

FY'22 Q4 Earnings Call

June 22, 2022

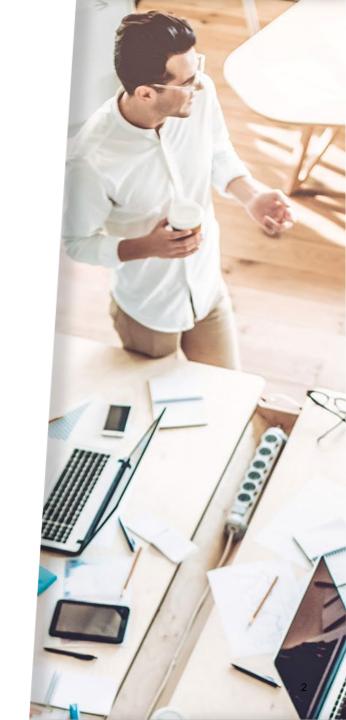
Safe Harbor Statement

FORWARD-LOOKING STATEMENTS

Statements in this presentation that relate to future results and events are based on Korn Ferry's current expectations. You are cautioned not to place undue reliance on such statements. Actual results in future periods may differ materially from those currently expected because of a number of risks and uncertainties. For a detailed description of many of those risks and uncertainties, please refer to Korn Ferry's earnings release and its periodic filings with the Securities and Exchange Commission. These statements are also aspirational and not guarantees or promises that goals or targets will be met. The company undertakes no obligation to update any statements, whether as a result of new information, future events or otherwise. In addition, these statements may be based on standards for measuring progress that are still developing and on assumptions that are subject to change in the future.

NON-GAAP FINANCIAL MEASURES

This presentation includes financial information calculated other than in accordance with U.S. Generally Accepted Accounting Principles ("GAAP"). This non-GAAP disclosure has limitations as an analytical tool, should not be viewed as a substitute for financial information determined in accordance with GAAP, and should not be considered in isolation or as a substitute for analysis of the Company's results as reported under GAAP, nor is it necessarily comparable to non-GAAP performance measures that may be presented by other companies. Please refer to slides 18 to 24 for a reconciliation of each of the non-GAAP financial measures included in this presentation to the closest GAAP measure.



 \mathbf{k} is a second sec

Advancing our Strategy to Become the Preeminent Global Organizational Consultancy



Diversifying offerings into fully integrated, scalable and sustainable client engagements:

Intentional expansion to a comprehensive organizational consultancy is driving less cyclical and more predictable and recurring fee revenue streams with more scalable earnings.

Capitalizing on global leadership in solutions with great relevance today:

Monetizing investments in data, content, and IP. Driving greater Digital subscription engagements and integration with Consulting creates greater differentiation.

Established record of thought leadership and action on burning platform issues such as workforce transformation/digitization, DE & I, and other ESG initiatives provides a competitive edge to support companies as they look to solve their most pressing business issues.

Driving an integrated go-to-market strategy through our marquee and regional accounts:

Enduring client relationships of scale that deliver larger, more predictable and recurring Revenue through structured, programmatic account planning in combination with strategic investments in account management talent. KORN FERRY

Advancing Korn Ferry as a premier career destination:

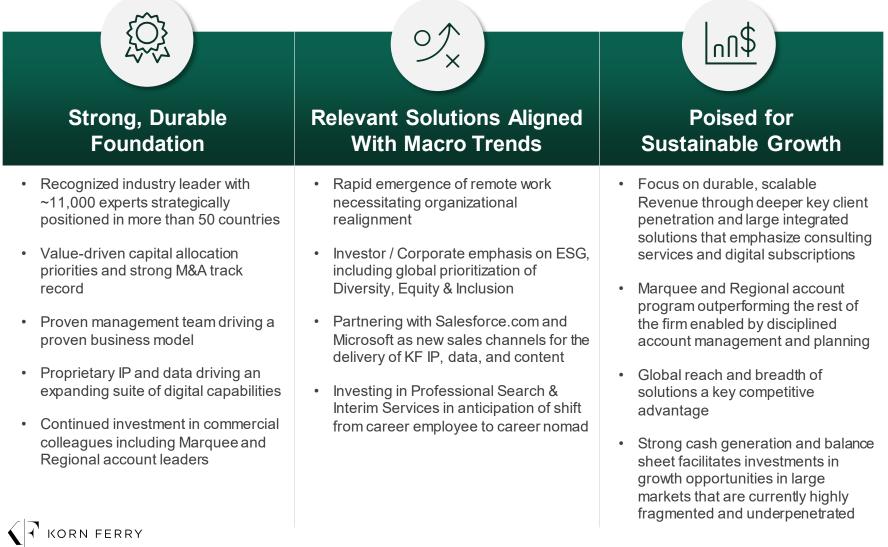
Attracting and retaining top talent by investing in initiatives that build a world-class organization aligned to strategy and staffed by a capable, motivated and agile workforce.

\checkmark

Pursuing transformational opportunities at the intersection of talent and strategy:

Proven track record of investing in growth and leveraging a core competency of identifying, acquiring and integrating M&A targets that have the potential to further our strategic objectives and enhance shareholder value.

A Compelling Investment Opportunity, At a Critical Moment, in a Critical Sector



4

Accelerating Global Demand & Strong Execution Driving Revenue & Earnings To Another New High

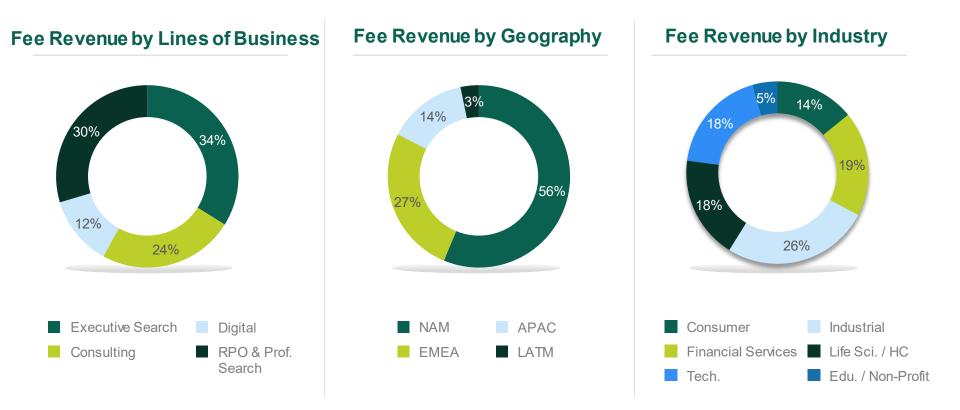
> **\$721M** +\$166M +30% YoY Fee Revenue

20.0% Adj. EBITDA Margin % (Non-GAAP)

\$144M +\$31M +28% YoY Adj. EBITDA⁽¹⁾ (Non-GAAP) **\$1.75** +\$0.54 +45% YoY Adj. Diluted EPS⁽²⁾ (Non-GAAP)

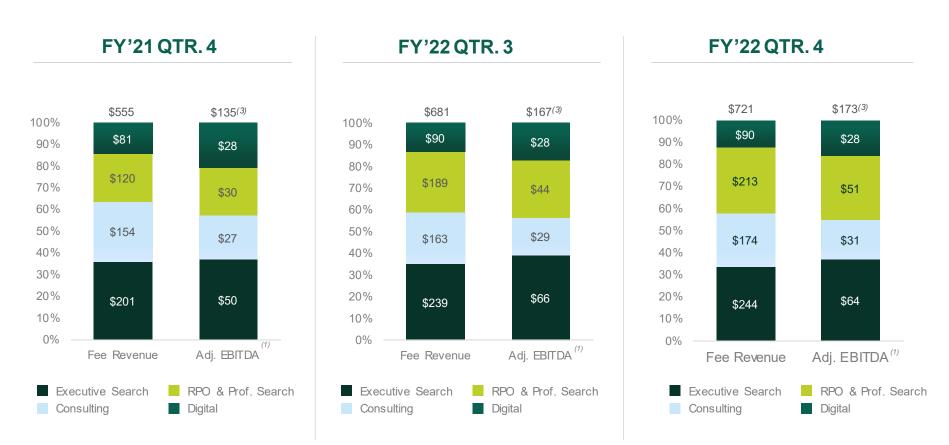
Business Continues to be Highly Diversified Across Lines of Business, Geography and Industry

For the fourth quarter of FY'22

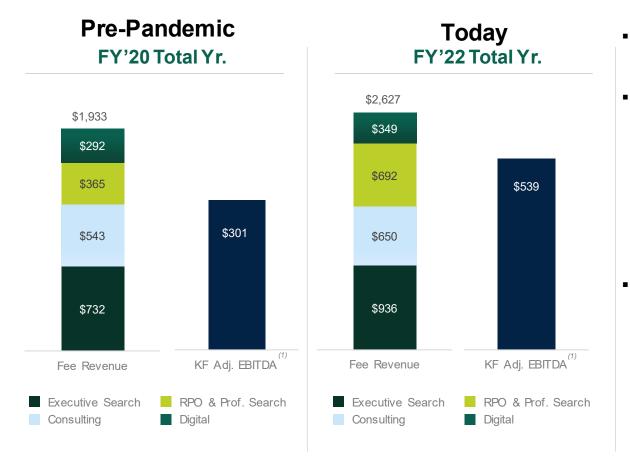




Diversified Mix of Revenue & Operating Efficiencies Continue to Drive Greater Earnings (\$M)



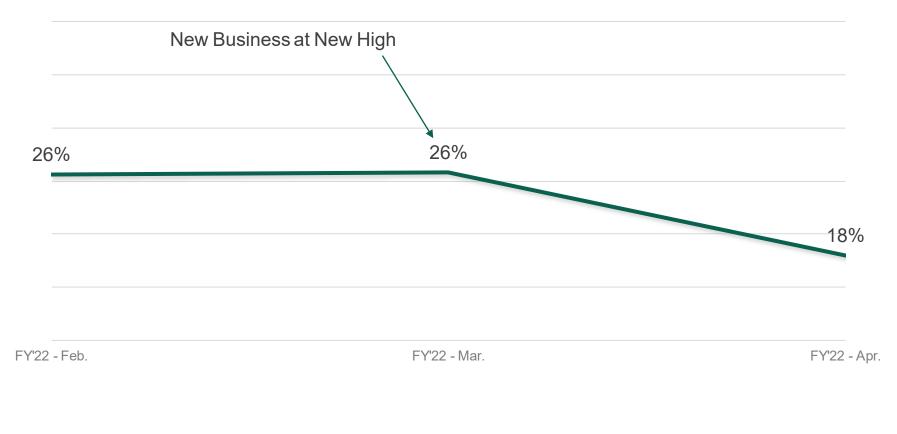
Sustainable Fee Revenue and Strong Execution Driving Greater Earnings & Profitability from Pre-Pandemic Period (\$M)



- Fee Revenue Up 36% from Pre-Pandemic Level to a New High
- Growth Driven by the Co.'s Unique Set of Solutions that Address Major Issues in Today's Workplace
 - Labor Market Dislocation
 - Workforce Digitization / Transformation
 - Environmental, Social & Governance
 - Sales Effectiveness & Customer
 Experience Post COVID
- Adj. EBITDA⁽⁷⁾Up 79% from Pre-Pandemic Level to an All-Time High
 - Adj. EBITDA Growing 2.2x Faster Than Fee Revenue
 - Strong Expense Management & Structural Changes Driving Greater Long-Term EBITDA Margins in the Range of 18% - 19% and Accelerating ROIC

Monthly[®] New Business* - YoY Growth (Excluding RPO)

FY'22 February to FY'22 April

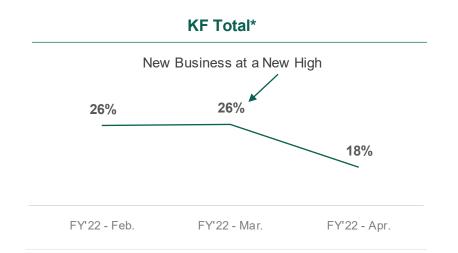


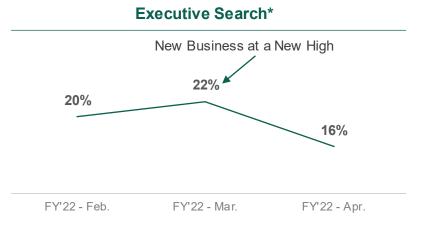
* Confirmations plus upticks and additional placements

See detailed explanation of footnotes on page 16

Monthly[®] New Business* - YoY Growth By Line of Business (Excluding RPO)

FY'22 February to FY'22 April







Digital and Consulting



KORN FERRY

* Confirmations plus upticks and additional placements See detailed explanation of footnotes on page 16

Consulting

24% of Fee Revenue and 18% of Adj. EBITDA⁽¹⁾ in FY'22 QTR. 4

FY'22 Total Yr. Fee Revenue = \$650 (+26% YoY)

Fee Revenue Adj. EBITDA (\$M) & Adj. EBITDA⁽¹⁾ Consultant + Execution **13%** YoY Fee Revenue (\$M) Margin (%) (Non-GAAP) **Staff Productivity** Hours Worked Driven by Leadership Development 424K 428K 471K 17.7% 17.5% \$174 17.6% (+11%), Assessment & Succession \$384 Avg. Bill Rate \$369 \$163 (+7%), Rewards & Benefits (+15%) \$359 \$154 \$30.7 and Organizational Strategy (+26%) 1,841 \$28.6 1,787 \$27.2 1,565 New Business growth +13% YoY and strongest in EMEA (+37% YoY) and APAC (+9% YoY) Engagements > \$500K +23% YoY Engagement Backlog > \$500K +9% YoY Adj. EBITDA⁽¹⁾ +13% YoY and +7% FY'21 Q4 FY'22 Q3 FY'22 Q4 FY'21 Q4 FY'22 Q3 FY'22 Q4 FY'21 Q4 FY'22 Q3 FY'22 Q4 Sequentially Consultant + Execution Staff Adj. EBITDA(1) Hours Worked / Average Bill Rate Adj. EBITDA Margin (%)(1)

Digital

12% of Fee Revenue and 16% of Adj. EBITDA⁽¹⁾ in FY'22 QTR. 4

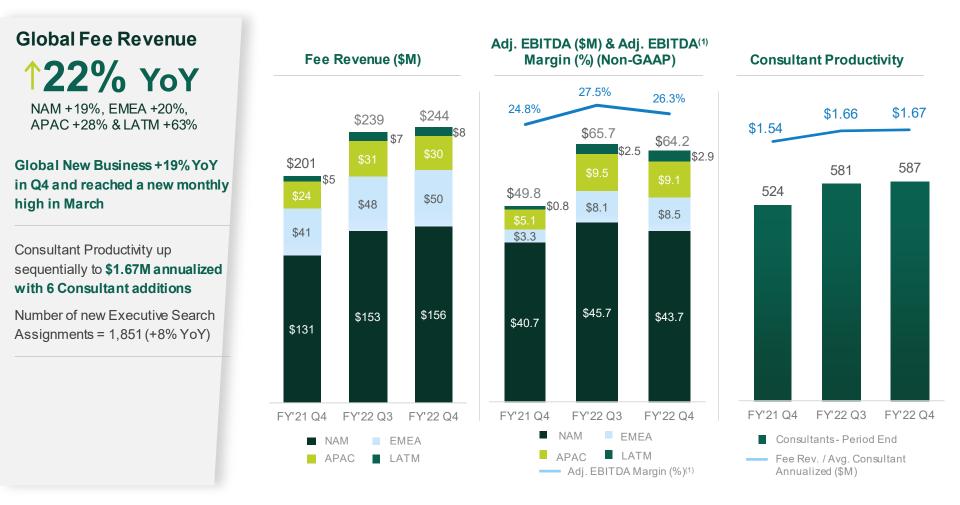
FY'22 Total Yr. Fee Revenue = \$349M (+21% YoY)



Executive Search

34% of Fee Revenue and 37% of Adj. EBITDA⁽¹⁾ in FY'22 QTR. 4

FY'22 Total Yr. Fee Revenue = \$936M (+47% YoY)



RPO & Professional Search

30% of Fee Revenue and 29% of Adj. EBITDA⁽¹⁾ in FY'22 QTR. 4

FY'22 Total Yr. Fee Revenue = \$692M (+87% YoY)

RPO New Business = \$213 M

(\$44M of renewals/extensions and \$169M of new logo clients) **Professional Search New Business = \$108M** (new high) with \$37M generated by the Lucas Group

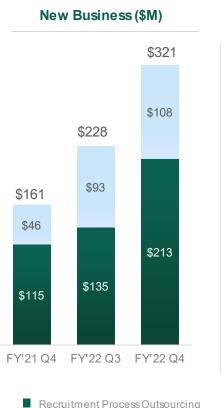
Fee Revenue +77% YoY & +13% sequentially

RPO Fee Revenue +43% YoY & +14% sequentially

Professional Search +142% YoY (+45% organic) and +12% sequentially (+6% organic)

Professional Search Avg. Fee per Assignment +17% YoY

Adj. EBITDA⁽¹⁾ +\$20.8M or +69% YoY and +\$6.7M or +15% sequentially



Recruitment Process Outsource
 Professional Search

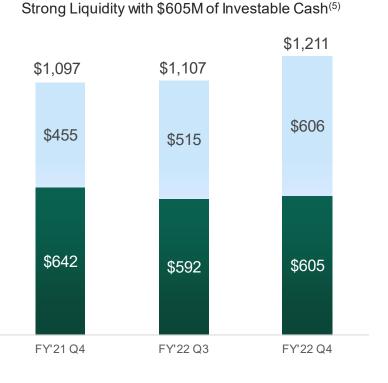




Maintaining a Balanced Approach to Capital Allocation

Deployed \$325M of Cash in FY'22 Investing \$134M in M&A, \$46M in **CAPEX, \$19M in Debt Service and Returned \$126M to Shareholders in Combined Dividends and Share Repurchases

Cash & Marketable Securities (\$M)





*M&A \$134 Share 1.47M Shares \$99 **Repurchases** \$27 Dividends **CAPEX \$46 \$19 **Debt Service**

FY'22 Capital Allocation (\$M)

*Deployed Approximately \$134M of Investable Cash in FY'22 for the Acquisitions of Lucas Group & Patina

***Excludes Leasehold Improvements & Furniture & Fixtures

KORN FERRY

See detailed explanation of footnotes on page 16

Footnotes

- (1) Earnings Before Interest, Taxes, Depreciation & Amortization Adjusted to Exclude, when applicable, Acquisition / Integration Costs, Impairment of Fixed Assets (Leasehold Improvements), the Impairment of Right-of-Use Assets, Restructuring Charges and Separation Costs.
- (2) Adj. Diluted Earnings per Share Adjusted to Exclude, when applicable, Acquisition / Integration Costs, Impairment of Fixed Assets (Leasehold Improvements), the Impairment of Right-of-Use Assets, Restructuring Charges, Net of Tax.
- (3) Excludes Corporate Adj. EBITDA which was (\$22.1M) in FY'21 Q4, (\$28.2M) in FY'22 Q3 and (\$29.0M) in FY'22 Q4.
- (4) Represents Fee Revenue Derived from Annual Subscriptions and Licenses to KF's Intellectual Property and Data Solutions.
- (5) Investable Cash = Total Cash & Marketable Securities Less Cash & Marketable Securities Reserved for Bonuses & Deferred Compensation.
- (6) New Business is Defined as Engagement Awarded in the Month Evidenced by a Signed Contract. Increases or Decreases in Scope on Existing Contracts are Recognized in New Business in the Month Confirmed by the Client.



Appendix

Reconciliations of Non-GAAP Financial Measures to U.S. GAAP Financial Measures

Earnings Conference Call June 22, 2022





Reconciliation of Net Income (GAAP) to Adjusted EBITDA (Non-GAAP) (\$M) FY'21 Q4; FY'22 Q3; FY'22 Q4

				Yo	γ	Sequ	ential
	FY'21	FY'22	FY'22	Incr./	/	Incr. /	(Decr.)
	Qtr. 4	Qtr. 3	Qtr. 4	\$ / %	%	\$ / %	%
Net Income Attributable to Korn Ferry	\$66.2	\$84.1	\$91.7	\$25.5	38%	\$7.6	9%
Net Income Attributable to Non-Controlling Int	. 0.6	1.0	1.4	0.8	133%	0.4	40%
Net Income	\$66.8	\$85.1	\$93.1	\$26.3	39%	\$8.0	9%
Income Tax Provision	22.7	26.9	25.1	2.4	10%	(1.8)	(7%)
Income Before Provision for Income Taxes	\$89.5	\$112.0	\$118.2	\$28.7	32%	\$6.2	6%
Other (Income) Loss - Net	(10.8)	7.3	14.1	24.9	(230%)	6.8	94%
Interest Expense - Net	7.6	7.0	6.5	(1.1)	(15%)	(0.5)	(7%)
Operating Income	\$86.3	\$126.3	\$138.8	\$52.5	61%	\$12.5	10%
Depreciation & Amortization	15.8	16.1	16.1	0.3	2%	0.0	0%
Other Income (Loss) - Net	10.8	(7.3)	(14.1)	(24.9)	(230%)	(6.8)	94%
(1) Integration / Acquisition Costs	-	3.2	3.6	3.6	-	0.4	12%
Adjusted EBITDA	\$112.8	\$138.3	\$144.4	\$31.6	28%	\$6.1	4%
Operating Margin	15.5%	18.6%	19.2%	3.7%	-	0.6%	-
Depreciation & Amortization	2.8%	2.4%	2.2%	(0.6%)	-	(0.2%)	-
Other Income (Loss) - Net	2.0%	(1.1%)	(1.9%)	(3.9%)	-	(0.8%)	-
(1) Integration / Acquisition Costs	-	0.4%	0.5%	0.5%	-	0.1%	-
Adjusted EBITDA Margin	20.3%	20.3%	20.0%	(0.3%)	-	(0.3%)	-

Г

-

(1) Costs associated with current acquisition, such as legal & professional fees, retention

awards and other on-going integration costs to combine the companies

Reconciliation of Net Income & Diluted EPS (GAAP) to Adjusted Net Income & Adjusted Diluted EPS (Non-GAAP) (\$M)

FY'21 Q4; FY'22 Q3; FY'22 Q4

					Yo	Y	Sequ	ential
		FY'21	FY'22	FY'22	Incr. / (Decr.)	Incr. / (Decr.)	
		Qtr. 4	Qtr. 3	Qtr. 4	\$	%	\$	%
Net Income Attributable to Ke	orn Ferry	\$66.2	\$84.1	\$91.7	\$25.5	38%	\$7.6	9%
(1) Integration / Acquisition Cos	is	-	3.2	3.6	3.6	-	0.4	12%
(2) Tax Effect of Adjustment Iten	ıs	-	(0.4)	(0.8)	(0.8)	-	(0.4)	100%
Adjusted Net Income Attr	ibutable to KF	\$66.2	\$86.9	\$94.4	\$28.2	43%	\$7.5	9%
Diluted Earnings per Commo	on Sh.	\$1.21	\$1.54	\$1.70	\$0.49	40%	\$0.16	10%
(1) Integration / Acquisition Cos	is	-	0.06	0.07	0.07	-	0.01	17%
(2) Tax Effect of Adjustment Iter	ns	-	(0.01)	(0.02)	(0.02)	-	(0.01)	100%
Adjusted Diluted Earnings pe	er Sh.	\$1.21	\$1.59	\$1.75	\$0.54	45%	\$0.16	10%

(1) Costs associated with current acquisition, such as legal & professional fees, retention awards and other on-going integration costs to combine the companies.

(2) Tax effect on the adjustment items



Reconciliation of Consolidated Net Income & Consolidated Operating Income (GAAP) to Adjusted EBITDA (Non-GAAP) (\$M)

FY'21 Q4

					FY	'21 Q4				
				E	Executive Se	arch				
			North		Asia	Latin	Total Exec.	RPO &		
	Consulting	Digital	America	EMEA	Pacific	America	Search	Prof. Search	Corp.	KF
Fee Revenue	\$153.6	\$80.5	\$130.8	\$41.3	\$23.6	\$5.1	\$200.7	\$120.4		\$555.2
Total Revenue	\$153.8	\$80.8	\$131.3	\$41.3	\$23.6	\$5.1	\$201.3	\$121.5		\$557.4
Net Income Attributable to Korn Ferry										\$66.2
Net Income Attributable to Noncontrolling Interest										0.6
Other Income - Net										(10.8)
Interest Exps Net										7.6
Income Tax Expense										22.7
Oper. Income										\$86.3
Margin (%)										15.5%
Deprec. & Amortiz.										15.8
Other Income - Net										10.8
Integ. / Acq. Costs	-	-	-	-	-	-	-	-	-	-
Adjusted EBITDA	\$27.2	\$27.9	\$40.7	\$3.3	\$5.1	\$0.8	\$49.8	\$30.0	(\$22.1)	\$112.8
Margin (%)	17.7%	34.7%	31.1%	8.0%	21.5%	15.9%	24.8%	24.9%		20.3%



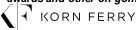
Reconciliation of Consolidated Net Income & Consolidated Operating Income (GAAP) to Adjusted EBITDA (Non-GAAP) (\$M)

FY'22 Q3

					FY	''22 Q3				
				E>	cecutive S	earch				
	Consulting	Digital	North America	EMEA	Asia Pacific	Latin America	Total Exec. Search	RPO & Prof. Search	Corp.	KF
Fee Revenue Total Revenue	\$162.9 \$163.8	\$90.2 \$90.5	\$152.6 \$153.5	\$47.5 \$47.7	\$31.4 \$31.4	\$7.5 \$7.5	\$239.0 \$240.0	\$188.7 \$190.6		\$680.7 \$685.0
Net Income Attributable to Korn Ferry										\$84.1
Net Income Attributable to Noncontrolling Interest										1.0
Other Loss - Net										7.3
Interest Exps Net										7.0
Income Tax Expense										26.9
Oper. Income										\$126.3
Margin (%)										18.6%
Deprec. & Amortiz.										16.1
Other Loss - Net										(7.3)
(1) Integ. / Acq. Costs										3.2
Adjusted EBITDA	\$28.6	\$28.1	\$45.7	\$8.1	\$9.5	\$2.5	\$65.7	\$44.1	(\$28.2)	\$138.3
Margin (%)	17.5%	31.2%	29.9%	17.0%	30.1%	33.3%	27.5%	23.4%		20.3%

(1) Costs associated with a current acquisition, such as legal & professional fees, retention

awards and other on-going integration costs to combine the companies.



Reconciliation of Consolidated Net Income & Consolidated Operating Income (GAAP) to Adjusted EBITDA (Non-GAAP) (\$M)

FY'22 Q4

FY22 Q4						FY'22 Q4				
					Executive	Search				
	Consulting	Digital	North America	EMEA	Asia Pacific	Latin America	Total Exec. Search	RPO & Prof. Search	Corp.	KF
Fee Revenue Total Revenue	\$173.9 \$175.6	\$89.5 \$89.5	\$156.2 \$157.4	\$49.5 \$49.8	\$30.2 \$30.3	\$8.3 \$8.3	\$244.2 \$245.7	\$213.5 \$216.1		\$721.1 \$727.0
Net Income Attributable to Korn Ferry										\$91.7
Net Income Attributable to Noncontrolling Interest										1.4
Other Loss - Net										14.1
Interest Exps Net										6.5
Income Tax Expense										25.1
Oper. Income Margin (%)										\$138.8 <i>19.2%</i>
Deprec. & Amortiz.										16.1
Other Loss - Net										(14.1)
(1) Integ. / Acq. Costs										3.6
Adjusted EBITDA	\$30.7	\$27.7	\$43.7	\$8.5	\$9.1	\$2.9	\$64.2	\$50.8	(\$29.0)	\$144.4
Margin (%)	17.6%	31.0%	28.0%	17.1%	30.2%	35.0%	26.3%	23.8%		20.0%
Adjusted EBITDA - FY'22 Q3	\$28.6	\$28.1	\$45.7	\$8.1	\$9.5	\$2.5	\$65.7	\$44.1	(\$28.2)	\$138.3
Sequential Incr. / (Decr.) - \$	\$2.1	(\$0.4)	(\$2.0)	\$0.4	(\$0.3)	\$0.4	(\$1.5)	\$6.7	(\$0.8)	\$6.1
Sequential Incr. / (Decr.) - %	7.3%	(1.5%)	(4.4%)	4.9%	(3.4%)	16.1%	(2.4%)	15.2%	2.7%	4.4%

(1) Costs associated with a current acquisition, such as legal & professional fees, retention

awards and other on-going integration costs to combine the companies.



Reconciliation of Cash & Marketable Securities to Investable Cash (\$M)

FY'21 Q4; FY'22 Q3; FY'22 Q4

				ΥοΥ	Sequential
	FY'21	FY'22	FY'22	Incr. / (Decr.)	Incr. / (Decr.)
	Qtr. 4	Qtr. 3	Qtr. 4	<u>\$ %</u>	<u>\$ %</u>
Cash	\$850.8	\$846.5	\$978.1	\$127.3 15%	\$131.6 16%
Marketable Securities	246.4	260.7	233.0	(13.4) (5%)	(27.7) (11%)
Cash & Marketable Securities	\$1,097.1	\$1,107.3	\$1,211.1	\$114.0 10%	\$103.8 9%
Less:					
ECAP & Bonus Liability	455.1	515.3	605.7	150.6 33%	90.4 18%
Investable Cash	\$642.1	\$592.0	\$605.4	(\$36.7) (6%)	\$13.4 2%



Fee Revenue Growth by Segment and Region – Actual Reported vs. Constant Currency

			FY'21 Q4		
		orted	Const. Curr.		
Executive Secret	<u>\$M</u>	% Grth.	% Grth.		
Executive Search					
North America	\$156.2	19.5%	19.5%		
Europe	49.5	20.0%	27.3%		
Asia / Pacific	30.2	28.0%	30.8%		
Latin America	8.3	62.4%	59.6%		
Total Exec. Search	\$244.2	21.7%	23.4%		
<u>Consulting</u>					
North America	\$83.5	23.6%	23.7%		
Europe	59.6	10.8%	17.5%		
Asia / Pacific	26.1	(8.2%)	(4.1%)		
Latin America	4.8	23.6%	20.0%		
Total Consulting	\$173.9	13.3%	16.7%		
<u>Digital</u>					
North America	\$38.5	12.1%	12.1%		
Europe	34.8	9.5%	17.2%		
Asia / Pacific	12.1	7.1%	11.0%		
Latin America	4.1	41.4%	41.4%		
Total Digital	\$89.5	11.2%	15.4%		
RPO & Prof. Search					
North America	\$127.5	137.0%	137.0%		
Europe	46.3	36.9%	44.6%		
Asia / Pacific	33.5	20.3%	24.3%		
Latin America	6.2	27.0%	26.5%		
Total RPO & Prof. Sch	\$213.4	77.4%	81.7%		
Total KF	\$721.1	29.9%	33.1%		



Thank You



