

HOULIHAN LOKEY, INC.  
Form 8-K  
September 25, 2018

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported): September 20, 2018

Houlihan Lokey, Inc.  
(Exact name of registrant as specified in its charter)

Delaware                                      001-37537      95-2770395  
(State or other jurisdiction of (Commission (IRS Employer  
incorporation)                              File Number) Identification No.)

10250 Constellation Blvd., 5th Floor  
Los Angeles, California                      90067  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (310) 788-5200

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the Registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.



Item 5.07. Submission of Matters to a Vote of Security Holders.

On September 20, 2018, Houlihan Lokey, Inc. (the “Company”) held its annual meeting of stockholders (the “Annual Meeting”). At the Annual Meeting, stockholders voted on proposals (1) to elect four Class III directors to the Company’s board of directors, each to serve until the Company’s 2021 annual meeting of stockholders, and until a successor has been duly elected and qualified; (2) to approve, on an advisory basis, the compensation of the Company’s named executive officers as disclosed in the Company’s 2018 Proxy Statement; (3) to approve, on an advisory basis, the frequency of future advisory votes to approve the compensation of the Company’s named executive officers; and (4) to ratify the appointment of KPMG, LLP as the Company’s independent registered public accounting firm for the fiscal year ending March 31, 2019. Following is the final tabulation of votes cast at the meeting:

Proposal 1: Election of Class III Directors

| Nominee               | Votes For   | Votes Withheld | Broker Non-Votes |
|-----------------------|-------------|----------------|------------------|
| Scott J. Adelson      | 326,549,178 | 20,051,052     | 3,201,459        |
| David A. Preiser      | 326,287,711 | 20,312,519     | 3,201,459        |
| Robert A. Schriesheim | 336,184,805 | 10,415,425     | 3,201,459        |
| Hideto Nishitani      | 333,792,187 | 12,808,043     | 3,201,459        |

Proposal 2: Approval of Non-Binding, Advisory Vote on Executive Compensation

| Votes For   | Votes Against | Abstentions | Broker Non-Votes |
|-------------|---------------|-------------|------------------|
| 339,880,204 | 6,616,668     | 103,358     | 3,201,459        |

Proposal 3: Frequency of Non-Binding, Advisory Vote on Executive Compensation

| One Year    | Two Years | Three Years | Abstentions |
|-------------|-----------|-------------|-------------|
| 346,068,767 | 2,756     | 515,719     | 12,988      |

Proposal 4: Ratification of Independent Registered Public Accounting Firm

| Votes For   | Votes Against | Abstentions | Broker Non-Votes |
|-------------|---------------|-------------|------------------|
| 349,090,423 | 701,094       | 10,172      | 0                |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HOULIHAN LOKEY, INC.

By: /s/ Christopher M. Crain  
Name: Christopher M. Crain  
Title: General Counsel and Secretary

Date: September 24, 2018