that do not relate to historical matters identify forward-looking statements. Forward-looking statements involve known and unknown risks, uncertainties and other important factors (including the significant effect that the COVID-19 pandemic has had on our business and is suspected to continue to have), that may cause our actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Important factors that could cause actual results to differ materially from expectations are disclosed under the "Risk Factors" and "Cautionary Note Regarding Forward-Looking Statements" sections of our annual report on Form 10-K for the year ended March 31, 2021, and subsequent filings with the Securities and Exchange Commission (the "SEC"). All written and oral forward-looking statements attributable to us, or persons acting on our behalf, are expressly qualified in their entirety by the cautionary statements. You should evaluate all forward-looking statements made in this presentation in the context of these risks and uncertainties. Because forward-looking statements are inherently subject to risks and uncertainties, some of which cannot be predicted or quantified, you should not rely on these forward-looking statements as predictions of future events. The events and circumstances reflected in our forward-looking statements may not be achieved or occur, and actual results could differ materially from those projected in the forward-looking statements. The forward-looking statements in this presentation are made only as of the date hereof. Except as required by law, we assume no obligation to update these forward-looking statements, or to update the reasons actual results could differ materially from those anticipated in the forward-looking statements, even if new information becomes available in the future.

Non-GAAP Financial Measures

Adjusted pre-tax income, adjusted net income, total and on a per share basis, and certain adjusted items used to determine adjusted net income, are presented and discussed in this presentation and are non-GAAP measures that management believes, when presented together with comparable GAAP measures, are useful to investors in understanding the Company's operating results. These adjusted items remove the significant accounting impact of one-time or non-recurring charges associated with the Company's one-time/non-recurring matters, as set forth in the tables at the end of this presentation.

The adjusted items included in this presentation as calculated by the Company are not necessarily comparable to similarly titled measures reported by other companies. Additionally, these adjusted amounts are not a measurement of financial performance or liquidity under GAAP and should not be considered as an alternative to the Company's financial information determined under GAAP. For a description of the Company's use of these adjusted items and a reconciliation with comparable GAAP items, see the section of this presentation titled "Reconciliation of GAAP to Adjusted Financial Information." Please refer to our financial statements, prepared in accordance with GAAP, for purposes of evaluating our financial condition, results of operations, and cash flows.



Employee DNA

- Analytically Driven
- Client Service and Solution Driven
- Entrepreneurially Motivated
- · Desirous of a Winning Culture
- Strong Loyalty to the Firm
- High Integrity

Firm's DNA

- · Partnership Culture
- Not a "Star" Culture
- · Consensual Decision-Making
- Measured Risk-Taking

Ownership and Controls

- Broad-Based, Long-Term Employee
 Ownership
- Sophisticated Corporate Procedures and Financial Systems
- New York Stock Exchange Listed Company
- · Blue Chip Institutional Ownership



SUMMARY STATISTICS

1972

ESTABLISHED

35

LOCATIONS WORLDWIDE1 2,257

GLOBAL EMPLOYEES1

289

MANAGING DIRECTORS^{1,2} 750+

EMPLOYEE SHAREHOLDERS **33** YRS

AVG. TENURE OF **MANAGEMENT** TEAM

\$2.3B

REVENUES

\$603M

PRETAX INCOME

2,000+

CLIENTS SERVED ANNUALLY

1. As of March 31, 2022

2. Excludes Corporate MDs.

Investment Tenets

Strong Track Record of Growth and Profitability

Strong and consistent financial performance since going public. Long history of growing senior banker headcount.

Lower Revenues and Earnings Volatility Through Economic Cycles

Given our diversified business model, focus on mid-cap clients in our corporate finance business and the size of our restructuring practice, we believe we are less volatile than other investment banking firms.

Strong Growth Prospects

HLI has significant room to grow all three businesses globally.



Long-Tenured Management Team

The average tenure of our executive leadership team is 33 years.

High Quality, Diversified Revenues

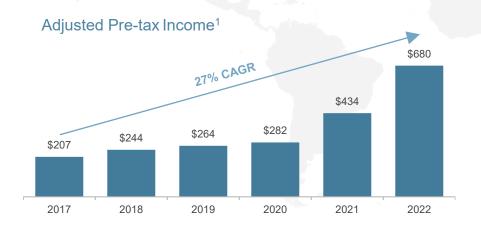
HLI is diversified across clients, industries, geographies, transactions and bankers.

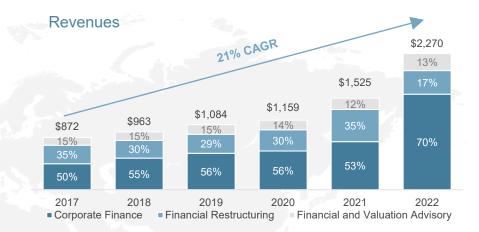
Market Fundamentals Are Favorable for Independent Advisors

We believe that independence is increasingly important to our clients and that our limited product focus is more attractive to our clients than being a full service investment banking firm.

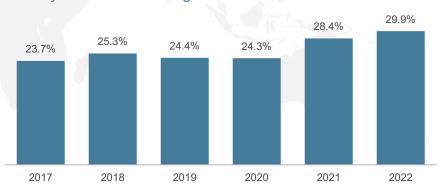
Strong Financial Performance

- Strong revenue growth since going pubic with all three product lines performing well
- 5-year CAGR for product lines: Corporate Finance (30%), Financial Restructuring (5%), and Financial and Valuation Advisory (17%)
- Strong pretax margins with evidence of operating leverage since going public





Adjusted Pre-tax Margin¹



Strong Partnership Culture with Experienced Leadership

Deep and Experienced Management Team



Scott L. Beiser CEO 38 years with Houlihan Lokey



Irwin N. Gold
Executive Chairman
34 years with Houlihan Lokey



Scott J. Adelson Co-President 35 years with Houlihan Lokey



David A. Preiser
Co-President
31 years with Houlihan Lokey



J. Lindsey Alley CFO 27 years with Houlihan Lokey

Long Tenure Results in Collaborative Culture

1

Tenured Management Team

33-year average tenure of Management Team

2

High Banker Retention

13-year average tenure of Managing Directors across all business segments¹

3

Strong Loyalty

More than 66% of Managing Directors reached their respective positions through internal promotions¹

4

No "Star" Culture

No single individual generated more than 2% of revenues²

^{1.} As of March 31, 2022. Excludes Managing Directors from acquisitions.

^{2.} For the fiscal year ended March 31, 2022.



Community Involvement

HLI has a matching charitable contribution program for active employees that results in a number of donations to causes around the globe, and a give-a-day program that results in significant participation by our employees in programs local to our offices. Listed below are several of the beneficiaries of our programs:





























































































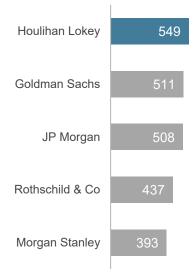




Market Leader in All Three Business Segments

Top Global M&A Firm

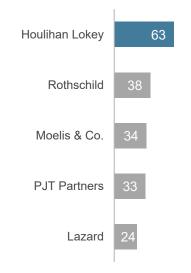
Investment Banks by Number of Global M&A Deals in CY 2021



- No. 1 Investment Banking Firm, Based on Number of Transactions Closed for the 7th Year in a Row
- Leading Capital Markets Advisor

Top Global Restructuring Firm

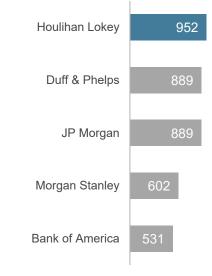
CY 2021 Global Distressed Debt and Bankruptcy Restructuring Deals



- No. 1 Global Restructuring Advisor, Based on Total Deal Value and Number of Transactions Closed
- Advised on 12 of the 15 Largest U.S. Bankruptcies Since 2000
- 1,500+ Transactions/Valued Over \$3.0 Trillion

Top Global Fairness Opinion Firm

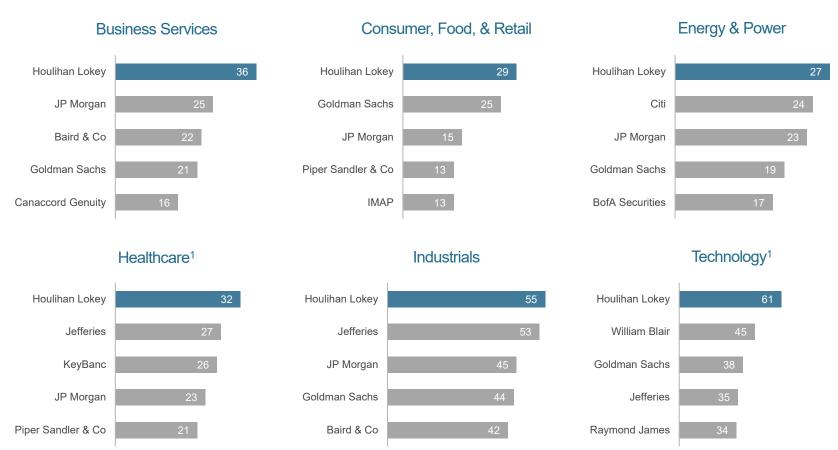
Global M&A Fairness Advisors: Announced or Completed Deals (CY 2002 to CY 2021)



- No. 1 Global M&A Fairness
 Opinion Advisor Over the Past 20
 Years
- No. 1 M&A Fairness Opinion Advisor in the U.S. Over the Past 20 Years
- 1,000+ Annual Engagements



Market Leading Advisor Across Industries



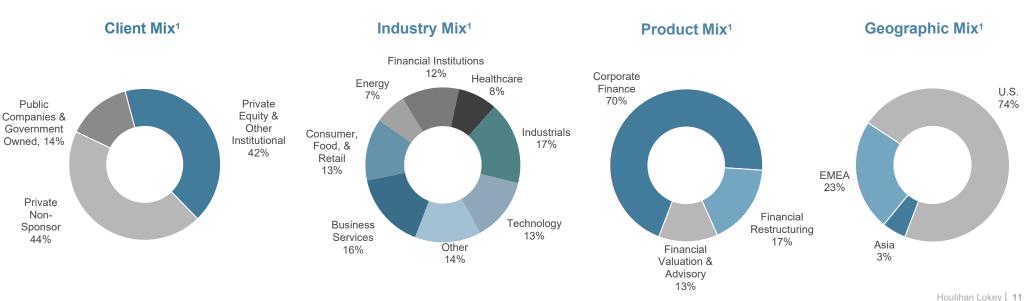
Source: Refinitiv.

Note: Advisory rankings based on total volume of U.S. M&A transactions completed in CY 2021.

1 Transactions under \$1 billion in total deal value

Diversified Across Geography, Client, Industry, Banker and Product

- More than 2,000 clients served annually
- For FY 2022:
 - No single transaction fee represented more than 2% of our revenues
 - No individual banker was responsible for more than 2% of our revenues
 - No single employee shareholder owns more than 2% of shares outstanding



1. Based on revenues for the LTM ended March 31, 2022...

Comprehensive Coverage and Global Scale

North America

Miami

Boston Minneapolis

Chicago New York

Dallas San Francisco

Houston Washington, D.C.

Los Angeles

Atlanta

Europe and Middle East

Amsterdam Manchester

Dubai Milan

Frankfurt Munich

Lausanne Paris

London Stockholm

Madrid Tel Aviv

Zurich

Asia-Pacific

Beijing Osaka

Fukuoka Shanghai

Ho Chi Minh Singapore

Hong Kong Sydney

Mumbai Tokyo

Nagoya

Robust Long-Term Growth Opportunities

We will continue to grow our talent pool through:

The development and maturation of bankers & operational professionals

Targeted professional hires & increased operational support needs

Acquisitions and joint ventures

GROWTH WILL BE DRIVEN BY:

Corporate Finance

- Continued geographic expansion
- Building out our Capital Markets and Fund Placement platforms
- Adding incremental industry expertise globally
- Increasing deal size and deal fees

Financial Restructuring

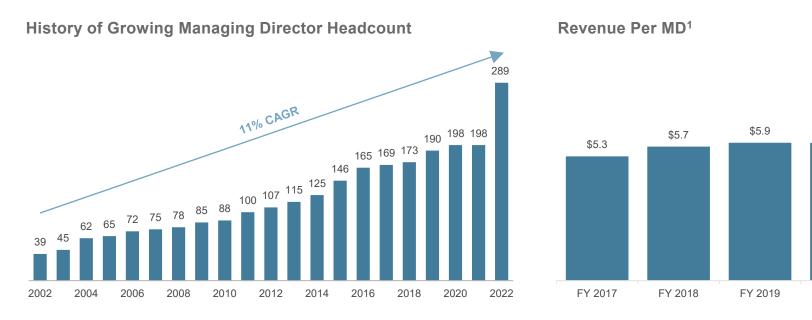
- Growing availability and use of leverage
- Continued globalization of financial restructuring
- Increasingly complex balance sheets
- Impact from ongoing technology disruptors

Financial and Valuation Advisory

- Continued addition and expansion of highvalue services through targeted hires
- Highlight and expand on a client relationship focused culture, supported by a complete lifecycle of service offerings
- Increasingly complex and ever-changing regulatory reporting and tax environments
- Strengthening mix of higher fee services

Growth through Hiring and MD Productivity

- HL has increased its Managing Director Headcount by a CAGR of 11% over the last 20 years
- In addition to increasing headcount, HL has increased banker productivity since going public



\$7.9

FY 2022

\$7.7

FY 2021

\$5.9

FY 2020

Organic Growth Strengthened by Strategic Acquisitions

Growth Through Expansion of Products

2000-2009

- Private Equity Coverage
- Distressed M&A
- Industry Build-Out and Expansion
- Secondary Advisory Services
- Tax and Financial Reporting Valuations
- Portfolio Valuations

2010-Present

- Debt and Equity Capital Markets Advisory
- Hedge Fund Coverage
- Structured Product Valuation
- · Activist Advisory
- Due Diligence Services

- Arranger of Leveraged Loans
- Illiquid Financial Assets Intermediation
- Private fundraising for Institutional Clients
- HL Finance

Growth Through Recent Acquisitions



























Our business is diversified across clients, services, industries, bankers, and geographies.

A Houlihan Lokey Model for Growth and Success

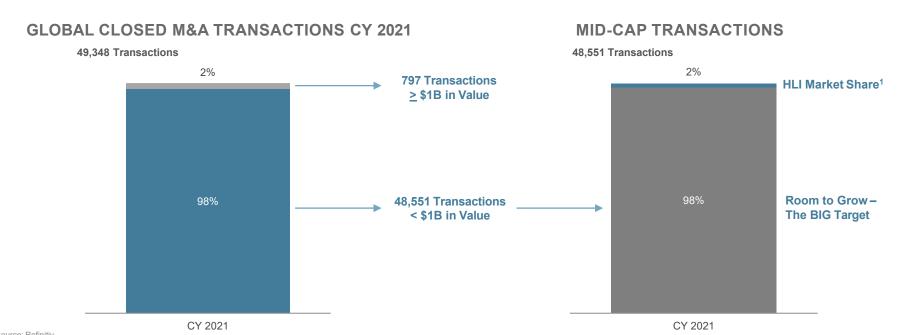
	Corporate Finance	Financial Restructuring	Financial and Valuation Advisory		
Core Services	Mergers/Acquisitions Capital Markets Advisory Private Funds Placement	Debtor and Creditor Restructuring Distressed M&A Liability Management	Financial Opinions Valuation Services Transaction Advisory Services		
Strengths	Superior Platform Drives Success in Attractive Mid Cap Market ¹	Global Market Leader	High-Margin Provider with Strong Reputation		
Managing Directors ²	202	53	34		
5-Year Revenue CAGR ³	30%	5%	17%		
LTM March 31, 2022 Revenues / % of Total	\$1,593 / 70%	\$393 / 17%	\$284 / 13%		
LTM March 31, 2022 Revenues per MD ⁴	\$9.8	\$7.6	\$8.1		
LTM March 31, 2022 Closed Transactions / Fee Events ⁵	600	90	2,183		

Note: All dollar amounts in millions unless otherwise noted. Figures may not tie due torounding.

- 1. Defined as transactions \$1 billion or less in value
- 2. As of March 31, 2022; includes GCA MDs and excludes Corporate MDs.
- 3. Revenue CAGR based on the fiscal year ended March 31; does not include GCA.
- 4. Based on the average of the MD count at the end of each fiscal quarter throughout the year
- 5. A Fee Event includes any engagement that involves revenue activity during the measurement period based on a revenue minimum of one thousand dollars. References in this press release to closed transactions should be understood to be the same as transactions that are "effectively closed" as described in our periodic reports on Forms 10-K and 10-Q.

Corporate Finance Business – M&A

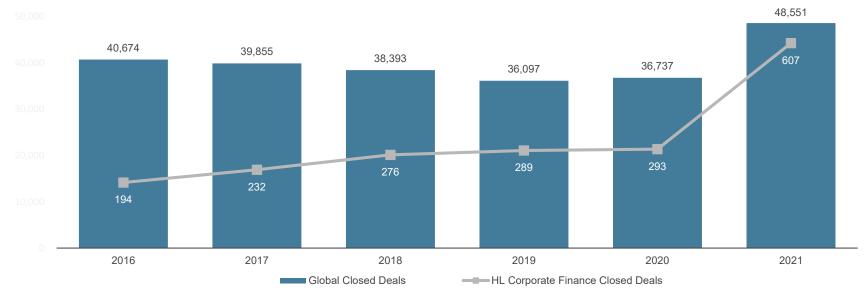
- Our Corporate Finance business is a leader in the Global mid-cap space, which represented approximately 98% of M&A volume in CY 2021
- Our market share in the Global mid-cap space is approximately 2%, based on the number of closed Corporate Finance transactions we completed in CY 2021
- The mid-cap space is meaningfully less volatile than the large-cap space, which
 when combined with HLI's ongoing opportunities to increase its relatively low
 market share, generally results in less revenue "downside" in weaker M&A markets



Corporate Finance Business – M&A

- Closed global mid-cap¹ M&A volume has a 5-year (2016–2021) CAGR of 3.6%
- Global Corporate Finance closed transactions has a 5-year (2016-2021) CAGR of 25.6%
- We continue to increase market share as a result of companies choosing to use an advisor as well as taking market share from firms that don't have the same depth and breadth as our Corporate Finance platform





Note: Represents calendar year figures.

Corporate Finance Business – Capital Markets

We believe we are one of the largest capital markets groups at non-balance sheet banks, raising capital for both sponsors and corporate clients.

Over 75 dedicated professionals across ten offices in four countries¹

Raised ~\$15 billion and advised on an additional ~\$7 billion across 150+ transactions in fiscal year end 2022¹

Private Capital Solutions

- Dry-powder in the private markets reached
 2.2 trillion in 2021
- Houlihan Lokey is a market leader in placing bespoke capital, from senior debt to equity, in the private markets for companies at various stages of the corporate lifecycle
- High-touch, confidential, targeted process designed to achieve outlier outcomes
 - Differentiated investor relationships and access to decision-makers
 - Thoughtful, creative positioning supported by deep diligence

Syndicated Leveraged Finance Platform (LBO Finance)

- The U.S. leveraged loan and high-yield markets grew to \$1.3 trillion and \$1.8 trillion, respectively in 2021
- Houlihan Lokey serves the syndicated finance market through HL Finance, LLC, a whollyowned subsidiary, to capitalize on the growth of the leveraged loan and high-yield markets
- Funding through financing agreements with institutional investors to provide capital to support underwriting commitments and participate in syndications

Capital Markets Advisory

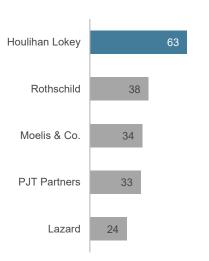
- Independent advisor on bank commitments and securities offerings
- Drive competition to optimize positioning, structure/terms and syndication
- Evaluate public vs. private market solutions
- Ability to act as bookrunner / co-manager

Financial Restructuring Business

- Deepest bench in the industry with 53 Managing Directors and 224 total finance professionals as of March 31, 2022
- A true global player, having dedicated resources in 15 offices worldwide and executed transactions in 60 countries since 2000
- Extensive experience and flexibility to work on large global restructurings as well as mid-cap restructurings for debtors and creditors
- After an unprecedented level of activity during the COVID-19 financial crisis, we are uniquely prepared and positioned to maintain our top market share position in a lower default rate environment

Top Global Restructuring Advisor (No. of Deals)

2021 Global Distressed Debt and Bankruptcy Restructuring Rankings By Deal Count



Top Global Restructuring Advisor (Deal Value)

2021 Global Distressed Debt and Bankruptcy Restructuring Rankings By Deal Value (in \$B)



15 Largest Bankruptcies

Advisor in 12 of the 15 Largest Bankruptcies 2000–2021

	ASSETS (\$B)
Lehman Brothers Holdings Inc.	691.1
Washington Mutual Inc.	327.9
WorldCom Inc.	103.9
General Motors Corporation	91.0
CIT Group Inc.	80.4
PG&E Corp. (Pacific Gas)	71.4
Enron Corp.	65.5
Conseco Inc.	61.4
Energy Future Holdings Corp.	41.0
MF Global Holdings Ltd.	40.5
Chrysler LLC	39.3
Thornburg Mortgage Inc.	36.5
Refco Inc.	33.3
IndyMac Bancorp	32.7
Global Crossing Ltd.	30.2

Source: Refinitiv, BankruptcyData.com, Debtwire.

Financial and Valuation Advisory Business

No. 1 Global M&A Fairness Opinion Advisor over the Past 20 Years Over the past 40 years, Houlihan Lokey has established one of the largest worldwide financial and valuation advisory practices

Services Offered

- Transaction and Solvency Opinions
- Portfolio Valuation
- Transaction Advisory Services
 - Buy-side and Sell-side Diligence
 - M&A Tax Advisory
 - Accounting and Financial Reporting
 - Data Analytics
 - Tech & Cyber Security
- Corporate Valuation Advisory Services
- Fund Opinions
- Dispute Resolution Consulting

Diversified Revenue Stream

- Significant and growing revenues in a massive global addressable market
- Service portfolio mix is balanced to mitigate volatility in M&A markets
- Highly diverse service offerings with more than 1,200 unique clients
- Long-standing, sticky clients with over 40% of our FVA business recurring in nature¹
- Diverse client base, including corporate clients, financial sponsors, hedge funds, government agencies and entrepreneurially owned companies

Operating Philosophy

- Extending the HL brand and reputation as a premium provider and leading advisor in complex matters
- Strengthening fee mix with larger-cap and public clients using value-added transaction driven services
 - Rapid growth in number of \$1M+ clients
- Client centered, providing recurring and transactionbased services through the client's full life cycle
- Driving above-market revenue growth and margin targets that are consistent with other HL business segments

1. As of December 31, 2021. Houlihan Lokey | 22

Financial Sponsors Group

Houlihan Lokey has one of the largest Financial Sponsors Groups focused on mid and large-cap funds.

Most Active Investment Banks to US P.E.²

1	Houlihan Lokey	182
2	William Blair	146
3	Robert W. Baird	123
4	Lincoln International	104
5	Raymond James	92

Broad and Deep Financial Sponsor Group

- HL has 22 senior officers dedicated to the sponsor community in North America and Europe
- Coverage of 1,000+ private equity firms, 250+ credit funds and 75+ family offices
- Organized geographically to ensure client coverage proximity

In-Depth Data on Buyer Behavior

- Knowledge of and database on financial sponsor preferences and behavior through our relationships and deal flow
- Collect and analyze comprehensive data on industry, size and general market trends

Importance of Our Sponsor Relationships

- Worked on over 2,000 engagements involving sponsors and their portfolio companies
- Sold over 700 companies to financial sponsors over the last five years
- Buyout firms have approximately \$845 billion of dry powder¹
- Provide financial sponsors access to successful solutions with coverage officers facilitating two-way information flow between sponsors and Houlihan Lokey

^{1.} As of March 31, 2022. Source: Pregin



Long history of revenues growth through various market cycles

- 5-year (FY 2017 to FY 2022) revenues CAGR of 21%
- Resilient business mix consisting of cyclical and countercyclical elements
- Leader in each of our three business segments with ample growth opportunities

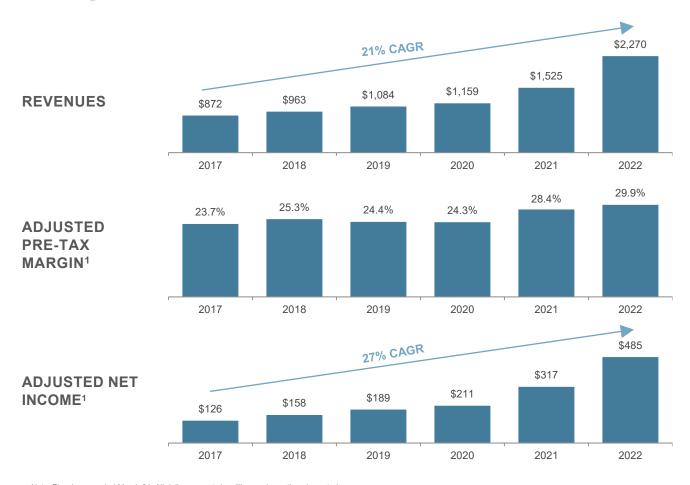
Consistent track record of profitability through market cycles

- Maintained double digit adj. pre-tax margins through downturns in the economy
- Currently operating at higher pre-tax margins as a result of temporarily lower non-compensation expenses as a result of COVID-19
- Each business segment is similarly profitable to shareholders

Scalable, capital-light model

- Minimal capital balance sheet requirements
- Low leverage levels
- Scalable model that can be further leveraged to support top-line growth

Strong Top-Line Growth & Disciplined Expense



Note: Fiscal year ended March 31. All dollar amounts in millions unless otherwise noted

See page 28 for a description and reconciliation to the most directly comparable GAAP measures for the three and twelve months ended March 31, 2022 and 2021. See page 29 for comparable historical GAAP figures and refer to previously filed earnings releases for historical adjustments.





Expense, Balance Sheet and Cash Management

Operating Expenses

- Compensation
 - Given our diversified business model, we are able to maintain a tight compensation ratio through market cycles
- · Non-compensation
- We believe our annual noncompensation ratio is among the lowest of our publicly traded peers

Balance Sheet Health

- We operate with extremely low levels of debt
- We maintain a revolver of \$100 million which has remained largely undrawn
- We are cash flow positive throughout the year
- We are focused on maintaining this balance sheet flexibility in order to enable us to be opportunistic, especially regarding acquisition opportunities

Shareholder Return

We are committed to the following principles:

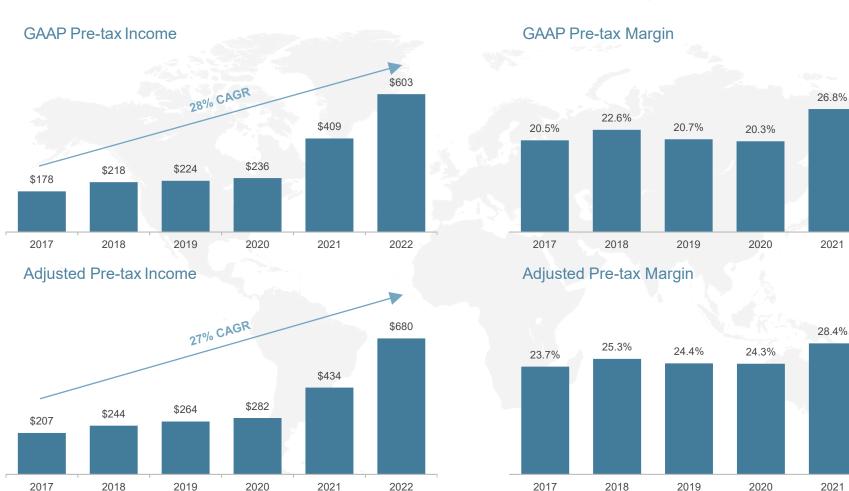
- Grow our quarterly dividend as the business grows
- Through share repurchases, offset the annual dilution associated with stock granted to employees as part of their compensation
- When possible, use cash to make acquisitions that are strategic as well as accretive to shareholders
- If excess cash accumulates, return it to shareholders in the most efficient manner possible

Reconciliation of GAAP to Adjusted Financials

	Three Months Ended March 31,				Year Ended March 31,			
(In thousands, except per share data)		2022		2021	2022		2021	2021
Revenues	\$	471,166	\$	500,704	\$	2,269,958	\$	1,525,452
Employee compensation and benefits expenses								
Employee compensation and benefits expenses (GAAP)		293,580	\$	317,082	\$	1,408,634	\$	971,195
Less: Acquisition related retention payments		(3,812)		(5,551)		(12,609)		(17,786)
Employee compensation and benefits expenses (adjusted)		289,768		311,531		1,396,025		953,409
Non-compensation expenses								
Non-compensation expenses (GAAP)		78,977	\$	43,346	\$	248,460	\$	146,100
Less: Secondary offering related costs		_		_		_		(418)
Less: Integration and acquisition related costs		(3,793)		_		(21,598)		(1,258)
Less: Acquisition amortization		(15,807)		(1,081)		(33,937)		(4,161)
Less: Oracle ERP implementation		_		_		_		(736)
Non-compensation expenses (adjusted)		59,377		42,265		192,925		139,527
Operating income								
Operating income (GAAP)	\$	98,609	\$	140,276	\$	612,864	\$	408,157
Plus: Adjustments (1)		23,412		6,632		68,144		24,359
Operating income (adjusted)		122,021		146,908		681,008		432,516
Other (income)/expense, net								
Other (income)/expense, net (GAAP)	\$	7,921	\$	473	\$	8,926	\$	(1,071)
Less/(plus): Increase in acquisition earnout liability		(7,613)	_			(7,613)		_
Other (income)/expense, net (adjusted)		308		473		1,313		(1,071)
Provision for income taxes								
Provision for income taxes (GAAP)	\$	25,515	\$	40,437	\$	165,614	\$	96,457
Plus: Impact of the excess tax benefit for stock vesting		_				6,922		13,408
Adjusted provision for income taxes		25,515		40,437		172,536		109,865
Plus: Resulting tax impact (2)		8,496		1,973		21,644		6,553
Provision for income taxes (adjusted)		34,011		42,410		194,180		116,418
Net income								
Net income (GAAP)	\$	65,173	\$	99,366	\$	438,324	\$	312,771
(Less)/plus: adjustments (3)		22,529		4,659		47,191		4,398
Net income (adjusted)		87,702		104,025		485,515		317,169
Net income attributable to noncontrolling interest		_		_		(573)		_
Net income attributable to Houlihan Lokey, Inc. (GAAP)		65,173		99,366		437,751		312,771
Net income attributable to Houlihan Lokey, Inc. (adjusted)		87,702		104,025		484,942		317,169
Diluted EPS attributable to Houlihan Lokey, Inc. (GAAP)	\$	0.97	\$	1.44	\$	6.41	\$	4.55
Diluted EPS attributable to Houlihan Lokey, Inc. (adjusted)	\$	1.30	\$	1.51	\$	7.10	\$	4.62

- 1. The aggregate of adjustments from employee compensation and benefits and non-compensation expenses.
- 2. Reflects the tax impact of utilizing the adjusted effective tax rate on the non-tax adjustments identified above.
- 3. Consists of all adjustments identified above net of the associated tax impact.

Comparable GAAP vs. Adjusted Financial Figures



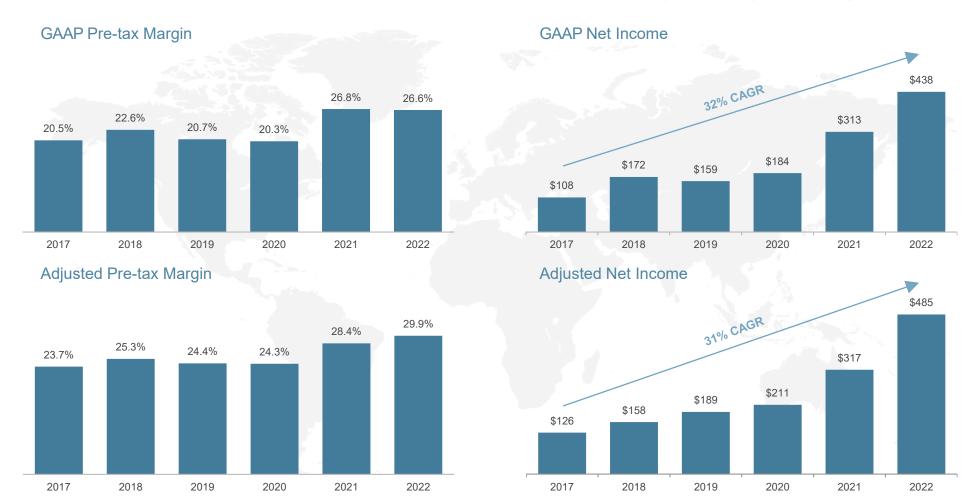
2022

26.6%

2022

29.9%

Comparable GAAP vs. Adjusted Financial Figures (Cont'd)



Our Vision

We will be recognized globally for providing the finest financial advice and service to our clients and the best place to work for our colleagues.

Our Mission

We help our clients achieve superior outcomes by providing thoughtful, caring advice while acting with honor and integrity. We are strategic in our approach to growth and are committed to creating lasting value for our shareholders. We maintain an intellectually stimulating, fair, and fun place to work. We seek to improve our local and global communities through the responsible and direct actions of our firm and its people.



HOULIHAN LOKEY

CORPORATE FINANCE
FINANCIAL RESTRUCTURING
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