



Announcement Summary

Entity name

LIFE360 INC.

Announcement Type

New announcement

Date of this announcement

7/6/2024

The Proposed issue is:

A placement or other type of issue

Total number of +securities proposed to be issued for a placement or other type of issue

| ASX +security code | +Security description | Maximum Number of +securities to be issued |
|--------------------|--|--|
| 360 | CDI 3:1 US PERSON PROHIBITED EXCLUDING QIB | 11,111,112 |

Proposed +issue date

7/6/2024

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

LIFE360 INC.

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

1.2 Registered Number Type

ARBN

Registration Number

629412942

1.3 ASX issuer code

360

1.4 The announcement is

New announcement

1.5 Date of this announcement

7/6/2024

1.6 The Proposed issue is:

A placement or other type of issue



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?

No

Part 7B - Issue details

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

No

Details of +securities proposed to be issued

ASX +security code and description

360 : CDI 3:1 US PERSON PROHIBITED EXCLUDING QIB

Number of +securities proposed to be issued

11,111,112

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

Yes

In what currency is the cash consideration being paid?

USD - US Dollar

What is the issue price per +security?

USD 9.00000

AUD equivalent to issue price amount per +security

14.690000

FX rate (in format AUD 1.00 / primary currency rate):

AUD 1.00

FX rate (in format AUD rate/primary currency rate) Primary Currency rate

USD 0.66400000

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes



Part 7C - Timetable

7C.1 Proposed +issue date

7/6/2024

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?

No

7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

Yes

7D.1b (i) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?

11,111,112

7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

No

7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?

No

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?

No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?

No

Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?

Yes

7E.1a Who is the lead manager/broker?

Goldman Sachs & Co. LLC

7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

No additional fee is being paid for acting as lead manager.

7E.2 Is the proposed issue to be underwritten?

Yes

7E.2a Who are the underwriter(s)?

Goldman Sachs & Co. LLC
Evercore Group L.L.C.
UBS Securities LLC
Stifel, Nicolaus & Company, Incorporated
Canaccord Genuity LLC
Citizens JMP Securities, LLC
Loop Capital Markets LLC



7E.2b What is the extent of the underwriting (ie the amount or proportion of the proposed issue that is underwritten)?

The underwriters are committed to take and pay for all of the shares being offered by the Company and the selling security holders.

7E.2c What fee, commission or other consideration is payable to them for acting as underwriter(s)?

Underwriting discounts and commissions to be paid amount to US\$10,867,500 (assuming no exercise) or US\$12,497,625 (assuming full exercise of the underwriters' options to purchase the entire greenshoe).

7E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated.

1. A suspension or material limitation in trading in securities generally on the Exchange; 2. A suspension or material limitation in trading in the Company's securities on the Exchange; 3. A general moratorium on commercial banking activities declared by either Federal or New York State authorities or a material disruption in commercial banking or securities settlement or clearance services in the US; 4. The outbreak or escalation of hostilities involving the USes or the declaration by the US of a national emergency or war, or 5. The occurrence of any other calamity or crisis or any change in financial, political or economic conditions in the US or elsewhere, if the effect of any such event specified in clause 4. or 5. makes it impracticable or inadvisable to proceed with the public offering or the delivery of the Securities being delivered at such Time of Delivery on the terms and in the manner contemplated in the Pricing Prospectus and the Prospectus;

7E.3 Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed issue?

No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

It is estimated that the total expenses of the offering, excluding underwriting discounts and commissions, will be approximately US\$3.3 million. There is also agreement to reimburse the underwriters for certain of their expenses in an amount up to US\$40,000.

Part 7F - Further Information

7F.01 The purpose(s) for which the entity is issuing the securities

To increase capitalization and financial flexibility, to create a public market for Life360 common stock in the USA, for working capital, operating expenses and capital expenditures.

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

No

7F.2 Any other information the entity wishes to provide about the proposed issue

7F.3 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:

The publication of a cleansing notice under section 708A(5), 708AA(2)(f), 1012DA(5) or 1012DAA(2)(f)