ASX ANNOUNCEMENT

6 April 2021

Notice of 2021 Annual General Meeting

Life360, Inc. (ASX: 360) ("**Life360**" or the "**Company**") advises the dispatch of the attached Notice of Annual Meeting and Proxy Statement to security holders of the Company (both holders of common stock and CHESS Depositary Interests (**CDIs**)) (together "**Shareholders**") for its 2021 Annual Meeting (**AGM** or **Annual Meeting**) to be held at 9.30am (Sydney time) on Friday 30 April 2021 (4.30pm (San Francisco time) on Thursday 29 April 2021).

As the Company has its headquarters in San Francisco, and because of the ongoing impacts of COVID-19 in the United States, the Annual Meeting is being held by way of a virtual meeting which will be held electronically via webcast and an online voting platform. Shareholders are encouraged to attend and vote at the meeting electronically or by lodging the proxy form ahead of the meeting. For this purpose, an Online Meeting Guide is attached and will be sent to all Shareholders.

Samples of the CDI Voting Instruction Form (for CDI holders) and Proxy Voting Card (for common stock holders) are attached with this Notice of Annual Meeting.

Authorisation

The Board of Directors of Life360 has authorised this announcement being given to ASX.

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About Life360

Life360 operates a platform for today's busy families, bringing them closer together by helping them better know, communicate with and protect the people they care about most. The Company's core offering, the Life360 mobile app, is a market leading app for families, with features that range from communications to driving safety and location sharing. Life360 is based in San Francisco and had more than 26 million monthly active users (MAU) as at December 2020, located in more than 195 countries.

Life360's CDIs are issued in reliance on the exemption from registration contained in Regulation S of the US Securities Act of 1933 (Securities Act) for offers of securities which are made outside the US. Accordingly, the CDIs, have not been, and will not be, registered under the Securities Act or the laws of any state or other jurisdiction in the US. As a result of relying on the Regulation S exemption, the CDIs are 'restricted securities' under Rule 144 of the Securities Act. This means that you are unable to sell the CDIs into the US or to a US person who is not a QIB for the foreseeable future except in very limited circumstances until after the end of the restricted period, unless the re-sale of the CDIs is registered under the Securities Act or an exemption is available. To enforce the above transfer restrictions, all CDIs issued bear a FOR Financial Product designation on the ASX. This designation restricts any CDIs from being sold on ASX to US persons excluding QIBs. However, you are still able to freely transfer your CDIs on ASX to any person other than a US person who is not a QIB. In addition, hedging transactions with regard to the CDIs may only be conducted in accordance with the Securities Act.

Notice of 2021 Annual Meeting

Life360

Contents

Chairman's letter 4

Summary of resolutions 5

Frequently Asked Questions 8

What is the purpose of the Annual Meeting? 8

Who is entitled to vote at the Annual Meeting? 8

Will any Shareholders be excluded from voting on any of the items? 9

How many Shares must be present for voting to hold the meeting? 9

What is a proxy? 9

What is the difference between a Shareholder of record and a "Street Name" holder? 9

What does it mean if I receive more than one printed set of proxy materials? 9

Can I vote my Shares or CDIs in person at the meeting? 10

How do I vote my Shares of common stock? 10

How do I vote if I hold CDIs 10

How do I vote if I am a Street Name holder? 11

Voting mechanics 11

Voting requirements and voting exclusions to approve each of the items set forth in the Notice of Annual Meeting 11

How do I change my vote or revoke my proxy? 14

Who pays of the cost of proxy preparation and solicitation? 14

How can I ask questions if I cannot attend the meeting in person? 14

Items of Business at the Annual Meeting 15

Annexure A - Summary of restated 2011 Stock Plan 42

Key dates

	Sydney time	San Francisco time
Date of annual meeting	30 April 2021, at 9.30am	29 April 2021, at 4.30pm
Eligibility to attend and vote	13 March 2021, at 12.00pm	12 March 2021 at 5.00pm
Last date to submit questions to the company	26 April, 2021, no later than 9.30am	25 April 2021, no later than 4.30pm
Last date to submit CDI voting form	26 April 2021, no later than 9.30am	25 April 2021, no later than 4.30pm
Last date to submit Proxy voting form	27 April 2021, no later than 9.30am	26 April 2021, no later than 4.30pm

Chairman's letter

Dear Shareholder

On behalf of the Directors of Life360, Inc. (**Life360**), I am pleased to invite you to attend the 2021 Annual General Meeting ("**AGM**") of Life360. Enclosed is the Notice of Annual Meeting setting out the business of the AGM.

Given the impact of COVID-19 and current guidelines and restrictions concerning social distancing, the AGM will be held by way of a virtual meeting which will be held electronically via webcast and an online voting platform. The AGM will be held on Friday, 30 April 2021 commencing at 9.30am (Sydney time) (4.30pm (San Francisco time) on Thursday, 29 April 2021). This means that Shareholders are not invited to physically attend the AGM but can attend via the webinar electronic platform. An online meeting guide is included with these AGM materials.

The matters to be considered and voted on at the AGM are described in the accompanying Notice of Annual Meeting and Proxy Statement.

All Shareholders are invited to attend the AGM. Whether or not you expect to attend the virtual AGM, please submit your Proxy Card or CDI Voting Instruction Form as soon as possible so that your applicable Shares/CDIs can be voted at the AGM. For specific instructions on voting, please refer to the instructions in the Notice of Annual Meeting and the Proxy Card or CDI Voting Instruction Form, as applicable. If you hold your Shares or CDIs through an account with a brokerage firm, bank, or other nominee, please follow the instructions you receive from them to vote your Shares or CDIs.

The Board encourages all Shareholders to participate in the virtual AGM using the online facility and to submit questions. If you are unable to attend the AGM via the virtual online facility and have a specific question that you would like to submit to the Chairman of the meeting, please submit your questions via: jmasojada@life360.com OR to Company Matters Level 12, 680 George Street, Sydney NSW Australia 2000 (PO Box 20547, World Square NSW Australia 2002) Attention: Graeme Blackett no later than 9.30am (Sydney time) on Monday, 26 April 2021 (4.30pm (San Francisco time) on Sunday, 25 April 2021).

Thank you for your continued support of Life360 and I look forward to your attendance at the AGM.

Yours faithfully,

John Philip Coghlan
Chairman

All capitalised terms used in the Notice of Annual Meeting, Proxy Statement, Proxy Card or CDI Voting Instruction Form and not otherwise defined shall have the meaning ascribed in the Company's Annual Report, dated 25 February 2021.

Notice of 2021 Annual Meeting of Shareholders

To be held on 30 April 2021 (Australia) and 29 April 2021 (U.S.)

The 2021 Annual Meeting of Shareholders of Life360 will be held at 9.30am (Sydney time) on 30 April 2021 (4.30pm (San Francisco time) on 29 April 2021) (the "**Meeting Date**") for the following purposes:

1. Re-Election of James Synge as a Director

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

"That James Synge is hereby re-elected as a Director of the Company in accordance with Article VII of the Certificate of Incorporation of the Company and Section 2.2 of the Company's Bylaws."

The Board of Directors of the Company (the "**Board**") recommends that our Shareholders vote "FOR" on this Item 1 except for James Synge who abstains from making a recommendation on Item 1 due to his personal interest in this proposal.

2. Re-Election of David Wiadrowski as a Director

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

"That David Wiadrowski is hereby re-elected as a Director of the Company in accordance with Article VII of the Certificate of Incorporation of the Company and Section 2.2 of the Company's Bylaws."

The Board recommends that our Shareholders vote "FOR" on this Item 2 except for David Wiadrowski who abstains from making a recommendation on Item 2 due to his personal interest in this proposal.

3. Re-Election of Brit Morin as a Director

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

"That Brit Morin is hereby re-elected as a Director of the Company in accordance with Article VII of the Certificate of Incorporation of the Company and Section 2.2 of the Company's Bylaws."

The Board recommends that our Shareholders vote "FOR" on this Item 3 except for Brit Morin who abstains from making a recommendation on Item 3 due to her personal interest in this proposal.

4. Re-Election of Randi Zuckerberg as a Director

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

"That Randi Zuckerberg, who was appointed as a Non-Executive Director on 19 January 2021 is hereby re-elected as a Director of the Company in accordance with Article VII of the Certificate of Incorporation of the Company and Section 2.2 of the Company's Bylaws."

The Board recommends that our Shareholders vote "FOR" on this Item 4 except for Randi Zuckerberg who abstains from making a recommendation on Item 4 due to her personal interest in this proposal.

5. Increase to Non-Executive Director Fee Pool

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

"That, for the purposes of ASX Listing Rule 10.17, the aggregate maximum amount of remuneration of the Non-Executive Directors be increased by US$500,000 per annum to US$1,500,000 per annum."

The Board abstains from making a recommendation on Item 5 due to the personal interest of the Non-Executive Directors in this proposal.

6. Approval of grant of RSUs and Options to Chris Hulls

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

"That, for the purpose of ASX Listing Rule 10.14 and for all other purposes, the issue to Chris Hulls of RSUs and Options under the Amended and Restated 2011 Stock Plan ("**Restated Plan**") on the terms described in the Explanatory Notes, is approved."

The Board recommends that our Shareholders vote "FOR" on this Item 6 subject to the exclusions provided in the "Questions and Answers" section, except for Chris Hulls who abstains from making a recommendation on Item 6 due to his personal interest in this proposal.

7. Approval of grant of RSUs and Options to John Philip Coghlan

To consider and, if thought fit, to pass the following resolutions as an ordinary resolution:

"That, for the purpose of ASX Listing Rule 10.14 and for all other purposes, the issue to John Philip Coghlan of RSUs and Options under the Restated Plan on the terms described in the Explanatory Notes, is approved."

The Board recommends that our Shareholders vote "FOR" on this Item 7 subject to the exclusions provided in the "Questions and Answers" section, except for John Philip Coghlan who abstains from making a recommendation on Item 7 due to his personal interest in this proposal.

8. Approval of grant of RSUs and Options to Brit Morin

To consider and, if thought fit, to pass the following resolutions as an ordinary resolution:

"That, for the purpose of ASX Listing Rule 10.14 and for all other purposes, the issue to Brit Morin of RSUs and Options under the Restated Plan on the terms described in the Explanatory Notes, is approved."

The Board recommends that our Shareholders vote "FOR" on this Item 8 subject to the exclusions provided in the "Questions and Answers" section, except for Brit Morin who abstains from making a recommendation on Item 8 due to her personal interest in this proposal.

9. Approval of grant of RSUs and Options to James Synge

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

"That, for the purpose of ASX Listing Rule 10.14 and for all other purposes, the issue to James Synge of RSUs and Options under the Restated Plan on the terms described in the Explanatory Notes, is approved."

The Board recommends that our Shareholders vote "FOR" on this Item 9 subject to the exclusions provided in the "Questions and Answers" section, except for James Synge who abstains from making a recommendation on Item 9 due to his personal interest in this proposal.

10. Approval of grant of RSUs and Options to Mark Goines

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

"That, for the purpose of ASX Listing Rule 10.14 and for all other purposes, the issue to Mark Goines of RSUs and Options under the Restated Plan on the terms described in the Explanatory Notes, is approved."

The Board recommends that our Shareholders vote "FOR" on this Item 10 subject to the exclusions provided in the "Questions and Answers" section, except for Mark Goines who abstains from making a recommendation on Item 10 due to his personal interest in this proposal.

11. Approval of grant of RSUs and Options to David Wiadrowski

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

"That, for the purpose of ASX Listing Rule 10.14 and for all other purposes, the issue to David Wiadrowski of RSUs and Options under the Restated Plan on the terms described in the Explanatory Notes, is approved."

The Board recommends that our Shareholders vote "FOR" on this Item 11 subject to the exclusions provided in the "Questions and Answers" section, except for David Wiadrowski who abstains from making a recommendation on Item 11 due to his personal interest in this proposal.

Notice of 2021 Annual Meeting of Shareholders

To be held on 30 April 2021 (Australia), 29 April 2021 (U.S.)

12. Approval of grant of RSUs and Options to Randi Zuckerberg

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

"That, for the purpose of ASX Listing Rule 10.14 and for all other purposes, the issue to Randi Zuckerberg of RSUs and Options under the Restated Plan on the terms described in the Explanatory Notes, is approved."

The Board recommends that our Shareholders vote "FOR" on this Item 12 subject to the exclusions provided in the "Questions and Answers" section, except for Randi Zuckerberg who abstains from making a recommendation on Item 12 due to her personal interest in this proposal.

13. Approval of grant of RSUs and Options to Alex Haro

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

"That, for the purpose of ASX Listing Rule 10.14 and for all other purposes, the issue to Alex Haro of RSUs and Options under the Restated Plan on the terms described in the Explanatory Notes, is approved."

The Board recommends that our Shareholders vote "FOR" on this Item 13 subject to the exclusions provided in the "Questions and Answers" section, except for Alex Haro who abstains from making a recommendation on Item 13 due to his personal interest in this proposal.

14. Amendment of Audit and Risk Committee Charter

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

"That the amendment of the Audit and Risk Committee Charter, on the terms set out in the Explanatory Notes, is approved."

The Board recommends that our Shareholders vote "FOR" on this Item 14.

Record Date and Voting Rights

Shareholders may vote at the Annual Meeting if they are a Shareholder of record, hold CHESS Depositary Interests ("CDIs"), or are a beneficial owner of Shares or CDIs held in Street Name (as defined below) at 12.00pm (Sydney time) on Saturday 13 March 2021 (5.00pm (San Francisco time) on Friday 12 March 2021) (the "**Record Date**"). Section 2.11 of the Company's Bylaws provides that the Record Date shall not be more than sixty (60) and not less than ten (10) days before the date of the Annual Meeting.

Holders of CDIs at the close of business on the Record Date are entitled to receive the Notice of Annual Meeting and to attend the Annual Meeting or any adjournment or postponement of the Annual Meeting. Holders of CDIs may also instruct our CDI depositary, CHESS Depositary Nominees Pty Ltd ("**CDN**"), to vote the Shares underlying their CDIs by following the instructions on the CDI Voting Instruction Form. CDN will vote the applicable Shares on behalf of each applicable CDI holder at the Annual Meeting in accordance with the instructions received via the CDI Voting Instruction Form.

Any Shareholder may request access to the list of Shareholders of Record entitled to vote at the Annual Meeting upon request to the Company's ASX Representative.

The Proxy Statement that accompanies and forms part of this Notice of Annual Meeting provides information in relation to each of the matters to be considered. This Notice of Annual Meeting and the Proxy Statement should be read in their entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their legal counsel, accountant, solicitor, or other professional advisor prior to voting.

Dated this 6 April 2021

By Order of the Board

John Philip Coghlan
Chairman

Proxy Statement

2021 Annual Meeting of Shareholders to be held on 30 April 2021 (Australia) and 29 April 2021 (US)

Important notice regarding the availability of Proxy materials for the 2021 Annual Meeting of Shareholders:

This Notice of Annual Meeting and Proxy Statement and the 31 December 2020 Financial Statements are available at **https://investors.life360.com**

The Board of Directors (the "**Board**") of Life360, Inc. (the "**Company**") is soliciting proxies for use at the 2021 Annual Meeting of Shareholders (the "**Annual Meeting**") to be held Friday, 30 April 2021 at 9.30am (Sydney time) (4.30pm (San Francisco time) on Thursday, 29 April 2021) and at any adjournment or postponement of the meeting. We expect to mail this proxy statement (this "**Proxy Statement**") and the accompanying Notice of the 2021 Annual Meeting (the "**Notice of Annual Meeting**") to Shareholders on or about 30 March 2021.

This is a completely virtual Annual Meeting. Shareholders can participate in the Annual Meeting virtually via the online platform by accessing https://web.lumiagm.com (Meeting ID 388-472-095).

Questions and Answers

What is the purpose of the Annual Meeting?

At the Annual Meeting, the Shareholders are invited to act upon the items and proposals outlined in the Notice of Annual Meeting. At the Annual Meeting, the CEO will also report on matters of current interest to Shareholders and respond to any questions from Shareholders who ask questions via the online platform. The matters outlined in the Notice of Annual Meeting include:

- the re-election of James Synge as a Director of the Company ("Item 1")
- the re-election of David Wiadrowski as a Director of the Company ("Item 2")
- the re-election of Brit Morin as a Director of the Company ("Item 3")
- the re-election of Randi Zuckerberg as a Director of the Company ("Item 4")
- the approval of the increase to the Non-Executive Director Fee Pool for the purposes of ASX Listing Rule 10.17 ("Item 5")
- the approval of grant of RSUs and Options to Chris Hulls for the purposes of ASX Listing Rule 10.14 ("Item 6")
- the approval of the grant of RSUs and Options to the non-executive directors for the purposes of ASX Listing Rule 10.14 ("Items 7 to 13")
- the amendment of the Audit and Risk Committee Charter ("Item 14")

Who is entitled to vote at the Annual Meeting?

Only those Shareholders of record, or beneficial owners of Shares or CDIs held in Street Name (as defined below), at 12.00pm (Sydney time) on Saturday 13 March 2021 (5.00 pm (San Francisco time) on Friday 12 March 2021) (the "**Record Date**"), will be entitled to vote at the meeting and any adjournment or postponement thereof.

As at the Record Date, there are 50,222,459 Shares of common stock outstanding (equivalent to 150,667,337 CDIs), all of which are entitled to vote with respect to the items to be acted upon at the Annual Meeting, subject to applicable voting exclusions. Therefore, there is currently a total of 50,222,459 votes entitled to be cast at the Annual Meeting.

Each Share of common stock is entitled to one vote per Share. Each CDI represents 1/3 of a Share of common stock.

Votes for, against and abstentions will all be counted as present and entitled to vote for the purposes of determining whether a quorum is present.

Proxy Statement

2021 Annual Meeting of Shareholders to be held on 30 April 2021 (Australia) and 29 April 2021 (US)

Will any Shareholders be excluded from voting on any of the items?

In accordance with ASX Listing Rule 14.11.1, the Company will disregard any votes cast on certain resolutions by certain persons.

No votes will be excluded for Item 1, Item 2, Item 3, Item 4, or Item 14. Voting exclusions applicable to Item 5, Item 6, Item 7, Item 8, Item 9, Item 10, Item 11, Item 12 and Item 13 are set out in "What is the voting requirement to approve each of the items set forth in the Notice of Annual Meeting?" section.

How many Shares must be present for voting to hold the meeting?

Pursuant to Section 2.6 of the Company's Bylaws, the holders of one-third of the Shares of stock issued and outstanding and entitled to vote at the Annual Meeting must be present in person (including by means of remote communication) or represented by proxy to constitute a quorum for the transaction of business. Shares are counted as present at the Annual Meeting if:

- The Shareholder of record on the Record Date is present virtually (by registering their attendance via the virtual online facility at the Annual Meeting);
- The Shareholder of record on the Record Date, or the applicable beneficial owner, has properly submitted a proxy in a timely fashion as described in the Notice of Annual Meeting.

Abstentions and shares represented by "broker non votes" are counted for the purpose of determining the presence of a quorum.

What is a proxy?

If you designate another person or entity to vote Shares that you own, such other person or entity is referred to as your proxy. If you designate someone as your proxy in a written document, that document is also called a proxy or a proxy card. When you designate a proxy, you may also direct the proxy how to vote your Shares. This is referred to as your "proxy vote".

What is the difference between a Shareholder of record and a "Street Name" holder?

If you own Shares registered directly in your name with the Company's U.S. share registrar, Computershare Trust Company, N.A. ("**Computershare**"), you are considered the Shareholder of record with respect to those Shares. As a Shareholder of record, you have the right to grant your voting proxy directly to the Company or to vote in person at the Annual Meeting.

If your Shares are held in a stock brokerage account or by a bank, trust or other nominee, then the broker, bank, trust or other nominee is considered to be the Shareholder of record with respect to those Shares, while you are considered the beneficial owner of those Shares and your Shares are held in street name ("**Street Name**"). Street Name holders generally cannot vote their Shares directly and must instead instruct the broker, bank, trust or other nominee how to vote their Shares using the method described in the notice that such broker, bank, trust or other nominee sends to the Street Name holders. Since a Street Name holder is not the Shareholder of record, the Street Name holder may not vote their Shares in person at the Annual Meeting unless such holder obtains a "legal proxy" from their applicable broker, bank, trustee, or nominee giving such holder the right to vote the Shares at the meeting.

CDN is the Shareholder of record for all Shares beneficially owned by holders of CDIs. Holders of CDIs are entitled to receive the Notice of Annual Meeting and attend the Annual Meeting and may direct CDN to vote at the Annual Meeting by using the method described in the CDI Voting Instruction Form.

What does it mean if I receive more than one printed set of proxy materials?

If you receive more than one printed set of proxy materials, it means that you hold Shares or CDIs registered in more than one account. To ensure that all of your Shares are voted, please submit proxies or voting instructions for all of your Shares or CDIs.

Proxy Statement

2021 Annual Meeting of Shareholders to be held on 30 April 2021 (Australia) and 29 April 2021 (US)

Can I vote my Shares or CDIs in person at the meeting?

Please Note: You may only vote your Shares in person at the Annual Meeting by registering and participating in the virtual online facility if you own shares of common stock and are a Shareholder of record on the Record Date. CDI holders can participate in the Annual Meeting by registering and participating in the virtual online facility, however are unable to vote during the meeting. For votes to be counted, CDI holders must submit their properly completed CDI Voting Form and lodge it with the Company by the due date and in a manner as set out in this Notice of Annual Meeting.

Even if you currently plan to attend the virtual meeting and vote your Shares at the meeting, we recommend that you submit a proxy so that your vote will be counted if you later decide not to attend the meeting. If you submit your vote by proxy and later decide to vote in person at the Annual Meeting, the vote you submit at the Annual Meeting will override your proxy vote.

If you are a Street Name holder of shares of common stock, you may vote your Shares in person at the meeting only if you obtain and provide to Computershare prior to the meeting a signed letter or other form of proxy from your broker, bank, trust or other nominee giving you the right to vote the Shares at the meeting.

How do I vote my Shares of common stock?

Shareholders are entitled to vote if they are a Shareholder on the Record Date regardless of whether they attend the Annual Meeting.

At the Annual Meeting, every holder of common stock present themselves or by proxy, is entitled to one vote for each Share of common stock held on the Record Date on all matters submitted to a vote of the Shareholders.

If you are a Shareholder of record, you can vote in any of the following ways:

Proxy Forms

By mail	c/o Computershare Investor Services PO Box 505008 Louisville, KY 40233-9814 USA
Online	www.investorvote.com/LFTI
By phone	1-800-652-8683 (USA, US Territories & Canada only). Follow the instructions provided by the recorded message.

At the Annual Meeting by the following link: https://web.lumiagm.com (Meeting ID 388-472-095)

How do I vote if I hold CDIs?

Important: If you are a CDI holder, you must take one of the following actions in order to vote at the Annual Meeting:

a) Instructing CHESS Depositary Nominees Pty Ltd. ("**CDN**"), as the Shareholder of record, to vote the Shares underlying your CDIs pursuant to your instructions in the CDI Voting Instruction Form provided to Computershare.

b) Converting your CDIs into Shares of common stock and voting such Shares at the meeting in person or by proxy.

   Note: In order to vote as a common stock holder in person at the meeting, such conversion to common stock must be completed prior to the Record Date. CDI holders should contact the Share Registry for information regarding the conversion process. If CDI holders convert their holding to common stock prior to the Record Date, then they may follow the instructions above for voting as a common stock holder.

c) Informing the Company that you wish to nominate yourself or another person to be appointed as CDN's proxy with respect to the Shares underlying your CDIs for the purposes of attending and voting at the Annual Meeting by completing Step 2 in the enclosed CDI Voting Instruction Form.

Each CDI represents 1/3 of a Share. Therefore, each CDI holder will be entitled to one vote for every 3 CDIs that they hold.

Proxy Statement

2021 Annual Meeting of Shareholders to be held on
30 April 2021 (Australia) and 29 April 2021 (US)

CDI Voting Instruction Forms (Australian Register)

By mail	Share Registry – Computershare Investor Services Pty Limited GPO Box 242 Melbourne Victoria 3001 Australia
By fax	1800 783 447 (within Australia) +61 3 9473 2555 (outside Australia)
Online:	www.investorvote.com.au
Custodian	For Intermediary Online subscribers only (custodians).
Voting	Please visit www.intermediaryonline.com to submit your voting intentions.

How do I vote if I am a Street Name holder?

If you hold your Shares or CDIs in Street Name, you must vote your Shares or CDIs in the manner set forth by your broker, bank, trust or other nominee, which is similar to the voting procedures for Shareholders of record or CDI holders. You will receive a voting instruction form if nominated as a proxy (not a proxy card) to use in directing your applicable broker, bank, trust or other nominee how to vote your Shares or CDIs at the meeting.

Voting Mechanics

Proxy cards

Valid, signed and dated proxy cards must be received by Computershare no later than 9.30am (Sydney time) on 27 April 2021 (4.30pm (San Francisco time) on 26 April 2021).

CDI Voting Instruction Forms

Completed CDI Voting Instruction Forms must be provided to Computershare no later than 9.30am (Sydney time) on 26 April 2021 (4.30pm (San Francisco time) on 25 April 2021), in accordance with the instructions on that form. The CDI voting deadline is one business day prior to the date that Proxy Cards are due so that CDN may vote the Shares underlying the applicable CDIs.

In person (virtual attendance)

Physical attendance at the AGM is not available due to health and safety concerns related to the COVID-19 pandemic. Shareholders may attend the virtual online facility and vote online using the facility during the meeting. CDI Holders may attend the virtual AGM but will not be able to lodge a vote using the virtual online facility and are therefore urged to complete and submit their CDI Voting Forms as described above, for their vote to be counted.

Voting requirements and voting exclusions to approve each of the items set forth in the Notice of Annual Meeting

Please Note: If you are not entitled to vote in person at the meeting and you do not submit your proxy or voting instructions to your broker, a "non-vote" occurs and your Shares will not be counted for the purpose of establishing a quorum and will have no effect on the outcome of any of the items.

Abstentions are considered Shares present and entitled to vote for the purposes of determining a quorum, but will have no effect on the election of directors.

Subject to voting exclusion statements for a proposal, the vote required to approve each Item is set forth below. Information on voting exclusions is also set forth below.

Item 1 – Re-election of James Synge as a Director of the Company
Item 2 – Re-election of David Wiadrowski as a Director of the Company
Item 3 – Re-election of Brit Morin as a Director of the Company

Section 2.9 of the Company's Bylaws provides that all elections shall be determined by a plurality of the votes cast, and except as otherwise required by law, all other matters shall be determined by a majority of the votes cast affirmatively or negatively.

Members of the Board are elected by plurality vote. Accordingly, the three director nominees who receive the highest number of "FOR" votes will be elected as directors. You may vote "FOR" or "ABSTAIN" on the re-election of each Director.

Item 4 – Re-election of Randi Zuckerberg as a Director of the Company

In accordance with ASX Listing Rule 14.4, a director appointed as an addition to the Board must not hold office (without re-election) past the next annual general meeting of the entity.

Section 3.3 of the Company's Bylaws provides that each director, including a director elected to fill a vacancy, shall hold office until the expiration of the term for which elected and until such director's successor is elected and qualified or until such director's earlier death, resignation or removal.

Section 2.9 of the Company's Bylaws provides that all elections shall be determined by a plurality of the votes cast, and except as otherwise required by law, all other matters shall be determined by a majority of the votes cast affirmatively or negatively.

Members of the Board are elected by plurality vote. You may vote "FOR" or "ABSTAIN" on the re-election of Randi Zuckerberg as a Director of the Company.

Item 5 – Increase to Non-Executive Director Fee Pool

Assuming a quorum is present at the Annual Meeting, a majority of the votes cast affirmatively or negatively is required to approve the increase to the limit on aggregate non-executive Directors' remuneration in any financial year ("**Fee Pool**") by US$500,000, from US$1,000,000 to US$1,500,000, for the purposes of ASX Listing Rule 10.17.

Under Article IX of the Company's Bylaws, any provision thereof may be amended by the stockholders entitled to vote, and under ASX Listing Rule 10.17, the Fee Pool may only be increased with shareholder approval. If shareholder approval is not obtained, the current Fee Pool will remain at US$1,000,000.

You may vote "FOR", "AGAINST" or "ABSTAIN" on the proposal to approve the increase of the Fee Pool payable to Non-Executive Directors. Abstentions are considered Shares present and entitled to vote for the purposes of determining a quorum, but will have no effect on the voting for this proposal.

Voting Exclusion

The Company will disregard any votes cast in favour of the resolution by or on behalf of:

a) Directors of the Company; or

b) any associate of a Director of the Company.

However, this does not apply to a vote cast in favour of a resolution by:

a) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or

b) the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or

c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

   (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and

   (ii) the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Item 6 – Approval to issue RSUs and Options to Chris Hulls

Assuming a quorum is present at the Annual Meeting, a majority of the votes cast affirmatively or negatively is required to approve the issue of RSUs and Options to Chris Hulls for the purposes of ASX Listing Rule 10.14.

You may vote "FOR", "AGAINST" or "ABSTAIN" on the proposal to approve the issue of the RSUs and Options. Abstentions are considered Shares present and entitled to vote for the purposes of determining a quorum, but will have no effect on the voting for this proposal.

Voting Exclusion

The Company will disregard any votes cast in favour of the resolution by or on behalf of:

a) a person referred to in Listing Rules 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Restated Plan; or

b) an associate of that person or those persons.

However, this does not apply to a vote cast in favour of a resolution by:

a) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or

b) the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or

c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

   (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and

   (ii) the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Items 7 to 13 – Approval to issue RSUs and Options to Non-Executive Directors

Assuming a quorum is present at the Annual Meeting, a majority of the votes cast affirmatively or negatively is required to approve the issue of RSUs to each of John Philip Coghlan, Brit Morin, James Synge, Mark Goines, David Wiadrowski, Randi Zuckerberg and Alex Haro.

You may vote "FOR", "AGAINST" or "ABSTAIN" on the proposal to issue RSUs and Options to each Non-Executive Director. Abstentions are considered Shares present and entitled to vote for the purposes of determining a quorum, but will have no effect on the voting for this proposal.

Voting Exclusion

The Company will disregard any votes cast in favour of the resolution 7, 8, 9, 10, 11 , 12 or 13 by or on behalf of:

a) a person referred to in Listing Rules 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Restated Plan; or

b) an associate of that person or persons.

However, this does not apply to a vote cast in favour of a resolution by:

a) a person as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with directions given to the proxy or attorney to vote on the resolution in that way; or

b) the chair of the meeting as proxy or attorney for a person who is entitled to vote on the resolution, in accordance with a direction given to the chair to vote on the resolution as the chair decides; or

c) a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met:

   (i) the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting, and is not an associate of a person excluded from voting, on the resolution; and

   (ii) the holder votes on the resolution in accordance with directions given by the beneficiary to the holder to vote in that way.

Proxy Statement

2021 Annual Meeting of Shareholders to be held on 30 April 2021 (Australia) and 29 April 2021 (US)

Item 14 – Amendment of Audit and Risk Committee Charter

Assuming a quorum is present at the Annual Meeting, a majority of the votes cast affirmatively or negatively is required to approve the amendment of the Audit and Risk Committee Charter.

You may vote "FOR", "AGAINST" or "ABSTAIN" on the proposal to issue amend the Audit and Risk Committee Charter. Abstentions are considered Shares present and entitled to vote for the purposes of determining a quorum, but will have no effect on the voting for this proposal.

How do I change my vote or revoke my proxy?

If you are a Shareholder of record, you may change your vote or revoke your proxy by:

- filing a written statement to that effect with our ASX Representative at or before the taking of the vote at the Annual Meeting in the manner specified below;
- submitting a properly signed proxy card with a later date that is received prior to the close of voting; or
- attending the Annual Meeting using the virtual online facility, revoking your proxy, and voting via the online facility.

If the written statement is not filed at the AGM, the written statement to the ASX Representative should be delivered by not later than 9.30am (Sydney time) on Tuesday, 27 April 2021 (being 4.30pm (San Francisco time) on Monday, 26 April). The written statement can be delivered to Company Matters Pty Ltd, Level 12, 680 George Street, Sydney NSW 2000 (PO Box 20547, World Square NSW 2002) Attention: Graeme Blackett, or hand delivered to such address.

If you are a beneficial owner and hold shares through a broker, bank, or other nominee, you may submit new voting instructions by contacting your broker, bank, or other nominee. You may also change your vote or revoke your voting instructions in person at the Annual Meeting if you obtain a signed proxy from the record holder (broker, bank, or other nominee) giving you the right to vote the shares.

If you are a holder of CDIs and you direct CDN how to vote by completing the CDI Voting Instruction Form, you may revoke those directions by delivering to Computershare, by 9.30am (Sydney time) on Monday, 26 April 2021 (4.30pm (San Francisco time) on Sunday, 25 April 2021) a written notice of revocation bearing a later date than the CDI Voting Instruction Form previously sent.

Who pays for the cost of proxy preparation and solicitation?

The Company pays for the cost of proxy preparation and solicitation, including the reasonable charges and expenses of brokerage firms, banks, trusts or other nominees for forwarding proxy materials to Street Name holders and CDI holders. The Company is soliciting proxies by mail. In addition, the Directors, officers and regular employees of the Company may solicit proxies personally, telephonically, electronically or by other means of communication. The Company's Directors, officers and regular employees will receive no additional compensation for their services other than their regular compensation.

How can I ask questions if I cannot attend the meeting in person?

Only Shareholders that attend the AGM via the virtual online facility will be able to ask questions at the meeting. If you have a specific question that you would like to submit to the Chairman of the meeting, please send your question via jmasojada@life360.com OR to: Company Matters Level 12, 680 George Street, Sydney NSW Australia 2000 (PO Box 20547, World Square NSW Australia 2002) Attention: Graeme Blackett no later than 9.30am (Sydney time) on Monday, 26 April 2021 (4.30pm (San Francisco time) on Sunday, 25 April 2021).

Chairman's voting intention

The Chairman intends to vote undirected proxies in favour of all resolutions.

THIS NOTICE IS BEING GIVEN ON 6 April, 2021.

Items of business at the Annual Meeting

Items 1 - 4 – Re-election of Directors

Article VII of the Company's Certificate of Incorporation requires Directors designated to three different classes to retire upon the first, second or third annual meeting of Shareholders following such designation. If elected, the Director will hold office for a further 3 years or until his or her earlier resignation or removal.

ASX Listing Rule 14.4 provides that a Director of the Company must not hold office (without re-election) past the third Annual Meeting following the Director's appointment or 3 years, whichever is longer. However, a Director appointed to fill a casual vacancy or as an addition to the Board must not hold office (without re-election) past the next Annual Meeting of the Company.

Item 1: Re-election of James Synge to the Board

The Board appointed James Synge as a Class II Director of the Company, which came into effect upon listing of the Company on the ASX on 9 May 2019. In accordance with Article VII of the Company's Certificate of Incorporation, James Synge will retire at the Annual Meeting and being eligible for re-election, submits himself for re-election as a director by shareholders of the Company.

James is a very early investor in the Company, having invested more than 10 years ago and been instrumental in bringing the Company to the Australian market for capital raising. He is a Partner at Carthona Capital, a leading Australian venture capital firm which specialises in technology companies. James holds a Master of Tax from the University of Sydney and Bachelor of Business from the University of Technology (Sydney).

If elected, James Synge will hold office as a Class II director until the 2024 annual meeting of Shareholders. If elected, the Board considers that James Synge will be an independent director.

Item 2: Re-election of David Wiadrowski to the Board

The Board appointed David Wiadrowski as a Class II Director of the Company, which came into effect upon listing of the Company on the ASX on 9 May 2019. In accordance with Article VII of the Company's Certificate of Incorporation, David Wiadrowski will retire at the Annual Meeting and being eligible for re-election, submits himself for re-election as a director by shareholders of the Company.

David is the Chair of the Audit and Risk Management Committee, and is an experienced non-executive director currently on the board of Vocus Group Limited and is Chair of its Audit and Risk Committee, on the board of oOh!media Limited and is Chair of its Audit and Risk Committee and on the board of carsales.com Limited and is Chair of its Audit Committee and a member of its Risk Committee. He was a senior Assurance partner at PricewaterhouseCoopers (PwC) for more than 25 years. David holds a Bachelor of Commerce from the University of NSW, is a Fellow of the Chartered Accountants of Australia and New Zealand and is a Graduate of the Australian Institute of Company Directors.

If elected, David Wiadrowski will hold office as a Class II director until the 2024 meeting of Shareholders. If elected, the Board considers that David Wiadrowski will be an independent director.

Item 3: Re-election of Brit Morin to the Board

The Board appointed Brit Morin as a Class II Director of the Company, which came into effect upon listing of the Company on the ASX on 9 May 2019. In accordance with Article VII of the Company's Certificate of Incorporation, Brit Morin will retire at the Annual Meeting and being eligible for re-election, submits herself for re-election as a director by shareholders of the Company.

Brit joined the Board in 2018 and is the Founder and Chief Executive Officer of Brit + Co, a digital media and commerce brand and a partner to the Girl Scouts. She has been awarded various accolades including Ad Age's 40 under 40, Forbes 30 Under 30 and Fortune's Most Promising Entrepreneurs. Brit holds a Bachelor of Arts from the University of Texas, Austin.

If elected, Brit Morin will hold office as a Class II director until the 2024 meeting of Shareholders. If elected, the Board considers that Brit Morin will be an independent director.

Items of business at the Annual Meeting

Item 4 – Re-election of Randi Zuckerberg as a Director

The Board appointed Randi Zuckerberg as a Class I Director of the Company, effective 19 January 2021 (US Pacific Time). Randi is a member of the Audit & Risk Management Committee.

Randi is known for her work growing Facebook in its early days from an intimate community to the global social network it is today, and for creating Facebook Live. As the founder and CEO of Zuckerberg Media, Ms Zuckerberg supports current and future entrepreneurs through investment, mentorship, and media. She has created award-winning content and experiences that educate families and bring to light issues around digital literacy and safety. Ms Zuckerberg is the best-selling author of four books, including two focused on family and children's content, Dot Complicated (2015) and Dot (2013), which turned into a successful television show on Hulu and NBC. She has been recognised with an Emmy nomination, two Tony awards, a Drama Desk Award, and a Kidscreen Award. Ms Zuckerberg is also a Non-Executive Director of private financial and investing advice company, The Motley Fool.

If elected, Randi Zuckerberg will hold office as a Class I director until the 2023 meeting of Shareholders. If elected, the Board considers that Randi Zuckerberg will be an independent director.

Item 5 – Increase to Non-Executive Director fee pool

The Directors are seeking shareholder approval to increase the Fee Pool for the following reasons:

- the current Fee Pool is low by market standards, and was set when the Company listed in 2019;
- following advice from an independent compensation consultant, to ensure the Company has the ability to remunerate competitively and attract and retain high calibre non-executive directors;
- to allow for some growth in non-executive directors' remuneration in the future to reflect market competitiveness for non-executive directors with the skills and experience appropriate for the Company's business; and
- the number of non-executive directors is expected to increase in the coming years, as part of the Board's ongoing planning strategy reflecting the Company's growth and to ensure that the Board continues to have a balance of skills, knowledge and experience.

The remuneration of non-executive directors for the year ended 31 December 2020 is detailed in the Remuneration Report.

The following securities have been issued to the non-executive Directors under Listing Rule 10.14 since the Company listed on ASX on 10 May 2019:

Non-executive Director	Number of securities granted under Listing Rule 10.14
John Philip Coghlan	30 July 2020: 12,039 RSUs with a grant price of US$7.27 and fully vested as of 15 May 2021.
Brit Morin	30 July 2020: 11,331 RSUs with a grant price of US$7.27 and fully vested as of 15 May 2021.
James Synge	30 July 2020: 8,756 RSUs with a grant price of US$7.27 and fully vested as of 15 May 2021.
Mark Goines	30 July 2020: 8,413 RSUs with a grant price of US$7.27 and fully vested as of 15 May 2021.
David Wiadrowski	30 July 2020: 10,302 RSUs with a grant price of US$7.27 and fully vested as of 15 May 2021.
Randi Zuckerberg	Nil.

No securities have been issued to the non-executive Directors under Listing Rule 10.11.

Item 6 – Approval to issue RSUs and options to Chris Hulls for purposes of ASX Listing Rule 10.14

Item 6 seeks Shareholder approval in accordance with ASX Listing Rule 10.14 for the grant of restricted stock units ("RSUs") and Options over ordinary shares ("**Options**") to Chris Hulls, Chief Executive Officer, under the Company's Amended and Restated 2011 Stock Plan ("**Restated Plan**").

The Board considers that this grant of RSUs and Options to Chris Hulls would be a cost effective and efficient reward for the Company to make to appropriately incentivize his continued performance, and is consistent with the strategic goals and targets of the Company.

Refer to Annexure A for a summary of the terms and conditions of the Restated Plan.

Items of business at the Annual Meeting

ASX Listing Rule 10.14

In accordance with ASX Listing Rule 10.14, the Company must not permit a Director and any of his or her associates to acquire securities under an employee incentive scheme unless it obtains Shareholder approval. Therefore, the issue of RSUs and Options to Chris Hulls requires the approval of Shareholders for the purposes of ASX Listing Rule 10.14.

Specific Information required by ASX Listing Rule 10.15

For the purposes of ASX Listing Rule 10.15, the following additional information is provided to Shareholders:

Recipient of RSUs and Options	RSUs and Options will be granted to Chris Hulls, the Founder and CEO of the Company. Chris Hulls is a Director of the Company and consequently falls within the category of person listed in ASX Listing Rule 10.14.1.
Chris Hulls' current cash remuneration	A base salary of US$400,000 and a target cash bonus of US$175,000 for the period 1 January 2021 to 31 December 2021.
Number of securities previously granted under the Plan	• 1 October 2013: 167,000 options with an exercise price of US$0.58 per Share and an expiry date of 30 September 2023.* • 31 October 2013: 520,843 options with an exercise price of US$0.58 per Share and an expiry date of 30 October 2018.** • 11 August 2014: 707,996 options with an exercise price of US$0.91 per Share and an expiry date of 10 August 2024.* • 11 August 2014: 9,736 options with an exercise price of US$0.91 per Share and an expiry date of 10 August 2024.* • 24 October 2017: 208,987 options with an exercise price of US$2.15 per Share and an expiry date of 23 October 2027. • 16 July 2018: 1,269,386 options with an exercise price of US$2.53 per Share and an expiry date of 15 July 2028. • 30 October 2018: 10 options with an exercise price of US$9.55 per Share and an expiry date of 29 October 2028. • 7 April 2020: 49,453 RSUs with a grant price of US$4.11 and fully vested on 7 April 2022. • 31 July 2020: 230,000 options with an exercise price of US$4.15 per Share and an expiry date of 31 July 2030. *This grant was subsequently cancelled and is not currently outstanding. No Shares subject to the grant were exercised. **This grant subsequently expired and is not currently outstanding. No Shares subject to the grant were exercised.
Why this type of security is being used	It is market practice in the U.S. for executive compensation to include an equity component (commonly Options and/or RSUs) to incentivize and retain individuals and align their interests with the interests of the shareholders. The proposed issue of Options to Chris Hulls is a cost effective way to incentivize and retain Chris Hulls.
Date of issue of RSUs and Options	The Meeting Date.
Price of issue of RSUs and Options	The Company will issue the RSUs and Options to Chris Hulls under the Restated Plan for nil cash consideration.
Summary of material terms of any loan in relation to the acquisition	The Company will not make a loan to Chris Hulls in connection with the issue of the RSUs and Options.

Items of business at the Annual Meeting

Options

Number of Options to be granted	100,000
Summary of material terms of the Options	The Options will vest monthly in equal tranches over the four years from 1 February 2021 provided that Chris Hulls remains an Officer and Director of the Company as at the applicable vesting date. Vested Options can be exercised for Shares for the aggregate exercise price at any time. Unvested Options automatically lapse upon a termination of service unless otherwise determined by the Board. The Options have an expiry date that is 6 years from the date of grant. The Options will be issued on terms and conditions set out in the Restated Plan, a summary of which is provided in Annexure A.
Exercise Price	The Options will have an exercise price equal to the Meeting Date fair market value ("**Meeting Date FMV**"). The **Meeting Date FMV** shall be reflected as a U.S. Dollar value and shall be equal to the closing price of one CDI on the Meeting Date or, if there is no such closing price, the last closing price of one CDI prior to the Meeting Date (Sydney time), as adjusted as necessary to (i) reflect the CDI/per share of Common Stock ratio in effect as of such Meeting Date and (ii) take into account the exchange rate for such currency as published in the Wall Street Journal on the Meeting Date or, if there is no exchange rate for such date, the last exchange rate published prior to the Meeting Date.
Value attributed to the Options	The value attributed to the Options will be determined on the Meeting Date using the Meeting Date FMV. The below table is indicative only and illustrates the value that may be attributed to the Options based on different Meeting Date FMVs calculated by the Company using the Black Scholes model based on the below assumptions:

Exercise Price	Value of Options
Based on a Meeting Date FMV of US$7.44[1]	US$287,000 (US$2.87 per Option)
Based on a Meeting Date FMV of US$9.77[2]	US$377,000 (US$3.77 per Option)
Based on a Meeting Date FMV of US$12.11[3]	US$467,000 (US$4.67 per Option)

(1) Rounded to the nearest whole cent and assuming a closing price of A$3.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775.

(2) Rounded to the nearest whole cent and assuming a closing price of A$4.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775.

(3) Rounded to the nearest whole cent and assuming a closing price of A$5.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775

Expected term	(A)	4.02
Risk free rate	(B)	0.94%
Volatility	(C)	48.6%
Option term		6 years
Vesting condition		1/48th monthly
Dividend Yield	(D)	0%

Value attributed to the Options *(cont'd)*	(A) The Company has considered the vesting period, contractual life, and weighted average term of each vesting schedule to determine the expected term. The Company determined that limited exercise activities in current and prior years may not provide reliable evidence of exercise behavior. Based on these fact patterns, the Company determined that the plain vanilla expected term (or simplified method) as per SAB Topic 14 (or SAB No. 107) is appropriate. This calculation is applied to each individual grant uniquely by using the grant date, vesting schedule, and grant term to determine the midpoint between the vesting period and contractual term for employee awards. (B) The Company has used the rate currently available on zero-coupon U.S. Treasury constant maturities based on the expected term of the share options. The data was sourced from the U.S. Treasury website. (C) The Company calculated historical volatility from a subset of comparable companies consistent with the Company's past practices and methodologies. Volatilities used for grants are based on an equal weighting of the historical daily volatilities of its determined peer group over a comparable lookback period and the Company's trading data since IPO as the expected term of the grant. (D) The Company has not paid dividends in the past and does not expect to pay dividends in the distant future. As a result, a zero expected dividend yield has been used in the valuation.
RSUs	
Number of RSUs to be granted	50,000
Summary of material terms of the RSUs and the Restated Plan	The RSUs will vest monthly in equal tranches over four years following 1 February 2021 provided that Chris Hulls remains a Director of the Company as at the applicable vesting date and are settled in Shares for nil consideration. Unvested RSUs automatically lapse upon a termination of service unless otherwise determined by the Board. The RSUs will be issued on terms and conditions set out in the Restated Plan, a summary of which is provided in Annexure A.
Value attributed to the RSUs	The value attributed to the RSUs will be determined on the Meeting Date as follows 50,000 RSUs * Meeting Date FMV **Example** The below table is indicative only and illustrates the value that may be attributed to the RSUs based on different Meeting Date FMVs:

	Value of RSUs
Based on a Meeting Date FMV of US$7.44(1)	US$372,000
Based on a Meeting Date FMV of US$9.77(2)	US$488,500
Based on a Meeting Date FMV of US$12.11(3)	US$605,500

(1) Rounded to the nearest whole cent and assuming a closing price of A$3.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775.

(2) Rounded to the nearest whole cent and assuming a closing price of A$4.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775.

(3) Rounded to the nearest whole cent and assuming a closing price of A$5.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775.

If the resolution in Item 6 is passed, the Company will proceed to grant the relevant RSUs and Options to Chris Hulls. If the resolution in Item 6 is not passed, the Company will not grant the relevant RSUs and Options to Chris Hulls and will consider alternative incentives including an increase to the cash component of Chris Hulls' compensation.

Details of any securities issued under the Restated Plan will be published in the Company's Annual Report relating to the period in which they were issued, along with a statement that the approval for the issue was obtained under ASX Listing Rule 10.14.

Any additional persons covered by ASX Listing Rule 10.14 who become entitled to participate in an issue of securities under the Restated Plan after this resolution is approved, and who were not named in this Notice of Annual Meeting, will not participate until approval is obtained under that ASX Listing Rule.

Items of business at the Annual Meeting

Items 7 - 13 – Approval of grant of RSUs and options to Non-Executive Directors

Items 7 to 13 seek Shareholder approval in accordance with ASX Listing Rule 10.14 for the grant of RSUs and Options to the relevant Non-Executive Directors of the Company under the Restated Plan.

The Remuneration and Nomination Committee believes that Non-Executive Directors should maintain a meaningful level of share ownership to further align their interests with those of the Company's Shareholders. Accordingly, the Remuneration and Nomination Committee has determined that the equity component of each Non-Executive Director's remuneration will form between 70% to 73% of his or her total Director fee (with the remaining 30% to 27% being paid in cash).

ASX Listing Rule 10.14

In accordance with ASX Listing Rule 10.14, the Company must not permit a Director and any of his or her associates to acquire securities under an employee incentive scheme unless it obtains Shareholder approval. The issue of the RSUs and Options to the Non-Executive Directors requires the approval of Shareholders for the purposes of ASX Listing Rule 10.14.

Accordingly, the Company seeks Shareholder approval for the grant of RSUs and Options to each Non-Executive Director.

Details of any securities issued under the Restated Plan will be published in the Company's Annual Report relating to the period in which they were issued, along with a statement that the approval for the issue was obtained under ASX Listing Rule 10.14.

Any additional persons covered by ASX Listing Rule 10.14 who become entitled to participate in an issue of securities under the Restated Plan after this resolution is approved, and who were not named in this Notice of Annual Meeting, will not participate until approval is obtained under that ASX Listing Rule.

Meeting Date Fair Market Value (Meeting Date FMV)

For the purposes of Items 7 to 13, the Meeting Date FMV shall be reflected as a U.S. Dollar value and shall be equal to the closing price of one CDI on the Meeting Date or, if there is no such closing price, the last closing price of one CDI prior to the Meeting Date (Sydney time), as adjusted as necessary to (i) reflect the CDI/per share of Common Stock ratio in effect as of such Meeting Date and (ii) take into account the exchange rate for such currency as published in the Wall Street Journal on the Meeting Date or, if there is no exchange rate for such date, the last exchange rate published prior to the Meeting Date.

Meeting Date Black Scholes Value (Meeting Date BSV)

For the purposes of Items 7 to 13, the number of Options to be granted to each Non-Executive Director will be calculated as follows:

$$\frac{\text{(Option value)}}{\text{(Meeting Date BSV)}}$$

The Meeting Date BSV shall be reflected as a U.S. Dollar value and shall be equal to the value of one Option, calculated by the Company using the Black Scholes model, with the exercise price of the Option being the Meeting Date FMV.

The below table is indicative only and illustrates the value that may be attributed to the Options based on different Meeting Date FMVs calculated by the Company using the Black Scholes model based on the below assumptions:

CDI closing price on Meeting Date	Meeting Date FMV*	Meeting Date BSV
A$3.19	US$7.44	US$2.62 per Option
A$4.19	US$9.77	US$3.44 per Option
A$5.19	US$12.11	US$4.26 per Option

*Exchange rate of US$0.7775:A$1.00

Expected term	(A)	3.31
Risk free rate	(B)	0.94%
Volatility	(C)	48.6%
Option term		6 years
Vesting condition		1/4th
Dividend Yield	(D)	0%

(A) The Company has considered the vesting period, contractual life, and weighted average term of each vesting schedule to determine the expected term. The Company determined that limited exercise activities in current and prior years may not provide reliable evidence of exercise behavior. Based on these fact patterns, the Company determined that the plain vanilla expected term (or simplified method) as per SAB Topic 14 (or SAB No. 107) is appropriate. This calculation is applied to each individual grant uniquely by using the grant date, vesting schedule, and grant term to determine the midpoint between the vesting period and contractual term for employee awards.

(B) The Company has used the rate currently available on zero-coupon U.S. Treasury constant maturities based on the expected term of the share options. The data was sourced from the U.S. Treasury website.

(C) The Company calculated historical volatility from a subset of comparable companies consistent with the Company's past practices and methodologies. Volatilities used for grants are based on an equal weighting of the historical daily volatilities of its determined peer group over a comparable lookback period and the Company's trading data since IPO as the expected term of the grant.

(D) The Company has not paid dividends in the past and does not expect to pay dividends in the distant future. As a result, a zero expected dividend yield has been used in the valuation.

Item 7 – Approval of grant of RSUs and Options to John Philip Coghlan for purposes of ASX Listing Rule 10.14

Item 7 seeks Shareholder approval in accordance with ASX Listing Rule 10.14 for the grant of RSUs and Options to John Philip Coghlan under the Restated Plan.

Specific Information Required by ASX Listing Rule 10.15

Information must be provided to Shareholders for the purposes of obtaining Shareholders approval as follows:

Recipient of RSUs and Options	RSUs and Options will be granted to John Philip Coghlan the Chairman and a Non-Executive Director of the Company. As John Philip Coghlan is a director of the Company, he falls within the category of person listed in ASX Listing Rule 10.14.1.
Current total remuneration package	For the 12 month period ending 14 May 2022: **Director Fees** • US$40,000 cash; • RSUs with a value of US$30,000, the subject of this Shareholder approval; and • Options with a value of US$70,000, the subject of this Shareholder approval. **Membership - Audit & Risk Management Committee** • US$1,300 cash; • RSUs with a value of US$1,110, the subject of this Shareholder approval; and • Options with a value of US$2,590, the subject of this Shareholder approval. **Membership - Remuneration & Nomination Committee** • US$1,500 cash.

Number of securities previously granted under the Restated Plan	• 30 June 2016: 47,938 options with an exercise price of US$0.18 per Share and an expiry date of 27 June 2022. • 24 October 2017: 143,226 options with an exercise price of US$2.15 per Share and an expiry date of 23 October 2027. • 14 March 2019: 48,946 options with an exercise price of US$6.28 per Share and an expiry date of 13 March 2029. • 11 May 2019: 368 RSUs with a grant price of US$11.15 and fully vested as of 14 May 2020. • 30 July 2020: 12,039 RSUs with a grant price of US$7.27 and fully vested as of 15 May 2021. No consideration was paid for the grant of the above options or RSUs.
Why this type of security is being used	The Remuneration and Nomination Committee believes that Non-Executive Directors should maintain a meaningful level of share ownership to further align their interests with those of the Company's Shareholders.
Date of issue of RSUs and Options	The Meeting Date.
Price of issue of RSUs and Options	The Company will issue the RSUs and Options to John Philip Coghlan under the Restated Plan for nil cash consideration.
Summary of material terms of any loan in relation to the acquisition	The Company will not make a loan to John Philip Coghlan in connection with the issue of the RSUs and Options.

Options

Number of Options to be granted

The number of Options to be issued to John Philip Coghlan will be calculated using the following formula (rounded down to the nearest whole Option):

$$\frac{\text{US\$72,590}}{\text{(Meeting Date BSV)}}$$

Example

The below table is indicative only and illustrates the number of Options that could be issued to John Philip Coghlan based on different Meeting Date BSVs (rounded to the nearest whole Option):

	Options
Based on a Meeting Date BSV of US$2.62	27,706
Based on a Meeting Date BSV of US$3.44	21,102
Based on a Meeting Date BSV of US$4.26	17,040

Summary of material terms of the Options	The Options will vest quarterly in equal tranches over the year from 15 May 2021 provided that John Philip Coghlan remains a Director of the Company as at the applicable vesting date. Vested Options can be exercised for Shares for the aggregate exercise price at any time. Unvested Options automatically lapse upon a termination of service unless otherwise determined by the Board. The Options have an expiry date that is 6 years from the date of grant. The Options will be issued on terms and conditions set out in the Restated Plan, a summary of which is provided in Annexure A.
Exercise Price	The Options will have an exercise price equal to the Meeting Date FMV.
Value attributed to the Options	The Company values the Options at US$72,590.

RSUs

Number of RSUs to be granted	The number of RSUs to be issued to John Philip Coghlan will be calculated using the following formula (rounded down to the nearest whole Share): $\frac{\text{US\$31,110}}{\text{(Meeting Date BSV)}}$ **Example** The below table is indicative only and illustrates the number of RSUs that could be issued to John Philip Coghlan based on different Meeting Date FMVs: **Value of RSUs** Based on a Meeting Date FMV of US$7.44(1) — 4,181 Based on a Meeting Date FMV of US$9.77(2) — 3,184 Based on a Meeting Date FMV of US$12.11(3) — 2,569 (1) Rounded to the nearest whole cent and assuming a closing price of A$3.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775. (2) Rounded to the nearest whole cent and assuming a closing price of A$4.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775. (3) Rounded to the nearest whole cent and assuming a closing price of A$5.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775.
Summary of material terms of the RSUs and the Restated Plan	The RSUs will vest quarterly in equal tranches over the year following 15 May 2021 provided that John Philip Coghlan remains a Director of the Company as at the applicable vesting date and are settled in Shares for nil consideration. Unvested RSUs automatically lapse upon a termination of service unless otherwise determined by the Board. The RSUs will be issued on terms and conditions set out in the Restated Plan, a summary of which is provided in Annexure A.
Value attributed to the RSUs	The Company values the RSUs at US$31,110.

If the resolution in Item 7 is passed, the Company will proceed to grant the relevant RSUs and Options to John Philip Coghlan. If the resolution in Item 7 is not passed, the Company will not grant the relevant RSUs and Options to John Philip Coghlan and may increase the cash component of remuneration to appropriately rebalance overall director compensation.

Items of business at the Annual Meeting

Item 8 - Approval of grant of RSUs and Options to Brit Morin for purposes of ASX Listing Rule 10.14

Item 8 seeks Shareholder approval in accordance with ASX Listing Rule 10.14 for the grant of RSUs and Options to Brit Morin under the Restated Plan, for the year ending December 2021.

Specific Information Required by ASX Listing Rule 10.15

Information must be provided to Shareholders for the purposes of obtaining Shareholders approval as follows:

Recipient of RSUs and Options	RSUs and Options will be granted to Brit Morin, a Non-Executive Director of the Company. As Brit Morin is a director of the Company, she consequently falls within the category of person listed in ASX Listing Rule 10.14.1
Current total remuneration package	For the 12 month period ending 14 May 2022: **Director Fees** • US$30,000 cash; • RSUs with a value of US$24,000, the subject of this Shareholder approval; and • Options with a value of US$56,000, the subject of this Shareholder approval; **Membership in the Remuneration & Nomination Committee** • US$1,500 cash.
Number of securities previously granted under the Restated Plan	• 24 January 2018: 93,947 options with an exercise price of US$2.15 per share, and an expiry date of 23 January 2028. • 30 July 2020: 11,331 RSUs with a grant price of US$7.27 and fully vested as of 15 May 2021.
Why this type of security is being used	The Remuneration and Nomination Committee believes that Non-Executive Directors should maintain a meaningful level of share ownership to further align their interests with those of the Company's Shareholders.
Date of issue of RSUs and Options	The Meeting Date.
Price of issue of RSUs and Options	The Company will issue the RSUs and Options to Brit Morin under the Restated Plan for nil cash consideration.
Summary of material terms of any loan in relation to the acquisition	The Company will not make a loan to Brit Morin in connection with the issue of the RSUs and Options.

Items of business at the Annual Meeting

Options

Number of Options to be granted

The number of Options to be issued to Brit Morin will be calculated using the following formula (rounded down to the nearest whole Option):

$$\frac{\text{US\$56,000}}{\text{(Meeting Date BSV)}}$$

Example

The below table is indicative only and illustrates the number of Options that could be issued to Brit Morin based on different Meeting Date BSVs (rounded to the nearest whole Option):

	Options
Based on a Meeting Date BSV of US$2.62	21,374
Based on a Meeting Date BSV of US$3.44	16,279
Based on a Meeting Date BSV of US$4.26	13,146

Summary of material terms of the Options

The Options will vest quarterly in equal tranches over the year from 15 May 2021 provided that Brit Morin remains an Officer and Director of the Company as at the applicable vesting date.

Vested Options can be exercised for Shares for the aggregate exercise price at any time. Unvested Options automatically lapse upon a termination of service unless otherwise determined by the Board. The Options have an expiry date that is 6 years from the date of grant.

The Options will be issued on terms and conditions set out in the Restated Plan, a summary of which is provided in Annexure A.

Exercise Price

The Options will have an exercise price equal to the Meeting Date FMV.

Value attributed to the Options

The Company values the Options at US$56,000.

RSUs

Number of RSUs to be granted

The number of RSUs to be issued to Brit Morin will be calculated using the following formula (rounded down to the nearest whole Share):

$$\frac{\text{US\$24,000}}{\text{(Meeting Date BSV)}}$$

Example

The below table is indicative only and illustrates the number of RSUs that could be issued to Brit Morin based on different Meeting Date FMVs:

	RSUs
Based on a Meeting Date FMV of US$7.44[1]	3,226
Based on a Meeting Date FMV of US$9.77[2]	2,456
Based on a Meeting Date FMV of US$12.11[3]	1,982

Number of RSUs to be granted *(cont'd)*	(1) Rounded to the nearest whole cent and assuming a closing price of A$3.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775. (2) Rounded to the nearest whole cent and assuming a closing price of A$4.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775. (3) Rounded to the nearest whole cent and assuming a closing price of A$5.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775
Summary of material terms of the RSUs and the Restated Plan	The RSUs will vest quarterly in equal tranches over the year following 15 May 2021 provided that Brit Morin remains a Director of the Company as at the applicable vesting date and are settled in Shares for nil consideration. Unvested RSUs automatically lapse upon a termination of service unless otherwise determined by the Board. The RSUs will be issued on terms and conditions set out in the Restated Plan, a summary of which is provided in Annexure A.
Value attributed to the RSUs	The Company values the RSUs at US$24,000.

If the resolution in Item 8 is passed, the Company will proceed to grant the relevant RSUs and Options to Brit Morin. If the resolution in Item 8 is not passed, the Company will not grant the relevant RSUs and Options to Brit Morin and may increase the cash component of remuneration to appropriately rebalance overall director compensation.

Item 9 - Approval of grant of RSUs and Options to James Synge for purposes of ASX Listing Rule 10.14

Item 9 seeks Shareholder approval in accordance with ASX Listing Rule 10.14 for the grant of RSUs and Options to James Synge under the Restated Plan, for the year ending December 2021.

Specific Information Required by ASX Listing Rule 10.15

Information must be provided to Shareholders for the purposes of obtaining Shareholders' approval as follows:

Recipient of RSUs and Options	RSUs and Options will be granted to James Synge, a Non-Executive Director of the Company. As James Synge is a director of the Company, he consequently falls within the category of person listed in ASX Listing Rule 10.14.1
Current total remuneration package	For the 12 month period ending 14 May 2022: **Director Fees** • US$30,000 cash; • RSUs with a value of US$24,000, the subject of this Shareholder approval; and • Options with a value of US$56,000, the subject of this Shareholder approval. **Membership in the Remuneration & Nomination Committee** • US$1,300 cash; • RSUs with a value of US$1,110, the subject of this Shareholder approval; and • Options with a value of US$2,590, the subject of this Shareholder approval.
Number of securities previously granted under the Restated Plan	• 11 May 2019: 6,250 RSUs with a grant price of US$11.15 and fully vested as of 14 May 2020. • 30 July 2020: 8,756 RSUs with a grant price of US$7.27 and fully vested as of 15 May 2021.

Why this type of security is being used	The Remuneration and Nomination Committee believes that Non-Executive Directors should maintain a meaningful level of share ownership to further align their interests with those of the Company's Shareholders.
Date of issue of RSUs and Options	The Meeting Date.
Price of issue of RSUs and Options	The Company will issue the RSUs and Options to James Synge under the Restated Plan for nil cash consideration.
Summary of material terms of any loan in relation to the acquisition	The Company will not make a loan to James Synge in connection with the issue of the RSUs and Options.

Options

Number of Options to be granted

The number of Options to be issued to James Synge will be calculated using the following formula (rounded down to the nearest whole Option):

$$\frac{\text{US\$58,590}}{\text{(Meeting Date BSV)}}$$

Example

The below table is indicative only and illustrates the number of Options that could be issued to James Synge based on different Meeting Date BSVs (rounded to the nearest whole Option):

	Options
Based on a Meeting Date BSV of US$2.62	22,363
Based on a Meeting Date BSV of US$3.44	17,032
Based on a Meeting Date BSV of US$4.26	13,754

Summary of material terms of the Options	The Options will vest quarterly in equal tranches over the year from 15 May 2021 provided that James Synge remains an Officer and Director of the Company as at the applicable vesting date. Vested Options can be exercised for Shares for the aggregate exercise price at any time. Unvested Options automatically lapse upon a termination of service unless otherwise determined by the Board. The Options have an expiry date that is 6 years from the date of grant. The Options will be issued on terms and conditions set out in the Restated Plan, a summary of which is provided in Annexure A.
Exercise Price	The Options will have an exercise price equal to the Meeting Date FMV.
Value attributed to the Options	The Company values the Options at US$58,590.

RSUs

Number of RSUs to be granted

The number of RSUs to be issued to James Synge will be calculated using the following formula (rounded down to the nearest whole Share):

$$\frac{\text{US\$25,110}}{\text{(Meeting Date BSV)}}$$

Example

The below table is indicative only and illustrates the number of RSUs that could be issued to James Synge based on different Meeting Date FMVs:

	RSUs
Based on a Meeting Date FMV of US$7.44[1]	3,375
Based on a Meeting Date FMV of US$9.77[2]	2,570
Based on a Meeting Date FMV of US$12.11[3]	2,073

(1) Rounded to the nearest whole cent and assuming a closing price of A$3.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775.

(2) Rounded to the nearest whole cent and assuming a closing price of A$4.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775.

(3) Rounded to the nearest whole cent and assuming a closing price of A$5.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775.

Summary of material terms of the RSUs and the Restated Plan

The RSUs will vest quarterly in equal tranches over the year following 15 May 2021 provided that James Synge remains a Director of the Company as at the applicable vesting date and are settled in Shares for nil consideration. Unvested RSUs automatically lapse upon a termination of service unless otherwise determined by the Board.

The RSUs will be issued on terms and conditions set out in the Restated Plan, a summary of which is provided in Annexure A.

Value attributed to the RSUs

The Company values the RSUs at US$25,110.

If the resolution in Item 9 is passed, the Company will proceed to grant the relevant RSUs and Options to James Synge. If the resolution in Item 9 is not passed, the Company will not grant the relevant RSUs and Options to James Synge and may increase the cash component of remuneration to appropriately rebalance overall director compensation.

Items of business at the Annual Meeting

Item 10 - Approval of grant of RSUs and Options to Mark Goines for purposes of ASX Listing Rule 10.14

Item 10 seeks Shareholder approval in accordance with ASX Listing Rule 10.14 for the grant of RSUs to Mark Goines under the Restated Plan, for the year ending December 2021.

Specific Information Required by ASX Listing Rule 10.15

Information must be provided to Shareholders for the purposes of obtaining Shareholders approval as follows:

Recipient of RSUs and Options	RSUs and Options will be granted to Mark Goines, a Non-Executive Director of the Company. As Mark Goines is a director of the Company, he consequently falls within the category of person listed in ASX Listing Rule 10.14.1
Current total remuneration package	For the 12 month period ending 14 May 2022: **Director Fees** • US$30,000 cash; • RSUs with a value of US$24,000, the subject of this Shareholder approval; and • Options with a value of US$56,000, the subject of this Shareholder approval. **Chair of the Remuneration & Nomination Committee** • US$2,000 cash; • RSUs with a value of US$900, the subject of this Shareholder approval; and • Options with a value of US$2,100, the subject of this Shareholder approval.
Number of securities previously granted under the Restated Plan	• 28 June 2012: 32,000 options with an exercise price of US$0.38 and an expiry date of 27 June 2022. • 11 May 2019: 6,005 RSUs with a grant price of US$11.15 and fully vested as of 14 May 2020. • 30 July 2020: 8,413 RSUs with a grant price of US$7.27 and fully vested as of 15 May 2021.
Why this type of security is being used	The Remuneration and Nomination Committee believes that Non-Executive Directors should maintain a meaningful level of share ownership to further align their interests with those of the Company's Shareholders.
Date of issue of RSUs and Options	The Meeting Date.
Price of issue of RSUs and Options	The Company will issue the RSUs and Options to Mark Goines under the Restated Plan for nil cash consideration.
Summary of material terms of any loan in relation to the acquisition	The Company will not make a loan to Mark Goines in connection with the issue of the RSUs and Options.

Options

Number of Options to be granted

The number of Options to be issued to Mark Goines will be calculated using the following formula (rounded down to the nearest whole Option):

$$\frac{\text{US\$58,100}}{\text{(Meeting Date BSV)}}$$

Example

The below table is indicative only and illustrates the number of Options that could be issued to Mark Goines based on different Meeting Date BSVs (rounded to the nearest whole Option):

	Options
Based on a Meeting Date BSV of US$2.62	22,176
Based on a Meeting Date BSV of US$3.44	16,890
Based on a Meeting Date BSV of US$4.26	13,638

Summary of material terms of the Options

The Options will vest quarterly in equal tranches over the year from 15 May 2021 provided that Mark Goines remains an Officer and Director of the Company as at the applicable vesting date.

Vested Options can be exercised for Shares for the aggregate exercise price at any time. Unvested Options automatically lapse upon a termination of service unless otherwise determined by the Board. The Options have an expiry date that is 6 years from the date of grant.

The Options will be issued on terms and conditions set out in the Restated Plan, a summary of which is provided in Annexure A.

Exercise Price

The Options will have an exercise price equal to the Meeting Date FMV.

Value attributed to the Options

The Company values the Options at US$58,100.

RSUs

Number of RSUs to be granted

The number of RSUs to be issued to Mark Goines will be calculated using the following formula (rounded down to the nearest whole Share):

$$\frac{\text{US\$24,900}}{\text{(Meeting Date BSV)}}$$

Example

The below table is indicative only and illustrates the number of RSUs that could be issued to Mark Goines based on different Meeting Date FMVs:

	RSUs
Based on a Meeting Date FMV of US$7.44[1]	3,347
Based on a Meeting Date FMV of US$9.77[2]	2,549
Based on a Meeting Date FMV of US$12.11[3]	2,056

Number of RSUs to be granted *(cont'd)*	(1) Rounded to the nearest whole cent and assuming a closing price of A$3.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775. (2) Rounded to the nearest whole cent and assuming a closing price of A$4.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775. (3) Rounded to the nearest whole cent and assuming a closing price of A$5.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775.
Summary of material terms of the RSUs and the Restated Plan	The RSUs will vest quarterly in equal tranches over the year following 15 May 2021 provided that Mark Goines remains a Director of the Company as at the applicable vesting date and are settled in Shares for nil consideration. Unvested RSUs automatically lapse upon a termination of service unless otherwise determined by the Board. The RSUs will be issued on terms and conditions set out in the Restated Plan, a summary of which is provided in Annexure A.
Value attributed to the RSUs	The Company values the RSUs at US$24,900.

If the resolution in Item 10 is passed, the Company will proceed to grant the relevant RSUs and Options to Mark Goines. If the resolution in Item 10 is not passed, the Company will not grant the relevant RSUs and Options to Mark Goines and may increase the cash component of remuneration to appropriately rebalance overall director compensation.

Item 11 - Approval of grant of RSUs and Options to David Wiadrowski for purposes of ASX Listing Rule 10.14

Item 11 seeks Shareholder approval in accordance with ASX Listing Rule 10.14 for the grant of RSUs and Options to David Wiadrowski under the Restated Plan, for the year ending December 2021.

Specific Information Required by ASX Listing Rule 10.15

Information must be provided to Shareholders for the purposes of obtaining Shareholders approval as follows:

Recipient of RSUs and Options	RSUs and Options will be granted to David Wiadrowski, a Non-Executive Director of the Company. As David Wiadrowski is a director of the Company, he consequently falls within the category of person listed in ASX Listing Rule 10.14.1
Current total remuneration package	For the 12 month period ending 14 May 2022: **Director Fees** • US$30,000 cash; • RSUs with a value of US$24,000, the subject of this Shareholder approval; and • Options with a value of US$56,000, the subject of this Shareholder approval. **Chair of the Audit & Risk Management Committee** • US$5,000 cash; • RSUs with a value of US$4,500, the subject of this Shareholder approval; and • Options with a value of US$10,500, the subject of this Shareholder approval.
Number of securities previously granted under the Restated Plan	• 11 May 2019: 7,353 RSUs with a grant price of US$11.15 and fully vested as of 14 May 2020. • 30 July 2020: 10,302 RSUs with a grant price of US$7.27 and fully vested as of 15 May 2021.

Why this type of security is being used	The Remuneration and Nomination Committee believes that Non-Executive Directors should maintain a meaningful level of share ownership to further align their interests with those of the Company's Shareholders.
Date of issue of RSUs and Options	The Meeting Date.
Price of issue of RSUs and Options	The Company will issue the RSUs and Options to David Wiadrowski under the Restated Plan for nil cash consideration.
Summary of material terms of any loan in relation to the acquisition	The Company will not make a loan to David Wiadrowski in connection with the issue of the RSUs and Options.

Options

Number of Options to be granted

The number of Options to be issued to David Wiadrowski will be calculated using the following formula (rounded down to the nearest whole Option):

$$\frac{\text{US\$66,500}}{\text{(Meeting Date BSV)}}$$

Example

The below table is indicative only and illustrates the number of Options that could be issued to David Wiadrowski based on different Meeting Date BSVs (rounded to the nearest whole Option):

	Options
Based on a Meeting Date BSV of US$2.62	25,382
Based on a Meeting Date BSV of US$3.44	19,331
Based on a Meeting Date BSV of US$4.26	15,610

Summary of material terms of the Options	The Options will vest quarterly in equal tranches over the year from 15 May 2021 provided that David Wiadrowski remains an Officer and Director of the Company as at the applicable vesting date. Vested Options can be exercised for Shares for the aggregate exercise price at any time. Unvested Options automatically lapse upon a termination of service unless otherwise determined by the Board. The Options have an expiry date that is 6 years from the date of grant. The Options will be issued on terms and conditions set out in the Restated Plan, a summary of which is provided in Annexure A.
Exercise Price	The Options will have an exercise price equal to the Meeting Date FMV.
Value attributed to the Options	The Company values the Options at US$66,500.

RSUs

Number of RSUs to be granted

The number of RSUs to be issued to David Wiadrowski will be calculated using the following formula (rounded down to the nearest whole Share):

$$\frac{\text{US\$28,500}}{\text{(Meeting Date BSV)}}$$

Example

The below table is indicative only and illustrates the number of RSUs that could be issued to David Wiadrowski based on different Meeting Date FMVs:

	RSUs
Based on a Meeting Date FMV of US$7.44[1]	3,831
Based on a Meeting Date FMV of US$9.77[2]	2,917
Based on a Meeting Date FMV of US$12.11[3]	2,353

(1) Rounded to the nearest whole cent and assuming a closing price of A$3.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775.

(2) Rounded to the nearest whole cent and assuming a closing price of A$4.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775.

(3) Rounded to the nearest whole cent and assuming a closing price of A$5.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775.

Summary of material terms of the RSUs and the Restated Plan

The RSUs will vest quarterly in equal tranches over the year following 15 May 2021 provided that David Wiadrowski remains a Director of the Company as at the applicable vesting date and are settled in Shares for nil consideration. Unvested RSUs automatically lapse upon a termination of service unless otherwise determined by the Board.

The RSUs will be issued on terms and conditions set out in the Restated Plan, a summary of which is provided in Annexure A.

Value attributed to the RSUs

The Company values the RSUs at US$28,500.

If the resolution in Item 11 is passed, the Company will proceed to grant the relevant RSUs and Options to David Wiadrowski. If the resolution in Item 11 is not passed, the Company will not grant the relevant RSUs and Options to David Wiadrowski and may increase the cash component of remuneration to appropriately rebalance overall director compensation.

Items of business at the Annual Meeting

Item 12 – Approval of grant of RSUs and Options to Randi Zuckerberg for purposes of ASX Listing Rule 10.14

Item 12 seeks Shareholder approval in accordance with ASX Listing Rule 10.14 for the grant of RSUs and Options to Randi Zuckerberg under the Restated Plan, for the year ending December 2021.

Specific Information Required by ASX Listing Rule 10.15

Information must be provided to Shareholders for the purposes of obtaining Shareholders approval as follows:

Recipient of RSUs and Options	RSUs and Options will be granted to Randi Zuckerberg, a Non-Executive Director of the Company. As Randi Zuckerberg is a director of the Company, she consequently falls within the category of person listed in ASX Listing Rule 10.14.1
Current total remuneration package	For the period from 19 January 2021 to 14 May 2021: • US$9,583 cash; • RSUs with a value of US$8,021, the subject of this Shareholder approval; and • Options with a value of US$18,716, the subject of this Shareholder approval, (the "**First Zuckerberg Grant**"). For the period from 15 May 2021 to 14 May 2022: • US$30,000 cash; • RSUs with a value of US$24,000, the subject of this Shareholder approval; and • Options with a value of US$56,000, the subject of this Shareholder approval. **Membership in the Audit & Risk Management Committee** • US$1,300 cash; • RSUs with a value of US$1,110, the subject of this Shareholder approval; and • Options with a value of US$2,590, the subject of this Shareholder approval, (the "**Second Zuckerberg Grant**").
Number of securities previously granted under the Restated Plan	Nil.
Why this type of security is being used	The Remuneration and Nomination Committee believes that Non-Executive Directors should maintain a meaningful level of share ownership to further align their interests with those of the Company's Shareholders.
Date of issue of RSUs and Options	The Meeting Date.
Price of issue of RSUs and Options	The Company will issue the RSUs and Options to Randi Zuckerberg under the Restated Plan for nil cash consideration.
Summary of material terms of any loan in relation to the acquisition	The Company will not make a loan to Randi Zuckerberg in connection with the issue of the RSUs and Options.

Options

Number of Options to be granted - First Zuckerberg Grant

The number of Options to be issued to Randi Zuckerberg under the First Zuckerberg Grant will be calculated using the following formula (rounded down to the nearest whole Option):

$$\frac{\text{US\$18,716}}{\text{(Meeting Date BSV)}}$$

Example

The below table is indicative only and illustrates the number of Options that could be issued to Randi Zuckerberg under the First Zuckerberg Grant based on different Meeting Date BSVs (rounded to the nearest whole Option):

	Options
Based on a Meeting Date BSV of US$2.62	7,144
Based on a Meeting Date BSV of US$3.44	5,441
Based on a Meeting Date BSV of US$4.26	4,393

Number of Options to be granted - Second Zuckerberg Grant

The number of Options to be issued to Randi Zuckerberg under the Second Zuckerberg Grant will be calculated using the following formula (rounded down to the nearest whole Option):

$$\frac{\text{US\$58,590}}{\text{(Meeting Date BSV)}}$$

Example

The below table is indicative only and illustrates the number of Options that could be issued to Randi Zuckerberg under the Second Zuckerberg Grant based on different Meeting Date BSVs (rounded to the nearest whole Option):

	Options
Based on a Meeting Date BSV of US$2.62	22,363
Based on a Meeting Date BSV of US$3.44	17,032
Based on a Meeting Date BSV of US$4.26	13,754

Summary of material terms of the Options

The Options subject to the First Zuckerberg Grant will be fully vested upon grant in consideration for service provided by Randi Zuckerberg for the period 19 January 2021 through 14 May 2021.

The Options subject to the Second Zuckerberg Grant will vest quarterly in equal tranches over the year from 15 May 2021 provided that Randi Zuckerberg remains a Director of the Company as at the applicable vesting date.

Vested Options can be exercised for Shares for the aggregate exercise price at any time. Unvested Options automatically lapse upon a termination of service unless otherwise determined by the Board. The Options have an expiry date that is 6 years from the date of grant.

The Options will be issued on terms and conditions set out in the Restated Plan, a summary of which is provided in Annexure A.

Exercise Price

The Options will have an exercise price equal to the Meeting Date FMV.

Value attributed to the Options	The Company values the Options subject to the First Zuckerberg Grant at US$18,716 and the value of the Options subject to the Second Zuckerberg Grant at US$58,590.

RSUs

Number of RSUs to be granted

The number of RSUs to be issued to Randi Zuckerberg will be calculated using the following formulas (rounded down to the nearest whole Share):

	RSUs
First Zuckerberg Grant	US$8,021 / (Meeting Date BSV)
Second Zuckerberg Grant	US$25,110 / (Meeting Date BSV)

Example

The below table is indicative only and illustrates the number of RSUs that could be issued to Randi Zuckerberg based on different Meeting Date FMVs:

	First Zuckerberg Grant	Second Zuckerberg Grant
Based on a Meeting Date FMV of US$7.44[1]	1,078	3,375
Based on a Meeting Date FMV of US$9.77[2]	821	2,570
Based on a Meeting Date FMV of US$12.11[3]	662	2,073

(1) Rounded to the nearest whole cent and assuming a closing price of A$3.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775.

(2) Rounded to the nearest whole cent and assuming a closing price of A$4.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775.

(3) Rounded to the nearest whole cent and assuming a closing price of A$5.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775.

Summary of material terms of the RSUs and the Restated Plan

The RSUs subject to the First Zuckerberg Grant will be fully vested upon grant and settled in Shares for nil consideration in consideration for service provided by Randi Zuckerberg for the period 19 January 2021 through 14 May 2021.

The RSUs subject to the Second Zuckerberg Grant will vest quarterly in equal tranches over the year following 15 May 2021 provided that Randi Zuckerberg remains a Director of the Company as at the applicable vesting date and are settled in Shares for nil consideration.

Unvested RSUs automatically lapse upon a termination of service unless otherwise determined by the Board.

The RSUs will be issued on terms and conditions set out in the Restated Plan, a summary of which is provided in Annexure A.

Value attributed to the RSUs

The Company values the RSUs subject to the First Zuckerberg Grant at US$8,021 and the value of the RSUs subject to the Second Zuckerberg Grant at US$25,110.

If the resolution in Item 12 is passed, the Company will proceed to grant the relevant RSUs and Options to Randi Zuckerberg. If the resolution in Item 12 is not passed, the Company will not grant the relevant RSUs and Options to Randi Zuckerberg and may increase the cash component of remuneration to appropriately rebalance overall director compensation.

Items of business at the Annual Meeting

Item 13 – Approval of grant of RSUs and Options to Alex Haro for purposes of ASX Listing Rule 10.14

Item 13 seeks Shareholder approval in accordance with ASX Listing Rule 10.14 for the grant of RSUs and Options to Alex Haro under the Restated Plan, for the year ending December 2021.

Specific Information Required by ASX Listing Rule 10.15

Information must be provided to Shareholders for the purposes of obtaining Shareholders approval as follows:

Recipient of RSUs and Options	RSUs and Options will be granted to Alex Haro, a Non-Executive Director of the Company. As Alex Haro is a director of the Company, he consequently falls within the category of person listed in ASX Listing Rule 10.14.1
Current total remuneration package	For the period from 1 January 2021 to 14 May 2021: • US$11,083 cash; • RSUs with a value of US$8,867, the subject of this Shareholder approval; and • Options with a value of US$20,689, the subject of this Shareholder approval, (the "**First Haro Grant**"). For the period from 15 May 2021 to 14 May 2022: • US$30,000 cash; • RSUs with a value of US$24,000, the subject of this Shareholder approval; and • Options with a value of US$56,000, the subject of this Shareholder approval, (the "**Second Haro Grant**").
Number of securities previously granted under the Restated Plan	• 17 December 2012: 167,823 options with an exercise price of US$0.38 per Share and expiry date of 16 December 2022* • 31 October 2013: 414,003 options with an exercise price of US$0.53 per Share and an expiry date of 30 October 2023* • 11 August 2014: 610,092 options with an exercise price of US$0.91 per Share and an expiry date of 10 August 2024* • 11 August 2014: 32,089 options with an exercise price of US$0.91 per Share and an expiry date of 10 August 2024* • 24 October 2017: 167,189 options with an exercise price of US$2.15 per Share and an expiry date of 23 October 2027** • 16 July 2018: 453,352 options with an exercise price of US$2.53 per Share and an expiry date of 15 July 2028** • 30 October 2018: 10 options with an exercise price of US$9.55 per Share and an expiry date of 29 October 2028** *This grant was subsequently cancelled and is not currently outstanding. No Shares subject to the grant were exercised. **This grant has subsequently stopped vesting as of 4 September 2020. Unvested amounts were subsequently cancelled and no shares subject to the grants have been exercised to date.
Why this type of security is being used	The Remuneration and Nomination Committee believes that Non-Executive Directors should maintain a meaningful level of share ownership to further align their interests with those of the Company's Shareholders.
Date of issue of RSUs and Options	The Meeting Date.

Price of issue of RSUs and Options	The Company will issue the RSUs and Options to Alex Haro under the Restated Plan for nil cash consideration.
Summary of material terms of any loan in relation to the acquisition	The Company will not make a loan to Alex Haro in connection with the issue of the RSUs and Options.

Options

Number of Options to be granted - First Haro Grant

The number of Options to be issued to Alex Haro under the First Haro Grant will be calculated using the following formula (rounded down to the nearest whole Option):

$$\frac{\text{US\$20,689}}{\text{(Meeting Date BSV)}}$$

Example

The below table is indicative only and illustrates the number of Options that could be issued to Alex Haro under the First Haro Grant based on different Meeting Date BSVs (rounded to the nearest whole Option):

	Options
Based on a Meeting Date BSV of US$2.62	7,897
Based on a Meeting Date BSV of US$3.44	6,014
Based on a Meeting Date BSV of US$4.26	4,857

Number of Options to be granted - Second Haro Grant

The number of Options to be issued to Alex Haro under the Second Haro Grant will be calculated using the following formula (rounded down to the nearest whole Option):

$$\frac{\text{US\$56,000}}{\text{(Meeting Date BSV)}}$$

Example

The below table is indicative only and illustrates the number of Options that could be issued to Alex Haro under the Second Haro Grant based on different Meeting Date BSVs (rounded to the nearest whole Option):

	Options
Based on a Meeting Date BSV of US$2.62	21,374
Based on a Meeting Date BSV of US$3.44	16,279
Based on a Meeting Date BSV of US$4.26	13,146

Summary of material terms of the Options	The Options subject to the First Haro Grant will be fully vested upon grant and settled in Shares for nil consideration in consideration for service provided by Alex Haro for the period 1 January 2021 through 14 May 2021. The Options subject to the Second Haro Grant will vest quarterly in equal tranches over the year from 15 May 2021 provided that Alex Haro remains a Director of the Company as at the applicable vesting date and are settled in Shares for nil consideration. Vested Options can be exercised for Shares for the aggregate exercise price at any time. Unvested Options automatically lapse upon a termination of service unless otherwise determined by the Board. The Options have an expiry date that is 6 years from the date of grant. The Options will be issued on terms and conditions set out in the Restated Plan, a summary of which is provided in Annexure A.
Exercise Price	The Options will have an exercise price equal to the Meeting Date Fair Market Value.
Value attributed to the Options	The Company values the Options subject to the First Haro Grant at US$20,689 and the value of the Options subject to the Second Haro Grant at US$56,000.

RSUs

Number of RSUs to be granted

The number of RSUs to be issued to Alex Haro will be calculated using the following formulas (rounded down to the nearest whole Share):

	RSUs
First Haro Grant	US$8,867 / (Meeting Date BSV)
Second Haro Grant	US$24,000 / (Meeting Date BSV)

Example

The below table is indicative only and illustrates the number of RSUs that could be issued to Alex Haro based on different Meeting Date FMVs:

	First Haro Grant	Second Haro Grant
Based on a Meeting Date FMV of US$7.44[1]	1,192	3,226
Based on a Meeting Date FMV of US$9.77[2]	908	2,456
Based on a Meeting Date FMV of US$12.11[3]	732	1,982

(1) Rounded to the nearest whole cent and assuming a closing price of A$3.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775.

(2) Rounded to the nearest whole cent and assuming a closing price of A$4.19, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775.

(3) Rounded to the nearest whole cent and assuming a closing price of A$5.19 using an exchange rate of A$1:US$0.7775, CDI/share ratio of 3:1 and exchange rate of A$1:US$0.7775.

Summary of material terms of the RSUs and the Restated Plan	The RSUs subject to the First Haro Grant will be fully vested upon grant and settled in Shares for nil consideration in consideration for service provided by Alex Haro for the period 1 January 2021 through 14 May 2021. The RSUs subject to the Second Haro Grant will vest quarterly in equal tranches over the year following 15 May 2021 provided that Alex Haro remains a Director of the Company as at the applicable vesting date and are settled in Shares for nil consideration. Unvested RSUs automatically lapse upon a termination of service unless otherwise determined by the Board. The RSUs will be issued on terms and conditions set out in the Restated Plan, a summary of which is provided in Annexure A.
Value attributed to the RSUs	The Company values the RSUs subject to the First Haro Grant at US$8,867 and the value of the RSUs subject to the Second Haro Grant at US$24,000.

If the resolution in Item 13 is passed, the Company will proceed to grant the relevant RSUs and Options to Alex Haro. If the resolution in Item 13 is not passed, the Company will not grant the relevant RSUs and Options to Alex Haro and may increase the cash component of remuneration to appropriately rebalance overall director compensation.

Item 14 – Amendment of Audit and Risk Committee Charter

The Company has established procedures for the selection, appointment and removal of the external auditor and for the rotation of external audit engagement partners.

While shareholder approval for a change of auditor is not required under Delaware law, the Company's Audit and Risk Committee Charter provides that a change to the Company's external auditor will be put forward to shareholders for their approval.

To provide the Company with greater flexibility as to when it may appoint a new external auditor, the Company intends to remove the shareholder approval requirement from the Audit and Risk Committee Charter.

Notwithstanding that shareholder approval is not required to change the Audit and Risk Committee Charter, the Board believes that it is appropriate from a governance perspective to obtain shareholder approval for the amendment to the Audit and Risk Committee Charter.

Other business

The Company, being a company incorporated in the state of Delaware, United States, is not required to meet the Corporations Act 2001 (Cth) (Corporations Act) requirements to lay before the meeting the annual financial report and other related reports.

The Board of the Company has however decided to lay before the meeting the Company's audited financial statements and the reports for the year ended 31 December 2020. The Corporations Act does not require a vote of Shareholders on the reports or statements. However, the Shareholders will be given ample opportunity to raise questions or comments in relation to the management of the Company.

Copies of the full financial report for consideration at the meeting can be accessed on the Company's website: https://investors.life360.com

If a Shareholder would like to receive a hard copy, please contact the Company's share registry.

Annexure A

Summary of restated 2011 Stock Plan

Summary of Restated Plan

The Restated Plan is administered by a committee of the Board (or the Board if no committee has been established). Subject to the provisions of the Restated Plan, the administrator generally has the power to determine: (i) who will receive awards under the Restated Plan; (ii) the number of Shares to be covered by each award; (iii) the terms and conditions, not inconsistent with the terms of the Restated Plan, of any award granted under the Restated Plan, including, without limitation, the exercise or purchase price (if any) applicable to the award, the time or times when awards may vest and/or be exercised, and any restriction or limitation regarding any award or the Shares underlying any award; and (iv) to construe and interpret the terms of the Restated Plan and any award agreement.

In accordance with Delaware law, the Board has increased the Authorized Pool under the Restated Plan from 18,118,548 securities to 21,781,589 securities, with effect from 10 March 2021. The Board has also amended the Restated Plan, in accordance with Delaware Law, with the effect that the Authorized Pool will automatically increase on 1 January each year, commencing on 1 January 2021 in an amount equal to the lesser of (i) 5% of the Company's outstanding share capital immediately preceding December 31, (ii) 5,000,000 Shares and (iii) such number of securities determined by the Board. This annual increase is consistent with market practice for higher growth companies in the software and internet verticals.

The term of each option granted pursuant to the Restated Plan shall be for the term stated in the relevant option agreement, but for no more than 10 years from the date of grant; unless the option is granted to a person who owns stock representing more than 10% of the voting power of all classes of stock of the Company as of the date of grant, in which case the term shall be no more than 5 years from the date of grant if the option is granted as an "incentive stock option" for purposes of the U.S. tax code.

Subject to certain conditions, the exercise price of the option is to be determined by the administrator; provided that it shall not be less than fair market value of a share on the date of grant (or 110% of fair market value for an incentive stock option granted to a person who owns stock representing more than 10% of the voting power of all classes of stock of the Company as of the date of grant). Further, the consideration to be paid for the shares upon exercise of option, the terms and conditions applicable to the exercise of option, the vesting criteria for restricted stock units, and timing of settlement of earned restricted stock units are to be determined by the administrator.

The awards may not be sold, pledged, assigned, hypothecated, transferred, or disposed of in any manner other than by will or by the laws of descent or distribution. The designation of a beneficiary to an award by a participant will not be considered a transfer.

In the event of a sale of substantially all of the Company's assets, merger or other change in control, as defined under the Restated Plan, each outstanding award will be treated as the administrator determines, including, but not limited to, providing for the assumption or substitution of the outstanding award, the cancellation of the outstanding award on such terms and conditions as it deems appropriate, including providing for the cancellation of such outstanding award for no consideration.

Subject to compliance with applicable law, the Board has the authority to amend or terminate the Restated Plan provided no amendment or termination (other than an adjustment pursuant to a recapitalisation as described above) shall be made that would materially and adversely affect the rights of any participant under any outstanding award, without his or her consent. Certain amendments, as required by applicable laws, will require the approval of the Shareholders. The Restated Plan will automatically terminate in 2028, unless terminated prior. Details of any Securities issued to the Directors under the Restated Plan will be published in each annual report of the Company relating to the period in which the Securities have been issued.

A copy of the Restated Plan can be accessed here https://www.asx.com.au/asxpdf/20200807/pdf/44l9fq0qvckxzj.pdf.

Life360

Life360
ARBN 629 412 942

360
MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Lodge your Voting Instruction Form:

Online:
www.investorvote.com.au

By Mail:
Computershare Investor Services Pty Limited
GPO Box 242 Melbourne
Victoria 3001 Australia

Alternatively you can fax your form to
(within Australia) 1800 783 447
(outside Australia) +61 3 9473 2555

Online Subscribers:
For Intermediary Online subscribers only
(custodians) www.intermediaryonline.com

For all enquiries call:
(within Australia) 1300 850 505
(outside Australia) +61 3 9415 4000

CDI Voting Instruction Form - 2020 Annual Meeting (AM)

Vote online or view the Annual Report, 24 hours a day, 7 days a week:
www.investorvote.com.au

- ☑ **Complete your Voting Instruction Form**
- ☑ **Access the Annual Report**
- ☑ **Review and update your securityholding**

Your secure access information is:
Control Number: 999999

SRN/HIN: I9999999999 **PIN: 99999**

PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

For your voting instruction to be effective it must be received by 9.30am (Sydney time) on Monday, 26 April 2021.

How to Vote

Each CHESS Depositary Interest (CDI) is equivalent to one-third of Company Common Stock, so that every 3 (three) CDI registered in your name on Saturday, 13 March 2021 at 7.00pm (AEST) entitles you to one vote.

By signing this Voting Instruction Form, you direct CHESS Depositary Nominees Pty Limited (CDN) to appoint the Chairman of the meeting or a person designated by you as its Nominated Proxy to vote the shares in the company held by CDN on your behalf in respect of the resolutions to be considered at the Annual Meeting to be held virtually, on 30 April 2021 and at any adjournment of that meeting, as indicated on this form, and to vote or abstain in respect of any procedural resolution as the Nominated Proxy (as applicable) thinks fit.

If you want to apportion your vote, you must clearly enter the portion to be voted in a particular manner in the box opposite the resolution in Step 2 overleaf. This may be done by specifying the number of shares underlying your CDI holding or the percentages of that holding. If you vote in excess of 100% of your holding for the resolution, your vote on the resolution will be invalid. If you mark more than one box for the resolution, except to show a portion in the manner discussed above, your vote on that resolution will be invalid.

If you lodge the Voting Instruction Form prior to the Annual Meeting, and complete your voting directions on that form, your voting instructions may only be changed if you submit a further Voting Instruction Form before the closing date at 9:30am (Sydney time) on Monday, 26 April 2021.

Attending the Meeting

Persons attending the virtual Annual Meeting will be prompted by virtual meeting website to provide appropriate identification to gain entry into the virtual meeting website.

Appointing the Chairman as Nominated Proxy (Option A)

To instruct CDN to appoint the Chairman of the meeting as its Nominated Proxy to vote the shares underlying your CDIs:
Step 1 - Place a cross in the box next to Option A.
Step 2 - Place a mark or specify the number of shares or percentage of your holding to be voted in one of the boxes opposite the resolution. The shares underlying your CDIs will be voted in accordance with this direction.
If you do not mark 'For', 'Against', or 'Abstain' the Chairman may vote as he or she determines at the Annual Meeting.

If you mark the 'Abstain' box, you are directing the Chairman (as CDN's Nominated Proxy) not to vote on the resolution(s) and your votes will not be counted in computing the required majority.

* If the Nominated Proxy is a body corporate and the written instruction will be submitted by a representative of the body corporate, the appropriate 'Certificate of Appointment of Corporate Representative' form will need to be provided along with the written instructions. A Corporate Representative form may be obtained from Computershare or online at www.investorcentre.com under the help tab, 'Printable Forms'.

Appointing a proxy of your choice (Option B)

To instruct CDN to appoint a Nominated Proxy of your choice (other than the Chairman of the meeting) or failing your nominee's attendance at the Annual Meeting, the Chairman who may vote the shares underlying your CDI at Life360's Annual Meeting:
Step 1 - Write the person you appoint in the box at the top of the form overleaf.
Step 2 - Place a mark or specify the number of shares or percentage of your holding to be voted in one of the boxes opposite the resolution.

You may instruct CDN to appoint yourself or your nominee, or failing your or your nominee's attendance at the Annual Meeting, the Chairman as a proxy.

If you instruct CDN to appoint a person nominated by you as Nominated Proxy but do not mark 'For', 'Against', or 'Abstain', the Nominated Proxy may vote as he or she determines at the AM.
If you mark the 'Abstain' box for a resolution, you are directing the Nominated Proxy not to vote on the resolution(s).

If you appoint a Nominated Proxy and your Nominated Proxy does not attend the AM, the Chairman will vote in accordance with the instructions on the Voting Instruction Form or, for undirected proxies, in accordance with the Nominated Proxy's written instructions* provided to the Chairman, care of Computershare facsimile to 1800 783 447 from inside Australia or +61 3 9473 2555 from outside Australia. If the Nominated Proxy does not provide written instructions to the Chairman, care of Computershare by 9**:30am (Sydney time) on Monday, 26 April 2021,** then the Chairman intends voting in favour of the resolutions.

If you do not select either of Option A or Option B, and the Voting Instruction Form is validly signed, you will be deemed to have marked Option A.

Signing Instructions for Postal Forms

Individual: Where the CDI holding is in one name, the CDI holder must sign.
Joint Holding: Where the CDI holding is in more than one name, all of the CDI holders must sign.
Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy to this form when you return it.
Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held.

GO ONLINE TO VOTE,
or turn over to complete the form ➔

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

☐ **Change of address**. If incorrect, mark this box and make the correction in the space to the left.

I 9999999999 I ND

Voting Instruction Form

Please mark ☒ to indicate your directions

STEP 1 **CHESS Depositary Nominees Pty Limited (CDN) will vote as directed**
(please mark box A **OR** insert a name in the space provided at B below)

XX

I/We, being a CDI holder of the company, hereby instruct:

Option **A**

☐ CDN to appoint the Chairman of the meeting as its Nominated Proxy

or

Option **B**

CDN to appoint the following Nominated Proxy:

Please write the name of the person (other than the Chairman) you would like to attend and vote at the meeting on your behalf. **If you wish to attend, speak and vote at the meeting in Sydney, write your own name.**

or failing attendance at the Annual Meeting of the person or body corporate so named, the Chairman

to attend, speak and vote the shares underlying my/our holding of CDIs at the Annual Meeting of Life360, Inc. to be held virtually (refer to the Notice of Meeting) on Friday, 30 April 2021, at 9:30am (Sydney, Australia time) (4.30pm (San Francisco time) on Thursday, 29 April 2021) and any adjournment of the meeting.

If you complete neither of the options above, and the Voting Instruction Form has been validly signed, then you will be deemed to have marked Option A.

THE BOARD OF DIRECTORS RECOMMEND A VOTE 'FOR' THE RESOLUTIONS.

STEP 2 **Items of Business**

	For	Abstain
1. Re-election of James Synge as a Director	☐	☐
2. Re-election of David Wiadrowski as a Director	☐	☐
3. Re-election of Brit Morin as a Director	☐	☐
4. Re-election of Randi Zuckerberg as a Director	☐	☐

	For	Against	Abstain
5. Increase to Non-Executive Director Fee Pool	☐	☐	☐
6. Approval of grant of RSUs and Options to Chris Hulls	☐	☐	☐
7. Approval of grant of RSUs and Options to John Philip Coghlan	☐	☐	☐
8. Approval of grant of RSUs and Options to Brit Morin	☐	☐	☐
9. Approval of grant of RSUs and Options to James Synge	☐	☐	☐
10. Approval of grant of RSUs and Options to Mark Goines	☐	☐	☐
11. Approval of grant of RSUs and Options to David Wiadrowski	☐	☐	☐
12. Approval of grant of RSUs and Options to Randi Zuckerberg	☐	☐	☐
13. Approval of grant of RSUs and Options to Alex Haro	☐	☐	☐
14. Amendment of Audit and Risk Commitee Charter	☐	☐	☐

SIGN This section *must* be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Securityholder	Securityholder 2	Securityholder 3
Sole Director and Sole Company Secretary	Director	Director/Company Secretary

Contact Name _____ Contact Daytime Telephone _____ Date / /

Computershare

Life360 VOTE

000004

ENDORSEMENT_LINE_____ SACKPACK_____

MR A SAMPLE
DESIGNATION (IF ANY)
ADD 1
ADD 2
ADD 3
ADD 4
ADD 5
ADD 6

C123456789

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000000000.000000 ext 000000000.000000 ext
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Your vote matters – here's how to vote!

You may vote online or by phone instead of mailing this card.

Votes submitted electronically must be Received by 4:30 PM (PDT) on April 26, 2021

Online
Go to www.investorvote.com/LFTI or scan the QR code – login details are located in the shaded bar below.

Phone
Call toll free 1-800-652-VOTE (8683) within the USA, US territories and Canada

Using a **black ink** pen, mark your votes with an **X** as shown in this example.
Please do not write outside the designated areas.

X

2021 Annual Meeting Proxy Card

1234 5678 9012 345

▼ IF VOTING BY MAIL, SIGN, DETACH AND RETURN THE BOTTOM PORTION IN THE ENCLOSED ENVELOPE. ▼

A Proposals – The Board of Directors recommend a vote FOR Proposals 1-4 and 6-14, and no recommendation for Proposal 5.

	For	Abstain
1. Re-Election of James Synge as a Director	☐	☐
2. Re-Election of David Wiadrowski as a Director	☐	☐
3. Re-Election of Brit Morin as a Director	☐	☐
4. Re-election of Randi Zuckerberg as a Director	☐	☐

	For	Against	Abstain
5. Increase to Non-Executive Director Fee Pool	☐	☐	☐
6. Approval of grant to RSUs and options to Chris Hulls	☐	☐	☐
7. Approval of grant to RSUs and options to John Philip Coghlan	☐	☐	☐
8. Approval of grant to RSUs and options to Brit Morin	☐	☐	☐
9. Approval of grant to RSUs and options to James Synge	☐	☐	☐
10. Approval of grant to RSUs and options to Mark Goines	☐	☐	☐
11. Approval of grant to RSUs and options to David Wiadrowski	☐	☐	☐
12. Approval of grant to RSUs and options to Randi Zuckerberg	☐	☐	☐
13. Approval of grant to RSUs and options to Alex Haro	☐	☐	☐
14. Amendment of Audit & Risk Committee Charter.	☐	☐	☐

B Authorized Signatures – This section must be completed for your vote to count. Please date and sign below.

Please sign exactly as name(s) appears hereon. Joint owners should each sign. When signing as attorney, executor, administrator, corporate officer, trustee, guardian, or custodian, please give full title.

Date (mm/dd/yyyy) – Please print date below.	Signature 1 – Please keep signature within the box.	Signature 2 – Please keep signature within the box.
/ /		

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2021 Annual Meeting of Life360

Friday, April 30, 2021 at 9:30 A.M. (AEST) (being Thursday, April 29, 2021 at 4:30 P.M. PDT)

The 2021 Annual Meeting of Shareholders of Life360 will be held on
Friday, April 30, 2021 at 9:30 A.M. (AEST) (being Thursday, April 29, 2021 at 4:30 P.M. PDT)
virtually via the internet at https://web.lumiagm.com (Meeting ID: 388-472-095)

To access the virtual meeting, you must have the information that is printed in the shaded bar located on the reverse side of this form.

▼ IF VOTING BY MAIL, SIGN, DETACH AND RETURN THE BOTTOM PORTION IN THE ENCLOSED ENVELOPE. ▼

Life360

Notice of 2021 Annual Meeting of Shareholders

Proxy Solicited by Board of Directors for Annual Meeting – April 30, 2021

The Chairman of the meeting, or any other Director of the Company (if required), or any of them, each with the power of substitution, are hereby authorized to represent and vote the shares of the undersigned, with all the powers which the undersigned would possess if personally present, at the Annual Meeting of Shareholders of Life360 to be held on April 30, 2021 (AEST) (April 29, 2021 PDT) or any postponement or adjournment thereof.

Shares represented by this proxy will be voted by the stockholder. If no such directions are indicated, the Proxies will have authority to vote FOR Items 1-4 and 6-14, and no recommendation for Proposal 5.

In their discretion, the Proxies are authorized to vote upon such other business as may properly come before the meeting.

Only those Shareholders of record, or beneficial owners of Shares or CDIs held on Saturday, March 13, 2021 at 12.00pm (Sydney, Australia time)(being Friday, March 12, 2021 at 5.00pm Pacific Time) may vote at the Annual Meeting.

Valid, signed and dated proxy cards must be received by Computershare US no later than Monday, April 26, 2021 at 4.30pm (Pacific Time) (being Tuesday, April 27, 2021 at 9.30am Sydney, Australia time).

(Items to be voted appear on the reverse side)

C Non-Voting Items

Change of Address — Please print new address below.

Comments — Please print your comments below.

Online meeting guide

Getting started

If you choose to participate online you will be able to view a live webcast of the meeting, ask the Directors questions online and submit your votes in real time. To participate online visit https://web.lumiagm.com on your smartphone, tablet or computer. You will need the latest versions of Chrome, Safari, Internet Explorer 11, Edge or Firefox. Please ensure your browser is compatible.

To log in, you must have the following information:

Meeting ID

Meeting ID as provided in the Notice of Meeting.

Australian residents

> **Username** (SRN or HIN) and

> **Password** (postcode of your registered address).

Overseas Residents

> **Username** (SRN or HIN) and

> **Password** (three-character country code) e.g. New Zealand - NZL; United Kingdom - GBR; United States of America - USA; Canada - CAN.

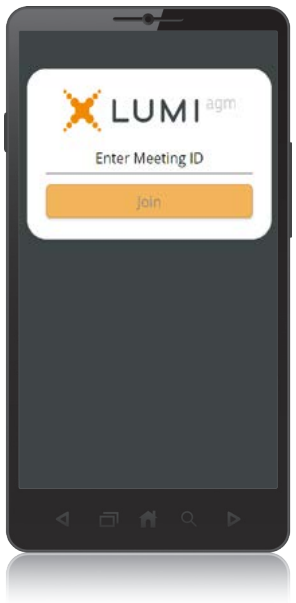
A full list of country codes is provided at the end of this guide.

Appointed Proxies

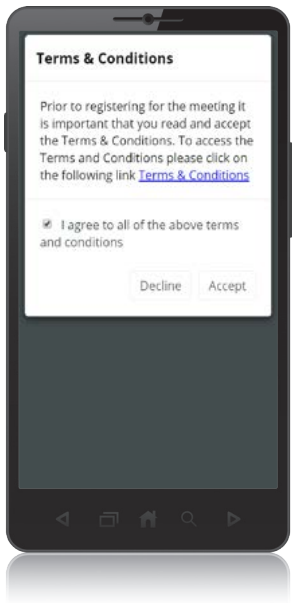
To receive your unique username and password, please contact Computershare Investor Services on +61 3 9415 4024 during the online registration period which will open 1 hour before the start of the meeting.

Participating at the meeting

1 To participate in the meeting you will be required to enter the unique 9-digit Meeting ID as provided in the Notice of Meeting.



2 To proceed into the meeting, you will need to read and accept the Terms & Conditions



Icon descriptions

- Voting icon, used to vote. Only visible when the Chair opens the poll.
- Home page icon, displays meeting information.
- Questions icon, used to ask questions.
- The broadcast bar allows you to view and listen to the proceedings.

3 **To register as a securityholder**, select 'Securityholder or Proxy' and enter your SRN or HIN and Postcode or Country Code.

4 **To register as a proxyholder**, select 'Securityholder or Proxy' and you will need your username and password as provided by Computershare. In the 'SRN or HIN' field enter your username and in the 'Postcode or Country Code' field enter your password.

5 **To register as a guest**, select 'Guest' and enter your name and email address.

6 Once logged in, you will see the home page, which displays the meeting title and name of the registered securityholder or nominated proxy.

Icon descriptions

- Voting icon, used to vote. Only visible when the Chair opens the poll.
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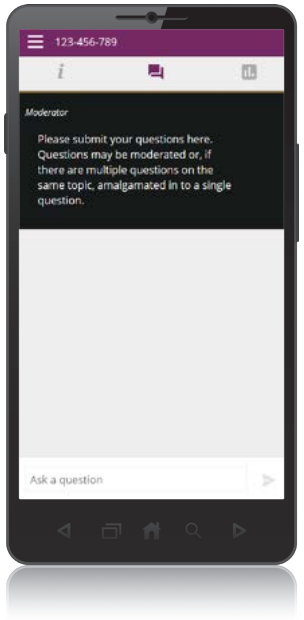
7 To view the webcast you must tap the broadcast arrow on your screen and press the play button. Toggle between the up and down arrow to switch between screens.

8 To ask a question tap on the question icon , type your question in the chat box at the bottom of the screen and select the send icon. Confirmation that your message has been received will appear.



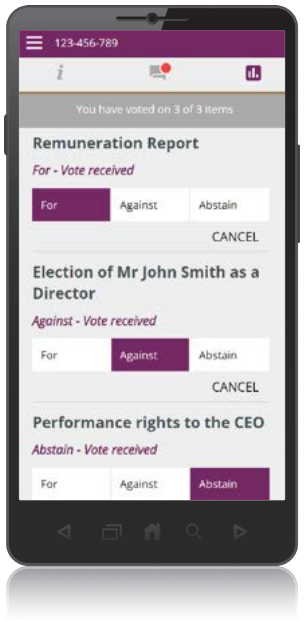
9 When the Chair declares the poll open:

> A voting icon will appear on screen and the meeting resolutions will be displayed

> To vote, tap one of the voting options. Your response will be highlighted

> To change your vote, simply press a different option to override

The number of items you have voted on or are yet to vote on, is displayed at the top of the screen. Votes may be changed up to the time the Chair closes the poll.



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For Assistance
If you require assistance before or during the meeting please call +61 3 9415 4024

COUNTRY CODES

Select your country code from the list below and enter it into the 'Postcode or Country Code' field.

ABW ARUBA
AFG AFGHANISTAN
AGO ANGOLA
AIA ANGUILLA
ALA ALAND ISLANDS
ALB ALBANIA
AND ANDORRA
ANT NETHERLANDS ANTILLES
ARE UNITED ARAB EMIRATES
ARG ARGENTINA
ARM ARMENIA
ASM AMERICAN SAMOA
ATA ANTARCTICA
ATF FRENCH SOUTHERN TERRITORIES
ATG ANTIGUA AND BARBUDA
AUS AUSTRALIA
AUT AUSTRIA
AZE AZERBAIJAN
BDI BURUNDI
BEL BELGIUM
BEN BENIN
BFA BURKINA FASO
BGD BANGLADESH
BGR BULGARIA
BHR BAHRAIN
BHS BAHAMAS
BIH BOSNIA & HERZEGOVINA
BLM ST BARTHELEMY
BLR BELARUS
BLZ BELIZE
BMU BERMUDA
BOL BOLIVIA
BRA BRAZIL
BRB BARBADOS
BRN BRUNEI DARUSSALAM
BTN BHUTAN
BUR BURMA
BVT BOUVET ISLAND
BWA BOTSWANA
BLR BELARUS
CAF CENTRAL AFRICAN REPUBLIC
CAN CANADA
CCK COCOS (KEELING) ISLANDS
CHE SWITZERLAND
CHL CHILE
CHN CHINA
CIV COTE D'IVOIRE
CMR CAMEROON
COD CONGO DEMOCRATIC REPUBLIC OF
COG CONGO PEOPLES REPUBLIC OF
COK COOK ISLANDS COL COLOMBIA
COM COMOROS
CPV CAPE VERDE
CRI COSTA RICA
CUB CUBA
CXR CHRISTMAS ISLAND
CYM CAYMAN ISLANDS
CYP CYPRUS
CZE CZECH REPUBLIC
DEU GERMANY
DJI DJIBOUTI
DMA DOMINICA
DNK DENMARK
DOM DOMINICAN REPUBLIC
DZA ALGERIA
ECU ECUADOR
EGY EGYPT
ERI ERITREA
ESH WESTERN SAHARA
ESP SPAIN
EST ESTONIA
ETH ETHIOPIA
FIN FINLAND
FJI FIJI
FLK FALKLAND ISLANDS (MALVINAS)
FRA FRANCE
FRO FAROE ISLANDS
FSM MICRONESIA
GAB GABON
GBR UNITED KINGDOM
GEO GEORGIA
GGY GUERNSEY
GHA GHANA
GIB GIBRALTAR
GIN GUINEA
GLP GUADELOUPE
GMB GAMBIA
GNB GUINEA-BISSAU
GNQ EQUATORIAL GUINEA
GRC GREECE
GRD GRENADA
GRL GREENLAND
GTM GUATEMALA
GUF FRENCH GUIANA
GUM GUAM
GUY GUYANA
HKG HONG KONG
HMD HEARD AND MCDONALD ISLANDS
HND HONDURAS
HRV CROATIA
HTI HAITI
HUN HUNGARY
IDN INDONESIA
IMN ISLE OF MAN
IND INDIA
IOT BRITISH INDIAN OCEAN TERRITORY
IRL IRELAND
IRN IRAN ISLAMIC REPUBLIC OF
IRQ IRAQ
ISL ICELAND
ISM BRITISH ISLES
ISR ISRAEL
ITA ITALY
JAM JAMAICA
JEY JERSEY
JOR JORDAN
JPN JAPAN
KAZ KAZAKHSTAN
KEN KENYA
KGZ KYRGYZSTAN
KHM CAMBODIA
KIR KIRIBATI
KNA ST KITTS AND NEVIS
KOR KOREA REPUBLIC OF
KWT KUWAIT
LAO LAO PDR
LBN LEBANON
LBR LIBERIA
LBY LIBYAN ARAB JAMAHIRIYA
LCA ST LUCIA
LIE LIECHTENSTEIN
LKA SRI LANKA
LSO LESOTHO
LTU LITHUANIA
LUX LUXEMBOURG
LVA LATVIA
MAC MACAO
MAF ST MARTIN
MAR MOROCCO
MCO MONACO
MDA MOLDOVA REPUBLIC OF
MDG MADAGASCAR
MDV MALDIVES
MEX MEXICO
MHL MARSHALL ISLANDS
MKD MACEDONIA FORMER YUGOSLAV REP
MLI MALI
MLT MALTA
MMR MYANMAR
MNE MONTENEGRO
MNG MONGOLIA
MNP NORTHERN MARIANA ISLANDS
MOZ MOZAMBIQUE
MRT MAURITANIA
MSR MONTSERRAT
MTQ MARTINIQUE
MUS MAURITIUS
MWI MALAWI
MYS MALAYSIA
MYT MAYOTTE
NAM NAMIBIA
NCL NEW CALEDONIA
NER NIGER
NFK NORFOLK ISLAND
NGA NIGERIA
NIC NICARAGUA
NIU NIUE
NLD NETHERLANDS
NOR NORWAY
PL NEPAL
NRU NAURU
NZL NEW ZEALAND
OMN OMAN
PAK PAKISTAN
PAN PANAMA
PCN PITCAIRN ISLANDS
PER PERU
PHL PHILIPPINES
PLW PALAU
PNG PAPUA NEW GUINEA
POL POLAND
PRI PUERTO RICO
PRK KOREA DEM PEOPLES REPUBLIC OF
PRT PORTUGAL
PRY PARAGUAY
PSE PALESTINIAN TERRITORY OCCUPIED
PYF FRENCH POLYNESIA
QAT QATARPL NEPAL
NRU NAURU
NZL NEW ZEALAND
OMN OMAN
PAK PAKISTAN
PAN PANAMA
PCN PITCAIRN ISLANDS
PER PERU
PHL PHILIPPINES
PLW PALAU
PNG PAPUA NEW GUINEA
POL POLAND
PRI PUERTO RICO
PRK KOREA DEM PEOPLES REPUBLIC OF
PRT PORTUGAL
PRY PARAGUAY
PSE PALESTINIAN TERRITORY OCCUPIED
PYF FRENCH POLYNESIA
QAT QATAR
REU REUNION
ROU ROMANIA
RUS RUSSIAN FEDERATION
RWA RWANDA
SAU SAUDI ARABIA KINGDOM OF
SCG SERBIA AND MONTENEGRO
SDN SUDAN
SEN SENEGAL
SGP SINGAPORE
SGS STH GEORGIA & STH SANDWICH ISL
SHN ST HELENA
SJM SVALBARD & JAN MAYEN
SLB SOLOMON ISLANDS
SLE SIERRA LEONE
SLV EL SALVADOR
SMR SAN MARINO
SOM SOMALIA
SPM ST PIERRE AND MIQUELON
SRB SERBIA
STP SAO TOME AND PRINCIPE
SUR SURINAME
SVK SLOVAKIA
SVN SLOVENIA
SWE SWEDEN
SWZ SWAZILAND
SYC SEYCHELLES
SYR SYRIAN ARAB REPUBLIC
TCA TURKS AND CAICOS ISLANDS
TCD CHAD
TGO TOGO
THA THAILAND
TJK TAJIKISTAN
TKL TOKELAU
TKM TURKMENISTAN
TLS EAST TIMOR DEMOCRATIC REP OF
TMP EAST TIMOR
TON TONGA
TTO TRINIDAD & TOBAGO
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TON TONGA
TTO TRINIDAD & TOBAGO
TZA TANZANIA UNITED REPUBLIC OF
UGA UGANDA
UKR UKRAINE
UMI UNITED STATES MINOR OUTLYING
URY URUGUAY
USA UNITED STATES OF AMERICA
UZB UZBEKISTAN
VAT HOLY SEE (VATICAN CITY STATE)
VCT ST VINCENT & THE GRENADINES
VEN VENEZUELA
VGB BRITISH VIRGIN ISLANDS
VIR US VIRGIN ISLANDS
VNM VIETNAM
VUT VANUATU
WLF WALLIS AND FUTUNA
WSM SAMOA
YEM YEMEN
YMD YEMEN DEMOCRATIC
YUG YUGOSLAVIA SOCIALIST FED REP
ZAF SOUTH AFRICA
ZAR ZAIRE
ZMB ZAMBIA
ZWE ZIMBABWE

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