

Analyst

Chris Savage 612 8224 2835

Authorisation

Sam Brandwood 612 9255 2850

Life360 (360)

Love thy neighbour

Recommendation

Buy (unchanged)

Price

\$12.61

Target (12 months)

\$14.75 (previously \$12.50)

GICS Sector

Software and Services

Expected Return

Capital growth	17.0%
Dividend yield	0.0%
Total expected return	17.0%

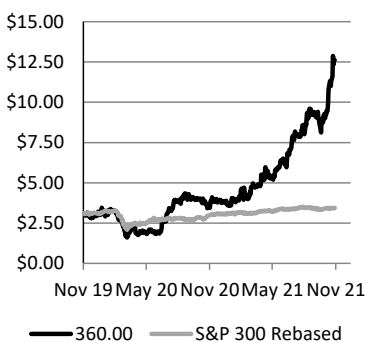
Company Data & Ratios

Enterprise value	\$1,900m
Market cap	\$1,968m
Issued capital	156.0m
Free float	90%
Avg. daily val. (52wk)	\$4.2m
12 month price range	\$3.24 - \$12.875

Price Performance

	(1m)	(3m)	(12m)
Price (A\$)	8.75	8.26	3.51
Absolute (%)	44.11	52.66	259.26
Rel market (%)	41.71	53.97	241.20

Absolute Price



SOURCE: IRESS

Looks cheap relative to reasonable comp

Last week a reasonable comp for Life360, Nextdoor, listed on the NYSE and was up around 30% on its first day of trading then held that gain over the week. The company also released its Q3 results and upgraded its 2021 guidance to revenue b/w US\$185-188m (previous guidance US\$181m) and adjusted EBITDA US\$(47-48m) (previous guidance US\$(49m)). The stock is now trading on an EV/Revenue multiple of c.23x based on the mid-point of the upgraded 2021 guidance and this compares to a multiple of c.13x for Life360 based on our 2021 revenue forecast of US\$111m (which is around consensus). The multiple of Nextdoor is therefore significantly higher than that of Life360 even though, in our view, Life360 is a higher quality company given it generates most of its revenue through subscription whereas Nextdoor generates most of its revenue through advertising. The multiple of Nextdoor therefore makes Life360 look cheap and is relevant given Life360 is planning a secondary listing in the US sometime next calendar year.

No change in forecasts

There is no change in our forecasts which we only recently updated on the back of the release of the quarterly released late last month. We continue to forecast 2021 and 2022 revenue of c.US\$111m and US\$162m which is around consensus if not a little below. Our forecasts assume no further acquisitions though we continue to believe another is likely in the short term and will be more material than the last (Jobit).

Investment view: PT up 18% to \$14.75, Maintain BUY

While there is no change in our forecasts we have updated each valuation used in the determination of our price target for market movements and time creep. Given the successful listing of Nextdoor we have also increased the premium we apply in the relative valuations from 25% to 50% and reduced the WACC we apply in the DCF from 8.6% to 8.4%. We have also increased the weighting of the EV/Revenue valuation in the calculation of the PT. The net result is an 18% increase in the PT to \$14.75 which is >15% premium to the share price and we maintain our BUY recommendation.

Earnings Forecast

Year end 31 December	2020	2021e	2022e	2023e
Total revenue (US\$m)	80.7	110.8	161.6	207.7
EBITDA (underlying) (US\$m)	-7.0	-17.2	-13.6	2.3
NPAT (underlying) (US\$m)	-7.3	-17.7	-14.1	1.8
EPS (underlying, diluted) (Acps)	-6.8	-15.4	-11.9	1.4
EPS growth (%)	NM	NM	NM	NM
PER (x)	NM	NM	NM	>100
Price/CF (x)	NM	NM	NM	>100
EV/Revenue (x)	17.0	13.0	9.0	7.0
Dividend (A¢ps)	0.0	0.0	0.0	0.0
Yield (%)	0.0%	0.0%	0.0%	0.0%
ROE (%)	NM	NM	NM	NM
Franking (%)	0%	0%	0%	0%

SOURCE: BELL POTTER SECURITIES ESTIMATES

Nextdoor Listing

Trading on 2021 EV/Revenue of c.23x

Last week a reasonable comp for Life360, Nextdoor, listed on the NYSE and was up around 30% on its first day of trading then held that gain over the week. The company also released its Q3 results and upgraded its 2021 guidance to revenue b/w US\$185-188m (previous guidance US\$181m) and adjusted EBITDA US\$(47-48m) (previous guidance US\$(49m)). The key metrics for the company based on last Friday's closing price and the upgraded guidance is shown in the table below and for comparison purposes we also provide the same metrics for Life360.

Figure 1 - Key metrics for Nextdoor and Life360

	Nextdoor	Life360
Key stats		
Market capitalisation	US\$5,026m	US\$1,476m
Enterprise value	US\$4,245m	US\$1,426m
Global WAU/MAU (at 30 September 2021)	33.0m	33.8m
2021 forecasts		
Total revenue	US\$187m	US\$111m
EBITDA (adjusted/underlying)	US\$(48m)	US\$(17m)
NPAT (statutory)	US\$(94m)	US\$(30m)
Total ARPU (annualised)	US\$6.46	US\$3.70
Key multiples		
EV/WAU or EV/MAU	\$128.64	\$42.18
EV/Revenue	22.8x	12.8x

SOURCE: COMPANY DATA AND BELL POTTER SECURITIES ESTIMATES

The figure shows that Nextdoor is trading on an EV/Revenue multiple of c.23x based on the mid-point of the upgraded 2021 guidance and this compares to a multiple of c.13x for Life360 based on our 2021 revenue forecast of US\$111m (which is around consensus). The multiple of Nextdoor is therefore significantly higher than that of Life360 even though, in our view, Life360 is a higher quality company given it generates most of its revenue through subscription whereas Nextdoor generates most of its revenue through advertising. The one factor perhaps in Nextdoor's favour is scale though, given Life360 is only a year or two behind in this regard, we do not believe this warrants a significant premium.

Relevant Given 360 is likely to do a Dual Listing

The multiple of Nextdoor is relevant given Life360 said on the call to discuss its quarterly late last month it is planning a secondary listing in the US sometime next calendar year. CEO Chris Hulls specified this would be pursued whether or not it occurred through the next acquisition which may or may not be a publicly listed company. If it is then a dual listing could occur similar to the Square acquisition of Afterpay where scrip is being used to fund the deal and Square will become listed on the ASX. If it is not then a dual listing will still be pursued independently and the timeframe provided was in the calendar year.

Note that, while Life360 may be a year or two behind Nextdoor in terms of scale, the revenue expectation for Life360 in 2022 is not far behind the revenue expectation for Nextdoor in 2021. So if the revenue of Nextdoor this year is sufficient to generate a successful listing on the NYSE then this suggests the revenue of Life360 next year will also be sufficient to generate a successful listing.

Earnings and Valuation Changes

No Change in Forecasts

There is no change in our forecasts which we only recently updated on the back of the release of the quarterly released late last month. We continue to forecast 2021 and 2022 revenue of c.US\$111m and US\$162m which is around consensus if not a little below. Our forecasts assume no further acquisitions though we continue to believe another is likely in the short term and will be more material than the last (Jiobit).

A summary of our key forecasts is below. We continue to forecast the company becomes profitable on an underlying basis in 2023. We also continue to forecast no dividends over the next three years. We do not foresee the need for a capital raising unless the company makes a material acquisition which is at least partly funded by cash.

Figure 2 - Key forecasts

Year end 31 December	2021e	Change	2022e	Change	2023e	Change
Total revenue (US\$m)	110.8	37%	161.6	46%	207.7	29%
EBITDA (underlying) (US\$m)	-17.2	NM	-13.6	NM	2.3	NM
NPAT (underlying) (US\$m)	-17.7	NM	-14.1	NM	1.8	NM
Diluted EPS (underlying) (Ac)	-15.4c	NM	-11.9c	NM	1.4c	NM
DPS (Ac)	0.0c	NM	0.0c	NM	0.0c	NM

SOURCE: BELL POTTER SECURITIES ESTIMATES

18% Increase in PT to \$14.75

While there is no change in our forecasts we have updated each valuation used in the determination of our price target for market movements and time creep. Given the successful listing of Nextdoor we have also increased the premium we apply in the relative valuations from 25% to 50% and reduced the WACC we apply in the DCF from 8.6% to 8.3%. We have also increased the weighting of the EV/Revenue valuation in the calculation of the PT from 50% to 67% (and correspondingly reduced the weighting of the DCF from 50% to 33%).

The change in each valuation and the impact on our PT calculation is shown below.

Figure 3 - Change in valuations and impact on PT

	Old (as at 27-Oct-21)			New (as at 15-Nov-21)		
	Valuation per share	% weighting	Price target	Valuation per share	% weighting	Price target
Methodology						
EV/Revenue	\$14.26	50%	\$7.13	\$16.41	67%	\$10.94
DCF	\$10.75	50%	\$5.38	\$11.43	33%	\$3.81
Total			\$12.50			\$14.75

SOURCE: BELL POTTER SECURITIES ESTIMATES

The figure shows a low double digit percentage increase in the EV/Revenue valuation and a mid single digit percentage increase in the DCF. The net result is an 18% increase in the PT to \$14.75 which is >15% premium to the share price and we maintain our BUY recommendation. Potential short term catalysts for the stock include an acquisition and/or the release of the next quarterly in late January.

Life360

Company Description

Life360 provides a market leading app for families – called Life360 – with features that range from communications to driving safety and location sharing. The company has more than 30 million monthly active users and is becoming a dominant brand at the centre of family life in both the US and internationally. Life360 operates a “freemium” model where the app is available to users at no charge but over the past five years the company has been monetising its user base by providing premium subscription options as well as recently introducing a membership program.

Life360 was founded in 2007 by Chris Hulls who is still the CEO today and one of the largest shareholders in the company. The company was also co-founded by Alex Haro who is a non-executive director and also one of the largest shareholders. Life360 is based in San Francisco, California and is located in approximately 195 countries.

Investment Thesis

We maintain our BUY recommendation on Life360. Our investment thesis is based on:

- **Valuation:** Our 12 month price target on Life360 is \$14.75. The price target is generated from a blend of two valuation methodologies we apply to the company: EV/Revenue and DCF. The price target is a 17% premium to the current share price and the total expected return is the same given there is no forecast dividend yield.
- **Large and resilient subscriber base:** Life360 currently has around 1,000k paying circles – the best measure of customer numbers – and managed to grow this base by 8% in 2020 despite the disruptions associated with COVID-19. This growth shows resilience in the subscriber base and, furthermore, the potential for strong growth in the base when market conditions return to normal.
- **Potential to enter and disrupt other markets:** Life360 has the potential to leverage its large and growing user base to enter new markets and disrupt the legacy incumbents. An example is roadside assistance where Life360 launched a subscription-based product called Driver Protect which disrupted the market and helped enable monetisation of its user base. Other markets Life360 could potentially enter include insurance, item & pet tracking, senior monitoring, home security and/or identity theft.

Key Risks

Key downside risks to our estimates and valuation include (but are not limited to):

- **User and paying circle retention and growth:** The growth of Life360 depends on its ability to attract new users and convert users to paying circles. A failure to grow and retain users and paying circles may have a material adverse impact on future financial performance.
- **Competition and new technologies:** The consumer subscription services market is fast-paced and constantly changing. Some existing and potential competitors have significantly more resources than Life360. If Life360 does not successfully compete and adapt then its financial performance and operations could be adversely affected.
- **Product development:** Life360 intends to grow its revenue through new subscription-based products and also indirect revenue. Revenue from these areas may take a few years or more to become meaningful or may ultimately be lower than originally forecast.

Table 1 - Financial summary

Life360 (360)						Share price:	\$12.61	Target price:	\$14.75		
						No. of issued shares:	156.0m	Market cap:	\$1,968m		
Profit & Loss (US\$m)						Valuation data					
Year end 31 Dec	2019	2020	2021e	2022e	2023e	Year end 31 Dec	2019	2020	2021e	2022e	2023e
Revenue	58.9	80.7	110.8	161.6	207.7	NPAT (underlying) (A\$m)	-33.1	-10.1	-23.6	-18.8	2.3
Change	84%	37%	37%	46%	29%	Diluted EPS (underlying) (Ac)	-31.9	-6.8	-15.4	-11.9	1.4
Cost of revenue	11.9	15.4	21.8	30.1	37.0	Change	NM	NM	NM	NM	NM
Gross profit	47.1	65.3	89.1	131.5	170.7	P/E ratio (x)	NM	NM	NM	NM	>100
Gross margin	79.9%	80.9%	80.4%	81.3%	82.2%	CFPS (Acps)	-42.1	-6.8	-15.2	-13.6	0.3
Expenses (excl. D&A, int.)	76.1	81.9	119.4	159.6	184.3	Price/CF (x)	NM	NM	NM	NM	>100
% of revenue	129.1%	101.6%	107.8%	98.8%	88.8%	DPS (cps)	0.0	0.0	0.0	0.0	0.0
Other income (excl. interest)	0.7	0.0	0.0	0.0	0.0	Yield	0.0%	0.0%	0.0%	0.0%	0.0%
Change in fair value of liability	-0.6	0.0	0.0	0.0	0.0	Franking	0%	0%	0%	0%	0%
EV/Revenue (x)	22.3	17.0	13.0	9.0	7.0	EV/EBITDA (underlying) (x)	NM	NM	NM	NM	>100
EBITDA (statutory)	-28.7	-16.0	-29.9	-27.6	-13.1	NTA per share (Acps)	69.5	58.6	38.0	27.5	30.3
Depreciation & Amortisation	-0.3	-0.7	-0.5	-0.5	-0.6	Price/NTA (x)	18.2	21.5	33.1	45.9	41.6
EBIT	-29.0	-16.7	-30.4	-28.1	-13.6	Performance ratios					
Net interest (expense)/revenue	0.0	0.3	0.0	0.0	0.0	Year end 31 Dec	2019	2020	2021e	2022e	2023e
Pre-tax profit	-29.0	-16.3	-30.3	-28.1	-13.6	EBITDA margin	-48.6%	-19.8%	-26.9%	-17.1%	-6.3%
Income tax expense	0.0	0.0	0.0	0.0	0.0	EBIT margin	-49.1%	-20.6%	-27.4%	-17.4%	-6.6%
NPAT (statutory)	-29.0	-16.3	-30.3	-28.1	-13.6	Return on assets	-32.8%	-18.9%	-28.0%	-28.3%	-12.9%
EBITDA (underlying)	-22.9	-7.0	-17.2	-13.6	2.3	Return on equity	NM	NM	NM	NM	NM
NPAT (underlying)	-23.2	-7.3	-17.7	-14.1	1.8	ROIC	NM	NM	NM	NM	NM
Cash Flow (US\$m)						Leverage ratios					
Year end 31 Dec	2019	2020	2021e	2022e	2023e	Year end 31 Dec	2019	2020	2021e	2022e	2023e
NPAT (statutory)	-29.0	-16.3	-30.3	-28.1	-13.6	Net debt/(cash) (A\$m)	-91.5	-78.1	-50.5	-31.7	-34.5
Depreciation & Amortisation	0.3	0.7	0.5	0.5	0.6	Net debt/equity	NM	NM	NM	NM	NM
Amortisation of costs	1.8	7.0	0.0	0.0	0.0	Gearing	NM	NM	NM	NM	NM
Stock-based compensation	5.8	8.1	12.1	14.0	15.4	Net debt/EBITDA (x)	NM	NM	NM	NM	NM
Change in fair value of liability	0.6	0.0	0.0	0.0	0.0	Net interest cover (x)	NM	NM	NM	NM	NM
Gross cash flow	-20.4	-0.6	-17.7	-13.6	2.3	Segmentals (US\$m)					
Change in working capital	-10.1	-6.7	0.2	-2.5	-2.0	Year end 31 Dec	2019	2020	2021e	2022e	2023e
Operating cash flow	-30.5	-7.3	-17.5	-16.1	0.3	Revenue (US\$m)					
Payments for PPE	-0.4	-0.7	-0.3	-0.5	-0.8	Subscription revenue	44.1	58.5	84.5	118.7	154.2
Payments for acquisitions	0.1	0.0	-1.0	0.0	0.0	Data and other revenue	14.9	22.2	23.8	30.4	37.2
Investing cash flow	-0.3	-0.7	-3.8	-0.5	-0.8	Jiobit	0.0	0.0	2.5	12.5	16.3
Proceeds from issue of shares	73.2	0.0	0.0	0.0	0.0	Total revenue	58.9	80.7	110.8	161.6	207.7
Proceeds from exer. of options	0.7	1.6	2.5	2.5	2.5	Growth					
Taxes paid related to equity	0.0	-1.1	0.0	0.0	0.0	Subscription revenue	78%	33%	44%	41%	30%
Proceeds from borrowings	0.0	3.1	0.0	0.0	0.0	Data and other revenue	105%	49%	8%	28%	23%
Payments on borrowings	-5.0	-3.1	0.0	0.0	0.0	Jiobit				400%	30%
Financing cash flow	68.9	0.4	2.5	2.5	2.5	Total revenue	84%	37%	37%	46%	29%
Net change in cash	38.0	-7.5	-18.7	-14.1	2.1	Gross profit					
Cash at start of period	26.1	64.1	56.6	37.9	23.8	Subscription revenue	33.0	44.9	65.5	93.5	123.4
Cash at end of period	64.1	56.6	37.9	23.8	25.9	Data and other revenue	14.1	20.4	21.5	27.4	33.5
Balance Sheet (US\$m)						Jiobit					13.8
Year end 31 Dec	2019	2020	2021e	2022e	2023e	Total gross profit	47.1	65.3	89.1	131.5	170.7
Cash	63.8	56.4	37.7	23.6	25.7	Gross margin					
Accounts receivable	7.9	9.0	11.9	17.0	21.3	Subscription revenue	74.9%	76.8%	77.5%	78.8%	80.0%
Costs capitalised	4.5	3.4	3.4	3.4	3.4	Data and other revenue	94.6%	91.8%	90.0%	90.0%	90.0%
Prepaid expenses and other	5.3	10.0	10.0	10.0	10.0	Jiobit					
Restricted cash	0.3	0.2	0.2	0.2	0.2	Total gross margin	79.9%	80.9%	80.4%	81.3%	82.2%
PPE	0.5	0.8	0.6	0.5	0.7	Interims (US\$m)					
Costs capitalised	1.3	0.6	0.6	0.6	0.6	Year end 31 Dec	1H2020	2H2020	1H2021	2H2021e	
Intangibles - Goodwill	0.8	0.8	38.8	38.8	38.8	Revenue	37.8	42.9	48.0	62.8	
Intangibles - Other	0.3	0.0	0.0	0.0	0.0	Cost of revenue		6.9	8.5	9.2	12.5
Notes due from affiliates	0.3	0.3	0.3	0.3	0.3	Gross profit		30.9	34.4	38.8	50.3
Right of use assets	0.0	2.6	2.6	2.6	2.6	Gross margin		81.6%	80.3%	80.7%	80.1%
Prepaid expenses and other	3.5	2.2	2.2	2.2	2.2	EBITDA (statutory)		-7.1	-8.9	-10.4	-19.4
Total assets	88.3	86.3	108.2	99.1	105.7	EBITDA (underlying)		-2.6	-4.4	-4.8	-12.4
Accounts payable	0.5	2.4	5.5	8.1	10.4	NPAT (statutory)		-7.2	-9.1	-10.7	-19.7
Accrued expenses	3.4	5.2	5.2	5.2	5.2	NPAT (underlying)		-2.6	-4.7	-5.0	-12.7
Deferred revenue	11.1	11.9	11.9	11.9	11.9						
Deferred rent	0.2	0.0	0.0	0.0	0.0						
Other non-current liabilities	0.8	2.3	2.3	2.3	2.3						
Total liabilities	16.0	21.8	24.9	27.5	29.8						
Common stock and paid capital	188.3	196.9	233.9	236.4	238.9						
Notes due from affiliates	-0.6	-0.6	-0.6	-0.6	-0.6						
Accumulated deficit	-115.5	-131.8	-150.0	-164.1	-162.4						
Total shareholders' equity	72.3	64.5	83.3	71.7	75.9						

SOURCE: BELL POTTER SECURITIES ESTIMATES

Recommendation structure

Buy: Expect >15% total return on a 12 month view. For stocks regarded as 'Speculative' a return of >30% is expected.

Hold: Expect total return between -5% and 15% on a 12 month view

Sell: Expect <-5% total return on a 12 month view

Speculative Investments are either start-up enterprises with nil or only prospective operations or recently commenced operations with only forecast cash flows, or companies that have commenced operations or have been in operation for some time but have only forecast cash flows and/or a stressed balance sheet.

Such investments may carry an exceptionally high level of capital risk and volatility of returns.

Research Team

Staff Member	Title/Sector	Phone	@bellpotter.com.au
Chris Savage	Head of Research/Industrials	612 8224 2835	csavage
Analysts			
TS Lim	Banks	612 8224 2810	tslim
John Hester	Healthcare	612 8224 2871	jhester
Tanushree Jain	Healthcare	612 8224 2849	tnjain
Steven Anastasiou	Industrials	613 9235 1952	sanastasiou
Marcus Barnard	Industrials	618 9326 7673	mbarnard
Sam Brandwood	Industrials	612 8224 2850	sbrandwood
James Filius	Industrials	613 9235 1612	jfilius
Sam Haddad	Industrials	612 8224 2819	shaddad
Hamish Murray	Industrials	613 9235 1813	hmurray
Jonathan Snape	Industrials	613 9235 1601	jsnape
David Coates	Resources	612 8224 2887	dcoates
Stuart Howe	Resources	613 9235 1856	showe
Brad Watson	Resources	618 9326 7672	bwatson
Regan Burrows	Resources	618 9326 7677	rburrows
Joseph House	Resources	613 9235 1624	jhouse
Associates			
Olivia Hagglund	Associate Analyst	612 8224 2813	ohagglund
Michael Ardrey	Associate Analyst	613 9256 8782	mardney
Daniel Laing	Associate Analyst	612 8224 2886	dlaing

Bell Potter Securities Limited
 ABN 25 006 390 772
 Level 29, 101 Collins Street
 Melbourne, Victoria, 3000
Telephone +61 3 9256 8700
www.bellpotter.com.au

Bell Potter Securities (HK) Limited
 Room 1701, 17/F
 Prosperity Tower, 39 Queens Road
 Central, Hong Kong, 0000
Telephone +852 3750 8400

Bell Potter Securities (US) LLC
 Floor 39
 444 Madison Avenue, New York
 NY 10022, U.S.A
Telephone +1 917 819 1410

Bell Potter Securities (UK) Limited
 16 Berkeley Street
 London, England
 W1J 8DZ, United Kingdom
Telephone +44 7734 2929

The following may affect your legal rights. Important Disclaimer:

This document is a private communication to clients and is not intended for public circulation or for the use of any third party, without the prior approval of Bell Potter Securities Limited. In the USA and the UK this research is only for institutional investors. It is not for release, publication or distribution in whole or in part to any persons in the two specified countries. **In Hong Kong**, this research is being distributed by Bell Potter Securities (HK) Limited which is licensed and regulated by the Securities and Futures Commission, Hong Kong. **In the United States**, this research is issued and distributed by Bell Potter Securities (US) LLC which is a registered broker-dealer and member of FINRA. Any person receiving this report from Bell Potter Securities (US) LLC and wishing to transact in any security described herein should do so with Bell Potter Securities (US) LLC.

This is general investment advice only and does not constitute personal advice to any person. Because this document has been prepared without consideration of any specific client's financial situation, particular needs and investment objectives ('relevant personal circumstances'), a Bell Potter Securities Limited investment adviser (or the financial services licensee, or the representative of such licensee, who has provided you with this report by arrangement with Bell Potter Securities Limited) should be made aware of your relevant personal circumstances and consulted before any investment decision is made on the basis of this document.

While this document is based on information from sources which are considered reliable, Bell Potter Securities Limited has not verified independently the information contained in the document and Bell Potter Securities Limited and its directors, employees and consultants do not represent, warrant or guarantee, expressly or impliedly, that the information contained in this document is complete or accurate. Nor does Bell Potter Securities Limited accept any responsibility for updating any advice, views opinions, or recommendations contained in this document or for correcting any error or omission which may become apparent after the document has been issued.

Except insofar as liability under any statute cannot be excluded. Bell Potter Securities Limited and its directors, employees and consultants do not accept any liability (whether arising in contract, in tort or negligence or otherwise) for any error or omission in this document or for any resulting loss or damage (whether direct, indirect, consequential or otherwise) suffered by the recipient of this document or any other person.

Research Policies:

For Bell Potter's Research Coverage Decision Making Process and Research Independence Policy, please refer to our company website:

<https://bellpotter.com.au/research-independence-policy/>

Disclosure of interest:

Bell Potter Securities Limited, its employees, consultants and its associates within the meaning of Chapter 7 of the Corporations Law may receive commissions, underwriting and management fees from transactions involving securities referred to in this document (which its representatives may directly share) and may from time to time hold interests in the securities referred to in this document.

ANALYST CERTIFICATION

Each research analyst primarily responsible for the content of this research report, in whole or in part, certifies that with respect to each security or issuer that the analyst covered in this report: (1) all of the views expressed accurately reflect his or her personal views about those securities or issuers and were prepared in an independent manner and (2) no part of his or her compensation was, is, or will be, directly or indirectly, related to the specific recommendations or views expressed by that research analyst in the research report.