

Life360 reports CY 2023 results

San Francisco area-based Life360, Inc. (Life360 or the Company) (ASX: 360) today reported audited financial results for the quarter and year ended December 31, 2023. Life360 Co-founder and Chief Executive Officer Chris Hulls said: "We are incredibly proud that more than 61 million monthly active users (MAU) globally enjoy the peace of mind that comes with the location sharing and safety features of Life360. In CY23 we made significant strides in our member experience, showing our users what their family members are up to, whether they're driving, walking or biking. We put pets and other valuables on the map with Tile, all in the service of our mission to keep people close to the ones they love.

"At the same time we made meaningful progress on our path to profitability as we significantly reduced our net loss, and achieved a major milestone by delivering our first full year of positive Adjusted EBITDA¹ and Operating Cash Flow. We are excited to continue building on our leading global position in location sharing, and see exciting opportunities in CY24 and beyond to broaden our reach and deepen engagement with our members. We look forward to bringing the benefits of our subscriptions to more markets globally, and creating new revenue streams that utilize the scale and quality of our member base.

"In 2023, we delivered on our commitment to balance fiscal responsibility and prudent investment to position the business for long-term success. We delivered YoY revenue growth of 33% while GAAP operating expenses increased only 4% YoY. We met or exceeded all of the guidance metrics we provided to the market for CY23."

Looking forward to CY24, we are excited to announce the creation of a new advertising revenue stream that offers partners unparalleled reach to Life360's enormous free user base, and more than 20 million daily active users (DAU) connecting with their families and friends. We have consistently spoken of the potential that our investment in the core user experience, and the scaling of our MAU base, would provide for the future. We are encouraged by the success of early testing and see the opportunity to deliver an attractive platform to advertisers, while continuing to provide a great user experience.

CY23 Financial Highlights

- Revenue of \$305 million, a YoY increase of 33%, in line with guidance of \$300 million \$310 million;
- Core Life360 subscription revenue² of \$200 million, up 52% YoY, ahead of guidance for more than a 50% YoY increase:
- Net loss of \$28.2 million, a \$63.5 million improvement from CY22;
- Positive Adjusted EBITDA of \$20.6 million ahead of guidance of \$12 million \$16 million, with consistent Positive Adjusted EBITDA delivered in each quarter of CY23;
- Positive Operating Cash Flow (OCF) of \$7.5 million, a \$64.6 million improvement versus CY22;
- Year-end cash, cash equivalents and restricted cash of \$70.7 million up from \$63.7 million at the end of Q3'23

CY23 Operating Highlights and CY24 Outlook

- Significant CY23 operating leverage with revenue growth of \$76.2 million on an operating expense increase of \$9.6 million, yielding increasing Adjusted EBITDA margins and positive Adjusted EBITDA in each quarter.
- Global Monthly Active Users (MAU) grew nearly 13 million or 26% to 61.4 million, driven by ongoing investment in our core location sharing experience.
- International MAU grew 7 million, or 40% YoY to 24.6 million as we increased the speed and responsiveness of the app, and achieved international feature parity with the U.S.
- Global Paying Circles grew to 1.8 million, up 21% YoY, despite significant price increases implemented in Q3/Q4'22 and Q2'23, underscoring the value our subscribers perceive in the Life360 services. Q4'23 net subscriber additions were 54 thousand.
- U.S. Average Revenue Per Paying Circle (ARPPC) increased 32% YoY, driven by price increases.
- International Paying Circles increased 43% YoY to 474 thousand, benefiting from strong growth in both the UK and Australia.
- Triple Tier Membership launched in the UK in October, with an Australian launch planned for Q2'24.

- Looking forward to CY24, we are pursuing new value-added revenue streams including advertising, utilizing Life360's enormous free user base. We expect some set-up costs in the first half of CY24, and a modest revenue contribution in the second half of the year.
- CY24 guidance: Consolidated revenue of \$365-\$375 million; Adjusted EBITDA² of \$30 million \$35 million; EBITDA loss of \$(8) million \$(13) million; year-end cash balance of \$80 million \$90 million.

Key Performance Indicators

(in millions, except ARPPC, ARPPS, and ASP)	Q4 2023	Q4 2022	% YoY	CY 2023	CY 2022	% YoY
Life360 Core ³						
Monthly Active Users (MAU) - Global	61.4	48.6	26 %	61.4	48.6	26 %
U.S.	36.8	30.9	19 %	36.8	30.9	19 %
International	24.6	17.6	40 %	24.6	17.6	40 %
Australia	1.9	1.4	36 %	1.9	1.4	36 %
Paying Circles - Total	1.8	1.5	21 %	1.8	1.5	21 %
U.S.	1.3	1.2	14 %	1.3	1.2	14 %
International	0.5	0.3	43 %	0.5	0.3	43 %
Average Revenue per Paying Circle (ARPPC)	\$ 124.17	\$ 105.79	17 % \$	121.09	\$ 96.95	25 %
Life360 Consolidated						
Subscriptions	2.4	2.1	17 %	2.4	2.1	17 %
Average Revenue per Paying Subscription (ARPPS)	\$ 102.17	\$ 87.54	17 % \$	99.53	\$ 80.63	23 %
Net hardware units shipped (standalone) ⁴	1.7	1.7	1 %	4.0	3.6	12 %
Average Sale Price (ASP)	\$ 11.50	\$ 11.48	 % \$	13.48	\$ 13.47	— %
Annualized Monthly Revenue (AMR) ⁵	\$ 274.1	\$ 224.4	22 % \$	274.1	\$ 224.4	22 %

Life360 Core metrics relate solely to the Life360 mobile application.

- Global MAU increased 26% YoY to 61.4 million, with Q4'23 net additions of 3.0 million. U.S. MAU increased 19% YoY, with Q4'23 net adds of 1.4 million. International MAU were 40% higher YoY, with Q4'23 net adds of 1.6 million. Australian MAU increased 36% YoY to 1.9 million.
- Q4'23 Paying Circle net additions of 54 thousand reflected usual quarterly seasonality and natural churn following Q3'23's record-breaking growth. U.S. Paying Circles increased 14% YoY despite the effect of price increases implemented from August 2022. Our U.S. Membership plan subscribers comprise Silver 15%, Gold 81% and Platinum 4% of total.
- International Paying Circles maintained strong momentum, up 43% YoY. The UK delivered a 47% YoY increase in Paying Circles and Australia achieved a 51% YoY increase. Triple Tier Membership launched in the UK in October with plans on track for a Triple Tier launch in Australia in Q2'24.
- Q4'23 global ARPPC increased 17% YoY and 4% QoQ. The benefit from U.S. price increases implemented from August 2022 saw Q4'23 U.S. ARPPC increase 24% YoY.

Adjusted EBITDA is a Non-GAAP measure. For the definition of Adjusted EBITDA and the use of this Non-GAAP measure, as well as a reconciliation of Net Loss to Adjusted EBITDA, refer to the Non-GAAP Financial Measures section below.

Core Life360 subscription revenue is defined as subscription revenue derived from the Life360 mobile application, excluding certain revenue adjustments related to bundled Life360 subscription and hardware offerings, for the reported period.

⁴ Net hardware units shipped (standalone) represents the number of tracking devices sold during the period, excluding hardware units related to bundled Life360 subscription and hardware offerings, net of returns by our retail partners and directly to consumers.

We use Annualized Monthly Revenue ("AMR") to identify the annualized monthly value of active customer agreements at the end of a reporting period. AMR includes the annualized monthly value of subscription, data and partnership agreements. All components of these agreements that are not expected to recur are excluded.

Operating Results

Revenue

	Thre	e Months En	ded D	ecember 31,	Year Ended December 31,					
		2023		2022		2023		2022		
(\$ millions)		(unau	idited)	_				_		
Subscription revenue	\$	59.8	\$	45.4	\$	220.8	\$	153.3		
Hardware revenue		21.1		19.6		58.2		47.9		
Other revenue		6.1		6.3		25.5		27.1		
Total revenue	\$	87.0	\$	71.3	\$	304.5	\$	228.3		
Annualized Monthly Revenue - December	\$	274.1	\$	224.4	\$	274.1	\$	224.4		

- Q4'23 Consolidated subscription revenue increased 32% YoY (including hardware subscriptions) to \$59.8 million. Life360 core subscription revenue increased 40% YoY supported by the 21% YoY increase in Paying Circles, and 17% higher ARPPC, as a result of the price increases described above. CY23 Consolidated subscription revenue growth of 44% was underpinned by Core Life360 subscription revenue which increased 52% YoY, ahead of guidance of 50%.
- Q4'23 Hardware revenue delivered a seasonal uplift versus Q3, increasing 8% YoY to \$21.1 million driven by lower returns and channel marketing versus Q4'23. CY23 Non-GAAP hardware revenue growth of 14% was in line with guidance, with GAAP hardware revenue growth of 21% benefiting from the contribution from bundling.
- Q4'23 Other revenue of \$6.1 million was in line with the prior period reflecting the terms associated
 with the single data partnership. CY23 revenue of \$25.5 million was in line with guidance of
 approximately \$26 million.
- December AMR increased 22% YoY, cycling a very strong December 2022 base which included the impact of the U.S. price increases.

Gross Profit

	Three Mo Dece	onths E mber 3	,	Year Ended	mber 31,		
Gross Profit Gross Margin	 2023		2022		2023		2022
(\$ millions, except percentages)	 (una	audited)				
Gross Profit	\$ 60.1	\$	45.0	\$	222.6	\$	148.6
Gross Margin	69 %		63 %		73 %	6	65 %
Gross Margin (Subscription Only)	86 %	6	83 %	6	86 %	6	80 %

Q4'23 gross profit margin increased to 69% from 63% in the prior year period, reflecting the
improvement in subscription only margins to 86% due to higher pricing. CY23 gross margins
increased from 65% to 73% due to higher prices as well as the significant YoY improvement in
Hardware gross margins which benefited from successful initiatives and a favorable return
adjustment recorded in Q2'23.

	 Three Montl Decemb		_	Year Ended December 31,				
	 2023	2022		2023		2022		
(\$ millions)	(unaud	lited)						
Research and development	\$ 26.0	\$ 25.2	\$	101.0	\$	102.5		
Sales and marketing	25.7	22.0		99.1		92.4		
Paid acquisition & TV	7.5	5.2	•	28.9		26.5		
Other sales and marketing	7.0	8.1		27.5		34.5		
Commissions	11.1	8.7	•	42.7		31.4		
General and administrative	 12.8	10.5		52.6		48.1		
Total operating expenses	\$ 64.5	\$ 57.7	\$	252.6	\$	243.0		

⁶ Life360 Non-GAAP Hardware Revenue is calculated using Hardware Revenue, GAAP. For a reconciliation between Hardware Revenue, GAAP and Non-GAAP Hardware Revenue, refer to the Revenue (GAAP to Non-GAAP reconciliation) section below.

Q4'23 operating expenses increased 12% YoY, largely due to higher general and administrative
costs primarily arising from increased accounting costs related to Sarbanes-Oxley compliance, and
higher legal expenses. Commissions were higher YoY in line with the growth in subscription
revenue. CY23 operating expenses increased 4% for the year, benefiting from a 1% reduction in
R&D expenses which reflected cost reduction measures undertaken in Q1'23.

EBITDA and Adjusted EBITDA⁷

		Three Mon Decem		Year Ended December 31				
	2023 2022			2023		2022		
(\$ millions)			dited)	ited)				
Net Loss	\$	(3.1)	\$ (12.3)	\$	(28.2)	\$	(91.6)	
EBITDA		(2.0)	(10.3)		(20.8)		(85.2)	
Non-GAAP Adjustments		10.9	12.0		41.4		45.1	
Adjusted EBITDA	\$	8.9	\$ 1.6	\$	20.6	\$	(40.1)	

Q4'23 delivered a positive Adjusted EBITDA contribution of \$8.9 million versus \$1.6 million in the
prior corresponding period as a result of continued strong subscription revenue growth, higher
hardware revenue, improved margins and continuing cost efficiencies. These same drivers
supported the \$60.7 million improvement in Adjusted EBITDA in CY23.

Balance Sheet and Cash Flow

	Three Mon Decem	 	Υ	ear Ended [December 31,		
	2023	2022		2023		2022	
(\$ millions)	_	(unau	ditea	")			
Net cash provided by (used in) operating activities	\$ 9.0	\$ (2.2)	\$	7.5	\$	(57.1)	
Net cash provided by (used in) investing activities	(1.0)	2.5		(2.2)		(111.6)	
Net cash provided by (used in) financing activities	(0.9)	31.2		(25.0)		27.7	
Net Increase (Decrease) in Cash, Cash Equivalents, and Restricted Cash	7.1	31.5		(19.7)		(141.0)	
Cash, Cash Equivalents, and Restricted Cash at the End of the Period	\$ 70.7	\$ 90.4	\$	70.7	\$	90.4	

- Life360 ended Q4'23 with cash, cash equivalents and restricted cash of \$70.7 million, with unrestricted cash increasing by \$7.1 million from Q3'23. Q4'23 operating cash flow of \$9.0 million was offset by \$1.0 million used in investing activities related to payments for internally developed software, and \$0.9 million used in financing activities related to taxes paid for the net settlement of equity awards, offset by proceeds from the exercise of options.
- Q4'23 net cash provided by operating activities of \$9.0 million was largely in line with Adjusted EBITDA of \$8.9 million.
- In CY23, cash and cash equivalents decreased by \$19.7 million from CY22. CY23 operating cash flow of \$7.5 million was offset by \$2.2 million used in investing activities and \$25.0 million used in financing activities.
- CY23 cash provided by operating activities of \$7.5 million saw a differential to Adjusted EBITDA of \$20.6 million due to timing of receipts, manufacturing payments, and Q1 restructuring costs.

EBITDA and Adjusted EBITDA are non-GAAP measures. For definitions of EBITDA and Adjusted EBITDA, a description of these non-GAAP measures' use, and a reconciliation of Net Loss to EBITDA and Adjusted EBITDA, refer to the Non-GAAP Financial Measures section below.

Earnings Guidance⁸

For CY24 Life360 expects to deliver the following metrics which include both the early revenue, and set-up costs, for the new advertising business:

- Consolidated revenue of \$365 million \$375 million, with core Life360 subscription revenue growth of at least 20% YoY;
- Positive Adjusted EBITDA⁹ of \$30 million \$35 million;
- EBITDA⁷ loss of \$(8) million to \$(13) million;
- Positive Operating Cash Flow for each guarter of CY24, with the usual seasonal low point in Q1;
- Year-end cash, cash equivalents and restricted cash of \$80 million \$90 million.

The company expects to continue to be Adjusted EBITDA positive on a quarterly basis going forward, and to achieve positive EBITDA in the first half of CY25.

- With respect to forward looking non-GAAP guidance, we are not able to reconcile the forward-looking non-GAAP adjusted EBITDA measure to the closest corresponding GAAP measure without unreasonable efforts because we are unable to predict the ultimate outcome of certain significant items, which are fluid and unpredictable in nature. In addition, the Company believes such a reconciliation would imply a degree of precision that may be confusing or misleading to investors. These items include, but are not limited to, litigation costs, convertible notes and derivative liability fair value adjustments, and gains/losses on revaluation of contingent consideration. These items may be material to our results calculated in accordance with GAAP.
- EBITDA and Adjusted EBITDA are non-GAAP measures. For definitions of EBITDA and Adjusted EBITDA, a description of these non-GAAP measures' use, and a reconciliation of Net Loss to EBITDA and Adjusted EBITDA, refer to the Non-GAAP Financial Measures section below.

Investor Conference Call

A conference call will be held today at 9.30am AEDT, Friday 1 March 2024 (Thursday 29 February U.S. PT at 2.30pm). The call will be held as a Zoom audio webinar.

Participants wishing to ask a question should register and join via their browser here. Participants joining via telephone will be in listen only mode.

Dial in details

Australia: +61 2 8015 6011 U.S.: +1 669 444 9171 Other countries: **details Meeting ID:** 951 2669 6840

A replay will be available after the call at https://investors.life360.com

Authorization

Chris Hulls, Director, Co-Founder and Chief Executive Officer of Life360 authorized this announcement being given to ASX.

About Life360

Life360 delivers peace of mind for families of all types. The company's category leading mobile app and Tile tracking devices help members protect the people, pets and things they care about most, with a range of services including location sharing, safe driver reports, and crash detection with emergency dispatch. Life360 is based in San Mateo and has approximately 61 million monthly active users (MAU) located in more than 150 countries. For more information, please visit life360.com and Tile.com.

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Forward-looking statements

This announcement and the accompanying conference call contain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Life360 intends such forward-looking statements to be covered by the safe harbor provisions for forward-looking statements contained in Section 21E of the Securities Exchange Act of 1934, as amended. These forward-looking statements regarding Life360's intentions, objectives, plans, expectations, assumptions and beliefs about future events, including Life360's expectations with respect to the financial and operating performance of its business, including subscription revenue, hardware revenue, advertising revenue, other revenue, consolidated revenue and ability to create new revenue streams, such as advertising; Adjusted EBITDA, and operating cash flow; its capital position; future growth; the impact of past price increases on future results of operations and subscriber churn; scaling its MAU base; its ability to continue building on its leading global position and the strategic value and opportunities for global expansion; operating cost savings, including through reduced commissions; as well as Life360's expectations of any changes to the information disclosed herein. The words "anticipate", "believe", "expect", "project", "predict", "will", "forecast", "estimate", "likely", "intend", "outlook", "should", "could", "may", "target", "plan" and other similar expressions can generally be used to identify forward-looking statements. Indications of, and guidance or outlook on, future earnings or financial position or performance are also forward-looking statements. Investors and prospective investors are cautioned not to place undue reliance on these forward-looking statements as they involve inherent risk and uncertainty (both general and specific) and should note that they are provided as a general guide only and should not be relied on as an indication or guarantee of future performance. There is a risk that such predictions, forecasts, projections and other forward-looking statements will not be achieved. Subject to any continuing obligations under applicable law, Life360 does not undertake any obligation to publicly release the result of any revisions to these forward-looking statements to reflect events or circumstances after the date of this announcement, to reflect any change in expectations in relation to any forward-looking statements or any change in events, conditions or circumstances on which any such statements are based.

Although Life360 believes that the expectations reflected in the forward-looking statements and the assumptions upon which they are based are reasonable, Life360 can give no assurance that such expectations and assumptions will prove to be correct and, actual results may vary in a materially positive or negative manner. Forward-looking statements are subject to known and unknown risks, uncertainty, assumptions and contingencies, many of which are outside Life360's control, and are based on estimates and assumptions that are subject to change and may cause actual results, performance or achievements to differ materially from those expressed or implied by such statements. Factors that could cause actual results to differ materially from those in the forward-looking statements include risks related to the preliminary nature of financial results, risks related to Life360's business, market risks, Life360's need for additional capital, and the risk that Life360's products and services may not perform as expected, as described in greater detail under the heading "Risk Factors" in Life360's ASX and SEC filings, including its Annual Report on Form 10-K filed with the Securities and Exchange Commission on February 29, 2024 and other reports filed with the SEC. To the maximum extent permitted by law, responsibility for the accuracy or completeness of any forward-looking statements whether as a result of new information, future events or results or otherwise is disclaimed. This announcement should not be relied upon as a recommendation or forecast by Life360. Past performance information given in this document is given for illustrative purposes only and is not necessarily a guide to future performance and no representation or warranty is made by any person as to the likelihood of achievement or reasonableness of any forward-looking statements, forecast financial information, future share price performance or any underlying assumptions. Nothing contained in this document nor any information made available to you is, or shall be relied upon as, a promise, representation, warranty or guarantee as to the past, present or the future performance of Life360.

Consolidated Statements of Operations and Comprehensive Loss

(Dollars in U.S. \$, in thousands, except share and per share data)

	Year Ended December 31,									
		2023		2022		2021				
Subscription revenue	\$	220,794	\$	153,287	\$	86,551				
Hardware revenue		58,178		47,884		952				
Other revenue	_	25,546		27,134		25,140				
Total revenue		304,518		228,305		112,643				
Cost of subscription revenue		30,975		30,659		17,807				
Cost of hardware revenue		47,384		45,441		1,340				
Cost of other revenue		3,522		3,607		3,621				
Total cost of revenue		81,881		79,707		22,768				
Gross profit		222,637		148,598		89,875				
Operating expenses:										
Research and development		100,965		102,480		50,994				
Sales and marketing		99,072		92,419		47,473				
General and administrative		52,583		48,110		23,670				
Total operating expenses		252,620		243,009		122,137				
Loss from operations		(29,983)		(94,411)		(32,262)				
Other income (expense):										
Convertible notes fair value adjustment		(684)		1,786		(511)				
Derivative liability fair value adjustment		(116)		1,295		(733)				
Other income (expense), net		3,228		13		(178)				
Total other income (expense), net		2,428		3,094		(1,422)				
Loss before income taxes		(27,555)		(91,317)		(33,684)				
Provision for (benefit from) income taxes		616		312		(127)				
Net loss		(28,171)		(91,629)		(33,557)				
Net loss per share, basic	\$	(0.42)	\$	(1.47)	\$	(0.65)				
Net loss per share, diluted	\$	(0.42)	\$	(1.50)	\$	(0.65)				
Weighted-average shares used in computing net loss per share, basic		66,748,542		62,209,545		51,656,195				
Weighted-average shares used in computing net loss per share, diluted		66,748,542		62,839,593		51,656,195				
Comprehensive loss										
Net loss		(28,171)		(91,629)		(33,557)				
Change in foreign currency translation adjustment		15		(6)						
Total comprehensive loss	\$	(28,156)	\$	(91,635)	\$	(33,557)				

Consolidated Balance Sheets

(Dollars in U.S. \$, in thousands)

Cash and cash equivalents		De	cember 31, 2023	De	ecember 31, 2022
Cash and cash equivalents \$ 68,964 \$ 75,444 Restricted cash, current — 13,274 Accounts receivable, net 42,180 33,125 Inventory 4,099 10,826 Costs capitalized to obtain contracts, net 1,010 1,438 Prepaid expenses and other current assets 15,174 8,548 Total current assets 131,427 142,655 Restricted cash, noncurrent 730 393 Costs capitalized to obtain contracts, noncurrent 834 626 Property and equipment, net 730 393 Costs capitalized to obtain contracts, noncurrent 6,848 7,134 Operating lease right-of-use asset 1,014 802 Intangible assets, net 45,441 52,699 Goodwill 133,674 133,674 Total Assets 321,717 339,630 Liabilities and Stockholders' Equity - 13,274 Accounts payable 5,896 13,791 Accumuta expenses and other current liabilities 27,538 13,791 Escrow lia	Assets				
Restricted cash, current — 13,274 Accounts receivable, net 42,180 33,125 Inventory 4,099 10,826 Costs capitalized to obtain contracts, net 1,010 1,438 Prepaid expenses and other current assets 15,174 8,548 Total current assets 131,427 142,655 Restricted cash, noncurrent 1,749 1,647 Property and equipment, net 730 393 Costs capitalized to obtain contracts, noncurrent 8,34 626 Prepaid expenses and other assets, noncurrent 6,848 7,134 Operating lease right-of-use asset 1,014 802 Intangible assets, net 45,441 52,699 Goodwill 133,674 133,674 Total Assets \$ 321,717 339,363 Liabilities \$ 321,717 339,363 Liabilities and Stockholders' Equity \$ 2,753 27,015 Current Liabilities \$ 5,896 \$ 13,791 Accrued expenses and other current liabilities 27,538 27,015 Escrow liability	Current Assets:				
Accounts receivable, net 42,180 33,125 Inventory 4,099 10,826 Costs capitalized to obtain contracts, net 1,010 1,438 Prepaid expenses and other current assets 15,174 8,548 Total current assets 131,427 142,655 Restricted cash, noncurrent 730 393 Costs capitalized to obtain contracts, noncurrent 834 626 Prepaid expenses and other assets, noncurrent 6,848 7,134 Operating lease right-of-use asset 1,014 802 Intangible assets, net 45,441 52,699 Goodwill 133,674 133,674 Total Assets 321,717 339,630 Liabilities 32,27,177 339,630 Liabilities and Stockholders' Equity 5,896 \$ 13,791 Accounts payable 5,896 \$ 13,791 Accounted expenses and other current liabilities 27,538 27,015 Escrow liability - 13,274 Convertible notes, current 3,449 3,513 Deferred revenue, curren	Cash and cash equivalents	\$	68,964	\$	75,444
Inventory	Restricted cash, current		_		13,274
Costs capitalized to obtain contracts, net 1,010 1,438 Prepaid expenses and other current assets 15,174 8,548 Total current assets 131,427 142,655 Restricted cash, noncurrent 1,749 1,647 Property and equipment, net 730 393 Costs capitalized to obtain contracts, noncurrent 834 626 Prepaid expenses and other assets, noncurrent 6,848 7,134 Operating lease right-of-use asset 1,014 802 Intangible assets, net 45,441 52,699 Goodwill 133,674 133,674 Total Assets \$321,717 339,630 Liabilities and Stockholders' Equity \$321,717 339,630 Current Liabilities 27,538 27,015 Accounts payable 5,896 \$13,791 Accounts payable 5,896 \$13,791 Escrow liability — 13,274 Convertible notes, current 3,449 3,513 Deferred revenue, current 33,932 30,056 Total current liabilities	Accounts receivable, net		42,180		33,125
Prepaid expenses and other current assets 15,174 8,548 Total current assets 131,427 142,655 Restricted cash, noncurrent 1,749 1,647 Property and equipment, net 303 393 Costs capitalized to obtain contracts, noncurrent 6,848 7,134 Prepaid expenses and other assets, noncurrent 6,848 7,134 Operating lease right-of-use asset 1,014 802 Intangible assets, net 45,441 52,699 Goodwill 133,674 133,674 Total Assets 321,717 339,630 Liabilities and Stockholders' Equity 3321,717 339,630 Current Liabilities 27,538 27,015 Accounts payable 5,996 13,791 Account spayable 5,996 13,274 Convertible notes, current liabilities 27,538 27,015 Escrow liability - 13,274 Convertible notes, current 33,932 30,056 Total current liabilities 70,815 87,649 Convertible notes, noncurrent </td <td>Inventory</td> <td></td> <td>4,099</td> <td></td> <td>10,826</td>	Inventory		4,099		10,826
Total current assets 131,427 142,655 Restricted cash, noncurrent 1,749 1,647 Property and equipment, net 730 393 Costs capitalized to obtain contracts, noncurrent 6,848 7,134 Operating lease right-of-use asset 1,014 802 Intangible assets, net 45,441 52,699 Goodwill 133,674 133,674 Total Assets 321,717 339,630 Liabilities and Stockholders' Equity \$321,717 339,630 Current Liabilities \$27,538 27,015 Accounts payable 5,896 \$13,791 Accrued expenses and other current liabilities 27,538 27,015 Escrow liability - 13,274 Convertible notes, current 3,499 3,513 Deferred revenue, current 33,932 30,056 Total current liabilities 70,815 87,649 Convertible notes, noncurrent 1,056 4,060 Derivative liability, noncurrent 217 101 Deferred revenue, noncurrent <	Costs capitalized to obtain contracts, net		1,010		1,438
Restricted cash, noncurrent 1,749 1,647 Property and equipment, net 730 393 Costs capitalized to obtain contracts, noncurrent 834 626 Prepaid expenses and other assets, noncurrent 6,848 7,134 Operating lease right-of-use asset 1,014 802 Intangible assets, net 45,441 52,699 Goodwill 133,674 133,674 Total Assets \$321,717 \$339,630 Liabilities and Stockholders' Equity \$321,717 \$339,630 Current Liabilities: \$27,538 27,015 Accrued expenses and other current liabilities 27,538 27,015 Accrued expenses and other current liabilities 27,538 27,015 Escrow liability - 13,274 Convertible notes, current 3,499 3,513 Deferred revenue, current 33,932 30,056 Total current liabilities 70,815 87,649 Convertible notes, noncurrent 1,056 4,060 Derivative liability, noncurrent 217 101	Prepaid expenses and other current assets		15,174		8,548
Property and equipment, net 730 393 Costs capitalized to obtain contracts, noncurrent 834 626 Prepaid expenses and other assets, noncurrent 6,848 7,134 Operating lease right-of-use asset 1,014 802 Intangible assets, net 45,441 52,699 Goodwill 133,674 133,674 Total Assets \$321,717 \$399,630 Liabilities and Stockholders' Equity 5,896 \$13,791 Accounts payable 5,896 \$13,791 Accrued expenses and other current liabilities 27,538 27,015 Escrow liability - 13,274 Convertible notes, current 3,449 3,513 Deferred revenue, current 33,932 30,056 Total current liabilities 70,815 87,649 Convertible notes, noncurrent 1,056 4,060 Derivative liability, noncurrent 1,056 4,060 Other liabilities, noncurrent 723 576 Total Liabilities 74,653 95,092 Commitments and Contingencie	Total current assets		131,427		142,655
Costs capitalized to obtain contracts, noncurrent 834 626 Prepaid expenses and other assets, noncurrent 6,848 7,134 Operating lease right-of-use asset 1,014 802 Intangible assets, net 45,441 52,699 Goodwill 133,674 133,674 Total Assets \$321,717 \$339,630 Liabilities and Stockholders' Equity \$321,717 \$339,630 Current Liabilities 27,538 27,015 Accounts payable 5,896 \$13,791 Accrued expenses and other current liabilities 27,538 27,015 Escrow liability — 13,274 Convertible notes, current 3,449 3,513 Deferred revenue, current 33,932 30,056 Total current liabilities 70,815 87,649 Convertible notes, noncurrent 1,056 4,060 Derivative liability, noncurrent 1,842 2,706 Other liabilities, noncurrent 723 576 Total Liabilities 74,653 95,092 Commitments and Contingenc	Restricted cash, noncurrent		1,749		1,647
Prepaid expenses and other assets, noncurrent 6,848 7,134 Operating lease right-of-use asset 1,014 802 Intangible assets, net 45,441 52,699 Goodwill 133,674 133,674 Total Assets 321,717 339,630 Liabilities and Stockholders' Equity Current Liabilities: Accounts payable 5,896 13,791 Accrued expenses and other current liabilities 27,538 27,015 Escrow liability — 13,274 Convertible notes, current 3,449 3,513 Deferred revenue, current 33,932 30,056 Total current liabilities 70,815 87,649 Convertible notes, noncurrent 1,056 4,069 Convertible notes, noncurrent 217 101 Deferred revenue, noncurrent 1,842 2,706 Other liabilities, noncurrent 723 576 Total Liabilities 74,653 95,092 Commitments and Contingencies 74,653 95,092 Common Stock 70	Property and equipment, net		730		393
Operating lease right-of-use asset 1,014 802 Intangible assets, net 45,441 52,699 Goodwill 133,674 133,674 Total Assets \$321,717 \$339,630 Liabilities and Stockholders' Equity Current Liabilities: Accounts payable 5,896 \$13,791 Accrued expenses and other current liabilities 27,538 27,015 Escrow liability — 13,274 Convertible notes, current 3,449 3,513 Deferred revenue, current 33,932 30,056 Total current liabilities 70,815 87,649 Convertible notes, noncurrent 1,056 4,060 Derivative liability, noncurrent 1,842 2,706 Other liabilities, noncurrent 723 576 Total Liabilities 7,4653 95,092 Commitments and Contingencies 374,653 95,092 Commitments and Contingencies 70 67 Additional paid-in capital 532,128 501,763 Notes due from affiliat	Costs capitalized to obtain contracts, noncurrent		834		626
Intangible assets, net 45,441 52,699 Goodwill 133,674 133,674 Total Assets \$321,717 \$339,630 Liabilities and Stockholders' Equity Current Liabilities: Accounts payable 5,896 \$13,791 Accrued expenses and other current liabilities 27,538 27,015 Escrow liability — 13,274 Convertible notes, current 3,449 3,513 Deferred revenue, current 33,932 30,056 Total current liabilities 70,815 87,649 Convertible notes, noncurrent 1,056 4,060 Derivative liability, noncurrent 1,056 4,060 Derivative liabilities, noncurrent 1,842 2,706 Other liabilities, noncurrent 723 576 Total Liabilities 77,653 95,092 Commitments and Contingencies 70 67 Additional paid-in capital 532,128 501,763 Notes due from affiliates 7 67 Additional paid-in capital	Prepaid expenses and other assets, noncurrent		6,848		7,134
Goodwill 133,674 133,674 Total Assets \$ 321,717 \$ 339,630 Liabilities and Stockholders' Equity Current Liabilities: Accounts payable 5,896 \$ 13,791 Accrued expenses and other current liabilities 27,538 27,015 Escrow liability — 13,274 Convertible notes, current 3,449 3,513 Deferred revenue, current 33,932 30,056 Total current liabilities 70,815 87,649 Convertible notes, noncurrent 1,056 4,060 Derivative liability, noncurrent 217 101 Deferred revenue, noncurrent 1,842 2,706 Other liabilities, noncurrent 723 576 Total Liabilities 74,653 95,092 Commitments and Contingencies 74,653 95,092 Stockholders' Equity 70 67 Additional paid-in capital 532,128 501,763 Notes due from affiliates — (314) Accumulated deficit (285	Operating lease right-of-use asset		1,014		802
Total Assets \$ 321,717 \$ 339,630 Liabilities and Stockholders' Equity Current Liabilities: Accounts payable 5,896 \$ 13,791 Accrued expenses and other current liabilities 27,538 27,015 Escrow liability — 13,274 Convertible notes, current 3,449 3,513 Deferred revenue, current 33,932 30,056 Total current liabilities 70,815 87,649 Convertible notes, noncurrent 1,056 4,060 Derivative liability, noncurrent 217 101 Deferred revenue, noncurrent 1,842 2,706 Other liabilities, noncurrent 723 576 Total Liabilities 74,653 95,092 Commitments and Contingencies Stockholders' Equity 532,128 501,763 Notes due from affiliates 7 67 Additional paid-in capital 532,128 501,763 Notes due from affiliates — (314) Accumulated deficit (285,143) <	Intangible assets, net		45,441		52,699
Liabilities and Stockholders' Equity Current Liabilities: Accounts payable 5,896 \$ 13,791 Accrued expenses and other current liabilities 27,538 27,015 Escrow liability — 13,274 Convertible notes, current 3,449 3,513 Deferred revenue, current 33,932 30,056 Total current liabilities 70,815 87,649 Convertible notes, noncurrent 1,056 4,060 Derivative liability, noncurrent 217 101 Deferred revenue, noncurrent 1,842 2,706 Other liabilities, noncurrent 723 576 Total Liabilities * 74,653 95,092 Commitments and Contingencies * 74,653 95,092 Commitments and Contingencies * 70 67 Additional paid-in capital 532,128 501,763 Notes due from affiliates — (314) Accumulated deficit (285,143) (256,972) Accumulated other comprehensive income (loss) 9 (6) Total sto	Goodwill		133,674		133,674
Current Liabilities: Accounts payable 5,896 \$ 13,791 Accrued expenses and other current liabilities 27,538 27,015 Escrow liability — 13,274 Convertible notes, current 3,449 3,513 Deferred revenue, current 33,932 30,056 Total current liabilities 70,815 87,649 Convertible notes, noncurrent 1,056 4,060 Derivative liability, noncurrent 217 101 Deferred revenue, noncurrent 1,842 2,706 Other liabilities, noncurrent 723 576 Total Liabilities \$ 74,653 95,092 Commitments and Contingencies \$ 74,653 95,092 Common Stock 70 67 Additional paid-in capital 532,128 501,763 Notes due from affiliates — (314) Accumulated deficit (285,143) (256,972) Accumulated other comprehensive income (loss) 9 (6) Total stockholders' equity 247,064 244,538	Total Assets	\$	321,717	\$	339,630
Accounts payable 5,896 \$ 13,791 Accrued expenses and other current liabilities 27,538 27,015 Escrow liability — 13,274 Convertible notes, current 3,449 3,513 Deferred revenue, current 33,932 30,056 Total current liabilities 70,815 87,649 Convertible notes, noncurrent 1,056 4,060 Derivative liability, noncurrent 217 101 Deferred revenue, noncurrent 1,842 2,706 Other liabilities, noncurrent 723 576 Total Liabilities \$ 74,653 \$ 95,092 Commitments and Contingencies \$ 74,653 \$ 95,092 Common Stock 70 67 Additional paid-in capital 532,128 501,763 Notes due from affiliates — (314) Accumulated deficit (285,143) (256,972) Accumulated other comprehensive income (loss) 9 (6) Total stockholders' equity 247,064 244,538	Liabilities and Stockholders' Equity				
Accrued expenses and other current liabilities 27,538 27,015 Escrow liability — 13,274 Convertible notes, current 3,449 3,513 Deferred revenue, current 33,932 30,056 Total current liabilities 70,815 87,649 Convertible notes, noncurrent 1,056 4,060 Derivative liability, noncurrent 217 101 Deferred revenue, noncurrent 1,842 2,706 Other liabilities, noncurrent 723 576 Total Liabilities \$ 74,653 \$ 95,092 Commitments and Contingencies \$ 74,653 \$ 95,092 Common Stock 70 67 Additional paid-in capital 532,128 501,763 Notes due from affiliates — (314) Accumulated deficit (285,143) (256,972) Accumulated other comprehensive income (loss) 9 (6) Total stockholders' equity 247,064 244,538	Current Liabilities:				
Escrow liability — 13,274 Convertible notes, current 3,449 3,513 Deferred revenue, current 33,932 30,056 Total current liabilities 70,815 87,649 Convertible notes, noncurrent 1,056 4,060 Derivative liability, noncurrent 217 101 Deferred revenue, noncurrent 1,842 2,706 Other liabilities, noncurrent 723 576 Total Liabilities \$ 74,653 95,092 Commitments and Contingencies \$ 74,653 95,092 Common Stock 70 67 Additional paid-in capital 532,128 501,763 Notes due from affiliates — (314) Accumulated deficit (285,143) (256,972) Accumulated other comprehensive income (loss) 9 (6) Total stockholders' equity 244,538	Accounts payable		5,896	\$	13,791
Convertible notes, current 3,449 3,513 Deferred revenue, current 33,932 30,056 Total current liabilities 70,815 87,649 Convertible notes, noncurrent 1,056 4,060 Derivative liability, noncurrent 217 101 Deferred revenue, noncurrent 1,842 2,706 Other liabilities, noncurrent 723 576 Total Liabilities \$74,653 95,092 Commitments and Contingencies \$74,653 95,092 Common Stock 70 67 Additional paid-in capital 532,128 501,763 Notes due from affiliates — (314) Accumulated deficit (285,143) (256,972) Accumulated other comprehensive income (loss) 9 (6) Total stockholders' equity 247,064 244,538	Accrued expenses and other current liabilities		27,538		27,015
Deferred revenue, current 33,932 30,056 Total current liabilities 70,815 87,649 Convertible notes, noncurrent 1,056 4,060 Derivative liability, noncurrent 217 101 Deferred revenue, noncurrent 1,842 2,706 Other liabilities, noncurrent 723 576 Total Liabilities \$ 74,653 \$ 95,092 Commitments and Contingencies \$ 50,092 Stockholders' Equity 70 67 Additional paid-in capital 532,128 501,763 Notes due from affiliates — (314) Accumulated deficit (285,143) (256,972) Accumulated other comprehensive income (loss) 9 (6) Total stockholders' equity 247,064 244,538	Escrow liability		_		13,274
Total current liabilities 70,815 87,649 Convertible notes, noncurrent 1,056 4,060 Derivative liability, noncurrent 217 101 Deferred revenue, noncurrent 1,842 2,706 Other liabilities, noncurrent 723 576 Total Liabilities \$ 74,653 \$ 95,092 Commitments and Contingencies \$ 50,092 Stockholders' Equity 70 67 Additional paid-in capital 532,128 501,763 Notes due from affiliates — (314) Accumulated deficit (285,143) (256,972) Accumulated other comprehensive income (loss) 9 (6) Total stockholders' equity 247,064 244,538	Convertible notes, current		3,449		3,513
Convertible notes, noncurrent 1,056 4,060 Derivative liability, noncurrent 217 101 Deferred revenue, noncurrent 1,842 2,706 Other liabilities, noncurrent 723 576 Total Liabilities \$ 74,653 \$ 95,092 Commitments and Contingencies Stockholders' Equity Common Stock 70 67 Additional paid-in capital 532,128 501,763 Notes due from affiliates — (314) Accumulated deficit (285,143) (256,972) Accumulated other comprehensive income (loss) 9 (6) Total stockholders' equity 247,064 244,538	Deferred revenue, current		33,932		30,056
Derivative liability, noncurrent 217 101 Deferred revenue, noncurrent 1,842 2,706 Other liabilities, noncurrent 723 576 Total Liabilities \$ 74,653 \$ 95,092 Commitments and Contingencies Stockholders' Equity Common Stock 70 67 Additional paid-in capital 532,128 501,763 Notes due from affiliates — (314) Accumulated deficit (285,143) (256,972) Accumulated other comprehensive income (loss) 9 (6) Total stockholders' equity 247,064 244,538	Total current liabilities		70,815		87,649
Deferred revenue, noncurrent 1,842 2,706 Other liabilities, noncurrent 723 576 Total Liabilities \$ 74,653 95,092 Commitments and Contingencies Stockholders' Equity Common Stock 70 67 Additional paid-in capital 532,128 501,763 Notes due from affiliates — (314) Accumulated deficit (285,143) (256,972) Accumulated other comprehensive income (loss) 9 (6) Total stockholders' equity 247,064 244,538	Convertible notes, noncurrent		1,056		4,060
Other liabilities, noncurrent 723 576 Total Liabilities \$ 74,653 95,092 Commitments and Contingencies Stockholders' Equity Common Stock 70 67 Additional paid-in capital 532,128 501,763 Notes due from affiliates — (314) Accumulated deficit (285,143) (256,972) Accumulated other comprehensive income (loss) 9 (6) Total stockholders' equity 247,064 244,538	Derivative liability, noncurrent		217		101
Total Liabilities \$ 74,653 \$ 95,092 Commitments and Contingencies Stockholders' Equity Common Stock 70 67 Additional paid-in capital 532,128 501,763 Notes due from affiliates — (314) Accumulated deficit (285,143) (256,972) Accumulated other comprehensive income (loss) 9 (6) Total stockholders' equity 247,064 244,538	Deferred revenue, noncurrent		1,842		2,706
Commitments and Contingencies Stockholders' Equity Common Stock 70 67 Additional paid-in capital 532,128 501,763 Notes due from affiliates — (314) Accumulated deficit (285,143) (256,972) Accumulated other comprehensive income (loss) 9 (6) Total stockholders' equity 247,064 244,538	Other liabilities, noncurrent		723		576
Commitments and Contingencies Stockholders' Equity Common Stock 70 67 Additional paid-in capital 532,128 501,763 Notes due from affiliates — (314) Accumulated deficit (285,143) (256,972) Accumulated other comprehensive income (loss) 9 (6) Total stockholders' equity 247,064 244,538	Total Liabilities	\$	74,653	\$	95,092
Common Stock 70 67 Additional paid-in capital 532,128 501,763 Notes due from affiliates — (314) Accumulated deficit (285,143) (256,972) Accumulated other comprehensive income (loss) 9 (6) Total stockholders' equity 247,064 244,538	Commitments and Contingencies				
Additional paid-in capital532,128501,763Notes due from affiliates—(314)Accumulated deficit(285,143)(256,972)Accumulated other comprehensive income (loss)9(6)Total stockholders' equity247,064244,538	Stockholders' Equity				
Notes due from affiliates — (314) Accumulated deficit (285,143) (256,972) Accumulated other comprehensive income (loss) 9 (6) Total stockholders' equity 247,064 244,538	Common Stock		70		67
Accumulated deficit (285,143) (256,972) Accumulated other comprehensive income (loss) 9 (6) Total stockholders' equity 247,064 244,538	Additional paid-in capital		532,128		501,763
Accumulated other comprehensive income (loss) 9 (6) Total stockholders' equity 247,064 244,538	Notes due from affiliates		_		(314)
Accumulated other comprehensive income (loss) 9 (6) Total stockholders' equity 247,064 244,538	Accumulated deficit		(285,143)		(256,972)
Total stockholders' equity 247,064 244,538	Accumulated other comprehensive income (loss)		9		
	Total stockholders' equity		247,064		
		\$	321,717	\$	

Consolidated Statements of Cash Flows

(Dollars in U.S. \$, in thousands)

(Donard III 0.0. 4; III iii 0034ii 43)	Year E	ber 31,		
	2023	2022	2021	
Cash Flows from Operating Activities:				
Net loss	\$ (28,171)	\$ (91,629)	\$ (33,557)	
Adjustments to reconcile net loss to net cash used in operating activities:				
Depreciation and amortization	9,141	9,199	876	
Amortization of costs capitalized to obtain contracts	2,125	2,928	4,014	
Amortization of operating lease right-of-use asset	842	_	_	
Stock-based compensation expense	38,512	34,680	11,754	
Compensation expense in connection with revesting notes	73	(87)	184	
Non-cash interest expense, net	462	474	166	
Convertible notes fair value adjustment	684	(1,786)	511	
Derivative liability fair value adjustment	116	(1,295)	733	
(Gain)/loss on revaluation of contingent consideration	_	(5,279)	3,600	
Non-cash revenue from investment	(1,608)	(1,504)	_	
Inventory write-off	916	_	_	
Adjustment in connection with membership benefit	(2,172)	_	_	
Changes in operating assets and liabilities, net of acquisitions:				
Accounts receivable, net	(9,055)	6,474	(2,689)	
Prepaid expenses and other assets	(6,667)	10,629	(943)	
Inventory	5,811	(497)	(859)	
Costs capitalized to obtain contracts, net	(1,905)	(3,343)	(1,713)	
Accounts payable	(7,895)	(12,654)	559	
Accrued expenses and other current liabilities	2,193	(7,722)	4,720	
Deferred revenue	4,620	4,660	1,671	
Other liabilities, noncurrent	(498)	(303)	(1,180)	
Net cash provided by (used in) operating activities	7,524	(57,055)	(12,153)	
Cash Flows from Investing Activities:				
Cash paid for acquisitions, net of cash acquired	_	(110,933)	(2,983)	
Internal use software	(1,715)	(701)	_	
Purchase of property and equipment	(506)	_	(81)	
Cash advance on convertible note receivable	_	_	(4,000)	
Net cash used in investing activities	(2,221)	(111,634)	(7,064)	
Cash Flows from Financing Activities:				
Indemnity escrow payment in connection with an acquisition	(13,128)	_	_	
Proceeds from the exercise of options	5,811	2,394	3,543	
Taxes paid related to net settlement of equity awards	(14,033)	(4,077)	(4,725)	
Proceeds from repayment of notes due from affiliates	314	648	_	
Payments on borrowings	_	_	(41)	
Repayment of convertible notes	(3,919)	(3,471)	_	
Proceeds from capital raise, net of transaction costs	_	32,215	193,064	
Cash received in advance of the issuance of convertible notes	_	_	2,110	
Net cash provided by (used in) financing activities	(24,955)	27,709	193,951	
Net Increase (Decrease) in Cash, Cash Equivalents, and Restricted Cash	(19,652)	(140,980)	174,734	
Cash, Cash Equivalents and Restricted Cash at the Beginning of the Period	90,365	231,345	56,611	
Cash, Cash Equivalents, and Restricted Cash at the End of the Period	\$ 70,713	\$ 90,365	\$ 231,345	

	Year Ended December 3					31,
		2023		2022		2021
Supplemental disclosure:						
Cash paid during the period for taxes	\$	697	\$	_	\$	33
Cash paid during the period for interest		640		514		24
Non-cash investing and financing activities:						
Fair value of stock issued in connection with an acquisition		_		15,409		13,821
Fair value of convertible debt issued in connection with an acquisition		_		_		11,597
Fair value of contingent consideration issued in connection with an acquisition		_		_		5,900
Fair value of vested options assumed in connection with an acquisition		_		_		533
Forgiveness of convertible debt receivable in connection with an acquisition		_		_		4,023
Relative fair value of warrants issue with convertible debt		_		_		844
Beneficial conversion feature related to convertible debt		_		_		603
Fair value of bifurcated derivative related to convertible debt		_		_		663
Fair value of warrants held as investment		_		5,474		_
Fair value of stock issued in settlement of contingent consideration		_		4,221		_
Right of use asset recognized in connection with lease modification		1,054		_		_
Operating lease liability recognized in connection with lease modification		1,054		_		_
Total non-cash investing and financing activities	\$	2,108	\$	25,104	\$	37,984

Non-GAAP Financial Measures

We collect and analyze operating and financial data to evaluate the health of our business, allocate our resources and assess our performance.

EBITDA and Adjusted EBITDA

In addition to total revenue, net loss and other results under GAAP, we utilize non-GAAP calculations of earnings before interest, taxes, depreciation and amortization ("EBITDA") and adjusted earnings before interest, taxes, depreciation and amortization ("Adjusted EBITDA"). EBITDA is defined as net loss, excluding (i) convertible notes and derivative liability fair value adjustments, (ii) provision for income taxes, (iii) depreciation and amortization and (iv) other income, net. Adjusted EBITDA is defined as net loss, excluding (i) convertible notes and derivative liability fair value adjustments, (ii) provision for income taxes, (iii) depreciation and amortization, (iv) other income, net, (v) stock-based compensation, (vi) Form 10 transaction costs, (vii) acquisition and integration costs, (viii) workplace restructuring costs, (ix) inventory write-offs, (x) adjustment in connection with membership benefit, (xi) warehouse relocation costs and (xii) gain on revaluation of contingent consideration.

The above items are excluded from EBITDA and Adjusted EBITDA because these items are non-cash in nature, or because the amount and timing of these items are unpredictable, are not driven by core results of operations and render comparisons with prior periods and competitors less meaningful. We believe EBITDA and Adjusted EBITDA provide useful information to investors and others in understanding and evaluating our results of operations, as well as providing useful measures for period-to-period comparisons of our business performance. Moreover, we have included EBITDA and Adjusted EBITDA in this media release because they are key measurements used by our management team internally to make operating decisions, including those related to operating expenses, evaluate performance, and perform strategic planning and annual budgeting. However, these non-GAAP financial measures are presented for supplemental informational purposes only, should not be considered a substitute for or superior to financial information presented in accordance with GAAP, and may be different from similarly titled non-GAAP financial measures used by other companies. As such, you should consider these non-GAAP financial measures in addition to other financial performance measures presented in accordance with GAAP, including various cash flow metrics, net loss and our other GAAP results.

The following table presents a reconciliation of net loss, the most directly comparable GAAP measure, to EBITDA and Adjusted EBITDA:

		Three Mon Decem			Y	ear Ended [Dece	mber 31,
	2023 2022				2023		2022	
(in thousands)		_		_		_		
Net loss	\$	(3,146)	\$	(12,303)	\$	(28,171)	\$	(91,629)
Add (deduct):								
Convertible notes fair value adjustment		(114)		89		684		(1,786)
Derivative liability fair value adjustment ¹⁰		(62)		(112)		116		(1,295)
Provision for income taxes		411		228		616		312
Depreciation and amortization ¹¹		2,297		2,368		9,141		9,199
Other income, net		(1,431)		(614)		(3,228)		(13)
EBITDA	\$	(2,045)	\$	(10,344)	\$	(20,842)	\$	(85,212)
Stock-based compensation		10,834		10,193		38,512		34,680
Form 10 transaction costs		_		923		_		3,766
Acquisition and integration costs		_		852		_		11,949
Workplace restructuring costs ¹²		54		_		4,024		_
Write-off of obsolete inventory ¹³		_		_		916		_
Adjustment in connection with membership benefit ¹⁴		_		_		(2,172)		_
Warehouse relocation costs ¹⁵		44		_		121		_
Gain on revaluation of contingent consideration		_		_		_		(5,279)
Adjusted EBITDA	\$	8,887	\$	1,624	\$	20,559	\$	(40,096)

Key Financial Metrics:

	Three Months Ended December 31,				Year Ended D	December 31,		
	2023		2022		2023		2022	
(in millions)	(unaı	ıditea	1)					
Revenue								
U.S. subscription revenue (Non-GAAP)	\$ 54.5	\$	40.6	\$	199.4	\$	136.1	
International subscription revenue (Non-GAAP)	6.5		4.8		24.5		17.2	
Subscription revenue (Non-GAAP) ¹⁶	61.0		45.2		223.9		153.3	
Hardware revenue (Non-GAAP) ¹⁶	19.8		19.7		54.5		47.8	
Other revenue (GAAP)	 6.1		6.4		25.5		27.2	
Total revenue (Non-GAAP)	87.0		71.3		303.9		228.3	
Add: Non-GAAP adjustments related to bundled offerings	_		_		0.6		_	
Total revenue (GAAP)	87.0		71.3		304.5		228.3	
Non-GAAP Gross Profit ¹⁷	62.0		46.4		226.8		153.5	
Non-GAAP Gross Margin %17	71 %		65 %		<i>75</i> %		67 %	
Non-GAAP Subscription Gross Margin %	85 %		84 %		84 %		81 %	
Research and Development (Non-GAAP)	19.6		18.8		76.1		82.5	
Sales and Marketing (Non-GAAP)								
User acquisition and TV costs	7.5		5.2		28.9		26.4	
Other Sales and Marketing	5.1		6.2		19.4		26.0	
Commissions	11.1		8.7		42.7		31.4	
General & Administrative (Non-GAAP)	9.8		5.9		39.7		28.5	
Non-GAAP Operating Expenses ¹⁸	53.1		44.8		206.8		194.8	
rien er i i eperaning Enperiose								
Net loss (GAAP)	(3.1)		(12.3)		(28.2)		(91.6)	
1101 1000 (07 11 1)	(0.1)		(12.0)		(20.2)		(01.0)	
Adjusted EBITDA (Non-GAAP)	8.9		1.6		20.6		(40.1)	
Non-GAAP Adjusted EBITDA Margin %	10 %		2 %		7 %		(18)%	
Stock-based Compensation (GAAP)	(10.8)		(10.2)		(38.5)		(34.7)	
Other Non-GAAP Adjustments	(0.1)		(1.9)		(2.9)		(10.5)	
EBITDA (Non-GAAP)	\$ (2.0)	\$	(10.4)	\$	(20.8)	\$	(85.2)	

¹⁶ Life360 Non-GAAP Revenue is calculated using GAAP Revenue. For a reconciliation between GAAP Revenue and Non-GAAP Revenue, refer to the Revenue (GAAP to Non-GAAP reconciliation) section in this table.

¹⁰ To reflect the change in value of the derivative liability associated with the July 2021 Convertible Notes.

¹¹ Includes depreciation on fixed assets and amortization of acquired intangible assets.

¹² Relates to non-recurring personnel and severance related expenses in connection with the workplace restructure announced on January 12, 2023.

¹³ Relates to the write-off of raw materials that have no alternative use to the Company following the decision to halt development.

¹⁴ Relates to an adjustment recorded to reduce product costs recorded to cost of revenue in connection with the discontinuation of certain battery related membership benefits.

¹⁵ Relates to non-recurring warehouse relocation costs in relation to the Company's transition to a new logistics partner.

Non-GAAP Gross Profit is calculated using Revenue, Non-GAAP and Cost of revenue, Non-GAAP. Non-GAAP Gross Margin is calculated by dividing Non-GAAP Gross Profit by Total Revenue (Non-GAAP). For a reconciliation between Total Revenue, GAAP and Total Revenue, Non-GAAP and Total Cost of revenue, GAAP and Total Cost of revenue, Non-GAAP, refer to the Revenue and Cost of Revenue (GAAP to Non-GAAP reconciliation) sections below.

Non-GAAP operating expenses are calculated using Research and Development, Non-GAAP, Sales and Marketing, Non-GAAP and General & Administrative, Non-GAAP expenses. For a reconciliation between Total operating expenses, GAAP and Total operating expenses, Non-GAAP, refer to the Operating expenses (GAAP to Non-GAAP reconciliation) section below.

Revenue (GAAP to Non-GAAP reconciliation):

	Q1 2023	Q2 2023	Q3 2023		Q4 2023	
(in millions)						
Subscription revenue, GAAP included in Adjusted EBITDA	\$ 51.7	\$ 52.7	\$	56.6	\$	59.8
Bundled offerings ¹⁹	_	0.7		1.2		1.2
Total Subscription revenue, Non-GAAP	\$ 51.7	\$ 53.4	\$	57.8	\$	61.0
Hardware revenue, GAAP included in Adjusted EBITDA	\$ 10.0	\$ 11.6	\$	15.5	\$	21.1
Bundled offerings ¹⁹	 _	(1.1)		(1.4)		(1.2)
Total Hardware revenue, Non-GAAP	\$ 10.0	\$ 10.5	\$	14.2	\$	19.8

¹⁹ The net difference of the bundled offerings represents the GAAP revenue recognition of subscription revenue allocated to hardware revenue which is recognized at a point-in-time rather than ratably over the subscription period. Bundled offerings only represent bundled Life360 subscription and hardware offerings.

Cost of Revenue (GAAP to Non-GAAP reconciliation):

•	Three Months Ended December 31,				Year Ended December 31,					
		2023		2022		2023		2022		
(in millions)						_				
Cost of subscription revenue, GAAP	\$	8.3	\$	7.9	\$	31.0	\$	30.7		
Less: Depreciation and amortization		(0.3)		(0.3)		(1.2)		(0.9)		
Less: Stock-based compensation		(0.2)		(0.1)		(0.7)		(0.6)		
Less: Severance and other						(0.1)		_		
Less: Adjustment in connection with membership benefit		_		_		1.8		_		
Non-GAAP Cost of subscription revenue included in Adjusted EBITDA	\$	7.7	\$	7.5	\$	30.8	\$	28.9		
Less: Hardware bundling adjustment		1.5		_		4.0				
Total Cost of subscription revenue, Non-GAAP	\$	9.2	\$	7.5	\$	34.8	\$	28.9		
						_				
Cost of hardware revenue, GAAP	\$	17.7	\$	17.5	\$	47.4	\$	45.4		
Less: Depreciation and amortization		(0.9)		(0.9)		(3.6)		(3.6)		
Less: Stock-based compensation		(0.4)		(0.1)		(1.1)		(0.4)		
Less: Severance and other		_		_		(0.2)		(0.1)		
Less: Adjustment in connection with membership benefit		_		_		0.4		_		
Non-GAAP Cost of hardware revenue included in Adjusted EBITDA	\$	16.3	\$	16.5	\$	42.9	\$	41.3		
Less: Alignment of accounting policies ²⁰				_				1.0		
Less: Hardware bundling adjustment		(1.5)		_		(4.0)		_		
Total Cost of hardware revenue, Non-GAAP	\$	14.8	\$	16.5	\$	38.9	\$	42.3		
Cost of other revenue, GAAP	\$	0.9	\$	0.9	\$	3.5	\$	3.6		
Less: Stock-based compensation		_		(0.1)		_		(0.3)		
Total Cost of other revenue, Non-GAAP	\$	0.9	\$	0.9	\$	3.5	\$	3.5		
Cost of revenue, GAAP	\$	26.8	\$	26.3	\$	81.9	\$	79.7		
Less: Depreciation and amortization	·	(1.2)		(1.2)		(4.8)	·	(4.5)		
Less: Stock-based compensation		(0.6)		(0.3)		(1.8)		(1.3)		
Less: Severance and other		`		`		(0.3)		(0.1)		
Less: Adjustment in connection with membership benefit		_		_		2.2		_		
Non-GAAP Cost of revenue included in Adjusted EBITDA	\$	24.9	\$	24.8	\$	77.2	\$	73.8		
Less: Alignment of accounting policies ²⁰		_		_		_		1.0		
Total Cost of revenue, Non-GAAP	\$	24.9	\$	24.9	\$	77.2	\$	74.8		

²⁰ Includes non-recurring costs reflecting the alignment of accounting policies attributable to the integration with Tile. As these adjustments are not deemed to be non-routine or one time in nature, they have not been added back to EBITDA or Adjusted EBITDA.

Operating expenses (GAAP to Non-GAAP reconciliation):

	Th	ree Months End	Months Ended December 31,			Year Ended December 31,					
		2023		2022		2023		2022			
(in millions)											
Research and development expense, GAAP	\$	26.0	\$	25.1	\$	101.0	\$	102.4			
Less: Depreciation and amortization		_		_		(0.1)		_			
Less: Stock-based compensation		(6.5)		(6.3)		(22.0)		(19.4)			
Less: Severance and other		0.1				(2.7)		(0.5)			
Total Research and development, Non-GAAP	\$	19.6	\$	18.8	\$	76.1	\$	82.5			
				_		_					
Sales and marketing expense, GAAP	\$	25.7	\$	22.1	\$	99.1	\$	92.4			
Less: Depreciation and amortization		(1.1)		(1.1)		(4.2)		(4.3)			
Less: Stock-based compensation		(8.0)		(0.7)		(3.1)		(3.7)			
Less: Severance and other		_		(0.1)		(0.9)		(0.6)			
Total Sales and marketing expense, Non-GAAP	\$	23.7	\$	20.2	\$	90.9	\$	83.8			
General and administrative expense, GAAP	\$	12.8	\$	10.5	\$	52.6	\$	48.1			
Less: Depreciation and amortization		_		(0.1)		_		(0.4)			
Less: Stock-based compensation		(2.9)		(2.9)		(11.6)		(10.1)			
Less: Severance and other		(0.1)		(1.6)		(1.2)		(9.1)			
Total General and administrative expense, Non-GAAP	\$	9.8	\$	5.9	\$	39.7	\$	28.5			
Total Operating expenses, GAAP	\$	64.5	\$	57.7	\$	252.6	\$	243.0			
Less: Depreciation and amortization		(1.1)		(1.2)		(4.3)		(4.7)			
Less: Stock-based compensation		(10.2)		(9.9)		(36.7)		(33.2)			
Less: Severance and other		(0.1)		(1.7)		(4.8)		(10.2)			
Total Operating expenses, Non-GAAP	\$	53.1	\$	44.9	\$	206.8	\$	194.8			