



INVESTOR PRESENTATION

November 2021

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 fillings 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

38

LOCATIONS WORLDWIDE¹

2,197

GLOBAL EMPLOYEES¹

290

MANAGING DIRECTORS¹

500+

EMPLOYEE SHAREHOLDERS **32** YRS

AVG. TENURE OF MANAGEMENT TEAM

\$2.3B

REVENUES²

\$600M

PRETAX INCOME²

2,000+

CLIENTS SERVED ANNUALLY

- 1. Pro forma post GCA acquisition close. As of September 30, 2021; excludes Corporate MDs.
- 2. Pro forma with GCA for the LTM ended September 30, 2021; GAAP figures for HL and IFRS figures for GCA.

Investment Tenants

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 32 years.

High Quality, Diversified Revenues

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

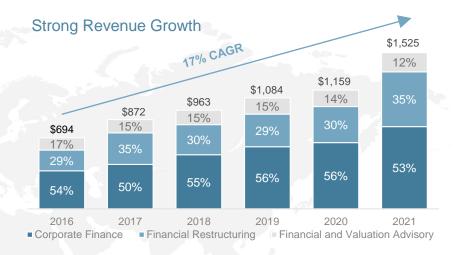
Market Fundamentals Are Favorable for Independent Advisors

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.

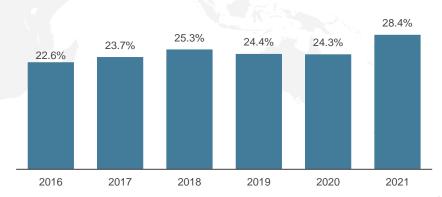
Strong Financial Performance

- Strong revenue growth since going pubic with al three product lines performing well
- 5-year CAGR for product lines: Corporate finance (17%),
 Financial Restructuring (21%), and Financial Advisory
 Services (9%)
- Consistent pretax margins with evidence of operating leverage since going public





Consistent Adjusted Pre-tax Margin¹



Note: For fiscal years ended March 31. All dollar amounts in millions unless otherwise noted.

Houlihan Lokey | 6

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
33 years with Houlihan Lokey



Scott J. Adelson Co-President 34 years with Houlihan Lokey



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



J. Lindsey Alley CFO 26 years with Houlihan Lokey

Long Tenure Results in Collaborative Culture



Tenured Management Team

32-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 68% 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 September 30, 2021. Excludes Managing Directors from acquisitions.

^{2.} For the fiscal year ended March 31, 2021.



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:





























































































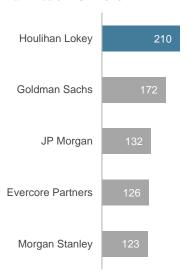




Market Leader in All Three Business Segments

Top U.S. M&A Advisor

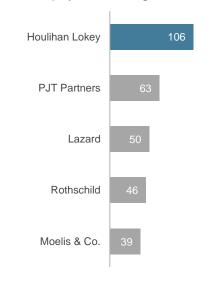
Financial Advisors by Number of U.S. M&A Deals in CY 2020



- No. 1 U.S. M&A Advisor
- Top 10 Global M&A Advisor
- Leading Capital Markets Advisor

Top Global Restructuring Advisor

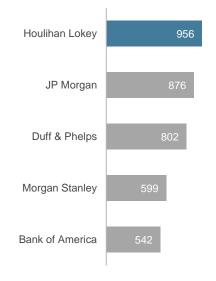
CY 2020 Global Distressed Debt and Bankruptcy Restructuring Deals



- No. 1 Global Restructuring Advisor
- Advised on 12 of the 15 Largest U.S. Bankruptcies Since 2000
- 1,400+ Transactions/Valued Over \$3.0 Trillion

Top Global Fairness Opinion Advisor

Global M&A Fairness Advisors: Announced or Completed Deals (CY 2000 to CY 2020)



- 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

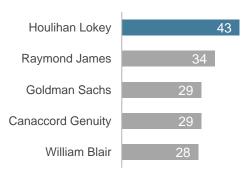
Source: Refinitiv. Houlihan Lokey | 9



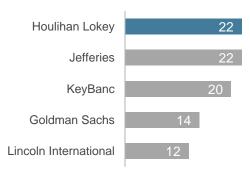
Market Leading Advisor Across Industries



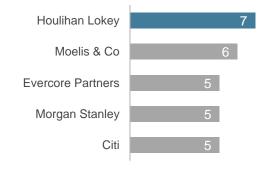
Tech, Media, & Entertainment¹



Healthcare¹



Real Estate¹



Source: Refinitiv.

Note: Advisory rankings based on total volume of U.S. M&A transactions completed in CY 2020.

^{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 2021:
 - 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

Client Mix¹ Geographic Mix^{1,2} **Industry Mix**^{1,2} **Product Mix**^{1,2} Financial Institutions Corporate 11% Public Healthcare Finance Companies and Energy Private U.S. 68% Government Equity & 72% Owned Other 19% Industrials Institutional 20% 38% Consumer. Food. & Retail 16% **EMEA** Private Financial 23% Non-Hedge Funds **Business** Restructuring Technology, Media, Sponsor Services 22% Asia & Telecom 39% Financial & Valuation Advisory 12% Other 5% 19% 10% 7%

^{1.} Based on revenues for the LTM ended September 30, 2021.

^{2.} Pro forma post GCA acquisition close.

Comprehensive Coverage and Global Scale

North America

Atlanta Miami

Boston Minneapolis

Chicago New York

Dallas San Francisco

Houston Washington, D.C.

Los Angeles

Europe and Middle East

Amsterdam Manchester

Birmingham Milan

Dubai Munich

Frankfurt Paris

Lausanne Stockholm

London Tel Aviv

Madrid Zurich

Asia-Pacific

Beijing Nagoya

Fukuoka New Delhi

Ho Chi Minh Osaka

Hong Kong Shanghai

Kyoto Singapore

Mumbai Sydney

Tokyo

Robust Long-Term Growth Opportunities

We will continue to grow our talent pool through:

The development and maturation of bankers & operational professionals

Opportunistic 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

- Increasing client relationship focus
- Utilization of industry expertise
- Increasingly complex regulatory and tax environments
- Greater transparency requirements

Growth through Hiring and MD Productivity

- HL has increased its Managing Director Headcount by a CAGR of 10% over the last 20 years
- In addition to increasing headcount, HL has continued to increase banker productivity since going public







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 Acquisitions¹



























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

A Houlihan Lokey Model for Growth and Success

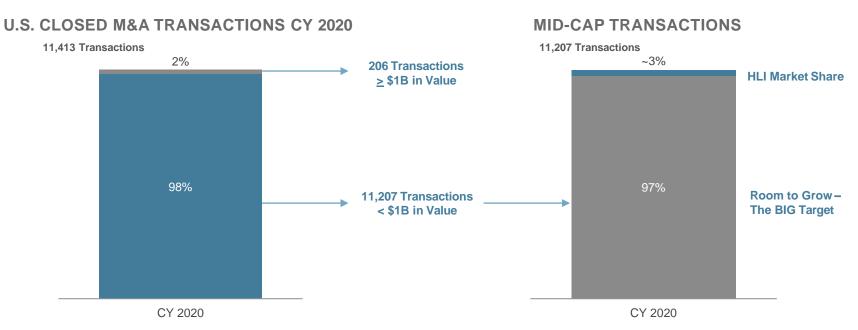
	Corporate Finance	Financial Restructuring	Financial and Valuation Advisory	
Core Services	Mergers/Acquisitions Capital Markets Advisory Private Funds Placement Debtor and Creditor Restructuring Distressed M&A Liability Management		Financial Opinions Valuation Services Transaction Advisory Services	
Strengths	Superior Platform Drives Success in Attractive Mid Cap Market ¹	Global Market Leader	High-Margin Provider with Strong Reputation	
Managing Directors ²	199	51	40	
5-Year Revenue CAGR ³	5-Year Revenue CAGR ³ 17%		9%	
LTM 9/30/21 Revenues / % of Total ⁴	\$1,579 / 68%	\$503 / 22%	\$246 / 10%	
LTM 9/30/21 Revenues per MD ⁴	\$7.9	\$9.8	\$6.1	
LTM 9/30/21 Closed Transactions / Fee Events ^{4,5}	735	123	1,785	

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

- 1. Defined as transactions \$1 billion or less in value.
- 2. As of September 30, 2021; includes GCA MDs and excludes Corporate MDs.
- 3. Revenue CAGR based on the fiscal year ended March 31; does not include GCA.
- 4. Pro forma with GCA; Based on average of beginning of period and end of period MD count for HL.
- 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 U.S. mid-cap space, which represented approximately 98% of M&A volume in CY 2020
- Our market share in the U.S. mid-cap space is below 3%, based on the number of closed M&A transactions we completed in CY 2020
- 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

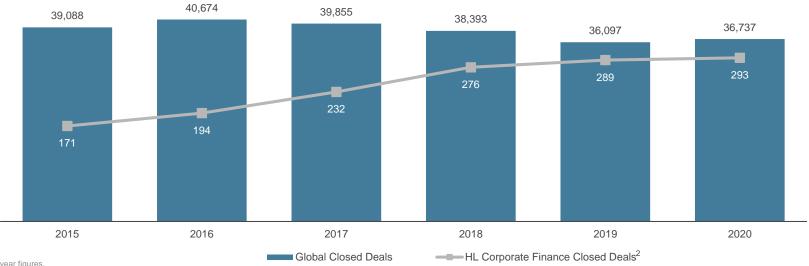


Source: Refinitiv. Houlihan Lokey | 18

Corporate Finance Business – M&A

- Closed global mid-cap¹ M&A volume has a 5-year (2015–2020) CAGR of (1.2%)
- Global Corporate Finance closed transactions has a 5-year (2015-2020) CAGR of 11.4%²
- 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

MID-CAP¹ M&A VOLUME



Note: Represents calendar year figures.

Includes capital advisory transactions.

^{1.} Defined as transactions \$1 billion or less in value; global closed deals figures per Refinitiv.

Corporate Finance Business – Capital Markets

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

Over 75 dedicated professionals across eight offices in three countries1

Raised ~\$13 billion across 84 transactions in CY 20201

Private Capital Solutions

- Dry-powder in the private markets reached ~\$2.0 trillion in 2020
- 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 \$1.2 trillion and \$1.7 trillion, respectively in 2020
- Houlihan Lokev 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

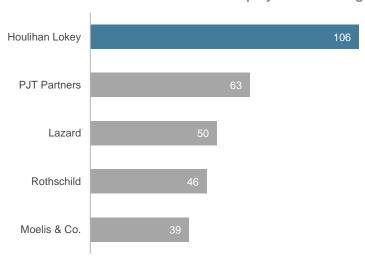
- Independent advisor on bank commitments and securities offerings
- Drive competition to optimize positioning, structure/terms and syndication
- Evaluate public vs. private market solutions
- Ability to act as bookrunner / co-manager

Financial Restructuring Business

- Deepest bench in the industry with 51 Managing Directors and 282 total finance professionals as of September 30, 2021
- A true global player, having dedicated resources in 14 offices worldwide and executed transactions in 58 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

2020 Global Distressed Debt and Bankruptcy Restructuring Deals



15 Largest Bankruptcies

Advisor in 12 of the 15 Largest Bankruptcies 2000–2020

	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 Opinions
- Portfolio Valuations
- Dispute Resolution
- Transaction Advisory Services
- Tax and Financial Reporting

Diversified Revenues Stream

- More than 1,000 fee events each year
- Approximately one-third of our Financial and Valuation Advisory business is recurring in nature
- Diverse client base, including corporate clients, sponsors, hedge funds, government agencies, and entrepreneurially held companies

Operating Philosophy

- Have chosen to focus on high value-added advice as opposed to commodity services
- Business model developed to mitigate volatility in M&A markets
- Margin targets result in profitability for our
 Financial and Valuation Advisory business that is consistent with our other two business segments

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	104
2	Lincoln International	63
3	William Blair	61
4	Raymond James	55
5	Robert W. Baird	53

Broad and Deep Financial Sponsor Group

- HL has 20 senior officers dedicated to the sponsor community in North America and Europe
- Coverage of 850+ private equity firms, 200+ hedge funds and 80+ 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 1,000 engagements involving sponsors and their portfolio companies
- Sold close to 500+ companies to financial sponsors over the last five years
- Buyout firms have approximately \$890 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.} Source: Pregii



Long history of revenues growth through various market cycles

- 5-year (FY 2016 to FY 2021) revenues CAGR of 17%
- Resilient business mix consisting of cyclical and countercyclical elements
- Leader in each of our three business segments with ample growth opportunities

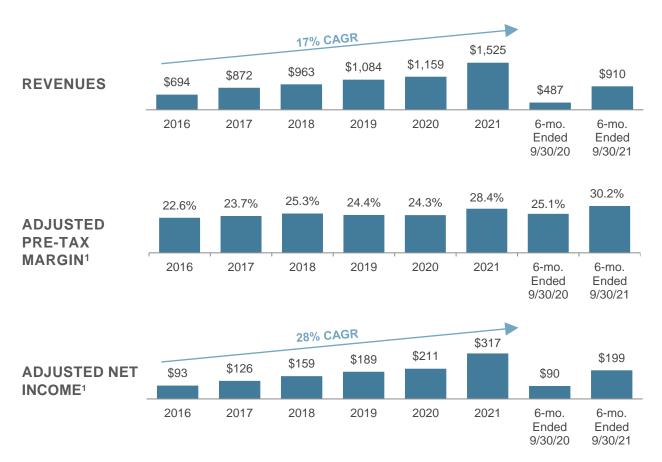
Consistent track record of profitability through market cycles

- 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 26 for a description and reconciliation to the most directly comparable GAAP measures for the three months ended September 30, 2021 and 2020. See page 28 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



	Th	ree Months Ended Septen	nber 30,	Si	x Months Ended Sep	tember 30,
(In thousands, except per share data)		2021	2020	2021		2020
Revenues	\$	537,272 \$	275,736	\$	909,994 \$	486,472
Employee compensation and benefits expenses						
Employee compensation and benefits expenses (GAAP)	\$	333,374 \$	177,249	\$	565,678 \$	314,370
(Less)/plus: Acquisition related retention payments		(2,953)	(2,159)		(6,032)	(7,320)
Employee compensation and benefits expenses (adjusted)		330,421	175,090		559,646	307,050
Non-compensation expenses						
Non-compensation expenses (GAAP)	\$	46,579 \$	31,612	\$	79,321 \$	63,037
(Less)/plus: Secondary offering related costs		_	_		_	(418)
(Less)/plus: Acquisition related costs		(1,640)	(1,258)		(1,640)	(1,258)
(Less)/plus: Acquisition amortization		(1,612)	(888)		(2,676)	(1,886)
(Less)/plus: Oracle ERP implementation		_	(736)		_	(736)
Non-compensation expenses (adjusted)		43,327	28,730		75,005	58,739
Operating income						
Operating income (GAAP)	\$	157,319 \$	66,875	\$	264,995 \$	109,465
(Less)/plus: Adjustments (1)		6,205	5,041		10,348	11,618
Operating income (adjusted)		163,524	71,916		275,343	121,083
Other (income)/expense, net						
Other (income)/expense, net (GAAP)	\$	(187) \$	(1,039)	\$	(1,544) \$	(3,787)
Other (income)/expense, net (adjusted)		(187)	(1,039)		(1,544)	(3,787)
Provision/(benefit) for Income Taxes						
Provision/(benefit) for income taxes (GAAP)	\$	43,583 \$	18,281	\$	65,400 \$	15,932
(Less)/plus: Impact of the excess tax benefit for stock vesti	ng	_	<u> </u>		6,922	13,408
Adjusted provision/(benefit) for income taxes		43,583	18,281		72,322	29,340
(Less)/plus: Resulting tax impact (2)		1,728	1,374		2,833	3,036
Provision/(benefit) for income taxes (adjusted)		45,311	19,655		75,155	32,376
Net income						
Net income (GAAP)	\$	112,883 \$	48,790	\$	198,843 \$	94,890
(Less)/plus: adjustments (3)		4,477	3,667		593	(4,826)
Net income (adjusted)		117,360	52,457		199,436	90,064
Diluted EPS (GAAP)	\$	1.65 \$	0.70	\$	2.90 \$	1.39
Diluted EPS (adjusted)	\$	1.71 \$	0.75	\$	2.91 \$	1.32

- 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



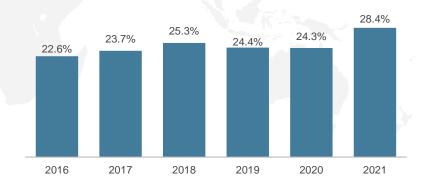
Adjusted Pre-tax Income



GAAP Pre-tax Margin



Adjusted Pre-tax Margin

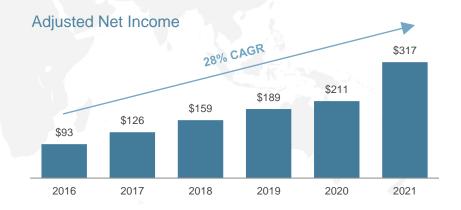


Comparable GAAP vs. Adjusted Financial Figures (Cont'd)









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
FINANCIAL AND VALUATION ADVISORY