

# Zillow

# 4Q Preview: We expect 4Q Rev/EPS above Street but 1Q outlook could be light

Maintain Rating: NEUTRAL | PO: 60.00 USD | Price: 54.26 USD

#### Nov & Dec home volumes better than expected

Zillow reports on 2/13. We expect 4Q'23 revenues of \$459mn (up 5% y/y), above Street at \$450mn and Adj. EBITDA of \$64mn (vs Street at \$57mn). Zillow usually has 2 months revenue visibility when guiding and existing home vol improved into Nov/Dec (4Q vols were down 6% y/y vs guide implied down 11% y/y), so we expect a 4Q beat. However, we think 1Q'24 guide will be more important for post print share performance and we are below Street. For 1Q'23, we expect revenues of \$479mn (up 2% y/y) vs Street at \$501mn and Adj. EBITDA of \$93mn (vs Street at \$113mn). Our more cautious view is supported by commentary from our 2/5/24 real estate expert call citing soft January trends and we model higher OPEX vs. the Street (\$333mn vs. \$315mn).

#### Potential 4Q positive and negatives

Potential positives from 4Q could include: 1) 1Q revenue/EBITDA outlook above Street and commentary suggesting better than expected housing market recovery, 2) Growth initiatives gaining strong traction and guidance for higher 1Q relative market outperformance (our estimate at 4pts), and 3) Strong focus on expenses management (or new cost cuts) driving higher profitability outlook. Negatives could include: 1) 1Q outlook below Street, suggesting sluggish volume recovery (or impacted by soft Jan trends and tough Feb comps), 2) Outlook for lower market outperformance on tough comps and slower ramp of initiatives (Zillow outperformed by 13pts in 2023 and going forward, we believe outperformance will be increasingly dependent on housing "super app" initiatives), and 3) Growth investments driving outlook for higher OPEX.

## Neutral on regulatory uncertainty & limited vol upside

Zillow is trading at 17x Street's 2025 EBITDA estimate and we believe the stock is pricing a steady recovery in the housing market. However, we think near record low home affordability could limit volume upside (even with lower rates). We estimate 2024 transaction growth of 2% y/y (incl. flat vols) and expect Zillow to outperform market by 5pts. Moreover, uncertainty from real estate commission lawsuits remain an overhang on Zillow's buy side lead generation segment (nearly 50% of revenue), which could potentially result in reduced number of agents and lower commissions, negatively impacting Zillow's growth outlook and multiple. Maintain Neutral and \$60 PO.

Estimates (Dec) (US\$)	2021A	2022A	2023E	2024E	2025E
EPS	(0.84)	1.71	1.22	1.19	2.02
GAAP EPS	(2.05)	(0.42)	(0.77)	(0.86)	(0.14)
EPS Change (YoY)	NM	NM	-28.7%	-2.5%	69.7%
Consensus EPS (Bloomberg)			1.13	1.05	1.74
DPS	0	0	0	0	0
EPS (Z - US\$)	(0.84)	1.71	1.22	1.19	2.02
DPS (Z - US\$)	0	0	0	0	0
Valuation (Dec)					
P/E	NM	31.7x	44.5x	45.6x	26.9x
EV / EBITDA*	49.1x	22.0x	34.0x	28.8x	19.8x
Free Cash Flow Yield*	-25.2%	34.0%	2.2%	2.6%	5.0%
* For full definitions of <i>IQ</i> method <sup>SM</sup> measures, see page 7.					

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Refer to important disclosures on page 8 to 11. Analyst Certification on page 6. Price
Objective Basis/Risk on page 6.

06 February 2024 Equity

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#### **Stock Data**

54.26 USD / 56.09 USD
60.00 USD / 60.00 USD
10-Jan-2024 / 10-Jan-2024
C-2-9 / C-2-9
33.23 USD - 58.82 USD
12,914 USD
67.9%
30.77 USD
238.0 / 238.0
ZG / NAS
Z / NAS
ZG US / ZG.OQ
6.7%
4.3%

ESGMeter™ High

ESGMeter is not indicative of a company's future stock price performance and is not an investment recommendation or rating. ESGMeter is independent of BofA Global Research's equity investment rating, volatility risk rating, income rating, and price objective for that company. For full details, refer to "BofA ESGMeter Methodology".

OPEX – operating expenses

# *iQ*profile<sup>™</sup>Zillow

i <b>Q</b> method <sup>™</sup> – Bus Performance*					
(US\$ Millions)	2021A	2022A	2023E	2024E	2025
Return on Capital Employed	-4.0%	-0.7%	-3.9%	-3.5%	-0.8%
Return on Equity	-4.3%	8.4%	6.7%	6.9%	12.3%
Operating Margin	-4.0%	-1.0%	-10.2%	-5.2%	3.1%
Free Cash Flow	(3,250)	4,389	287	330	651
i <b>Q</b> method <sup>™</sup> – <b>Quality of Earnings*</b>					
(US\$ Millions)	2021A	2022A	2023E	2024E	2025E
Cash Realization Ratio	NM	10.9x	1.4x	1.7x	1.7>
Asset Replacement Ratio	0.6x	0.7x	0.7x	0.7x	0.7>
Tax Rate	NM	NM	NM	NM	NM
Net Debt-to-Equity Ratio	-1.6%	4.3%	2.2%	15.1%	18.6%
Interest Cover	-1.7x	-0.8x	-7.5x	-6.0x	-1.3>
Income Statement Data (Dec)					
(US\$ Millions)	2021A	2022A	2023E	2024E	20251
Sales	8,147	6,184	1,930	2,106	2,423
% Change	143.9%	-24.1%	-68.8%	9.1%	15.1%
Gross Profit	1,788	1,834	1,611	1,783	2,083
% Change	18.4%	2.6%	-12.2%	10.7%	16.9%
EBITDA	267	596	386	456	663
% Change	-22.0%	122.9%	-35.3%	18.3%	45.3%
Net Interest & Other Income	(199)	(38)	86	17	14
Net Income (Adjusted)	(215)	415	291	279	467
% Change	NM	NM	-30.0%	-4.1%	67.6%
US\$ Millions)	2021A	2022A	2023E	2024E	2025
Net Income from Cont Operations (GAAP)	(528)	(101)	(183)	(201)	(33)
Depreciation & Amortization	130	157	182	195	210
Change in Working Capital	0	0	0	0	(
Deferred Taxation Charge	NA (2.770)	NA	NA	NA 176	NA CO.
Other Adjustments, Net	(2,779)	4,448	422	476	624
Capital Expenditure	(73)	(115)	(133)	(140)	(150)
Free Cash Flow	-3,250	4,389	287	330	651
<b>% Change</b> Share / Issue Repurchase	<b>NM</b> 127	<b>NM</b> 46	<b>-93.5%</b> 66	<b>15.0%</b> 60	<b>97.3%</b> (40)
Cost of Dividends Paid		0	0	0	(40)
Change in Debt	0	0	0	0	(
Balance Sheet Data (Dec)					
(US\$ Millions)	2021A	2022A	2023E	2024E	20251
Cash & Equivalents	2,611	1,466	1,570	477	361
Trade Receivables	155	72	73	85	97
Other Current Assets	4,687	2,063	1,641	1,662	1,573
Property, Plant & Equipment	215	271	347	448	556
Other Non-Current Assets	3,028	2,691	2,723	2,724	2,724
Total Assets	10,695	6,563	6,354	5,395	5,310
Short-Term Debt	1,209	0	607	0	(
Other Current Liabilities	2,674	270	360	375	389
		1,660	1,057	1,057	1,057
Long-Term Debt	1,319				
Long-Term Debt Other Non-Current Liabilities	152	151	129	129	
Long-Term Debt Other Non-Current Liabilities Total Liabilities	152 <b>5,354</b>	151 <b>2,081</b>	129 <b>2,153</b>	129 <b>1,561</b>	1,575
Long-Term Debt Other Non-Current Liabilities	152	151	129	129	129 1,575 3,748 5,323

#### **Company Sector**

Internet/e-Commerce

#### **Company Description**

Zillow Group (ZG/Z) is the category leader for online real estate advertising with over 300mn average monthly unique users across multiple sites. Zillow operates the top two online and mobile real estate lead generating services Zillow.com and Trulia.com, as well as high growth segments in rentals and mortgage lead generation. We believe Zillow occupies a lucrative position in the market relative to competitors due to its dominant and growing share of user traffic and advertiser spending

#### **Investment Rationale**

Given Zillow's sizable real estate-focused audience, we are positive on its ability to expand share in home-related markets such as real estate, rentals, and mortgage and through several initiatives that should increase agent productivity. However, in the near- to medium-term, we believe uncertainty over mounting real estate commission lawsuits could be disruptive to ZG's buy side revs (nearly 50% of total) and weigh on investor sentiment.

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LUL	N	Data

Average Daily Volume	567,034
Shares / Common - Dual Listed	1.00

#### **Quarterly Earnings Estimates**

	2022	2023
Q1	0.56A	0.37A
Q2	0.50A	0.42A
Q3	0.41A	0.35A
04	0.22A	0.09F



# 4Q'23 Key Metrics

#### Exhibit 1: 4Q'23 Key Metrics (\$ mn)

We are above Street for 4Q Revenue and EBITDA.

Metric	BofA Ests.	Consensus	Comments
Total Revenue	\$459	\$450	We are slightly above Street for 4Q'23 total revenues
Growth	5%	3%	We model 5% y/y growth in 4Q'23 (down 8% q/q) and vs up 3% y/y growth in 3Q
Residential Revenue	\$340	\$331	We expect residential revenues flat y/y in 4Q (vs down 3% y/y in 3Q)
Rental Revenue	\$90	\$90	We expect rental revenues to grow 32% y/y (vs up 34% y/y in 3Q)
Mortgage Revenue	\$20	\$20	We expect mortgage revenues to grow 10% y/y in 4Q (vs down 8% in 3Q)
Gross Profit (ex-SBC)	\$362	\$353	We expect gross profit of 79%
Total Expenses (including SBC)	\$562	\$549	We expect total expenses to grow 9% y/y (vs up 3% y/y in 3Q)
SBC	\$120	\$109	We expect SBC at 20% of revenues (vs 17% in 3Q)
GAAP Operating Income	(\$104)	(\$98)	We estimate GAAP operating loss of (\$104mn) vs (\$53) loss in 3Q
Adj. EBITDA	\$64	\$57	We estimate Adj. EBITDA margin of 14% in 4Q'23 (vs 22% in 3Q'23 and 17% in 4Q'22)
GAAP Net Income	(\$98)	(\$87)	We estimate GAAP net loss of (\$98mn) vs (\$28mn) loss in 3Q'23
non-GAAP EPS	\$0.09	\$0.09	We are in line with Street for 4Q'23 non-GAAP EPS

Source: Visible Alpha, BofA Global Research

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#### **Estimate vs Consensus**

We estimate 4Q'23 total revenues of \$459mn (up 5% y/y) above Street at \$450mn (up 3% y/y). We expect 4Q residential revenues at \$340mn, flat y/y and accelerating 3pts vs 3Q. We estimate 4Q Adj. EBITDA of \$64mn above Street at \$57mn, and non-GAAP EPS of 0.09, in line with Street. For 1Q'23, we expect total revenues of \$479mn (up 2% y/y) below Street at \$501mn (up 7% y/y). We expect 1Q residential revenues at \$354mn, down 2% y/y, decelerating 2pts vs 4Q. We estimate Adj. EBITDA of \$93mn, below Street at \$113mn, and non-GAAP EPS of \$0.21 vs Street at \$0.33.

#### **Exhibit 2: Estimates vs Consensus**

We are below Street for 1Q'24 Revenue and EBITDA.

	4Q'23	1Q'24	2024	2025
Revenue				
BofA est.	\$459	\$479	\$2,106	\$2,423
Y/Y %	5%	2%	9%	15%
Street	\$450	\$501	\$2,113	\$2,406
Y/Y %	3%	7%	10%	14%
BofA vs Street	Above	Below	Below	Above
EBITDA				
BofA est.	\$64	\$93	\$456	\$663
% Margin	14%	19%	22%	27%
Street	\$57	\$113	\$493	\$670
% Margin	13%	23%	23%	28%
BofA vs Street	Above	Below	Below	Below
Non-GAAP EPS				
BofA est.	\$0.09	\$0.21	\$1.19	\$2.02
Street	\$0.09	\$0.33	\$1.46	\$2.08
BofA vs Street	Above	Below	Below	Below

Source: Visible Alpha, BofA Global Research

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# **Valuation**

On a 2yr forward EV/EBITDA basis, Zillow is trading at 17x, vs. the historical average of 20x. On a 2yr forward EV/Rev, basis the stock is trading at 5.6x, ~25% above its historical average of 4.5x.

#### Exhibit 3: 2yr Forward EV/EBITDA trend

Zillow is trading slightly below its historic average valuation.



 $\textbf{Source:} \ \textbf{Bloomberg, BofA Global Research} \ | \ ^* \textbf{excludes period for discontinued Zillow Homes Segment} \ | \ ^* \textbf{excludes period for discontinued Zillow Homes} \ | \ ^* \textbf{excludes period for discontinued Zillow Homes} \ | \ ^* \textbf{excludes period for discontinued Zillow Homes} \ | \ ^* \textbf{excludes period for discontinued Zillow Homes} \ | \ ^* \textbf{excludes period for discontinued Zillow Homes} \ | \ ^* \textbf{excludes period for discontinued Zillow Homes} \ | \ ^* \textbf{excludes period for discontinued Zillow Homes} \ | \ ^* \textbf{excludes period for discontinued Zillow Homes} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf{excludes period for discontinued Zillow} \ | \ ^* \textbf$ 

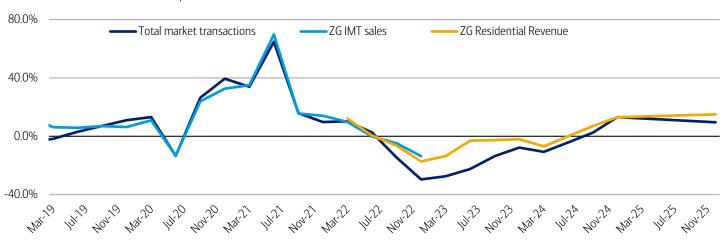
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# **ZG** Residential vs. Market

Over the past several years, ZG Residential revenues have closely tracked total real estate transactions growth and turned to outperformance in 4Q22. Given high mortgage rates, low inventory and affordability, we expect continued pressure on transactions till 2Q'24, though with improving trends. We expect market to return to growth in 2H'24 largely on improving home affordability as well as a degree of mean reversion as existing average homes volumes in 2023 were 23% below average since 1999 and 38% below peak volume in January 2021. We estimate Zillow Residential revenue to grow 7% y/y in 2024 (vs broader RE transactions growth up 2% y/y) and 15% y/y in 2025 (vs market up 11% y/y).

#### Exhibit 4: ZG Residential segment sales vs. total real estate transactions

We estimate for Core ZG revenues to outperform total market transactions.



**Source:** BofA Global Research, Bloomberg \*Note: ZG IMT Sales discontinued after 4Q22

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\*In 4Q22, Zillow adjusted the segmentation of its revenue base and as such ZG IMT was discontinued. We now track Residential revenue relative to total market transactions.



# Price objective basis & risk

#### Zillow (ZG / Z)

Our \$60 price objective for both Class A (ticker ZG) and Class C (ticker Z) shares is based on a 20x EV/EBITDA estimate, in line with ZG's average historic EBITDA multiple. Our 20x multiple is above the peer lead generation average of 14x given our forecast for double EBTIDA margins and growth in 2024-25.

Downside risks are: 1) a slower than expected recovery in the US housing market, 2) potential disruption to buy side revenues from several agent commission lawsuits and 3) execution risk around new growth initiatives and 4) increased competition from Costar's new residential advertising marketplace.

Upside risks are: 1) faster-than-expected growth and S&M leverage,2) better than expected trends in the US existing home market on lower rates, and 3) faster than expected progress in ZG hitting its long term targets.

## **Analyst Certification**

I, Curtis Nagle, CFA, hereby certify that the views expressed in this research report accurately reflect my personal views about the subject securities and issuers. I also certify that no part of my compensation was, is, or will be, directly or indirectly, related to the specific recommendations or view expressed in this research report.

#### **US - Internet Coverage Cluster**

Investment rating	Company	BofA Ticker	Bloomberg symbol	Analyst
BUY				
	Alphabet	GOOGL	GOOGL US	Justin Post
	Alphabet	GOOG	GOOG US	Justin Post
	Amazon.com	AMZN	AMZN US	Justin Post
	AppLovin	APP	APP US	Omar Dessouky, CFA
	DoorDash	DASH	DASH US	Michael McGovern
	DoubleVerify Holdings, Inc.	DV	DV US	Omar Dessouky, CFA
	Electronic Arts	EA	EA US	Omar Dessouky, CFA
	Expedia	EXPE	EXPE US	Justin Post
	Integral Ad Science Holding Corp.	IAS	IAS US	Omar Dessouky, CFA
	LegalZoom	LZ	LZ US	Michael McGovern
	Match Group	MTCH	MTCH US	Curtis Nagle, CFA
	Meta Platforms Inc	META	META US	Justin Post
	Pinterest	PINS	PINS US	Justin Post
	RH	RH	RH US	Curtis Nagle, CFA
	Roblox Corp. Class A	RBLX	RBLX US	Omar Dessouky, CFA
	Squarespace, Inc.	SQSP	SQSP US	Michael McGovern
	Uber	UBER	UBER US	Justin Post
	Udemy Inc	UDMY	UDMY US	Curtis Nagle, CFA
	Vivid Seats	SEAT	SEAT US	Curtis Nagle, CFA
	Wayfair	W	W US	Curtis Nagle, CFA
	Wix.com	WIX	WIX US	Michael McGovern
NEUTRAL				
	ACV Auctions	ACVA	ACVA US	Curtis Nagle, CFA
	Airbnb	ABNB	ABNB US	Justin Post
	Beyond Inc	BYON	BYON US	Curtis Nagle, CFA
	Booking Holdings Inc	BKNG	BKNG US	Justin Post
	Bumble	BMBL	BMBL US	Curtis Nagle, CFA
	Digital Turbine, Inc	APPS	APPS US	Omar Dessouky, CFA
	Duolingo	DUOL	DUOL US	Curtis Nagle, CFA
	eBay	EBAY	EBAY US	Justin Post
	Etsy, Inc.	ETSY	ETSY US	Curtis Nagle, CFA
	Instacart	CART	CART US	Justin Post
	Magnite, Inc.	MGNI	MGNI US	Omar Dessouky, CFA



#### **US - Internet Coverage Cluster**

Investment rating	Company	BofA Ticker	Bloomberg symbol	Analyst
	Snap	SNAP	SNAP US	Justin Post
	Take-Two Interactive	TTWO	TTWO US	Omar Dessouky, CFA
	Zillow	ZG	ZG US	Curtis Nagle, CFA
	Zillow	Z	Z US	Curtis Nagle, CFA
UNDERPERFORM				
	Chewy Inc	CHWY	CHWY US	Curtis Nagle, CFA
	Lyft, Inc.	LYFT	LYFT US	Michael McGovern
	Opendoor Technologies	OPEN	OPEN US	Curtis Nagle, CFA
	Peloton	PTON	PTON US	Curtis Nagle, CFA
	Playtika	PLTK	PLTK US	Omar Dessouky, CFA
	Redfin Corp	RDFN	RDFN US	Curtis Nagle, CFA
	Shutterstock	SSTK	SSTK US	Curtis Nagle, CFA

# *IQ*method<sup>™</sup> Measures Definitions

<b>Business Performance</b>	Numerator	Denominator
Return On Capital Employed	NOPAT = (EBIT + Interest Income) $\times$ (1 $-$ Tax Rate) + Goodwill Amortization	Total Assets — Current Liabilities + ST Debt + Accumulated Goodwill Amortization
Return On Equity Operating Margin	Net Income Operating Profit	Shareholders' Equity Sales
Earnings Growth	Expected 5 Year CAGR From Latest Actual	N/A
Free Cash Flow	Cash Flow From Operations — Total Capex	N/A
Quality of Earnings	Numerator	Denominator
Cash Realization Ratio	Cash Flow From Operations	Net Income
Asset Replacement Ratio	Capex	Depreciation
Tax Rate	Tax Charge	Pre-Tax Income
Net Debt-To-Equity Ratio	Net Debt = Total Debt - Cash & Equivalents	Total Equity
Interest Cover	EBIT	Interest Expense
Valuation Toolkit	Numerator	Denominator
Price / Earnings Ratio	Current Share Price	Diluted Earnings Per Share (Basis As Specified)
Price / Book Value	Current Share Price	Shareholders' Equity / Current Basic Shares
Dividend Yield	Annualised Declared Cash Dividend	Current Share Price
Free Cash Flow Yield	Cash Flow From Operations – Total Capex	Market Cap = Current Share Price × Current Basic Shares
Enterprise Value / Sales	EV = Current Share Price × Current Shares + Minority Equity + Net Debt + Other LT Liabilities	Sales
EV / EBITDA	Enterprise Value	Basic EBIT + Depreciation + Amortization

Momethod Suis the set of BofA Global Research standard measures that serve to maintain global consistency under three broad headings: Business Performance, Quality of Earnings, and validations. The key features of iQmethod are: A consistently structured, detailed, and transparent methodology. Guidelines to maximize the effectiveness of the comparative valuation process, and to identify some common pitfalls.

\*\*Redatabase\*\* is our real-time global research database that is sourced directly from our equity analysts' earnings models and includes forecasted as well as historical data for income statements, balance sheets, and cash flow statements for companies covered by BofA Global Research.

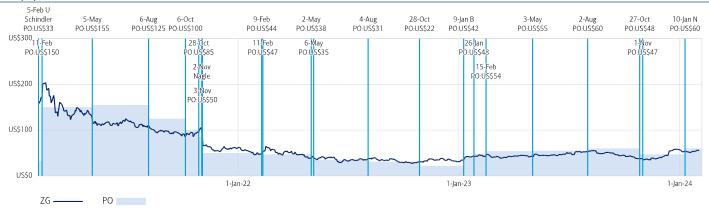
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# **Disclosures**

# **Important Disclosures**

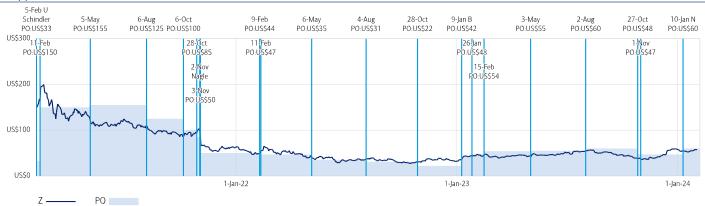
#### Zillow A (ZG) Price Chart



B: Buy, N: Neutral, U: Underperform, PO: Price Objective, NA: No longer valid, NR: No Rating

The Investment Opinion System is contained at the end of the report under the heading "Fundamental Equity Opinion Key". Dark grey shading indicates the security is restricted with the opinion suspended. Medium grey shading indicates the security is under review with the opinion withdrawn. Light grey shading indicates the security is not covered. Chart is current as of a date no more than one trading day prior to the date of the report.

#### Zillow C (Z) Price Chart



B: Buy, N: Neutral, U: Underperform, PO: Price Objective, NA: No longer valid, NR: No Rating

The Investment Opinion System is contained at the end of the report under the heading "Fundamental Equity Opinion Key". Dark grey shading indicates the security is restricted with the opinion suspended. Medium grey shading indicates the security is under review with the opinion withdrawn. Light grey shading indicates the security is not covered. Chart is current as of a date no more than one trading day prior to the date of the report.

#### Equity Investment Rating Distribution: Technology Group (as of 31 Dec 2023)

Coverage Universe	Count	Percent	Inv. Banking Relationships R1	Count	Percent
Buy	215	53.09%	Buy	111	51.63%
Hold	97	23.95%	Hold	45	46.39%
Sell	93	22.96%	Sell	24	25.81%

#### Equity Investment Rating Distribution: Global Group (as of 31 Dec 2023)

Coverage Universe	Count	Percent	Inv. Banking Relationships R1	Count	Percent
Buy	1895	53.62%	Buy	1083	57.15%
Hold	832	23.54%	Hold	454	54.57%
Sell	807	22.84%	Sell	383	47.46%

R1 Issuers that were investment banking clients of BofA Securities or one of its affiliates within the past 12 months. For purposes of this Investment Rating Distribution, the coverage universe includes only stocks. A stock rated Neutral is included as a Hold, and a stock rated Underperform is included as a Sell.



FUNDAMENTAL EQUITY OPINION KEY: Opinions include a Volatility Risk Rating, an Investment Rating and an Income Rating. VOLATILITY RISK RATINGS, indicators of potential price fluctuation, are: A - Low, B - Medium and C - High. INVESTMENT RATINGS reflect the analyst's assessment of both a stock's absolute total return potential as well as its attractiveness for investment relative to other stocks within its Coverage Cluster (defined below). Our investment ratings are: 1 - Buy stocks are expected to have a total return of at least 10% and are the most attractive stocks in the coverage cluster; 2 - Neutral stocks are expected to remain flat or increase in value and are less attractive than Buy rated stocks and 3 - Underperform stocks are the least attractive stocks in a coverage cluster. An investment rating of 6 (No Rating) indicates that a stock is no longer trading on the basis of fundamentals. Analysts assign investment ratings considering, among other things, the 0-12 month total return expectation for a stock and the firm's guidelines for ratings dispersions (shown in the table below). The current price objective for a stock should be referenced to better understand the total return expectation at any given time. The price objective reflects the analyst's view of the potential price appreciation (depreciation).

# Investment rating Total return expectation (within 12-month period of date of initial rating) Ratings dispersion guidelines for coverage cluster<sup>R2</sup>

 Buy
 ≥ 10%
 ≤ 70%

 Neutral
 ≥ 0%
 ≤ 30%

 Underperform
 N/A
 ≥ 20%

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