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DELTA REPORT

10-Q

PORCH GROUP, INC.

10-Q - JUNE 30, 2024 COMPARED TO 10-Q - MARCH 31, 2024

The following comparison report has been automatically generated

TOTAL DELTAS	905
CHANGES	287
DELETIONS	207
ADDITIONS	411

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q

(Mark One)

x QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended March 31, 2024 June 30, 2024

or

o TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from ___________ to

Commission File Number: 001-39142

Porch Group, Inc.
(Exact name of registrant as specified in its charter)

Delaware	**83-2587663**
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification Number)

411 1st Avenue S., Suite 501, Seattle, WA 98104
(Address of Principal Executive Offices) (Zip Code)

(855) 767-2400
(Registrant's telephone number, including area code)

N/A
(Former name, former address and former fiscal year, if changed since last report)

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class	Trading symbol	Name of Exchange on which registered
Common Stock, par value $0.0001 per share	**PRCH**	**The Nasdaq Stock Market LLC**

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes x No o

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes x No o

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer	o	Accelerated filer	x		
Non-accelerated filer	o	Smaller reporting company	x	Emerging growth company	o

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. o

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes o No x

The number of outstanding shares of the registrant's common stock as of May 3, 2024 August 2, 2024, was 99,186,767. 118,772,251. This includes 18,312,208 shares of common stock held by Homeowners of America Insurance Company, the registrant's subsidiary.

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PART I —FINANCIAL — FINANCIAL INFORMATION

Item 1. Financial Statements

PORCH GROUP, INC.

Condensed Consolidated Balance Sheets (Unaudited)

(all numbers in thousands unless otherwise stated, except per share data)

	March 31, 2024	December 31, 2023
	June 30, 2024	**December 31, 2023**

Assets		
Current assets		
Current assets		
Current assets		
Cash and cash equivalents		
Cash and cash equivalents		
Cash and cash equivalents		
Accounts receivable, net		
Short-term investments		
Reinsurance balance due		
Prepaid expenses and other current assets		
Deferred policy acquisition costs		
Restricted cash and cash equivalents		
Total current assets		
Property, equipment, and software, net		
Goodwill		
Goodwill		
Goodwill		
Long-term investments		
Intangible assets, net		
Long-term insurance commissions receivable		
Other assets		
Other assets		
Other assets		
Total assets		
Liabilities and Stockholders’ Equity (Deficit)		
Liabilities and Stockholders’ Equity (Deficit)		
Liabilities and Stockholders’ Equity (Deficit)		
Liabilities and Stockholders' Deficit		
Liabilities and Stockholders' Deficit		
Liabilities and Stockholders' Deficit		
Current liabilities	Current liabilities	Current liabilities
Accounts payable		
Accrued expenses and other current liabilities		
Deferred revenue		
Refundable customer deposits		
Current debt		
Losses and loss adjustment expense reserves		
Other insurance liabilities, current		
Total current liabilities		
Long-term debt		
Other liabilities		
Other liabilities		
Other liabilities		
Total liabilities		
Commitments and contingencies (Note 14)	Commitments and contingencies (Note 14)	Commitments and contingencies (Note 14)
Stockholders’ equity (deficit)		
Stockholders' deficit		
Common stock, $0.0001 par value:		
Authorized shares – 400 million and 400 million, at March 31, 2024, and December 31, 2023, respectively		

Issued and outstanding shares – 97.9 million and 97.1 million, at March 31, 2024, and December 31, 2023, respectively

Authorized shares – 400 million and 400 million, at June 30, 2024, and December 31, 2024, respectively

Issued and outstanding shares – 104.5 million and 97.1 million, at June 30, 2024, and December 31, 2024, respectively

Additional paid-in capital

Additional paid-in capital

Additional paid-in capital

Accumulated other comprehensive loss

Accumulated deficit

Total stockholders' equity (deficit)

Total liabilities and stockholders' equity (deficit)

Total stockholders' deficit

Total liabilities and stockholders' deficit

The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.

PORCH GROUP, INC.

Condensed Consolidated Statements of Operations and Comprehensive Loss (Unaudited)

(all numbers in thousands unless otherwise stated, state, except per share data)

			Three Months Ended March 31,						
			Three Months Ended June 30,			**Six Months Ended June 30,**			
		2024	**2024**		**2023**	**2024**	**2023**	**2024**	**2023**
Revenue	Revenue	$ 115,443	$ 87,369	Revenue	$ 110,844	$ 98,765	$ 226,287	$	186,134
Operating expenses:									
Cost of revenue									
Cost of revenue									
Cost of revenue		75,844	51,275		91,646	81,330	167,490	132,605	
Selling and marketing	Selling and marketing	33,948	32,585	Selling and marketing	33,197	34,637	67,145		67,222
Product and technology	Product and technology	13,920	13,950	Product and technology	14,731	15,495	28,651		29,445
General and administrative	General and administrative	26,399	26,066	General and administrative	24,371	22,779	50,629		48,608
Impairment loss on intangible assets and goodwill									
Impairment loss on intangible assets and goodwill									
Provision for (recovery of) doubtful accounts		(622)	48,718		(481)	48,955			
Impairment loss on intangible assets and goodwill		—	2,021	Impairment loss on intangible assets and goodwill	—	55,211	—		57,232
Total operating expenses	Total operating expenses	150,111	125,897	Total operating expenses	163,323	258,170	313,434		384,067
Operating loss	Operating loss	(34,668)	(38,528)						
Other income (expense):									
Interest expense									
Interest expense									
Interest expense		(10,787)	(2,188)						
Change in fair value of private warrant liability									
Change in fair value of private warrant liability									
Change in fair value of private warrant liability		(425)	345	Change in fair value of private warrant liability	1,451	15	1,026		360

Change in fair value of derivatives	Change in fair value of derivatives	1,483	—	Change in fair value of derivatives	(8,207)	(2,950)	(2,950)	(6,724)	(2,950)
Gain on extinguishment of debt	Gain on extinguishment of debt	4,891	—	Gain on extinguishment of debt	—		81,354	4,891	81,354
Investment income and realized gains, net of investment expenses	Investment income and realized gains, net of investment expenses	3,644	758	Investment income and realized gains, net of investment expenses	3,526		1,249	7,170	2,007
Other income, net	Other income, net	22,678	762						
Total other income (expense)	Total other income (expense)	21,484	(323)	Total other income (expense)	(11,156)		72,471	10,328	72,148
Loss before income taxes	Loss before income taxes	(13,184)	(38,851)						
Income tax benefit (provision)	Income tax benefit (provision)	(178)	111						
Net loss	Net loss	(13,362)	(38,740)						
Other comprehensive income (loss):									
Change in net unrealized loss, net of tax									
Change in net unrealized loss, net of tax									
Change in net unrealized loss, net of tax		(830)	875		(208)		(780)	(1,038)	95
Comprehensive loss									
Net loss per share - basic and diluted (Note 17)									
Net loss per share - basic and diluted (Note 17)									
Net loss per share - basic and diluted (Note 17)		$ (0.14)	$ (0.41)						
Shares used in computing basic and diluted net loss per share									
Shares used in computing basic and diluted net loss per share									
Shares used in computing basic and diluted net loss per share		97,512	95,210		99,193		95,732	98,353	95,472

The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.

PORCH GROUP, INC.

Condensed Consolidated Statements of Stockholders' Equity (Deficit) (Unaudited)

(all numbers in thousands unless otherwise stated, except per share data)

	Common Stock Shares	Common Stock	Additional Paid-in Capital	Accumulated Deficit	Accumulated Other Comprehensive Loss	Total Stockholders' Equity (Deficit)	Common Stock	Additional Paid-in Capital	Accumulated Deficit	Accumulated Other Comprehensive Loss	Total Stockholders' Equity (Deficit)
Balances as of December 31, 2023											
Balances as of December 31, 2023											
Balances as of December 31, 2023											
Balances as of March 31, 2024											
Balances as of March 31, 2024											
Balances as of March 31, 2024											
Net loss											
Other comprehensive loss, net of tax benefit less than $0.1 million											
Other comprehensive loss, net of tax											
Stock-based compensation											
Exercise of stock options											
Exercise of stock options											

Exercise of stock options

Income tax withholdings

Balances as of March 31, 2024

Balances as of June 30, 2024

Balances as of June 30, 2024

Balances as of June 30, 2024

	Common Stock Shares	Common Stock	Additional Paid-in Capital	Accumulated Deficit	Accumulated Other Comprehensive Loss	Total Stockholders' Equity (Deficit)	Common Stock	Additional Paid-in Capital	Accumulated Deficit	Accumulated Other Comprehensive Loss	Total Stockholders' Equity (Deficit)
Balances as of December 31, 2022											
Balances as of December 31, 2022											
Balances as of December 31, 2022											
Balances as of March 31, 2023											
Balances as of March 31, 2023											
Balances as of March 31, 2023											
Net loss											
Other comprehensive loss, net of tax less than $0.2 million											
Other comprehensive loss, net of tax											
Stock-based compensation											
Exercise of stock options											
Exercise of stock options											
Income tax withholdings											
Exercise of stock options											
Income tax withholdings											
Repurchases of common stock											
Proceeds from sale of common stock											
Balances as of March 31, 2023											
Income tax withholdings											
Balances as of June 30, 2023											

The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.

PORCH GROUP, INC.

Condensed Consolidated Statements of Stockholders' Equity (Deficit) (Unaudited) – Continued

(all numbers in thousands, except share amounts)

	Common Stock		Additional Paid-in Capital	Accumulated Deficit	Accumulated Other Comprehensive Loss	Total Stockholders' Equity (Deficit)
	Shares	Amount				
Balances as of December 31, 2023	**97,061**	**$ 10**	**$ 690,223**	**$ (722,056)**	**$ (3,860)**	**$ (35,683)**
Net loss	—	—	—	(77,685)	—	(77,685)
Other comprehensive loss, net of tax	—	—	—	—	(1,038)	(1,038)
Stock-based compensation	2,925	—	12,473	—	—	12,473
Exercise of stock options	328	—	1,027	—	—	1,027
Income tax withholdings	(289)	—	(1,003)	—	—	(1,003)
Balances as of June 30, 2024	**100,025**	**10**	**$ 702,720**	**$ (799,741)**	**$ (4,898)**	**$ (101,909)**

	Common Stock	Additional Paid-in	Accumulated Deficit	Accumulated Other	Total Stockholders'

			Capital		Comprehensive	Equity (Deficit)
	Shares	Amount			Loss	
Balances as of December 31, 2022	**98,206**	**$ 10**	**$ 670,537**	**$ (585,023)**	**$ (6,171)**	**$ 79,353**
Net loss	—	—	—	(125,703)	—	(125,703)
Other comprehensive income, net of tax	—	—	—	—	95	95
Stock-based compensation	1,923	—	13,298	—	—	13,298
Exercise of stock options	5	—	8	—	—	8
Income tax withholdings	(569)	—	(883)	—	—	(883)
Repurchases of common stock	(1,396)	—	—	(3,101)	—	(3,101)
Proceeds from sale of common stock	—	—	191	—	—	191
Balances as of June 30, 2023	**98,169**	**$ 10**	**$ 683,151**	**$ (713,827)**	**$ (6,076)**	**$ (36,742)**

The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.

PORCH GROUP, INC.

Condensed Consolidated Statements of Cash Flows (Unaudited)

(all numbers in thousands)

		Three Months Ended March 31,		Six Months Ended June 30,	
	2024	2024	2023	2024	2023
Cash flows from operating activities:					
Net loss					
Net loss					
Net loss					
Adjustments to reconcile net loss to net cash provided by (used in) operating activities					
Adjustments to reconcile net loss to net cash used in operating activities					
Depreciation and amortization					
Impairment loss on intangible assets and goodwill					
Impairment loss on intangible assets and goodwill					
Provision for (recovery of) doubtful accounts					
Impairment loss on intangible assets and goodwill					
Gain on extinguishment of debt					
Loss on divestiture of business					
Gain on settlement of contingent consideration					
Change in fair value of private warrant liability					
Change in fair value of contingent consideration					
Change in fair value of derivatives					
Stock-based compensation					
Non-cash interest expense					
Gain on settlement of contingent consideration					
Other					
Change in operating assets and liabilities, net of acquisitions and divestitures	Change in operating assets and liabilities, net of acquisitions and divestitures		Change in operating assets and liabilities, net of acquisitions and divestitures		
Accounts receivable					
Reinsurance balance due					
Deferred policy acquisition costs					
Deferred policy acquisition costs					
Deferred policy acquisition costs					
Deferred policy acquisition costs					
Accounts payable					

Accounts payable		
Accounts payable		
Accrued expenses and other current liabilities		
Losses and loss adjustment expense reserves		
Other insurance liabilities, current		
Deferred revenue		
Refundable customer deposits		
Other assets and liabilities, net		
Other assets and liabilities, net		
Other assets and liabilities, net		
Net cash provided by (used in) operating activities		
Net cash used in operating activities		
Cash flows from investing activities:	**Cash flows from investing activities:**	**Cash flows from investing activities:**
Purchases of property and equipment		
Capitalized internal use software development costs		
Purchases, maturities, sales of short-term and long-term investments		
Purchases, maturities, sales of short-term and long-term investments		
Purchases, maturities, sales of short-term and long-term investments		
Purchases of short-term and long-term investments		
Maturities, sales of short-term and long-term investments		
Proceeds from sale of business		
Acquisitions, net of cash acquired		
Net cash provided by (used in) investing activities		
Cash flows from financing activities:	**Cash flows from financing activities:**	**Cash flows from financing activities:**
Proceeds from advance funding		
Proceeds from advance funding		
Proceeds from advance funding		
Repayments of advance funding		
Proceeds from issuance of debt		
Repayments of principal		
Cash paid for debt issuance costs		
Repayments of principal		
Repayments of principal		
Repayments of principal		
Repurchase of stock		
Repurchase of stock		
Repurchase of stock		
Other		
Net cash used in financing activities		
Net cash provided by (used in) financing activities		
Net change in cash and cash equivalents & restricted cash and cash equivalents		
Cash and cash equivalents & restricted cash and cash equivalents, beginning of period		
Cash and cash equivalents & restricted cash and cash equivalents, end of period		
Supplemental schedule of non-cash investing and financing activities		
Supplemental schedule of non-cash investing and financing activities		
Supplemental schedule of non-cash investing and financing activities		
Non-cash reduction of convertible notes		
Non-cash reduction of convertible notes		
Non-cash reduction of convertible notes		

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Non-cash reduction in advanced funding arrangement obligations		
Supplemental disclosures	**Supplemental disclosures**	**Supplemental disclosures**
Cash paid for interest		
Income tax refunds received (paid)		
Income tax refunds paid (received)		

The accompanying notes are an integral part of these unaudited condensed consolidated financial statements.

PORCH GROUP, INC.

Notes to Condensed Consolidated Financial Statements (Unaudited)

(all numbers in thousands, except share amounts and unless otherwise stated, except per share amounts) stated)

Note 1. Description of Business and Summary of Significant Accounting Policies

Description of Business

Porch Group, Inc., together with its consolidated subsidiaries, ("Porch Group," "Porch," the "Company," "we," "our," "us") is a leading homeowners insurance and vertical software platform and is positioned to be one of the best partner partners to help homebuyers move, maintain, and fully protect their homes. We offer differentiated products and services, with homeowners insurance at the center of this relationship.

We differentiate and look to win in the massive and growing homeowners insurance opportunity by 1) providing the best services for homebuyers, 2) led by advantaged underwriting in insurance, 3) to protect the whole home.

As a leader in the home services software-as-a-service ("SaaS") space, we've built deep relationships with approximately 30 29 thousand companies that are key to the home-buying transaction, such as home inspectors, mortgage companies, and title companies. These relationships provide us with early insights to United States ("U.S.") homebuyers. In partnership with these companies, we have the ability to help simplify the move for consumers with services such as insurance, warranty, moving and more.

We have two reportable segments that are also our operating segments: Vertical Software and Insurance. See Note 16, Segment Information, for additional information on our reportable segments.

Through our vertical software products we have unique insights into the majority of U.S. properties. This data helps feed our insurance underwriting models, better understand risk, and create competitive differentiation in underwriting.

We provide full protection for the home by including a variety of home warranty products alongside homeowners insurance. We are able to fill the gaps of protection for consumers, minimize surprises, and deepen our relationships and value proposition.

Unaudited Interim Financial Statements

The accompanying unaudited condensed consolidated financial statements include the accounts of Porch Group, Inc., and its subsidiaries. All significant intercompany balances and transactions have been eliminated in consolidation. Certain information and footnote disclosures normally included in annual consolidated financial statements prepared in accordance with U.S. generally accepted accounting principles ("GAAP") have been condensed or omitted pursuant to the rules and regulations of the Securities and Exchange Commission ("SEC") regarding interim financial reporting. Accordingly, these unaudited condensed consolidated financial statements and notes should be read in conjunction with the Annual Report on Form 10-K for the fiscal year ended December 31, 2023, filed with the SEC on March 15, 2024. The information as of December 31, 2023, included in the unaudited condensed consolidated balance sheets was derived from our audited consolidated financial statements. Certain prior period amounts have been reclassified to conform to the current year's year's presentation.

The unaudited condensed consolidated financial statements included in this Quarterly Report on Form 10-Q (this "Quarterly Report") were prepared on the same basis as the audited consolidated financial statements and, in the opinion of management, reflect all adjustments (all of which are of a normal recurring nature) considered necessary to present fairly our financial position, results of operations, comprehensive loss, stockholders' equity (deficit), and cash flows for the periods and dates presented. The results of operations for the three and six months ended March 31, 2024 June 30, 2024, are not necessarily indicative of the results that may be expected for the year ending December 31, 2024, or any other interim period or future year due to various factors such as management estimates and the seasonal nature of some portions of our insurance business.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported of certain assets and liabilities, disclosure of contingent assets and liabilities, and the reported amounts of revenues and expenses. Actual results may differ from those estimates and assumptions.

Concentrations

Financial instruments which potentially subject us to credit risk consist principally of cash, money market accounts on deposit with financial institutions, money market funds, certificates of deposit and fixed-maturity securities, and as well as receivable balances in the course of collection.

Our insurance carrier subsidiary has exposure and remains liable in the event of insolvency of its reinsurers. Management and its reinsurance intermediary regularly assess the credit quality and ratings of its reinsurer counterparties. As of March 31, 2024 June 30, 2024, four three reinsurers represented more than 10% individually, and 60% 67% in the aggregate, of our total reinsurance balance due. due on the Condensed Consolidated Balance Sheets.

Substantially all of our revenues in the Insurance segment are derived from customers in Texas (which represent approximately 72% 71% of Insurance segment revenues in the three six months ended March 31, 2024 June 30, 2024), South Carolina, North Carolina, Virginia, Arizona, and Illinois, which could be adversely affected by economic conditions, an increase in competition, local weather events, or environmental impacts and changes.

No individual customer represented more than 10% of total consolidated revenue for the three and six months ended March 31, 2024 June 30, 2024 or 2023. As of March 31, 2024 June 30, 2024, and December 31, 2023, no individual customer accounted for 10% or more of total accounts receivable. receivable, net, on the Condensed Consolidated Balance Sheets.

As of March 31, 2024 June 30, 2024, we held approximately $280.1 million $246.7 million of cash with five U.S. commercial banks.

Cash, and Cash Equivalents & and Restricted Cash and Cash Equivalents

We consider all highly liquid investments with original maturities of three months or less at the time of purchase to be cash equivalents. We maintain cash balances that may exceed the insured limits by the Federal Deposit Insurance Corporation.

Restricted cash equivalents as of March 31, 2024 June 30, 2024, includes $27.7 million $1.8 million held by our captive reinsurance business as collateral for the benefit of Homeowners of America Insurance Company ("HOA"), $1.4 million $1.6 million held in certificates of deposits and money market mutual funds pledged to the Department of Insurance in certain states as a condition of our Certificate of Authority for the purpose of meeting obligations to policyholders and creditors, $6.8 million $6.7 million in funds held for the payment of possible warranty claims as required under regulatory guidelines in 21 states, and $1.0 million related to acquisition indemnifications. Restricted cash equivalents as of December 31, 2023, includes $28.3 million held by our captive reinsurance business as collateral for the benefit of HOA, $1.3 million held certificates of deposit and in money market mutual funds pledged to the Department of Insurance in certain states as a condition of its Certificate of Authority for the purpose of meeting obligations to policyholders and creditors, $7.3 million in funds held for the payment of possible warranty claims as required under regulatory guidelines in 19 states, and $1.9 million related to acquisition indemnifications.

The reconciliation of cash, cash equivalents, and restricted cash to amounts presented in the unaudited condensed consolidated statements Condensed Consolidated Statements of cash flows Cash Flows are as follows:

		March 31, 2024		December 31, 2023		
		June 30, 2024		December 31, 2023		
Cash and cash equivalents	Cash and cash equivalents	$279,073	$258,418	Cash and cash equivalents	$274,246	$258,418
Restricted cash and cash equivalents	Restricted cash and cash equivalents	36,820	38,814	Restricted cash and cash equivalents	11,119	38,814
Cash, cash equivalents, and restricted cash	Cash, cash equivalents, and restricted cash	$315,893	$297,232	Cash, cash equivalents, and restricted cash	$285,365	$297,232

Accounts Receivable and Long-term Insurance Commissions Receivable

Accounts receivable consist principally of amounts due from enterprise customers, other corporate partnerships, and individual policyholders. We estimate allowances for uncollectible receivables based on the creditworthiness of our customers, historical trend analysis, and macro-economic conditions. Consequently, an adverse change in those factors could affect our estimate of allowance for doubtful accounts. The allowance for uncollectible receivables at March 31, 2024 June 30, 2024, and December 31, 2023, was $0.6 million $0.7 million and $0.6 million, respectively.

Long-term insurance commissions receivable balance consists of the estimated commissions from policy renewals expected to be collected. We record the amount of renewal insurance commissions expected to be collected in the next twelve months as current accounts receivable.

Goodwill

We test goodwill for impairment for each reporting unit on an annual basis or more frequently when events or changes in circumstances indicate the fair value of a reporting unit is below its carrying value. We have the option to perform a

qualitative assessment to determine if an impairment is more likely than not to have occurred. If we can support the conclusion that it is not more likely than not that the fair value of a reporting unit is less than its carrying amount, we would not need to perform a quantitative impairment test. If we cannot support such a conclusion or we do not elect to perform the qualitative assessment, then we perform a quantitative assessment. If a quantitative goodwill impairment assessment is performed, we utilize a combination of market and income valuation approaches. If the fair value of a reporting unit is less than its carrying value, an impairment loss is recorded to the extent that the fair value of the reporting unit is less than its carrying value. We have selected October 1 as the date to perform annual impairment testing.

Determining the fair value of a reporting unit is judgmental in nature and involves the use of significant estimates and assumptions to evaluate the impact of operating and macroeconomic changes on each reporting unit. The fair value of each reporting unit was estimated using a combination of income and market valuation approaches using publicly traded company multiples in similar businesses. Such fair value measurements are based predominately on Level 3 inputs. This analysis requires significant judgments including an estimate of future cash flows which is dependent on internally developed forecasts, estimation of the long-term rate of growth for our business, estimation of the useful life over which cash flows will occur, and determination of our weighted average cost of capital, which is risk-adjusted to reflect the specific risk profile of the reporting unit being tested.

Impairment of Long-Lived Assets

We review long-lived assets for impairment whenever events or changes in circumstances indicate that the carrying amounts of the assets may not be fully recoverable. Events that trigger a test for recoverability include a significant decrease in the market price for a long-lived asset, significant negative industry or economic trends, an accumulation of costs significantly in excess of the amount originally expected for the acquisition, a current-period operating or cash flow loss combined with a history of operating or cash flow losses or a projection or forecast that demonstrates continuing losses associated with the use of a long-lived asset, or a sustained decrease in share price. When a triggering event occurs, a test for recoverability is performed, comparing projected undiscounted future cash flows to the carrying value of the asset group. If the test for recoverability identifies a possible impairment, the asset group's fair value is measured relying primarily on an income approach. An impairment charge is recognized for the amount by which the carrying value of the asset group exceeds its estimated fair value. Management identifies the asset group that includes the potentially impaired long-lived asset, at the lowest level at which there are separate, identifiable cash flows..

We estimate the fair value of an asset group using the income approach. Such fair value measurements are based predominately on Level 3 inputs. Inherent in our development of cash flow projections are assumptions and estimates derived from a review of our operating results, business plan forecasts, expected growth rates, and cost of capital, similar to those a market participant would use to assess fair value. We also make certain assumptions about future economic conditions and other data. Many of these factors used in assessing fair value are outside the control of management and these assumptions and estimates may change in future periods.

Deferred Policy Acquisition Costs

We capitalize deferred policy acquisitions costs ("DAC") which consist primarily of commissions, premium taxes and policy underwriting and production expenses that are directly related to the successful acquisition by our insurance company subsidiary of new or renewal insurance contracts. DAC are amortized on a straight-line basis over the terms of the policies to which they relate, which is generally one year. DAC is also reduced by ceding commissions paid by reinsurance companies which represent recoveries of acquisition costs. DAC is periodically reviewed for recoverability and adjusted if necessary. Future investment income is considered in determining the recoverability of DAC. Amortized deferred acquisition costs included in selling and marketing expense, amounted to $13.2 million $10.0 million and $9.3 million, for the three months ended March 31, 2024 June 30, 2024 and 2023, respectively, and $23.1 million and $18.6 million, for the six months ended June 30, 2024 and 2023, respectively.

Expected Credit Losses

We regularly review our individual investment securities for factors that may indicate that a decline in fair value of an investment has resulted from an expected credit loss, including:

- the financial condition and near-term prospects of the issuer, including any specific events that may affect its operations or earnings;
- the extent to which the market value of the security is below its cost or amortized cost;
- general market conditions and industry or sector specific factors;
- nonpayment by the issuer of its contractually obligated interest and principal payments; and
- our intent and ability to hold the investment for a period of time sufficient to allow for the recovery of costs.

Fair Value of Financial Instruments

Fair value principles require disclosures regarding the manner in which fair value is determined for assets and liabilities and establishes a three-tiered fair value hierarchy into which these assets and liabilities must be grouped, based upon significant levels of inputs as follows:

Level 1 Observable inputs, such as quoted prices (unadjusted) in active markets for identical assets or liabilities at the measurement date;

Level 2 Observable inputs, other than Level 1 prices, such as quoted prices in active markets for similar assets and liabilities, quoted prices in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities; and

Level 3 Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

The lowest level of significant input determines the placement of the entire fair value measurement in the hierarchy. Management's assessment of the significance of a particular input to the fair value measurement in its entirety requires management to make judgments and consider factors specific to the asset or liability.

Other Insurance Liabilities, Current

The following table details the components of other insurance liabilities, current, on the unaudited condensed consolidated balance sheets: Condensed Consolidated Balance Sheets:

	March 31, 2024	December 31, 2023
	June 30, 2024	December 31, 2023

Ceded reinsurance premiums payable	Ceded reinsurance premiums payable	$15,585	$10,500	Ceded reinsurance premiums payable	$35,589	$10,500
Commissions payable, reinsurers and agents	Commissions payable, reinsurers and agents	4,410	4,650	Commissions payable, reinsurers and agents	7,124	4,650
Advance premiums	Advance premiums	9,765	5,975	Advance premiums	16,504	5,975
Funds held under reinsurance treaty	Funds held under reinsurance treaty	9,349	9,820	Funds held under reinsurance treaty	6,406	9,820
General and accrued expenses payable	General and accrued expenses payable	1,633	640	General and accrued expenses payable	1,577	640
Other insurance liabilities, current	Other insurance liabilities, current	$40,742	$31,585	Other insurance liabilities, current	$67,200	$31,585

Accounting Standards Not Yet Adopted

In November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2023-07, *Segment Reporting--Improvements to Reportable Segment Disclosures,* which requires incremental disclosures about a public entity's reportable segments but does not change the definition of a segment or the guidance for determining reportable segments. The new guidance requires disclosure of significant segment expenses that are (1) regularly provided to (or easily computed from information regularly provided to) the chief operating decision maker and (2) included in the reported measure of segment profit or loss. The new standard also allows companies to disclose multiple measures of segment profit or loss if those measures are used to assess performance and allocate resources. The guidance will first be effective in our annual disclosures for the year ending December 31, 2024, and will be adopted retrospectively unless impracticable. Early adoption is permitted. We are in the process of assessing the impact of ASU 2023-07 on our disclosures.

In December 2023, the FASB issued ASU 2023-09, *Improvements to Income Tax Disclosures,* which requires disaggregated information about our effective tax rate reconciliation as well as information on income taxes paid. The new guidance will first be effective in our annual disclosures for the year ending December 31, 2025, and should be applied on a prospective basis with the option to apply retrospectively. Early adoption is permitted. We are in the process of assessing the impact of ASU 2023-09 on our disclosures.

Note 2. Revenue

Disaggregation of Revenue

Total revenues consisted The following table provides detail of the following: total revenue:

	Three Months Ended March 31,						
		Three Months Ended June 30,		Six Months Ended June 30,			
	2024	2024	2023	2024	2023	2024	2023
Vertical Software segment							
Software and service subscriptions							
Software and service subscriptions							
Software and service subscriptions							
Move-related transactions							
Post-move transactions							
Total Vertical Software segment revenue							
Insurance segment							
Insurance segment							
Insurance segment							
Insurance and warranty premiums, commissions and policy fees(1)							
Insurance and warranty premiums, commissions and policy fees(1)							
Insurance and warranty premiums, commissions and policy fees(1)							
Total Insurance segment revenue							
Total revenue							
Total revenue							
Total revenue							

(1) Revenue recognized during the three months ended March 31, 2024 June 30, 2024 and 2023, includes revenue of $83.4 million $72.5 million and $51.0 million $54.8 million, respectively, which is accounted for separately from the revenue from contracts with customers. Revenue accounted separately from the revenue from contracts with customers for the six months ended June 30, 2024 and 2023, was $155.9 million and $105.0 million, respectively.

Disclosures Related to Contracts with Customers

Timing may differ between the satisfaction of performance obligations and the invoicing and collection of amounts related to contracts with customers. Liabilities are recorded for amounts that are collected in advance of the satisfaction of performance obligations. To the extent a contract exists, as defined by ASC Topic 606,*Revenue from Contracts with Customers,* ("ASC 606") these liabilities are classified as deferred revenue. To the extent that a contract does not exist, as defined by ASC 606, these liabilities are classified as refundable customer deposits. Refundable customer deposits related to contracts with customers were not material at March 31, 2024, and December 31, 2023.

Contract Assets - Insurance Commissions Receivable

A summary of the activity impacting the contract assets during the three six months ended March 31, 2024 June 30, 2024, is presented below:

		Contract Assets
Balance at December 31, 2023	$	17,393
Estimated lifetime value of commissions on insurance policies sold by carriers		159 648
Cash receipts		(262) (309)
SaleValue of commissions sold with business disposition (Note 15)		(16,982)
Balance at March 31, 2024 June 30, 2024	$	308 750

As of March 31, 2024 June 30, 2024, and December 31, 2023, $0.1 million $0.2 million and $4.0 million, respectively, of contract assets were expected to be collected within the immediately following 12 months and therefore were included in current accounts receivable, net, on the unaudited condensed consolidated balance sheets. Condensed Consolidated Balance Sheets. The remaining $0.2 million $0.5 million and $13.4 million as of March 31, 2024 June 30, 2024, and December 31, 2023, respectively, of contract assets are expected to be collected after the immediately following 12 months and were included in long-term insurance commissions receivable other assets on the unaudited condensed consolidated balance sheets. Condensed Consolidated Balance Sheets.

Deferred Revenue

A summary of the activity impacting Vertical Software segment deferred revenue balances during the three six months ended March 31, 2024 June 30, 2024, is presented below:

Balance at December 31, 2023	$	3,715
Revenue recognized		(4,590) (9,748)
Additional amounts deferred		5,481 10,307
Balance at March 31, 2024 June 30, 2024	$	4,606 4,274

Revenue recognized for performance obligations satisfied during the three months six month ended March 31, 2024 June 30, 2024, includes $3.7 million that was included in the deferred revenue balances as of December 31, 2023.

Deferred revenue on the unaudited condensed consolidated balance sheet as of March 31, 2024 June 30, 2024, and December 31, 2023, includes $211.2 million $218.9 million and $245.0 million, $245.0 million, respectively, of deferred revenue related to the Insurance segment. The portion of insurance premiums related to the unexpired term of policies in force as of the end of the reporting period and to be earned over the remaining term of these policies is deferred and reported as deferred revenue.

Remaining Performance Obligations

The amount of the transaction price allocated to performance obligations to be satisfied at a later date, which is not recorded in the unaudited condensed consolidated balance sheets, is immaterial as of March 31, 2024 June 30, 2024, and December 31, 2023.

We have applied the practical expedients not to present unsatisfied performance obligations for (i) contracts with an original expected length of one year or less, (ii) contracts with variable consideration that is allocated entirely to unsatisfied performance obligations or to a wholly unsatisfied promise accounted for under the series guidance, and (iii) contracts for which we recognize revenue at the amount which we have it has the right to invoice for services performed.

Warranty Revenue and Related Balance Sheet Disclosures

Payments received in advance of warranty services provided are included in refundable customer deposits or deferred revenue based upon the cancellation and refund provisions within the respective agreement. At March 31, 2024 June 30, 2024, we had $16.0 million $14.4 million, $3.8 million $3.6 million and $2.8 million $2.6 million of refundable customer deposits, deferred revenue, and non-current deferred revenue, respectively. At December 31, 2023, we had $17.9 million, $3.9 million and $2.9 million of refundable customer deposits, deferred revenue and non-current deferred revenue, respectively.

For the three months ended March 31, 2024 June 30, 2024 and 2023, we incurred $1.6 million $1.7 million and $1.2 million $1.3 million, respectively, in expenses related to warranty claims. For the six months ended June 30, 2024 and 2023, we incurred $3.3 million and $2.5 million, respectively, in expenses related to warranty claims.

Note 3. Investments

The following table summarizes investment income and realized gains and losses on investments during the periods presented.

Three Months Ended March 31,

	Three Months Ended June 30,			Six Months Ended June 30,			
	2024	2024	2023	2024	2023	2024	2023
Investment income, net of investment expenses							
Realized gains on investments							
Realized losses on investments							
Investment income and realized gains, net of investment expenses							

The following tables summarize the amortized cost, fair value, and unrealized gains and losses of investment securities.

	March 31, 2024				June 30, 2024		
			Gross Unrealized			Gross Unrealized	
	Amortized Cost	Amortized Cost Gains		Fair Value	Amortized Cost		Fair Value
U.S. Treasuries							
U.S. Treasuries							
U.S. Treasuries							
Obligations of states, municipalities and political subdivisions							
Corporate bonds							
Residential and commercial mortgage-backed securities							
Other loan-backed and structured securities							
Total investment securities							

	December 31, 2023			
		Gross Unrealized		
	Amortized Cost	Gains	Losses	Fair Value
U.S. Treasuries	$ 43,931	$ 95	$ (330)	$ 43,696
Obligations of states, municipalities and political subdivisions	18,281	100	(961)	17,420
Corporate bonds	51,678	430	(2,067)	50,041
Residential and commercial mortgage-backed securities	25,452	153	(1,004)	24,601
Other loan-backed and structured securities	3,694	13	(289)	3,418
Total investment securities	$ 143,036	$ 791	$ (4,651)	$ 139,176

The amortized cost and fair value of securities at March 31, 2024 June 30, 2024, by contractual maturity, are shown in the following table. Actual maturities may differ from contractual maturities because borrowers may have the right to call or prepay obligations with or without call or prepayment penalties.

	March 31, 2024			June 30, 2024		
Remaining Time to Maturity	Remaining Time to Maturity	Amortized Cost	Fair Value	Remaining Time to Maturity	Amortized Cost	Fair Value
Due in one year or less						
Due after one year through five years						
Due after five years through ten years						
Due after ten years						
Residential and commercial mortgage-backed securities						
Other loan-backed and structured securities						
Total						

Investments as of March 31, 2024 June 30, 2024, include $37.5 million of investments held by our captive reinsurance businesses as collateral for the benefit of HOA. Of this amount, $3.3 million $5.2 million is classified as short-term investments, and $34.3 million $32.3 million is classified as long-term investments.

Securities with gross unrealized loss position, aggregated by investment category and length of time the individual securities have been in a continuous loss position, are as follows:

	Less Than Twelve Months	Less Than Twelve Months	Twelve Months or Greater	Total	Less Than Twelve Months	Twelve Months or Greater	Total

As of March 31, 2024	Gross Unrealized Loss	Fair Value	Gross Unrealized Loss	Fair Value	Gross Unrealized Loss	Fair Value
As of June 30, 2024	Gross Unrealized Loss	Fair Value	Gross Unrealized Loss	Fair Value	Gross Unrealized Loss	Fair Value
U.S. Treasuries						
Obligations of states, municipalities and political subdivisions						
Corporate bonds						
Residential and commercial mortgage-backed securities						
Other loan-backed and structured securities						
Total securities						

	Less Than Twelve Months		Twelve Months or Greater		Total	
As of December 31, 2023	Gross Unrealized Loss	Fair Value	Gross Unrealized Loss	Fair Value	Gross Unrealized Loss	Fair Value
U.S. Treasuries	$ (280)	$ 12,345	$ (50)	$ 515	$ (330)	$ 12,860
Obligations of states, municipalities and political subdivisions	(813)	8,445	(148)	1,639	(961)	10,084
Corporate bonds	(1,698)	21,104	(369)	4,677	(2,067)	25,781
Residential and commercial mortgage-backed securities	(621)	8,673	(383)	3,072	(1,004)	11,745
Other loan-backed and structured securities	(281)	2,790	(8)	52	(289)	2,842
Total securities	$ (3,693)	$ 53,357	$ (958)	$ 9,955	$ (4,651)	$ 63,312

At March 31, 2024 June 30, 2024, and December 31, 2023, there were 475 530 and 410 securities, respectively, in an unrealized loss position. Of these securities, 81 78 had been in an unrealized loss position for 12 months or longer as of March 31, 2024 June 30, 2024.

We believe there were no fundamental issues such as credit losses or other factors with respect to any of our available-for-sale securities. The unrealized losses on investments in fixed-maturity securities were caused primarily by interest rate changes. We expect that the securities will not be settled at a price less than par value of the investments. Because the declines in fair value are attributable to changes in interest rates or market conditions and not credit quality, and because we have the ability and intent to hold our available-for-sale investments until a market price recovery or maturity, we do not consider any of our investments to have any decline in fair value due to expected credit losses at March 31, 2024 June 30, 2024.

Note 4. Fair Value

The following tables summarize the fair value measurements of assets and liabilities that are measured at fair value on a recurring basis.

	Fair Value Measurement as of March 31, 2024				Fair Value Measurement as of June 30, 2024				
	Level 1	Level 1	Level 2	Level 3	Total Fair Value	Level 1	Level 2	Level 3	Total Fair Value
Assets									
Money market mutual funds									
Money market mutual funds									
Money market mutual funds									
Debt securities:									
U.S. Treasuries									
U.S. Treasuries									
U.S. Treasuries									
Obligations of states, municipalities and political subdivisions									

Corporate bonds	
Residential and commercial mortgage-backed securities	
Other loan-backed and structured securities	
	$
Liabilities	
Contingent consideration - business combinations (1)	
Contingent consideration - business combinations (1)	
Contingent consideration - business combinations (1)	
Private warrant liability	
Embedded derivatives	
	$

	Fair Value Measurement as of December 31, 2023			
	Level 1	Level 2	Level 3	Total Fair Value
Assets				
Money market mutual funds	$ 165,744	$ —	$ —	$ 165,744
Debt securities:				
U.S. Treasuries	43,696	—	—	43,696
Obligations of states, municipalities and political subdivisions	—	17,420	—	17,420
Corporate bonds	—	50,041	—	50,041
Residential and commercial mortgage-backed securities	—	24,601	—	24,601
Other loan-backed and structured securities	—	3,418	—	3,418
	$ 209,440	$ 95,480	$ —	$ 304,920
Liabilities				
Contingent consideration - business combinations (2)	$ —	$ —	$ 18,455	$ 18,455
Private warrant liability	—	—	1,151	1,151
Embedded derivatives	—	—	28,131	28,131
	$ —	$ —	$ 47,737	$ 47,737

(1) The Condensed Consolidated Balance Sheets include $1.3 million $0.9 million in accrued expenses and other current liabilities and $3.3 million $2.4 million in other liabilities as of March 31, 2024 June 30, 2024, for contingent consideration related to business combinations.

(2) The Condensed Consolidated Balance Sheets include $14.8 million in accrued expenses and other current liabilities and $3.7 million in other liabilities as of December 31, 2023, for contingent consideration related to business combinations.

Financial Assets

Money market mutual funds are valued at the closing price reported by the fund sponsor from an actively traded exchange. As the funds are generally maintained at a net asset value which does not fluctuate, cost approximates fair value. These are included as a Level 1 measurement in the table above. The fair values for available-for-sale fixed-maturity securities are based upon prices provided by an independent pricing service. We have reviewed these prices for reasonableness and have not adjusted any prices received from the independent provider. Level 2 securities represent assets whose fair value is determined using observable market information such as previous day trade prices, quotes from less active markets or quoted prices of securities with similar characteristics. There were no transfers between Level 1 and Level 2.

Contingent Consideration – Business Combinations

As part of the acquisition of Floify, LLC (“Floify”) in October 2021, we issued shares as partial closing consideration to the sellers of Floify and guaranteed that the value of those shares would equal or exceed 200% of such price on or prior to December 31, 2024 (the “True-Up Obligation”). The True-Up Obligation could be settled at our option in cash, Porch common stock, or a combination thereof. On March 27, 2024, we entered into a settlement agreement and mutual release of claims with the sellers of Floify to settle a post-closing dispute. As part of the of this agreement, the sellers of Floify agreed to terminate the True-Up Obligation in full and released from restriction approximately $0.9 million of escrowed cash to us. We estimated the fair value of the True-Up Obligation as of the settlement date using the Monte Carlo simulation method. The fair value is based on the simulated market price of our common stock over the maturity date of the True-Up Obligation. As of March 27, 2024, the key inputs used to determine the fair value of $14.9 million included the stock price of $4.13, strike price of $36.00, discount rate of 23.6% and volatility of 95%. Subsequent to the valuation, we recognized a gain on settlement in other income, net, in the Condensed Consolidated Statements of Operations and Comprehensive Loss equal to the fair value of $14.9 million. As of December 31, 2023, the key inputs used in the determination of the fair value of $14.0 million included the stock price of $3.08, strike price of $36.00, discount rate of 27.9% and volatility of 90%.

We estimated the fair value of the business combination contingent consideration based on specific metrics related to the acquisition of Residential Warranty Services ("RWS") in April 2022, using the discounted cash flow method. The fair value is based on a percentage of revenue over the maturity date of the contingent consideration. As of March 31, 2024 June 30, 2024, the key inputs used to determine the fair value of $4.6 million $3.2 million were management's cash flow estimates and the discount rate of 17%. As of December 31, 2023, the key inputs used to determine the fair value of $4.4 million were management's cash flow estimates and the discount rate of 17%.

Private Warrants

We estimated the fair value of the private warrants using the Black-Scholes-Merton option pricing model. As of March 31, 2024 June 30, 2024, the key inputs used to determine the fair value included exercise price of $11.50, expected volatility of 88% 93%, remaining contractual term of 1.73 1.48 years, and stock price of $4.31. $1.51. As of December 31, 2023, the key inputs used to determine the fair value included exercise price of $11.50, expected volatility of 95%, remaining contractual term of 1.98 years, and stock price of $3.08.

Embedded Derivatives

In connection with the issuance of senior secured convertible notes in April 2023 (see Note 7) and in accordance with Accounting Standards Codification 815-15, *Derivatives and Hedging – Embedded Derivatives,* certain features of the senior secured convertible notes were bifurcated and accounted for separately from the notes. The following features are recorded as derivatives.

- *Repurchase option.* If more than $30 million aggregate principal amount of the 2026 Notes remains outstanding on June 14, 2026, the 2028 Note holders have the right to require us to repurchase for cash on June 15, 2026, all or any portion of their 2028 Notes, in principal amounts of one thousand dollars or an integral number thereof, at a repurchase price equal to 106.5% of the principal amount of the 2028 Notes to be repurchased, plus accrued and unpaid interest to, but excluding, the repurchase date.
- *Fundamental change option.* If we undergo a fundamental change, as defined in the indenture governing the 2028 Notes and subject to certain conditions, holders of the 2028 Notes have the right to require us to repurchase for cash all or any portion of their 2028 Notes, in principal amounts of one thousand dollars or an integral multiple thereof, at a repurchase price equal to 105.25% of the principal amount of the 2028 Notes to be repurchased, plus accrued and unpaid interest to, but excluding, the repurchase date. A fundamental change includes events such as a change in control, recapitalization, liquidation, dissolution, or delisting.
- *Asset sale repurchase option.* If we sell assets and receive net cash proceeds of $2.5 million in excess of the Asset Sale Threshold (as defined below) (such excess net cash proceeds, the "Excess Proceeds"), we must

  offer to all holders of 2028 Notes to repurchase their 2028 Notes for an aggregate amount of cash equal to 50% of such Excess Proceeds at a repurchase price per 2028 Note equal to 100% of the principal amount thereof, plus accrued and unpaid interest to, but excluding, the relevant purchase date, if any. "Asset Sale Threshold" means $20.0 million in the aggregate, provided that on and after the date on which the cumulative net cash proceeds received by the Company and its restricted subsidiaries from the sale of assets after April 20, 2023, exceeds $20.0 million in the aggregate, the "Asset Sale Threshold" means $0. As of June 30, 2024, our remaining Asset Sale Threshold was $9.1 million (See Note 15).

The inputs for determining fair value of the embedded derivatives are classified as Level 3 inputs. Level 3 fair value is based on unobservable inputs based on the best information available. These inputs include the probabilities of scenarios related to a repurchase, a fundamental change, and qualifying asset sales, ranging from 3% 7% to 29% 35%.

Level 3 Rollforward

Fair value measurements categorized within Level 3 are sensitive to changes in the assumptions or methodology used to determine fair value, and such changes could result in a significant increase or decrease in the fair value.

The changes for Level 3 items measured at fair value on a recurring basis using significant unobservable inputs are as follows:

	Contingent Consideration - Business Combinations	Contingent Consideration - Business Combinations	Embedded Derivatives	Private Warrant Liability	Contingent Consideration - Business Combinations	Embedded Derivatives	Private Warrant Liability
Fair value as of December 31, 2023							
Settlements							
Settlements							
Settlements							
Change in fair value, loss (gain) included in net loss(1)							
Fair value as of March 31, 2024							
Fair value as of June 30, 2024							

	Contingent Consideration - Business Combinations	Contingent Consideration - Earnout	Private Warrant Liability	
	Contingent Consideration - Earnout	Contingent Consideration - Business Combinations	Embedded Derivatives	Private Warrant Liability
Fair value as of December 31, 2022				
Settlements				

Settlements
Additions
Settlements
Change in fair value, loss (gain) included in net loss(1)
Fair value as of March 31, 2023
Fair value as of June 30, 2023

(1) Changes in fair value of contingent consideration related to business combinations are included in general and administrative expenses in the unaudited condensed consolidated statements of operations. Changes in fair value of the earnout contingent consideration and private warrant liability are disclosed separately in the unaudited condensed consolidated statements of operations. Changes in the fair value of the and embedded derivatives are included in change in fair value of derivatives other income, net, in the unaudited condensed consolidated statements Condensed Consolidated Statements of operations. Operations and Comprehensive Loss.

Fair Value Disclosure

As of March 31, 2024 June 30, 2024, and December 31, 2023, the fair value of the 2026 Notes (see Note 7) was $78.0 million $115.8 million and $73.1 million, respectively. The increase of $4.9 million is primarily due to the increase in the stock price at March 31, 2024, as compared to December 31, 2023. As of March 31, 2024 June 30, 2024, and December 31, 2023, the fair value of the 2028 Notes (see Note 7) was $227.5 $226.7 million and $196.7 million, respectively. The increase of $30.8 million is primarily due to the increase in the stock price at March 31, 2024, as compared to December 31, 2023. The fair values of the line of credit, advance funding arrangement and value other notes approximate the unpaid principal balance. All debt, other than the convertible notes which are Level 2, is considered a Level 3 measurement.

Note 5. Property, Equipment, and Software

Property, equipment, and software, net, consists of the following:

		March 31, 2024	December 31, 2023
		June 30, 2024	December 31, 2023
Software and computer equipment			
Furniture, office equipment, and other			
Internally developed software			
Leasehold improvements			
	36,388		
	39,578		
Less: Accumulated depreciation and amortization			
Property, equipment, and software, net			

Depreciation and amortization expense related to property, equipment, and software was $1.6 million $1.5 million and $1.2 million for the three months ended March 31, 2024 June 30, 2024 and 2023, respectively, and $3.1 million and $2.4 million for the six months ended June 30, 2024 and 2023, respectively.

Note 6. Intangible Assets and Goodwill

Intangible Assets

Intangible assets are stated at cost or acquisition-date fair value less accumulated amortization and impairment. The following tables summarize intangible asset balances.

As of March 31, 2024	Weighted Average Useful Life (in years)	Intangible Assets, gross	Accumulated Amortization And Impairment	Intangible Assets, Net
As of June 30, 2024	Weighted Average Useful Life (in years)	Intangible Assets, gross	Accumulated Amortization And Impairment	Intangible Assets, Net
Customer relationships				

Acquired technology	
Trademarks and tradenames	
Non-compete agreements	
Renewal rights	
Renewal rights	
Renewal rights	
Insurance licenses	
Total intangible assets	

As of December 31, 2023	Weighted Average Useful Life (in years)	Intangible Assets, gross	Accumulated Amortization And Impairment	Intangible Assets, Net
Customer relationships	8.0	$ 69,504	$ (24,153)	$ 45,351
Acquired technology	5.0	36,041	(22,358)	13,683
Trademarks and tradenames	11.0	23,443	(6,701)	16,742
Non-compete agreements	3.0	616	(455)	161
Value of business acquired	1.0	400	(400)	—
Renewal rights	6.0	9,734	(3,415)	6,319
Insurance licenses	Indefinite	4,960	—	4,960
Total intangible assets		$ 144,698	$ (57,482)	$ 87,216

The aggregate amortization expense related to intangibles was $4.7 million and $4.9 million for the three months ended March 31, 2024June 30, 2024 and 2023, respectively, and $9.4 million and $9.8 million for the six months ended June 30, 2024 and 2023, respectively.

Goodwill

The goodwill balance at March 31, 2024June 30, 2024, and December 31, 2023, was $191.9 million and is entirely included in our Vertical Software segment. We had no changes in the carrying amount of goodwill for the threesix months ended March 31, 2024June 30, 2024.

Note 7. Debt

The following tables summarize outstanding debt as of March 31, 2024June 30, 2024, and December 31, 2023.

	Principal	Principal	Unaccreted Discount	Debt Issuance Costs	Carrying Value	Principal	Unaccreted Discount	Debt Issuance Costs	Carrying Value
Convertible senior notes, due 2026									
Convertible senior notes, due 2028									
Other notes									
Other notes									
Other notes									
Balance as of March 31, 2024									
Balance as of June 30, 2024									

	Principal	Unaccreted Discount	Debt Issuance Costs	Carrying Value
Convertible senior notes, due 2026	$ 225,000	$ —	$ (3,311)	$ 221,689
Convertible senior notes, due 2028	333,334	(115,353)	(4,312)	213,669
Advance funding arrangement	94	—	—	94
Other notes	300	(13)	—	287

Balance as of December 31, 2023	$ 558,728	$ (115,366)	$ (7,623)	$ 435,739

Convertible Senior Notes

Interest expense recognized related to the 0.75% Convertible Senior Notes due 2026 (the "2026 Notes") was approximately $0.7 million and $1.4 million $0.9 million for the three months ended March 31, 2024 June 30, 2024 and 2023, respectively, and includes $1.4 million and $2.2 million for the six months ended June 30, 2024 and 2023, respectively, including contractual interest expense and amortization of debt issuance costs. The effective interest rate for the 2026 Notes is 1.3%.

Interest expense recognized related to the 6.75% Convertible Senior Notes due 2028 (the "2028 Notes") was approximately $9.9 million and zero for $7.3 million in the three months ended March 31, 2024 June 30, 2024 and 2023, respectively, and $19.8 million and $7.3 million for the six months ended June 30, 2024 and 2023, respectively. Interest expense for the 2028 Notes includes $5.6 million both contractual interest expense and $4.3 million amortization of debt issuance costs and discount. Contractual interest expense was $5.6 million and $4.4 million for the three months June 30, 2024 and 2023, respectively, and was $11.3 million and $4.4 million for the six months ended June 30, 2024 and 2023, respectively. Amortization of debt issuances costs and discount was $4.3 million and $2.9 million for the three months ended March 31, 2024. June 30, 2024 and 2023, and was $8.6 million and $2.9 million for the six months ended June 30, 2024 and 2023, respectively. The effective interest rate for the 2028 Notes is 17.9%.

For the three and six months ended March 31, 2024 June 30, 2024, we capitalized $0.1 million and $0.2 million, respectively, of interest expense on the 2028 Notes related to ongoing internally developed software projects.

In February 2024, we repurchased $8.0 million aggregate principal amount of our 2026 Notes. We paid $3.0 million, or 37.5% of par value, plus accrued interest. We recognized a $4.9 million gain on extinguishment of debt, calculated as the difference between the reacquisition price and the net carrying amount of the portion of the 2026 Notes that was extinguished.

Advance Funding Arrangement

For certain home warranty contracts, we participated in financing arrangements with third-party financers that provided us with the contract premium upfront, less a financing fee. Third-party financers collect collected installment payments from the warranty contract customer which satisfy satisfied our repayment obligation over a portion of the contract term. We remain remained obligated to repay the third-party financer if a customer cancels its warranty contract prior to full repayment of the advance funding amount we received. As part of the arrangement, we paid financing fees, which were collected by the third-party financers upfront and were initially recognized as a debt discount. Financing fees were amortized as interest expense under the effective interest method. The implied interest rate varied per contract and was generally approximately 14% of total funding received. As of March 31, 2024 June 30, 2024, our obligation was completely satisfied with the third-party financers, and we had no outstanding balance.

Note 8. Stockholders' Equity and Warrants

Common Shares Outstanding and Common Stock Equivalents

The following table summarizes our fully diluted capital structure.

		March 31, 2024		December 31, 2023		
Issued and outstanding common shares		97,869	97,061			
		June 30, 2024		December 31, 2023		
Outstanding common shares (1)		104,525	97,061			
Common shares reserved for future issuance:						
Common shares reserved for future issuance:						
Common shares reserved for future issuance:						
Private warrants						
Private warrants						
Private warrants		1,796	1,796		1,796	1,796
Stock options (Note 9)	Stock options (Note 9)	3,382	3,642	Stock options (Note 9)	3,270	3,642
Restricted and performance stock units and awards (Note 9)	Restricted and performance stock units and awards (Note 9)	11,089	12,065	Restricted and performance stock units and awards (Note 9)	15,609	12,065
2020 Equity Plan pool reserved for future issuance (Note 9)	2020 Equity Plan pool reserved for future issuance (Note 9)	13,270	8,009	2020 Equity Plan pool reserved for future issuance (Note 9)	6,692	8,009
Convertible senior notes, due 2026 (1) (2)	Convertible senior notes, due 2026 (1) (2)	8,679	8,999	Convertible senior notes, due 2026 (1) (2)	8,679	8,999
Convertible senior notes, due 2028	Convertible senior notes, due 2028	13,332	13,332	Convertible senior notes, due 2028	13,332	13,332
Contingently issuable shares in connection with acquisitions (2) (3)	Contingently issuable shares in connection with acquisitions (2) (3)	—	5,908	Contingently issuable shares in connection with acquisitions (2) (3)	—	5,908

Total shares of common stock outstanding and reserved for future issuance	Total shares of common stock outstanding and reserved for future issuance	149,417	150,812	Total shares of common stock outstanding and reserved for future issuance	153,903	150,812

(1) Includes 4.5 million shares of common stock held by HOA.

(2) In connection with the September 16, 2021, issuance of the 2026 Notes, we used a portion of the proceeds to pay for the capped call transactions, which are expected to generally reduce the potential dilution to our common stock. The capped call transactions impact the number of shares that may be issued by effectively increasing our conversion price from $25 per share to approximately $37.74, which would result in approximately 6 million 6 million potentially dilutive shares instead of the shares reported in this table as of March 31, 2024 June 30, 2024.

(2) (3) In connection with the acquisition of Floify, we issued shares as partial closing consideration and guaranteed that the value of those shares would equal or exceed 200% of such price on or prior to December 31, 2024. If the value of those shares did not equal or exceed 200% of their value, we would have been obligated to settle any differences in cash, Porch common stock, or combination thereof. On March 27, 2024, we entered into a settlement agreement to settle a post-closing dispute. As part of this agreement, the sellers of Floify agreed to terminate this obligation in full.

On June 26, 2024, we contributed 4.5 million newly issued shares of our common stock to HOA. This contribution was made to strengthen HOA's surplus position and support the planned transition of our insurance underwriting business, including HOA, to a reciprocal exchange. While the shares contributed to HOA have been issued and are outstanding, as provided under Delaware law, these shares will neither be entitled to vote nor be counted for quorom purposes so long as HOA (or any successor transferee) holds the shares and is a direct or indirect subsidiary of Porch or is otherwise controlled, directly or indirectly, by Porch. For accounting purposes, the shares contributed to HOA are considered treasury stock as of June 30, 2024, because HOA is a subsidiary that is included in our consolidated financial results.

Warrants

There was no activity related to private warrants during the three six months ended March 31, 2024 June 30, 2024 and 2023. As of March 31, 2024 June 30, 2024, and December 31, 2023, there were 1.8 million private warrants outstanding for 11.5 million common shares. These private warrants are liability classified financial instruments measured at fair value, with periodic changes in fair value recognized through earnings and are included in "change in fair value of private warrant liability" in the unaudited Condensed Consolidated Statements of Operations and Comprehensive Loss. See Note 4 for more information.

Note 9. Stock-Based Compensation

The following table summarizes the classification of stock-based compensation expense in the unaudited condensed consolidated statements Condensed Consolidated Statements of operations. Operations and Comprehensive Loss.

	Three Months Ended March 31,					
		Three Months Ended June 30,		Six Months Ended June 30,		
	2024	2024	2023	2024	2023	2024	2023
Selling and marketing						
Product and technology						
General and administrative						
Total stock-based compensation expense						

Under our 2020 Stock Incentive Plan, employees, directors and consultants are eligible for grants of incentive stock options, non-statutory stock options, stock appreciation rights, restricted stock awards ("RSAs"), restricted stock units ("RSUs"), performance restricted stock units ("PRSUs"), and other stock awards, collectively referred to as "Equity Awards."

All Equity Awards granted in 2024 were to employees and directors.

The following table summarizes Equity Award activity for the three six months ended March 31, 2024 June 30, 2024:

		Number of Options	Number of Options	Number of Restricted Stock Units	Number of Performance Restricted Stock Units		Number of Options	Number of Restricted Stock Units	Number of Performance Restricted Stock Units
Balances as of December 31, 2023	**Balances as of December 31, 2023**	3,642		8,310	3,754	**Balances as of December 31, 2023**	3,642	8,310	3,754
Granted	Granted	—		149	—	Granted	—	4,805	2,569
Vested	Vested			(620)	—	Vested	—	(2,922)	—
Exercised	Exercised	(243)			—	Exercised	(328)	—	
Forfeited, canceled or expired	Forfeited, canceled or expired	(17)		(504)	—	Forfeited, canceled or expired	(44)	(886)	(23)
Balances as of March 31, 2024		3,382		7,335	3,754				
Balances as of June 30, 2024		3,270		9,308	6,301				

During six months ended June 30, 2024, we granted PRSUs that have vesting conditions that are based not only on the employee's service period but also on either revenue, Adjusted EBITDA, or Total Shareholder Return ("TSR") through 2026. The PRSUs will vest, if at all, upon our achieving a specified target for each vesting condition. The weighted average grant-date fair value of PRSUs granted during the six months ended June 30, 2024, was $5.61. TSR will be measured against the total shareholder return of the S&P SmallCap 600 Index during the performance period. The actual number of shares of common stock to be issued to each award recipient at the end of the performance period will be interpolated between a threshold and maximum payout amount based on actual performance results. A participant will earn 50% of the target number of PRSUs for "Threshold Performance," 100% of the target number of PRSUs for "Target Performance," and 200% of the target number of PRSUs for "Maximum Performance." We estimate the grant-date fair value of TSR PRSUs using the Monte Carlo simulation model, as the TSR metric is considered a market condition under ASC Topic 718, *Compensation - stock compensation.*

Note 10. Reinsurance

2023 Program

Our third-party quota share reinsurance program is was split into three separate placements to maximize coverage and cost efficiency. The Coastal Program covers was effective for the period April 1, 2023, through March 31, 2024, and covered our business in certain Texas coastal regions and the Houston metropolitan area and is was placed at 42% of subject property and casualty losses ("P&C losses"), as well as all business in South Carolina which is was placed at 7% of P&C losses. The Core Program, which covers covered the portion of our business not in the Coastal Program, is was effective for the period April 1, 2023, through March 31, 2024, and was placed at 9.5% of P&C losses of our remaining business in Texas and 8% of P&C losses of our business in other states. In addition, the Combined Program covers was effective for the period January 1, 2023, through March 31, 2024, and covered all of our business and is was placed at 5% of P&C losses. All programs are effective for the period January 1, 2023, through December 31, 2023, or March 31, 2024, and are were subject to certain limits and exclusions, which vary by participating reinsurer.

Property catastrophe excess of loss treaties were placed on April 1, 2023, and were updated in August 2023 after the events described in the "Terminated Reinsurance Contract" section below. Coverage for wind storms starts at $20 million per occurrence. Losses are shared between $20 million and $80 million. Over $80 million, losses are covered up to a net loss of $440 million. We also place reinstatement premium protection to cover any reinstatement premiums due on the first four layers.

2024 Program

As of April 1, 2024, our quota share program will consist consists of one combined program covering all of our business in all states and is placed at 27.5% of P&C losses. All programs are effective for the period April 1, 2024, through March 31, 2025, and are subject to certain limits and exclusions, which vary by participating reinsurer.

Coverage for catastrophe events starts immediately within the quota share contracts and at $45.0 million per occurrence within the property catastrophe excess of loss treaties placed on April 1, 2024. Losses are shared at various levels up to $75.0 million. Over $75.0 million $75.0 million losses are covered up to a loss of $465.0 million. We also place reinstatement premium protection to cover any reinstatement premiums due on the first five layers.

We placed a parametric reinsurance contract to cover aggregate severe convective storm losses from January 1, 2024, to January 1, 2025. This contract would provide up to $30.0 million in recovery over $85.0 million in modeled losses.

Reinsurance Impact

The effects of reinsurance on premiums written and earned for the three and six months ended March 31, 2024 June 30, 2024 and 2023, were as follows:

		Three Months Ended March 31,				Three Months Ended June 30,					
		2024	2024		2023		2024		2023		
		Written	Written	Earned	Written		Earned	Written	Earned	Written	Earned
Direct premiums	Direct premiums	$75,104	$108,588	$96,873	$114,824	Direct premiums	$109,716	$ 102,345	$ 121,540	$ 116,397	
Ceded premiums											
Net premiums	Net premiums	$44,775	$ 72,225	$99,139	$ 40,150	Net premiums	$ 49,859	$ 61,827	$ 54,153	$ 44,231	

	Six Months Ended June 30,			
	2024		2023	
	Written	Earned	Written	Earned
Direct premiums	$ 184,820	$ 210,933	$ 218,413	$ 231,221
Ceded premiums	(90,186)	(76,881)	(65,121)	(146,840)
Net premiums	$ 94,634	$ 134,052	$ 153,292	$ 84,381

The effects of reinsurance on incurred losses and loss adjustment expense ("LAE") for the three and six months ended March 31, 2024 June 30, 2024 and 2023, were as follows:

	Three Months Ended March 31,					
	Three Months Ended June 30,		Six Months Ended June 30,			
	2024	2024	2023	2024	2023	2024	2023
Direct losses and LAE							

Ceded losses and LAE		
Net losses and LAE		

The detail of reinsurance balances due is as follows:

	March 31, 2024	December 31, 2023
	June 30, 2024	December 31, 2023
Ceded unearned premium		
Losses and LAE reserve		
Reinsurance recoverable		
Other		
Reinsurance balance due		

Terminated Reinsurance Contract

During the second quarter of 2023, HOA discovered that Vesttoo Ltd ("Vesttoo"), which arranged capital for one of our reinsurance contracts, faced allegations of fraudulent activity in connection with collateral it provided to HOA and certain other third parties, which allegations have since been confirmed. We have communicated and met with regulators and other key stakeholders regarding the evolving situation. This reinsurance agreement provided partial quota share coverage as well as up to approximately $175 million in a catastrophic event.

As a result of its findings, and in accordance with the terms of the reinsurance agreement, HOA terminated the associated contract on August 4, 2023, with an effective date of July 1, 2023. Had the contract not been terminated, the contract would have expired on December 31, 2023, and HOA would have been contracted to pay approximately $20 million in additional premium payments during July through December 2023. Following the effective date of the termination, HOA seized available liquid collateral in the amount of approximately $47.6 million from a reinsurance trust, of which HOA was the beneficiary and recognized a charge of $36.0 $48.2 million in provision for (recovery of) doubtful accounts in the Condensed Consolidated Statements of Operations and Comprehensive Loss for the year six months ended December 31, 2023 June 30, 2023. In addition, HOA is evaluating and intends to pursue all available legal claims and remedies to enforce its rights under the letter of credit required by the reinsurance agreement in the amount of $300 million as additional collateral. We are also seeking recovery of all losses and damages incurred as a result of terminating the reinsurance agreement due to allegations of fraudulent activity by third parties.

On January 19, 2024, we entered into a five-year business collaboration agreement with Aon Corp. and Aon Re, Inc. ("Aon"), resulting in payments to us of approximately $25 million in January 2024 and additional cash payments through the end of the contract term. Of the cash payments that we have or will receive through the end of the contract term, $8.7 million is non-refundable and immediately recognized in other income, net in the Condensed Consolidated Statements of Operations and Comprehensive Loss. A portion of the remaining amount is potentially refundable to Aon if we breach the agreement, including if we directly or indirectly place reinsurance with brokers unaffiliated with Aon, subject to customary cure rights. The remaining amount will be recognized in other income, net, over the term of the agreement. As part of this agreement, Aon and Porch also signed a mutual release of claims arising from the Vesttoo fraud. Porch has not released any claims against non-Aon parties related to these matters and intends to vigorously pursue recovery. In addition to this arrangement, we have also received cash recoveries from other parties in the amount of $3.0 million during the three six months ended March 31, 2024 June 30, 2024.

Note 11. Unpaid Losses and Loss Adjustment Reserve

The following table summarizes the changes in the reserve balances for unpaid losses and LAE, gross of reinsurance, for the three six months ended March 31, 2024 June 30, 2024:

Reserve for unpaid losses and LAE at December 31, 2023	**Reserve for unpaid losses and LAE at December 31, 2023**	$ 95,503	**Reserve for unpaid losses and LAE at December 31, 2023**	$95,503
Reinsurance recoverables on losses and LAE at December 31, 2023				
Reserve for unpaid losses and LAE reserve, net of reinsurance recoverables at December 31, 2023	Reserve for unpaid losses and LAE reserve, net of reinsurance recoverables at December 31, 2023	75,695	Reserve for unpaid losses and LAE reserve, net of reinsurance recoverables at December 31, 2023	75,695
Add provisions (reductions) for losses and LAE occurring in:				
Current year				
Current year				
Current year		67,135		152,130
Prior years		1,798		
Prior years (1)		953		
Net incurred losses and LAE during the current year	Net incurred losses and LAE during the current year	68,933	Net incurred losses and LAE during the current year	153,083
Deduct payments for losses and LAE occurring in:				

Current year	
Current year	
Current year	
Prior years (1)	
Net claim and LAE payments during the current year	
Reserve for losses and LAE, net of reinsurance recoverables at March 31, 2024	
Reserve for losses and LAE, net of reinsurance recoverables at March 31, 2024	
Reserve for losses and LAE, net of reinsurance recoverables at March 31, 2024	94,004
Reinsurance recoverables on losses and LAE at March 31, 2024	(18,556)
Reserve for unpaid losses and LAE at March 31, 2024	$112,560
Reserve for losses and LAE, net of reinsurance recoverables at June 30, 2024	
Reserve for losses and LAE, net of reinsurance recoverables at June 30, 2024	
Reserve for losses and LAE, net of reinsurance recoverables at June 30, 2024	106,988
Reinsurance recoverables on losses and LAE at June 30, 2024	(26,232)
Reserve for unpaid losses and LAE at June 30, 2024	$133,220

(1) Also includes certain charges related to Vesttoo (see Note 10).

As a result of additional information on claims occurring in prior years becoming available to management, changes in estimates of provisions of losses and loss adjustment expenses were made resulting in an increase of $1.8 million $1.0 million for the three six months ended March 31, 2024 June 30, 2024.

Note 12. Other Income (Expense), Net

The following table details the components of other income, net, on the Condensed Consolidated Statements of Operations and Comprehensive Loss:

		Three Months Ended March 31,						
		Three Months Ended June 30,			Six Months Ended June 30,			
		2024	2024	2023	2024	2023	2024	2023
Interest income	Interest income	$ 434		$ 720				
Gain on settlement of contingent consideration	Gain on settlement of contingent consideration	14,930		—				
Loss on sale of business	Loss on sale of business	(5,244)		—				
Recoveries of losses on reinsurance contracts	Recoveries of losses on reinsurance contracts	12,570		—				
Other, net	Other, net	(12)		42				
Other income, net	Other income, net	$ 22,678		$ 762				

Note 13. Income Taxes

Benefit (provision) for income taxes for the three months ended March 31, 2024 June 30, 2024, and 2023, were $(0.2) $(0.7) million and less than $(0.1) million, respectively, and the effective tax rates for these periods were (1.1)% and less than (0.1)%, respectively. The difference between our effective tax rates for the 2024 periods and the U.S. statutory rate of 21% was primarily due to a full valuation related to our net deferred tax assets and impact of acquisitions on our valuation allowance. Benefit (provision) for income taxes for the six months ended June 30, 2024 and 2023, were $(0.9) million and $0.1 million, respectively, and the effective tax rates for these periods were (1.4) (1.1)% and 0.3% 0.1%, respectively. The difference between our effective tax rates for the 2024 and 2023 periods and the U.S. statutory rate of 21% was primarily due to a full valuation allowance related to our net deferred tax assets.

Note 14. Commitments and Contingencies

From time to time we are or may become subject to various legal proceedings arising in the ordinary course of business, including proceedings initiated by users, other entities, or regulatory bodies. Estimated liabilities are recorded when it is probable that a liability has been incurred and the amount of the loss can be reasonably estimated. In many instances, we are unable to determine whether a loss is probable or to reasonably estimate the amount of such a loss and, therefore, the potential future losses arising from a matter may differ from the amount of estimated liabilities we have recorded in the financial statements covering these matters. We review our estimates periodically and make adjustments to reflect negotiations, estimated settlements, rulings, advice of legal counsel, and other information and events pertaining to a particular matter.

Cases under Telephone Consumer Protection Act

Porch and/or an acquired entity, GoSmith.com, are party to a legal proceeding alleging violations of the automated calling and/or internal and National Do Not Call restrictions of the Telephone Consumer Protection Act of 1991 and a related Washington state law claim. The proceedings were commenced as thirteen separate mass tort actions brought by a single plaintiffs' law firm in December 2019 and April/May 2020 in federal district courts throughout the United States. One of the actions was dismissed with prejudice and appealed to the Ninth Circuit Court of Appeals. While the appeal was pending, the remaining cases were consolidated in the United States District Court for the Western District of Washington, where Porch resides. On October 12, 2022, in a split decision, the Ninth Circuit Court of Appeals reversed. Following remand, that case was also consolidated with the Western District of Washington action. Plaintiffs then filed a motion for leave to file a second amended complaint, which was granted in part and denied in part. The Second Amended Complaint was filed in July 2023. In September 2023, Defendants filed a Motion to Strike the Second Amended Complaint; this motion was denied. Defendants' Motion to Dismiss was filed on February 15, 2024 and is fully briefed and awaiting a decision. The parties have each filed several notices of supplemental authority in support of their respective positions on the pending Motion to Dismiss. The parties' also filed a required Joint Status Report and Discovery Plan on February 16, 2024. Discovery is stayed until Defendants' Motion to Dismiss is decided. Plaintiffs seek actual, statutory, and/or treble damages, injunctive relief, and reasonable attorneys' fees and costs. The action is at an early stage in the litigation process. It is not possible to determine the likelihood of an unfavorable outcome of these disputes, although it is reasonably possible that the outcome of these actions may be unfavorable. Further, it is not possible to estimate the range or amount of potential loss (if the outcome should be unfavorable). We intend to contest this case vigorously.

Other

In addition, in the ordinary course of business, we and our subsidiaries are (or may become) parties to litigation involving property, personal injury, contract, intellectual property and other claims, as well as stockholder derivative actions, class action lawsuits and other matters. The amounts that may be recovered in such matters may be subject to insurance coverage. Although the results of legal proceedings and claims cannot be predicted with certainty, neither we nor any of our subsidiaries are currently a party to any legal proceedings the outcome of which, we believe, if determined adversely to us, would individually or in the aggregate have a material adverse effect on our business, financial condition or results of operations.

Note 15. Business Disposition

On January 31, 2024, we sold our insurance agency, Elite Insurance Group ("EIG"). The estimated sale price is was $12.2 million of which we have received $10.3 $10.9 million in cash and recorded a receivable of $1.8 $1.2 million as of March 31, 2024 June 30, 2024. We recorded an estimated a loss of $5.2 $5.3 million in other income, net, in the Condensed Consolidated Statements of Operations and Comprehensive Loss. The final price and amount of loss on sale will be determined after post-closing adjustments have been finalized, which is expected to occur in the second quarter of 2024.

Note 16. Segment Information

We have two reportable segments that are also our operating segments: Vertical Software and Insurance. Reportable segments were identified based on how the chief operating decision-maker ("CODM") manages the business, makes operating decisions, and evaluates operating and financial performance. Our chief executive officer acts as the CODM and reviews financial and operational information for our reportable segments. Operating segments are components of an enterprise for which separate discrete financial information is available and operational results are regularly evaluated by the CODM for the purposes of making decisions regarding resource allocation and assessing performance.

Our Vertical Software segment provides software and services to inspection, mortgage, and title companies on a subscription and transactional basis, which was 62% of total vertical software revenue, and while also providing move and post-move services. Software and services which was 38% were 56% and 59% of total vertical software revenue for the three and six months ended March 31, 2024. June 30, 2024, respectively. Move and post-move services were 44% and 41% of total vertical software revenue for the three and six months ended June 30, 2024, respectively. The Vertical Software segment operates as several key businesses, including inspection software and services, title insurance software, mortgage software, moving services, mover and homeowner marketing, and measurement software for roofers.

Our Insurance segment provides consumers with insurance and warranty products to protect their homes, earning revenue through premiums collected on policies, policy fees and commissions. The Insurance segment includes Homeowners of America ("HOA"), a wholly owned insurance carrier, Porticus Reinsurance ("Porticus RE"), our Cayman Islands captive reinsurer, and other insurance-related legal entities, Porch Warranty, among and other warranty brands.

The following table summarizes revenue by segment.

	Three Months Ended March 31,						
	Three Months Ended June 30,			Six Months Ended June 30,			
	2024	2024	2023	2024	2023	2024	2023
Vertical Software							
Insurance							
Total revenue							

Our segment operating and financial performance measure is Segment Adjusted EBITDA (Loss). Segment Adjusted EBITDA (Loss) is defined as revenue less the following expenses associated with each segment: cost of revenue, selling and marketing, product and technology, and general and administrative. Segment Adjusted EBITDA (Loss) also excludes non-cash items or items that management does not consider reflective of ongoing core operations.

We do not allocate shared expenses to the reportable segments. These expenses are included in the "Corporate and other" row in the following reconciliation. "Corporate and other" includes shared expenses such as selling and marketing; certain product and technology; accounting; human resources; legal; general and administrative; and other income, expenses, gains, and losses that are not allocated in assessing segment performance due to their function. Such transactions are excluded from the reportable segments' results but are included in consolidated results.

The reconciliation of Segment Adjusted EBITDA (Loss) to consolidated "Operating loss" below includes the effects of corporate and other items that the CODM does not consider in assessing segment performance.

	Three Months Ended March 31,						
		Three Months Ended June 30,		Six Months Ended June 30,			
	2024	2024	2023	2024	2023	2024	2023
Segment Adjusted EBITDA (Loss):							
Vertical Software							
Vertical Software							
Vertical Software							
Insurance							
Subtotal							
Reconciling items:							
Corporate and other							
Corporate and other							
Corporate and other							
Depreciation and amortization							
Stock-based compensation expense							
Restructuring costs (1)							
Other non-operating income							
Acquisition and other transaction costs							
Impairment loss on intangible assets and goodwill							
Stock-based compensation expense							
Stock-based compensation expense							
Stock-based compensation expense							
Other non-operating income							
Restructuring costs (1)							
Acquisition and other transaction costs							
Change in fair value of contingent consideration							
Change in fair value of contingent consideration							
Recovery of (loss on) reinsurance contract (see Note 10)							
Impairment loss on property, equipment and software							
Change in fair value of contingent consideration							
Investment income and realized gains							
Operating loss							
Operating loss							
Operating loss							

(1) Primarily consists of costs related to forming a reciprocal exchange.

The CODM does not review assets on a segment basis.

All of our revenue is generated in the United States except for an immaterial amount. As of March 31, 2024 June 30, 2024, and December 31, 2023, we did not have material assets located outside of the United States.

Note 17. Net Loss Per Share

Basic and diluted net loss per share attributable to common stockholders and is computed by dividing the net loss attributable to common stockholders by the weighted-average number of shares of common stock outstanding during the period.

Diluted earnings per share attributable to common stockholders adjusts basic earnings per share for the potentially dilutive impact of stock options, RSUs, PRSUs, RSAs, convertible notes, earnout shares, and warrants. As we have reported losses for all periods presented, all potentially dilutive securities are antidilutive and, accordingly, basic net loss per share equals diluted net loss per share.

The following table summarizes the computation of basic and diluted net loss attributable per share to common stockholders for the three and six months ended March 31, 2024 June 30, 2024 and 2023:

	Three Months Ended March 31,						
	Three Months Ended June 30,			Six Months Ended June 30,			
	2024	2024	2023	2024	2023	2024	2023
Numerator:							
Net loss used to compute net loss per share - basic and diluted							
Net loss used to compute net loss per share - basic and diluted							
Net loss used to compute net loss per share - basic and diluted							
Denominator:							
Denominator:							
Denominator:							
Weighted average shares outstanding used to compute net loss used to compute net loss per share - basic and diluted							
Weighted average shares outstanding used to compute net loss used to compute net loss per share - basic and diluted							
Weighted average shares outstanding used to compute net loss used to compute net loss per share - basic and diluted	97,512	95,210	99,193	95,732	98,353	95,472	
Net loss per share - basic and diluted							
Net loss per share - basic and diluted							
Net loss per share - basic and diluted							

The following table discloses securities that were not included in the computation of diluted net loss per share because to do so would have been antidilutive for the periods presented:

		Three Months Ended March 31,								
		Three Months Ended June 30,				Six Months Ended June 30,				
		2024	2024		2023	2024	2023		2024	2023
Stock options	Stock options	3,382	3,735	Stock options	3,270	3,717	3,270		3,717	
Restricted stock units and awards	Restricted stock units and awards	7,335	4,994	Restricted stock units and awards	9,308	9,189	9,308		9,189	
Performance restricted stock units	Performance restricted stock units	3,754	1,223	Performance restricted stock units	6,301	4,056	6,301		4,056	
Public and private warrants	Public and private warrants	1,796	1,796	Public and private warrants	1,796			1,796		
Earnout shares (1)	Earnout shares (1)	—	2,050	Earnout shares (1)	—	2,050	—		2,050	
Convertible debt (2)	Convertible debt (2)	22,011	16,998	Convertible debt (2)	22,011	22,331	22,011		22,331	
Contingently issuable shares in connection with acquisitions (3)	Contingently issuable shares in connection with acquisitions (3)	—	13,958	Contingently issuable shares in connection with acquisitions (3)	—	13,970	—		13,970	

(1) Earnout shares expired on December 23, 2023, without vesting and were subsequently cancelled.

(2) In connection with the September 16, 2021, issuance of the 2026 Notes, we used a portion of the proceeds to pay for the capped call transactions, which are expected to generally reduce the potential dilution to our common stock. The capped call transactions impact the number of shares that may be issued by effectively increasing our conversion price from $25 per share to approximately $37.74, which would result in approximately 6 million 6 million potentially dilutive shares instead of the shares reported in this table as of March 31, 2024 June 30, 2024.

(3) In connection with the acquisition of Floify, we issued shares as partial closing consideration and guaranteed that the value of those shares would equal or exceed 200% of such price on or prior to December 31, 2024. If the value of those shares did not equal or exceed 200% of their value, we would have been obligated to settle any differences in cash, Porch common stock, or combination thereof. On March 27, 2024, we entered into a settlement agreement to settle a post-closing dispute. As part of this agreement, the sellers of Floify agreed to terminate this obligation in full.

Note 18. Subsequent Event

On July 31, 2024, we contributed an additional 13.8 million newly issued shares of our common stock to HOA. This contribution was made to strengthen HOA's surplus position and support the planned transition of our insurance underwriting business, including HOA, to a reciprocal exchange. See Note 8 for further information on our contributions to HOA.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

This quarterly report on Form 10-Q (this "Quarterly Report") and the documents incorporated herein by reference contain forward-looking statements as defined by the Private Securities Litigation Reform Act of 1995. These statements are based on the beliefs and assumptions of management. Although we believe that our plans, intentions, and expectations reflected in or suggested by these forward-looking statements are reasonable, we cannot assure you that we will achieve or realize these plans, intentions, or expectations. Forward-looking statements are inherently subject to risks, uncertainties, and assumptions. Generally, statements that are not historical facts, including statements concerning our possible or assumed future actions, business strategies, events, or results of operations, are forward-looking statements. These statements may be preceded by, followed by, or include the words "believe," "estimate," "expect," "project," "forecast," "may," "will," "should," "seek," "plan," "scheduled," "anticipate," "intend," or similar expressions.

Forward-looking statements are not guarantees of performance. You should not put undue reliance on these statements which speak only as of the date herein. Unless specifically indicated otherwise, the forward-looking statements in this Quarterly Report do not reflect the potential impact of any divestitures, mergers, acquisitions, or other business combinations that have not been completed as of the date of this filing. You should understand that the following important factors, among others, could affect our future results and could cause those results or other outcomes to differ materially from those expressed or implied in our forward-looking statements:

- expansion plans and opportunities, and managing growth, to build a consumer brand;
- the incidence, frequency, and severity of weather events, extensive wildfires, and other catastrophes;
- economic conditions, especially those affecting the housing, insurance, and financial markets;
- expectations regarding revenue, cost of revenue, operating expenses, and the ability to achieve and maintain future profitability;
- existing and developing federal and state laws and regulations, including with respect to insurance, warranty, privacy, information security, data protection, and taxation, and management's interpretation of and compliance with such laws and regulations;
- our reinsurance program, which includes the use of a captive reinsurer, the success of which is dependent on a number of factors outside management's control, along with reliance on reinsurance to protect against loss;
- the possibility that a decline in our share price would result in a negative impact to our insurance carrier subsidiary's, Homeowners of America Insurance Company ("HOA"), surplus position and may require further financial support to enable HOA to meet applicable regulatory requirements and maintain financial stability rating;
- the uncertainty and significance of the known and unknown effects on our insurance carrier subsidiary, Homeowners of America Insurance Company ("HOA"), and us due to the termination of a reinsurance contract following of fraud committed by Vesttoo Ltd. ("Vesttoo"), including, but not limited to, the outcome of Vesttoo's Chapter 11 bankruptcy proceedings; our ability to successfully pursue claims arising out of the fraud, the costs associated with pursuing the claims, and the timeframe associated with any recoveries; HOA's ability to obtain and maintain adequate reinsurance coverage against excess losses; HOA's ability to stay out of regulatory supervision and maintain its financial stability rating; and HOA's ability to maintain a healthy surplus
- uncertainties related to regulatory approval of insurance rates, policy forms, insurance products, license applications, acquisitions of businesses, or strategic initiatives, including the reciprocal restructuring, and other matters within the purview of insurance regulators; regulators (including the discount associated with the shares contributed to HOA);
- the ability to consummate the proposed formation of the reciprocal exchange and the satisfaction of the conditions precedent to consummation of the proposed formation of such exchange, including the ability to secure regulatory approvals (on a state by state basis and initially in Texas) on the terms expected, at all or in a timely manner;
- our ability to successfully operate its businesses alongside a reciprocal exchange;
- our ability to implement our plans, forecasts and other expectations with respect to the reciprocal exchange business after the completion of the formation and to realize expected synergies and/or convert policyholders from its existing insurance carrier business into policyholders of the reciprocal exchange;
- potential business disruption following the formation of the reciprocal exchange;
- reliance on strategic, proprietary relationships to provide us with access to personal data and product information, and the ability to use such data and information to increase transaction volume and attract and retain customers;
- the ability to develop new, or enhance existing, products, services, and features and bring them to market in a timely manner;
- changes in capital requirements, and the ability to access capital when needed to provide statutory surplus;
- our ability to timely repay our outstanding indebtedness;
- the increased costs and initiatives required to address new legal and regulatory requirements arising from developments related to cybersecurity, privacy, and data governance and the increased costs and initiatives to protect against data breaches, cyber-attacks, virus or malware attacks, or other infiltrations or incidents affecting system integrity, availability, and performance;
- retaining and attracting skilled and experienced employees;
- costs related to being a public company; and

- other risks and uncertainties discussed in Part II, Item 1A, "Risk Factors," in the Company's Annual Report on Form 10-K ("Annual Report") for the year ended December 31, 2023, as well as those discussed elsewhere in this report and in subsequent reports filed with the Securities and Exchange Commission ("SEC"), all of which are available on the SEC's website at www.sec.gov.

We caution you that the foregoing list may not contain all the risks to forward-looking statements made in this Quarterly Report on Form 10-Q.

You should not rely upon on forward-looking statements as predictions of future events. We have based the forward-looking statements contained in this Quarterly Report on Form 10-Q primarily on our current expectations and projections about future events and trends we believe may affect our business, financial condition, results of operations and prospects. The outcome of the events described in these forward-looking statements is subject to risks, uncertainties, and other factors, including those described above and elsewhere in this Quarter Report on Form 10-Q. We disclaim any obligation to update publicly any forward-looking statements, whether in response to new information, future events, or otherwise, except as required by applicable law.

Business Overview

Porch Group, Inc., together with its consolidated subsidiaries, ("Porch Group," "Porch," the "Company," "we," "our," "us") is a leading homeowners insurance and vertical software platform and is positioned to be one of the best partner partners to help homebuyers move, maintain, and fully protect their homes. We offer differentiated products and services, with homeowners insurance at the center of this relationship.

We differentiate and look to win in the massive and growing homeowners insurance opportunity by 1) providing the best services for homebuyers, 2) led by advantaged underwriting in insurance, 3) to protect the whole home.

As a leader in the home services software-as-a-service ("SaaS") space, we've built deep relationships with approximately 30 29 thousand companies that are key to the home-buying transaction, such as home inspectors, mortgage companies, and title companies.

We have grown the utilization our software products across these industries. These relationships provide us with early insights to a majority of United States ("U.S.") homebuyers. In partnership with these companies, we have the ability to help simplify the move for consumers with services such as insurance, warranty, moving and more.

Through our vertical software products we have unique insights into the majority of U.S. properties. This data helps feed our insurance underwriting models, better understand risk, and create competitive differentiation in underwriting.

We provide full protection for the home by including a variety of home warranty products alongside homeowners insurance. We are able to fill the gaps of protection for consumers, minimize surprises, and deepen our relationships and value proposition.

We have two reportable segments that are also our operating segments: Vertical Software and Insurance.

Vertical Software — Our Vertical Software segment provides software and services to inspection, mortgage, and title companies on a subscription and transactional basis, which was 62% of total vertical software revenue, and while also providing move and post-move services. Software and services which was 38% were 56% and 59% of total vertical software revenue for the three and six months ended

June 30, 2024, respectively. Move and post-move services were 44% and 41% of total vertical software revenue for the three and six months ended March 31, 2024. June 30, 2024, respectively. The Vertical Software segment operates as several key businesses, including inspection software and services, title insurance software, mortgage software, moving services, mover and homeowner marketing, and measurement software for roofers.

Insurance — Our Insurance segment provides consumers with insurance and warranty products to protect their homes, earning revenue through premiums collected on policies, policy fees and commissions. The Insurance segment includes Homeowners of America ("HOA"), a wholly owned insurance carrier, Porticus Reinsurance ("Porticus RE"), our Cayman Islands captive reinsurer, and other insurance-related legal entities, Porch Warranty, among and other warranty brands.

The financial information herein should be read in conjunction with the consolidated financial statements for the year ended December 31, 2023, contained in our Annual Report on Form 10-K for the year ended December 31, 2023, and the Condensed Consolidated Financial Statements included in Item 1 of this Quarterly Report.

Key Performance Measures and Operating Metrics

In the management of these businesses, we identify, measure and evaluate various operating metrics. The key performance measures and operating metrics used in managing the businesses are discussed below. These key performance measures and operating metrics are not prepared in accordance with generally accepted accounting principles in the United States ("GAAP") and may not be comparable to or calculated in the same way as other similarly titled measures and metrics used by other companies.

The following table summarizes operating metrics for each of the quarterly periods indicated.

		Three Months Ended March 31,						Three Months Ended June 30,					
		2024		2024	2023			% Change		2024		2023	% Change
Gross Written Premium (in millions)	Gross Written Premium (in millions)	$ 83	$	$ 115	(28)	(28) %	Gross Written Premium (in millions)	$ 117	$	$ 143	(19)	(19) %	

Policies in Force (in thousands)	Policies in Force (in thousands)	256	376	376	(32)	(32) %	Policies in Force (in thousands)	232	358	358	(35)	(35)%
Annualized Revenue per Policy (unrounded)	Annualized Revenue per Policy (unrounded)	$ 1,375	$	$ 612	125	125 %	Annualized Revenue per Policy (unrounded)	$ 1,348	$	$ 517	161	161 %
Annualized Premium per Policy (unrounded)	Annualized Premium per Policy (unrounded)	$ 1,948	$	$ 1,468	33	33 %	Annualized Premium per Policy (unrounded)	$ 2,059	$	$1,603	28	28 %
Premium Retention Rate												
Gross Loss Ratio												
Gross Loss Ratio												
Gross Loss Ratio												
Average Companies in Quarter (unrounded)												
Average Companies in Quarter (unrounded)												
Average Companies in Quarter (unrounded)		29,733	30,618	30,618	(3)	(3) %		29,494	30,691	30,691	(4)	(4) %
Average Monthly Revenue per Account in Quarter (unrounded)	Average Monthly Revenue per Account in Quarter (unrounded)	$ 1,294	$	$ 951	36	36 %	Average Monthly Revenue per Account in Quarter (unrounded)	$ 1,253	$	$1,073	17	17 %
Monetized Services (unrounded)	Monetized Services (unrounded)	240,557	214,097	214,097	12	12 %	Monetized Services (unrounded)	231,209	244,605	244,605	(5)	(5)%
Average Quarterly Revenue per Monetized Service (unrounded)	Average Quarterly Revenue per Monetized Service (unrounded)	$ 422	$	$ 328	29	29 %	Average Quarterly Revenue per Monetized Service (unrounded)	$ 395	$	$ 331	19	19 %

Gross Written Premium — We define Gross Written Premium as the total premium written by our licensed insurance carrier(s) (before deductions for reinsurance); premiums from our home warranty offerings (for the face value of one year's premium); and premiums of policies placed with third-party insurance companies for which we earn a commission.

Policies in Force — We define Policies in Force as the number of in-force policies at the end of the period for the Insurance segment, including policies and warranties written by us and policies and warranties written by third parties for which we earn a commission.

Annualized Revenue per Policy — We define Annualized Revenue per Policy as quarterly revenue for the Insurance segment, divided by the number of Policies in Force in the Insurance segment, multiplied by four.

Annualized Premium per Policy — We define Annualized Premium per Policy as the total direct earned premium for HOA, our insurance carrier, divided by the number of active insurance policies at the end of the period, multiplied by four.

Premium Retention Rate — We define Premium Retention Rate as the ratio of our insurance carrier's renewed premiums over the last four quarters to base premiums, which is the sum of the preceding year's premiums that either renewed or expired.

Gross Loss Ratio — We define Gross Loss Ratio as our insurance carrier's gross losses divided by the gross earned premium for the respective period on an accident year basis.

Average Companies in Quarter — We define Average Companies in Quarter as the straight-line average of the number of companies as of the end of period compared with the beginning of period across all of our home services verticals that

(i) generate recurring revenue and (ii) generated revenue in the quarter. For new acquisitions, the number of companies is determined in the initial quarter based on the percentage of the quarter the acquired business is a part of Porch.

Average Monthly Revenue per Account in Quarter — We view our ability to increase revenue generated from existing customers as a key component of our growth strategy. Average Monthly Revenue per Account in Quarter is defined as the average revenue per month generated across all home services company customer accounts in a quarterly period. Average Monthly Revenue per Account in Quarter is derived from all customers and total revenue.

Monetized Services — We connect consumers with home services companies nationwide and offer a full range of products and services where homeowners can, among other things: (1) compare and buy home insurance policies (along with auto, flood and umbrella policies) and warranties with competitive rates and coverage; (2) arrange for a variety of services in connection with their move, from labor to load or unload a truck to full-service, long-distance moving services; (3) discover and install home automation and security systems; (4) compare internet and television options for their new home; (5) book small handyman jobs at fixed, upfront prices with guaranteed quality; and (6) compare bids from home

improvement professionals who can complete bigger jobs. We track the number of monetized services performed through our platform each quarter and the revenue generated per service performed in order to measure market penetration with homebuyers and homeowners and our ability to deliver high-revenue services within those groups. Monetized Services is defined as the total number of services from which we generated revenue, including, but not limited to, new and renewing insurance and warranty customers, completed moving jobs, security installations, TV/Internet installations or other home projects, measured over the period.

Average Quarterly Revenue per Monetized Service — We believe that shifting the mix of services delivered to homebuyers and homeowners toward higher revenue services is an important component of our growth strategy. Average Quarterly Revenue per Monetized Service is the average revenue generated per monetized service performed in a quarterly period. When calculating Average Quarterly Revenue per Monetized Service, average revenue is defined as total quarterly service transaction revenues generated from monetized services.

Recent Developments

Recoveries of Losses on Terminated Reinsurance Contract

During the second quarter of 2023, HOA discovered that Vesttoo Ltd (“Vesttoo”), which arranged capital for one of our reinsurance contracts, faced allegations of fraudulent activity in connection with collateral it provided to HOA and certain other third parties, which allegations have since been confirmed. We have communicated and met with regulators and other key stakeholders regarding the evolving situation. This reinsurance agreement provided partial quota share coverage as well as up to approximately $175 million in a catastrophic event.

As a result of its findings, and in accordance with the terms of the reinsurance agreement, HOA terminated the associated contract on August 4, 2023, with an effective date of July 1, 2023. Had the contract not been terminated, the contract would have expired on December 31, 2023, and HOA would have been contracted to pay approximately $20 million in additional premium payments during July through December 2023. Following the effective date of the termination, HOA seized available liquid collateral in the amount of approximately $47.6 million from a reinsurance trust, of which HOA was the beneficiary and recognized a charge of $36.0 $48.2 million in provision for (recovery of) doubtful accounts in the Condensed Consolidated Statements of Operations and Comprehensive Loss for the year six months ended December 31, 2023 June 30, 2023. In addition, HOA is evaluating and intends to pursue all available legal claims and remedies to enforce its rights under the letter of credit required by the reinsurance agreement in the amount of $300 million as additional collateral. We are also seeking recovery of all losses and damages incurred as a result of terminating the reinsurance agreement due to allegations of fraudulent activity by third parties.

On January 19, 2024, we entered into a five-year business collaboration agreement with Aon Corp. and Aon Re, Inc. ("Aon"), resulting in payments to us of approximately $25 million in January 2024 and additional cash payments through the end of the contract term. Of the cash payments that we have or will receive through the end of the contract term, $8.7 million is non-refundable and immediately recognized in other income, net in the Condensed Consolidated Statements of Operations and Comprehensive Loss. A portion of the remaining amount is potentially refundable to Aon if we breach the agreement, including if we directly or indirectly place reinsurance with brokers unaffiliated with Aon, subject to customary cure rights. The remaining amount will be recognized in other income, net, over the term of the agreement. As part of this agreement, Aon and Porch also signed a mutual release of claims arising from the Vesttoo fraud. Porch has not released any claims against non-Aon parties related to these matters and intends to vigorously pursue recovery. In addition to this arrangement, we have also received cash recoveries from other parties in the amount of $3.0 million during the three six months ended March 31, 2024 June 30, 2024.

There can be no guarantee or assurance that HOA will be successful in obtaining sufficient supplemental coverage. Regardless of whether additional supplemental coverage is obtained, HOA will continue to remain responsible and committed with respect to all claims and claim settlement expenses under its policies, including claims incurred but not yet reported for prior periods and claims and expenses that are no longer subject to the reimbursement rights in favor of HOA under the terminated reinsurance contract.

Debt Repurchase

In February 2024, we repurchased $8.0 million aggregate principal amount of our 2026 Notes. We paid $3.0 million, or 37.5% of par value, plus accrued interest. We recognized a $4.9 million gain on extinguishment of debt, calculated as the difference between the reacquisition price and the net carrying amount of the portion of the 2026 Notes that was extinguished.

Sales Sale of Business

On January 31, 2024, we sold our insurance agency, Elite Insurance Group ("EIG"). The estimated sale price is was $12.2 million of which we have received $10.3 $10.9 million in cash and recorded a receivable of $1.8 $1.2 million as of March 31, 2024 June 30, 2024. We recorded an estimated a loss of $5.2 $5.3 million in other income, net, in the Condensed Consolidated Statements of Operations and Comprehensive Loss. The final price and amount of loss on sale will be determined after post-closing adjustments have been finalized, which is expected to occur in the second quarter of 2024.

Reciprocal Exchange

In 2023, On July 29, 2024, we filed an a new and updated application to form and license a Texas reciprocal exchange (the "Reciprocal") with the Texas Department of Insurance ("TDI"). If approved by the TDI, our insurance underwriting business will be conducted through sold to the Reciprocal for an increased surplus note, with then all homeowner insurance underwriting being performed within the Reciprocal. A Porch subsidiary would serve as the operator (or "attorney-in-fact") for the Reciprocal. In that role it would perform underwriting, claims, and management services for the Reciprocal and receive a management fee calculated as a percentage of its premiums. Porch subsidiaries would act as general agents for the Reciprocal and HOA and would receive fees and commissions. There can be no assurance that the Reciprocal will receive regulatory approval, and if obtained, that the approval would be based on terms as proposed or subject to additional requirements that may not be acceptable to us. If the application is approved, we intend to launch Porch Insurance, a new brand and product to be offered by the Reciprocal, including unique benefits for consumers such as a free 90-day warranty and proprietary discounts to customers within the Porch ecosystem.

Weather Impact

Late in the first quarter of 2024, a Texas hailstorm resulted in approximately $17.5 million of gross losses. During the second quarter of 2024, a large hurricane-like windstorm affected Houston with straight-line and long-lived winds up to 100 miles per hour. This event resulted in approximately $25 million of gross losses. This sort of event impacts Houston at this level of severity once in every 10 years. In July 2024, Hurricane Beryl made landfall in Texas as a category 1 hurricane and impacted the Houston area, where HOA writes policies. We are currently in the process of assessing the financial impact of Hurricane Beryl.

Porch Common Shares Issued to HOA

We recently completed a contribution of a total of 18.3 million newly issued shares of our common stock to HOA. The contribution was completed across two issuances: 13.8 million shares on July 31, 2024, and 4.5 million shares on June 26, 2024. This contribution supports the planned transition of Porch's insurance underwriting business to a reciprocal exchange and helps to bolster HOA's balance sheet strength and rating after Texas May weather impacted surplus. In addition, the contribution increases HOA's long-term surplus position, which better positions HOA for any future third party surplus note capital raise, and is expected to support premium growth in 2025 and beyond. Should Porch's share price increase going forward, this would grow HOA's surplus, thereby supporting higher premium levels. While this increases HOA's surplus, there is no GAAP impact to the condensed consolidated financial statements.

Results of Operations

Key Factors Affecting Operating Results

We have been implementing our strategy as a vertical software platform for the home by providing software and services to approximately 30 29 thousand pre-and-post move home service providers including inspectors, real estate, title, and mortgage companies. Our Insurance segment continues to grow in scale through both premium growth and geographic expansion. The following key factors affected our operating results in the three and six months ended March 31, 2024 June 30, 2024:

- We continued our insurance profitability actions Non-catastrophe gross loss ratio improved 14 percentage points from the prior year, driven by not renewing certain premium per policy increases and non-renewal of higher risk policies increasing premiums per policy by 33%, and lower reinsurance ceding. These initiatives have allowed us to achieve a gross combined loss ratio of 97% and a current accident year gross loss ratio of 71%. in insurance.

- We continued our cost savings initiatives by hiring highly qualified individuals to replace external contracting services.
- Effective April 1, 2024, we combined our three quota share reinsurance programs into one program covering all our business in all states and renewed all reinsurance programs.
- We had cash recoveries on terminated reinsurance contracts of approximately $28 million.
- We repurchased $8.0 million of our 2026 Convertible Notes for $3.0 million, or 37.5% of par value.
- The U.S. housing market continues to see impacts from higher interest rates, existing home inventory tightening, and affordability challenges that are impacting the Vertical Software segment. Existing home sales have declined by 3.5% for the three months ended March 31, 2024, compared to the same periods in prior year.
- ISN, Porch's largest inspection brand, implemented price increases, following more than 20 feature enhancements.
- We are now approved in 13 states to use our unique data to improve risk accuracy in pricing policies for our customers. This means we can charge a lower price for policies which are low-risk and more accurately price higher risk policies.

Three Months Ended March 31, 2024 June 30, 2024, compared to the Three Months Ended March 31, 2023 June 30, 2023

Consolidated Results

	Three Months Ended March 31,	Three Months Ended

	2024		2024		2023		$ Change			% Change		2
				(dollar amounts in thousands)								
				(dollar amounts in thousands)								
				(dollar amounts in thousands)								
Revenue	Revenue	$115,443	$	$ 87,369	$	$28,074	32	32	%	Revenue $	110,844	$
Operating expenses:												
Cost of revenue												
Cost of revenue												
Cost of revenue		75,844	51,275	51,275	24,569	24,569	48	48	%		91,646	81,330
Selling and marketing	Selling and marketing	33,948	32,585	32,585	1,363	1,363	4	4	%	Selling and marketing	33,197	34,
Product and technology	Product and technology	13,920	13,950	13,950	(30)	(30)	—	—	%	Product and technology	14,731	15,
General and administrative	General and administrative	26,399	26,066	26,066	333	333	1	1	%	General and administrative	24,371	22,
Impairment loss on intangible assets and goodwill												
Impairment loss on intangible assets and goodwill												
Provision for (recovery of) doubtful accounts		(622)		48,718		(49,340)	(101)	%				
Impairment loss on intangible assets and goodwill		—	2,021	2,021	(2,021)	(2,021)	(100)	(100)	%	Impairment loss on intangible assets and goodwill	—	55,
Total operating expenses	Total operating expenses	150,111	125,897	125,897	24,214	24,214	19	19	%	Total operating expenses	163,323	258,
Operating loss	Operating loss	(34,668)	(38,528)	(38,528)	3,860	3,860	(10)	(10)	%	Operating loss	(52,479)	(159,
Other income (expense):												
Interest expense												
Interest expense												
Interest expense		(10,787)	(2,188)	(2,188)	(8,599)	(8,599)	393	393	%		(10,326)	(8,775)
Change in fair value of private warrant liability												
Change in fair value of private warrant liability												
Change in fair value of private warrant liability		(425)	345	345	(770)	(770)	(223)	(223)	%		1,451	15
Change in fair value of derivatives	Change in fair value of derivatives	1,483	—	—	1,483	1,483	N/A		N/A	Change in fair value of derivatives		(8,207)
Gain on extinguishment of debt	Gain on extinguishment of debt	4,891	—	—	4,891	4,891	N/A		N/A	Gain on extinguishment of debt		—
Investment income and realized gains, net of investment expenses	Investment income and realized gains, net of investment expenses	3,644	758	758	2,886	2,886	381	381	%	Investment income and realized gains, net of investment expenses	3,526	1,
Other income, net	Other income, net	22,678	762	762	21,916	21,916	2,876	2,876	%	Other income, net	2,400	1,

Total other income (expense)	Total other income (expense)	21,484	(323)	(323)	21,807		21,807	(6,751)			(6,751)	%	Total other income (expense)	(11,156)	72,
Loss before income taxes	Loss before income taxes	(13,184)	(38,851)	(38,851)	25,667		25,667	(66)			(66)	%	Loss before income taxes	(63,635)	(86,
Income tax benefit (provision)		(178)		111		(289)			(260)	%					
Income tax provision		(688)		(29)		(659)			2,272	%					
Net loss	Net loss	$ (13,362)	$	$ (38,740)	$	$ 25,378	(66)				(66)	%	Net loss	$ (64,323)	$

Revenue. Total revenue increased by $28.1 million $12.1 million, or 32% 12%, from $87.4 million $98.8 million in the three months ended March 31, 2023 June 30, 2023, to $115.4 million $110.8 million in the three months ended March 31, 2024, June 30, 2024. The increase in revenue, driven by revenue in our Insurance segment as a result of lower reinsurance ceding and an increase in average premium per policy. This increase policy, was partially offset by a 4%, or $1.1 million, decrease in revenue in our Vertical Software segment due to a 3.5% reduction in year-over-year industry home sales which adversely affected our moving business policies in particular. force.

Cost of revenue. Cost of revenue increased by $24.6 million $10.3 million, or 48% 13%, from $51.3 million $81.3 million in the three months ended March 31, 2023 June 30, 2023, to $75.8 million $91.6 million in the three months ended March 31, 2024 June 30, 2024. The increase was primarily the result of more extreme weather in the current quarter along with the reduction in reinsurance ceding in the Insurance Segment. As a percentage of revenue, cost of revenue represented 66% 83% of revenue in the three months ended March 31, 2024 June 30, 2024, compared with 59% 82% in the three months ended March 31, 2023 June 30, 2023.

Provision for (recovery of) doubtful accounts. In the second quarter of 2023, we charged to provision for doubtful accounts approximately $48.2 million of reinsurance balance due from a reinsurer as described in Note 10 of the unaudited Notes to Condensed Consolidated Financial Statements. In the second quarter of 2024, we reduced the provision for doubtful accounts related to Vesttoo by $1.1 million after experiencing improvement in loss reserves.

Impairment loss on intangible assets and goodwill. In the three months ended March 31, 2023 June 30, 2023, we recorded a goodwill impairment losses on intangible assets totaling $2.0 million charge of $55.2 million in our Vertical Software Insurance segment. These impairment charges reflected inflationary pressures, our common stock value, and a deterioration of the macroeconomic environment broad disruptions in the housing equity markets, specifically for technology and real estate industry. property and casualty insurance companies. There were no impairment losses on intangible assets and goodwill in the three months ended March 31, 2024 June 30, 2024.

Interest expense. Interest expense increased by $8.6 million $1.6 million, or 393% 18%, from $2.2 million $8.8 million in the three months ended March 31, 2023 June 30, 2023, to $10.8 million $10.3 million in the three months ended March 31, 2024 June 30, 2024. The increase is mainly due to interest at a higher weighted average rate on a higher aggregate debt balance after issuance of the 2028 Notes in April 2023. The non-cash amortization of debt discount and issuance costs also contributed to the increase.

Change in fair value of private warrant liability. The fair value of the private warrant liability increased changed more in the three months ended March 31, 2024 June 30, 2024, compared to a decrease than in the three months ended March 31, 2023 June 30, 2023. The increase decrease in our common stock price drove the change for and was more pronounced during the three months ended March 31, 2024 June 30, 2024, compared with a decrease than in stock price for the three months ended March 31, 2023 June 30, 2023.

Change in fair value of derivatives. In connection with the issuance The fair value of the 2028 Notes derivatives changed more in April 2023 and the three months ended June 30, 2024, than in accordance with GAAP, certain features the three months ended June 30, 2023. The value is driven by various factors, including the fair value of the notes were bifurcated underlying debt and accounted for separately from assumptions regarding timing of possible repurchase events. See Note 4 in the notes. These features are recorded as derivatives, and changes in their fair value are recognized in net loss each period. There were no corresponding derivatives in prior year. unaudited Notes to Condensed Consolidated Financial Statements.

Gain on extinguishment of debt. In connection with the issuance of the 2028 Notes and partial repurchase of the 2026 Notes, we recognized an $4.9 million $81.4 million gain on extinguishment of debt. See Note 7 in debt during the notes to three months ended June 30, 2023. There was no corresponding debt extinguishments during the unaudited condensed consolidated financial statements. three months ended June 30, 2024.

Investment income and realized gains, net of investment expenses. Investment income and realized gains, net of investment expenses, were $3.6 million $3.5 million and $0.8 million $1.2 million in the three months ended March 31, 2024 June 30, 2024 and 2023, respectively. Total investments balance was $134.1 million $135.6 million at March 31, 2024 June 30, 2024, and $93.1 $92.7 million at March 31, 2023 June 30, 2023. A higher investment balance was and well as reinvested securities at a higher interest rate were the primary reason reasons for the increased investment income.

Other income, net. Other income, net, increased by $21.9 million from $0.8 million in the three months ended March 31, 2023, to $22.7 million in the three months ended March 31, 2024. The increase is due to recoveries of losses on reinsurance contract of $12.6 million and gain on settlement of contingent consideration of $14.9 million. These are offset by loss on the sale of EIG business of $5.2 million. See Note 12 in the notes to the unaudited condensed consolidated financial statements for detail of other income, net, for each period presented.

Segment Results

SEGMENT REVENUE

The following table summarizes revenue by segment for the three months ended March 31, 2024 June 30, 2024 and 2023.

		Three Months Ended March 31,								Three Months Ended June 30,				
		2024		2024	2023		$ Change		% Change				2024	
Vertical Software segment														
Software and service subscriptions														
Software and service subscriptions														
Software and service subscriptions		$ 16,936	$	$16,809	$	$ 127	1	1 %			$ 18,253	$	$ 17,524	$
Move-related transactions	Move-related transactions	6,474	7,769	7,769	(1,295)	(1,295)	(17)	(17)	%	Move-related transactions	9,504	12,246		12,246
Post-move transactions	Post-move transactions	4,085	4,049	4,049	36	36	1	1	%	Post-move transactions	4,836	4,665		4,665
Total Vertical Software segment revenue	Total Vertical Software segment revenue	27,495	28,627	28,627	(1,132)	(1,132)	(4)	(4)	%	Total Vertical Software segment revenue	32,593	34,435		34,435
Insurance segment														
Insurance segment														
Insurance segment														
Insurance and warranty premiums, commissions and policy fees														
Insurance and warranty premiums, commissions and policy fees														
Insurance and warranty premiums, commissions and policy fees		87,948	58,742	58,742	29,206	29,206	50	50	%		78,251	64,330	64,330	13
Total Insurance segment revenue	Total Insurance segment revenue	87,948	58,742	58,742	29,206	29,206	50	50	%	Total Insurance segment revenue	78,251	64,330		64,330
Total revenue														
Total revenue														
Total revenue		$115,443	$	$87,369	$	$28,074	32	32 %			$ 110,844	$	$ 98,765	$

For the three months ended March 31, 2024 June 30, 2024, Vertical Software segment revenue was $27.5 million $32.6 million or 24% 29% of total revenue. For the three months ended March 31, 2023 June 30, 2023, Vertical Software segment revenue was $28.6 million $34.4 million or 33% 35% of total revenue.

The decrease in Vertical Software segment revenue was primarily driven by a 3.5% reduction the decline of our corporate relocation business, within move-related transactions, and was partially offset by price increase in year-over-year industry home sales which adversely affected our moving business. SaaS businesses, within software and service subscriptions.

Insurance segment revenue was $87.9 million $78.3 million or 76% 71% of total revenue for the three months ended March 31, 2024 June 30, 2024. Insurance segment revenue was $58.7 million $64.3 million or 67% 65% of total revenue for the three months ended March 31, 2023 June 30, 2023. The increase is was mainly driven by lower reinsurance ceding and as a 33% 28% increase in Annualized Premium per Policy. These were partially offset by a reduction in policies in force.

SEGMENT ADJUSTED EBITDA (LOSS)

Segment Adjusted EBITDA (Loss) is defined as revenue less the following expenses associated with each segment: cost of revenue, selling and marketing, product and technology, and general and administrative expenses. expenses, and provision for doubtful accounts. Segment Adjusted EBITDA (Loss) also excludes non-cash items or items that management does not consider reflective of ongoing core operations. See *Note 16, Segment Information,* in the notes to the unaudited condensed consolidated financial statements included in Part I, Item 1, of this Quarterly Report for reconciliations to GAAP consolidated financial information for the periods presented.

The following table summarizes Segment Adjusted EBITDA (Loss) for the three months ended March 31, 2024 June 30, 2024 and 2023.

		Three Months Ended March 31,								Three Months Ended June 30,				
		2024	2024	2023	$ Change			% Change			2024		2023	
Segment Adjusted EBITDA (Loss):														
Vertical Software														
Vertical Software														
Vertical Software		$ 1,123		$ (396)		$ 1,519		(384)%		$ 4,778	$ 1,816		$ 2,962	
Insurance	Insurance	(2,885)	(7,185)	(7,185)	4,300	4,300	(60)	(60)	%	Insurance	(27,320)	(31,181)	(31,181)	3,861
Subtotal	Subtotal	(1,762)	(7,581)	(7,581)		5,819		(77)%		Subtotal	(22,542)	(29,365)	(29,365)	
Corporate and other	Corporate and other	(15,026)	(14,301)	(14,301)	(725)	(725)	5	5	%	Corporate and other	(12,231)	(13,769)	(13,769)	1,538
Adjusted EBITDA (Loss)	Adjusted EBITDA (Loss)	$(16,788)	$	$(21,882)	$	$5,094	(23)	(23) %		Adjusted EBITDA (Loss)	$ (34,773)	$	$(43,134)	$

Our Insurance segment had a Segment Adjusted EBITDA (Loss) of $2.9 million $(27.3) million in the first second quarter of 2024, representing 17% 79% of Adjusted EBITDA (Loss) for the same period. The improvement over the same period last year was a result of lower non-catastrophic losses and our insurance profitability actions, including premium per policy increases of 33% 28%, increasing deductibles, non-renewals of higher risk policies, and introducing certain coverage exclusions for select risks, and a reduction in ceded reinsurance. risks. These improvements were partially offset by the effects of extreme weather events. See Note 10 in the notes unaudited Notes to the unaudited condensed consolidated financial statements Condensed Consolidated Financial Statements for tabular presentation of premiums and net losses.

Vertical Software Segment Adjusted EBITDA (Loss) was $1.1 million $4.8 million in the first second quarter of 2024, which declined improved compared to prior year due to the soft housing market, declines pricing increases and strong cost control, including a reduction in the workforce and stronger emphasis on our more profitable services in our moving and corporate relocation industries, and inflationary pressures in fixed costs. businesses.

Corporate expenses were $15.0 million $12.2 million in the first second quarter of 2024, a $0.7 million increase $1.5 million decrease from the same period in the prior year due changing bonus payouts to a concerted effort to lower professional fees. Corporate expenses decreased to 11% of total revenue for the three-month period ended June 30, 2024, from equity grants to cash. Stock-based compensation expense is an adjustment to net loss to derive Adjusted EBITDA (Loss) whereas accrual for cash bonus is not an adjustment. 14% in the same period in the prior year.

Six Months Ended June 30, 2024, compared to the Six Months Ended June 30, 2023

Consolidated Results

	Six Months Ended June 30,			
	2024	2023	$ Change	% Change
	(dollar amounts in thousands)			
Revenue	$ 226,287	$ 186,134	$ 40,153	22 %
Operating expenses:				
Cost of revenue	167,490	132,605	34,885	26 %
Selling and marketing	67,145	67,222	(77)	— %
Product and technology	28,651	29,445	(794)	(3)%
General and administrative	50,629	48,608	2,021	4 %
Provision for (recovery of) doubtful accounts	(481)	48,955	(49,436)	(101)%

Impairment loss on intangible assets and goodwill	—	57,232	(57,232)	(100)%
Total operating expenses	313,434	384,067	(70,633)	(18)%
Operating loss	(87,147)	(197,933)	110,786	(56)%
Other income (expense):				
Interest expense	(21,113)	(10,963)	(10,150)	93 %
Change in fair value of private warrant liability	1,026	360	666	185 %
Change in fair value of derivatives	(6,724)	(2,950)	(3,774)	128 %
Gain on extinguishment of debt	4,891	81,354	(76,463)	(94)%
Investment income and realized gains, net of investment expenses	7,170	2,007	5,163	257 %
Other income, net	25,078	2,340	22,738	972 %
Total other income	10,328	72,148	(61,820)	(86)%
Loss before income taxes	(76,819)	(125,785)	48,966	(39)%
Income tax benefit (provision)	(866)	82	(948)	(1,156)%
Net loss	$ (77,685)	$ (125,703)	$ 48,018	(38)%

Revenue. The overall 22% increase in year-to-date revenue compared to the same period last year was primarily driven by the 35%, or $43.1 million, increase in revenue in our Insurance segment as a result of an increase in average premium per policy and lower reinsurance ceding partially offset by a reduction in policies in force.

Cost of revenue. The 26% increase in year-to-date cost of revenue was primarily the result of more extreme weather in the current period along with the reduction in reinsurance ceding in the Insurance Segment. As a percentage of revenue, cost of revenue represented 74% of revenue in the six months ended June 30, 2024, compared with 71% in the same period of 2023.

Provision for (recovery of) doubtful accounts. In the second quarter of 2023, we charged to provision for doubtful accounts approximately $48.2 million of reinsurance balance due from a reinsurer as described in Note 10 of the unaudited Notes to Condensed Consolidated Financial Statements. During the six month ended June 30, 2024, we reduced the provision for doubtful accounts related to Vesttoo by $1.1 million after experiencing improvement in loss reserves.

Impairment loss on intangible assets and goodwill. In the six months ended June 30, 2023, we recorded a goodwill impairment charge of $55.2 million in our Insurance segment and a $2.0 million impairment charge on intangible assets in our Vertical Software segment. These impairments follow a sustained decrease in stock price, increased costs due to inflationary pressures, hardening of the reinsurance markets, volatile weather, and a deterioration of the macroeconomic environment in the housing and real estate and insurance industries. There were no impairment losses on intangible assets and goodwill in the six months ended June 30, 2024.

Interest expense. Year-to-date interest expense, increased by $10.2 million, or 93%, from $11.0 million in the same period in 2023. The increase is mainly due to interest at a higher weighted average rate on a higher aggregate debt balance after

issuance of the 2028 Notes in April 2023. The non-cash amortization of debt discount and issuance costs also contributed to the increase.

Change in fair value of derivatives. The fair value of the derivatives changed more in the six months ended June 30, 2024, than in the three months ended June 30, 2023, as the current year includes a full six months of change whereas the prior year includes only the period of time after the 2028 Notes were issued in April 2023. The value is driven by various factors, including the fair value of the underlying debt and assumptions regarding timing of possible repurchase events. See Note 4 in the unaudited Notes to Condensed Consolidated Financial Statements.

Gain on extinguishment of debt. In connection with the issuance of the 2028 Notes and partial repurchase of the 2026 Notes, we recognized an $81.4 million gain on extinguishment of debt during the six months ended June 30, 2023. For the six months ended June 30, 2024, we recognized an $4.9 million gain on extinguishment of debt related to the partial repurchase of the 2026 Notes. See Note 7 in the unaudited Notes to Condensed Consolidated Financial Statements.

Investment income and realized gains, net of investment expenses. Investment income and realized gains, net of investment expenses, were $7.2 million and $2.0 million in the six months ended June 30, 2024 and 2023, respectively. Total investments balance was $135.6 million at June 30, 2024, and $92.7 million at June 30, 2023. A higher investment balance was the primary reason for the increased investment income.

Other income, net. Other income, net, increased by $22.7 million from $2.3 million in the six months ended June 30, 2023, to $25.1 million in the six months ended June 30, 2024. The increase is due to recoveries of losses on reinsurance contract of $13.5 million and gain on settlement of contingent consideration of $14.9 million. These are offset by loss on sale of EIG business of $5.3 million. See Note 12 in the unaudited Notes to Condensed Consolidated Financial Statements for detail of other income, net, for each period presented.

Segment Results

SEGMENT REVENUE

The following table summarizes revenue by segment for the six months ended June 30, 2024 and 2023.

	Six Months Ended June 30,			
	2024	**2023**	**$ Change**	**% Change**

Vertical Software segment				
Software and service subscriptions	$ 35,189	$ 34,333	$ 856	2 %
Move-related transactions	15,978	20,015	(4,037)	(20)%
Post-move transactions	8,921	8,714	207	2 %
Total Vertical Software segment revenue	60,088	63,062	(2,974)	(5)%
Insurance segment				
Insurance and warranty premiums, commissions and policy fees	166,199	123,072	43,127	35 %
Total Insurance segment revenue	166,199	123,072	43,127	35 %
Total revenue	$ 226,287	$ 186,134	$ 40,153	22 %

For the six months ended June 30, 2024, Vertical Software segment revenue was $60.1 million or 27% of total revenue. For the six months ended June 30, 2023, Vertical Software segment revenue was $63.1 million or 34% of total revenue. The decrease in Vertical Software segment revenue was primarily driven by the decline of our corporate relocation business, within move-related transaction, and was partially offset by price increase in our SaaS businesses, within software and service subscriptions.

Insurance segment revenue was $166.2 million or 73% of total revenue for the six months ended June 30, 2024. Insurance segment revenue was $123.1 million or 66% of total revenue for the six months ended June 30, 2023. The increase is mainly driven by lower reinsurance ceding and as a 28% increase in Annualized Premium per Policy. These were partially offset by a reduction in policies in force.

SEGMENT ADJUSTED EBITDA (LOSS)

Segment Adjusted EBITDA (Loss) is defined as revenue less the following expenses associated with each segment: cost of revenue, selling and marketing, product and technology, general and administrative expenses, and provision for doubtful accounts. Segment Adjusted EBITDA (Loss) also excludes non-cash items or items that management does not consider reflective of ongoing core operations. See *Note 16, Segment Information,* in the notes to the unaudited condensed consolidated financial statements included in Part I, Item 1, of this Quarterly Report for reconciliations to GAAP consolidated financial information for the periods presented.

The following table summarizes Segment Adjusted EBITDA (Loss) for the six months ended June 30, 2024 and 2023.

	Six Months Ended June 30,			
	2024	**2023**	**$ Change**	**% Change**
Segment Adjusted EBITDA (Loss):				
Vertical Software	$ 5,901	$ 1,420	$ 4,481	316%
Insurance	(30,205)	(38,366)	8,161	(21)%
Subtotal	(24,304)	(36,946)	12,642	(34)%
Corporate and other	(27,257)	(28,070)	813	(3)%
Adjusted EBITDA (Loss)	$ (51,561)	$ (65,016)	$ 13,455	(21)%

Our Insurance segment had a Segment Adjusted EBITDA (Loss) of $(30.2) million in the six months ended June 30, 2024, compared to $(38.4) million in the same period last year. The improvement over the same period last year was a result of lower non-catastrophic losses and our insurance profitability actions, including premium per policy increases of 28%, increasing deductibles, non-renewal of higher risk policies, and introducing coverage exclusions for select risks. These improvements were partially offset by the effects of extreme weather events. See Note 10 in the unaudited Notes to Condensed Consolidated Financial Statements for tabular presentation of premiums and net losses.

Vertical Software Segment Adjusted EBITDA (Loss) was $5.9 million in the six months ended June 30, 2024, which improved compared to prior year due to pricing increases and strong cost control, including a reduction in workforce and stronger emphasis on our more profitable services in our moving businesses.

Corporate expenses were $27.3 million in the current year-to-date period, a $0.8 million decrease from the same period in the prior year due to successful cost reduction efforts across the company. Corporate expenses decreased to 12% of total revenue for the six months ended June 30, 2024, from 15% in the same period in the prior year.

Non-GAAP Financial Measures

This Quarterly Report includes non-GAAP financial measures, such as Adjusted EBITDA (Loss) and Adjusted EBITDA (Loss) as a percent of revenue.

We define Adjusted EBITDA (Loss) as net income (loss) adjusted for interest expense; income taxes; depreciation and amortization; gain or loss on extinguishment of debt; other expense (income), net; impairments of intangible assets and goodwill; impairments of property, equipment, and software; stock-based compensation expense; mark-to-market gains or losses recognized on changes in the value of contingent consideration arrangements, earnouts, warrants, and derivatives; restructuring costs; acquisition and other transaction costs; and non-cash bonus expense. Adjusted EBITDA (Loss) as a percent of revenue is defined as Adjusted EBITDA (Loss) divided by total revenue.

Our management uses these non-GAAP financial measures as supplemental measures of our operating and financial performance, for internal budgeting and forecasting purposes, to evaluate financial and strategic planning matters, and to establish certain performance goals for incentive programs. We believe that the use of these non-GAAP financial measures provides investors with useful information to evaluate our operating and financial performance and trends and in comparing our financial results with competitors, other similar companies and companies across different industries, many of which present similar non-GAAP financial measures to investors. However, our definitions and methodology in calculating these non-GAAP measures may not be comparable to those used by other companies. In addition, we may modify the presentation of these non-GAAP financial measures in the future, and any such modification may be material.

You should not consider these non-GAAP financial measures in isolation, as a substitute to or superior to financial performance measures determined in accordance with GAAP. The principal limitation of these non-GAAP financial measures is that they exclude specified income and expenses, some of which may be significant or material, that are required by GAAP to be recorded in our consolidated financial statements. We may also incur future income or expenses similar to those excluded from these non-GAAP financial measures, and the presentation of these measures should not be construed as an inference that future results will be unaffected by unusual or non-recurring items. In addition, these non-GAAP financial measures reflect the exercise of management judgment about which income and expense are included or excluded in determining these non-GAAP financial measures.

The following table reconciles Net loss to Adjusted EBITDA (Loss) for the three and six months ended March 31, 2024 June 30, 2024 and 2023 (dollar amounts in thousands).

	Three Months Ended March 31, / Three Months Ended June 30,			Six Months Ended June 30,			
	2024	2024	2023	2024	2023	2024	2023
Net loss							
Interest expense							
Income tax provision (benefit)							
Depreciation and amortization							
Mark-to-market gains							
Mark-to-market losses (gains)							
Gain on extinguishment of debt							
Impairment loss on intangible assets and goodwill							
Impairment loss on property, equipment, and software							
Stock-based compensation expense							
Stock-based compensation expense							
Stock-based compensation expense							
Other income, net (1)							
Other income, net (1)							
Other income, net (1)							
Restructuring costs (2)							
Loss (gain) on reinsurance contract (1)							
Other income, net (2)							
Restructuring costs (3)							
Acquisition and other transaction costs							
Adjusted EBITDA (Loss)							
Adjusted EBITDA (Loss)							
Adjusted EBITDA (Loss)							
Adjusted EBITDA (Loss) as a percentage of revenue	Adjusted EBITDA (Loss) as a percentage of revenue (15)%	(25) %	Adjusted EBITDA (Loss) as a percentage of revenue (31)%	(44) %		(23)%	(35)%

(1) See Note 10 in the notes to unaudited condensed consolidated financial statements.

(2) Difference from Other Income, net in Condensed Consolidated Statements of Operations and Comprehensive Loss is primarily due to a portion of the income resulting from the Aon business collaboration agreement, disclosed in Note 10, that is not a non-GAAP adjustment.

(2) (3) Primarily consists of costs related to forming a reciprocal exchange. exchange and share contributions to HOA (see Note 8)

Adjusted EBITDA (Loss) for the three months ended March 31, 2024 June 30, 2024, was $(16.8) $(34.8) million, a $5.1 million $8.4 million improvement from Adjusted EBITDA (Loss) of $(21.9) $(43.1) million for the same period in 2023. The improvement in Adjusted EBITDA (Loss) in 2024 is primarily driven by underwriting enhancements at our insurance business, profitability actions, including price increases implemented over the last year, as well as cost reductions across the business. The improvement was We are seeing the benefit of prior year investments in sales and marketing and investments in establishing and maintaining the requirements of the Sarbanes-Oxley Act ("SOX") and other internal controls across IT and accounting organizations. These improvements were partially offset by the effects of extreme weather events, lower ceding, and the macro housing environment affecting primarily decline of the moving corporate relocation business in our Vertical Software segment. Continued investments in sales and marketing and investments in IT systems further impacted

Adjusted EBITDA (Loss). for the six months ended June 30, 2024, was $(51.6) million, a $13.5 million improvement from Adjusted EBITDA (Loss) of $(65.0) million for the same period in 2023. The improvement in Adjusted EBITDA (Loss) in 2024 is primarily driven by insurance profitability actions, including price increases implemented over the last year, as well as cost reductions across the business. These improvements were partially offset by the effects of extreme weather events, lower ceding, and the decline of the corporate relocation business in our Vertical Software segment.

Liquidity and Capital Resources

As of March 31, 2024 June 30, 2024, we had cash and cash equivalents of $279.1 million $274.2 million and restricted cash and cash equivalents of $36.8 million $11.1 million. Restricted cash equivalents as of March 31, 2024 June 30, 2024 includes $27.7 million $1.8 million held by our captive reinsurance business as collateral for the benefit of Homeowners of America Insurance Company ("HOA"), $1.4 million $1.6 million held in certificates of deposits and money market mutual funds pledged to the Department of Insurance in certain states as a condition of our Certificate of Authority for the purpose of meeting obligations to policyholders and creditors, $6.8 million $6.7 million in funds held for the payment of possible warranty claims as required under regulatory guidelines in 21 twenty-one states, and $1.0 million related to acquisition indemnifications.

We have incurred net losses since our inception and have an accumulated deficit at March 31, 2024 June 30, 2024, and December 31, 2023, totaling $735.4 million $799.7 million and $722.1 million, respectively.

As of March 31, 2024 June 30, 2024, and December 31, 2023, we had $550.5 million and $558.7 million, respectively, of aggregate principal amount outstanding in convertible notes, promissory notes, line of credit, term loan facility, and advance funding arrangement. In February 2024, we repurchased $8.0 million aggregate principal amount of our 2026 Notes. We paid $3.0 million, or 37.5% of par value, plus accrued interest. We recognized a $4.9 million gain on extinguishment of debt, calculated as the difference between the reacquisition price and the net carrying amount of the portion of the 2026 Notes that was extinguished.

Based on our current operating and growth plan, management believes cash and cash equivalents at March 31, 2024 June 30, 2024, are sufficient to finance our operations, planned capital expenditures, working capital requirements, and debt service obligations for at least the next 12 months. As our operations evolve and we continue our growth strategy, including through acquisitions, we may elect or need to obtain alternative sources of capital, and we may finance additional liquidity needs in the future through one or more equity or debt financings. We may not be able to obtain equity or additional debt financing in the future when needed or, if available, the terms may not be satisfactory to us or could be dilutive to our stockholders.

Porch Group, Inc. is a holding company that transacts the majority of its business through operating subsidiaries, including insurance subsidiaries. Consequently, our ability to pay dividends and expenses is largely dependent on dividends or other distributions from our subsidiaries. Our insurance company subsidiaries are highly regulated and are restricted by statute as to the amount of dividends they may pay without the prior approval of their respective regulatory authorities. As of March 31, 2024 June 30, 2024, our insurance carrier, HOA, held cash and cash equivalents of $204.4 million $194.7 million and investments of $96.6 million $98.1 million.

We recently completed a contribution of a total of 18.3 million newly issued shares of our common stock to HOA. The contribution was completed across two issuances: 13.8 million shares on July 31, 2024, and 4.5 million shares on June 26, 2024. This contribution supports the planned transition of Porch's insurance underwriting business to a reciprocal exchange and helps to bolster HOA's balance sheet strength and rating after Texas May weather impacted surplus. In addition, the contribution increases HOA's long-term surplus position, which better positions HOA for any future third party surplus note capital raise, and is expected to support premium growth in 2025 and beyond. Should Porch's share price increase going forward, this would grow HOA's surplus, thereby supporting higher premium levels. While the shares contributed to HOA have been issued and are outstanding, as provided under Delaware law, these shares will neither be entitled to vote nor be counted for quorom purposes so long as HOA (or any successor transferee) holds the shares and is a direct or indirect subsidiary of Porch or is otherwise controlled, directly or indirectly, by Porch. For accounting purposes, the shares contributed to HOA are considered treasury stock because HOA is a subsidiary that is included in our consolidated financial results. While this increases HOA's surplus, there is no GAAP impact to the condensed consolidated financial statements.

Insurance companies in the United States are also required by state law to maintain a minimum level of policyholder's surplus. Insurance regulators in the states in which we operate have a risk-based capital standard designed to identify property and casualty insurers, or reinsurers, that may be inadequately capitalized based on inherent risks of the insurer's assets and liabilities and its mix of net written premium. Insurers falling below a calculated threshold may be subject to varying degrees of regulatory action. See Note 10 in the notes unaudited Notes to the unaudited condensed consolidated financial statements Condensed Consolidated Financial Statements for a description of our reinsurance programs.

We may, at any time and from time to time, seek to retire or purchase our outstanding debt or equity through cash purchases and/or exchanges for equity or debt, in open-market purchases, privately negotiated transactions or otherwise. Such repurchases or exchanges, if any, will be upon such terms and at such prices as we may determine, and will depend on prevailing market conditions, liquidity requirements, contractual restrictions and other factors. The amounts involved may be material.

The following table provides a summary of cash flow data for the three six months ended March 31, 2024 June 30, 2024 and 2023:

	Three Months Ended March 31,			Six Months Ended June 30,	
2024	2024	2023	$ Change	% Change	2024	2023

Net cash provided by (used in) operating activities		$ 8,465	$(22,031)	$30,496	(138) %										
Net cash used in operating activities		$(17,505)	$ (8,777)	$ (8,728)	99 %										
Net cash provided by (used in) investing activities	Net cash provided by (used in) investing activities	12,697	(5,147)	(5,147)	17,844	17,844	(347)	(347)	%	Net cash provided by (used in) investing activities	8,764	(7,950)	(7,950)	16,714	
Net cash used in financing activities		(2,501)	(7,274)	4,773	(66) %										
Net cash provided by (used in) financing activities		(3,126)	92,972	(96,098)	(103) %										
Change in cash, cash equivalents and restricted cash	Change in cash, cash equivalents and restricted cash	$ 18,661	$	$(34,452)	$	$53,113	(154)	(154) %	Change in cash, cash equivalents and restricted cash	$(11,867)	$	$76,245	$	$(88,1	

Operating Cash Flows

Net cash provided by (used in) used in operating activities was $8.5 million $17.5 million for the three six months ended March 31, 2024 June 30, 2024. Net cash provided by (used in) used in operating activities consists primarily of net loss of $77.7 million, adjusted for non-cash items. Non-cash adjustments include stock-based compensation expense of $12.5 million, depreciation and amortization of $12.5 million, non-cash interest expense of $17.3 million, loss (gain) on settlement of contingent consideration of $(14.9) million, and loss (gain) on remeasurement of derivative liability of $6.7 million. Net loss and non-cash adjustments were partially offset by positive cash flow from the non-recurring cash receipt of $25 million related to the Aon agreement (see Note 10 in the notes to the unaudited condensed consolidated financial statements) partially offset by net loss of $13.4 million during the three months ended March 31, 2024.

Net cash provided by (used in) used in operating activities was $(22.0) million $8.8 million for the three six months ended March 31, 2023 June 30, 2023. Net cash provided by (used in) used in operating activities consists of net loss of $38.7 million $125.7 million, adjusted for non-cash items and the effect of changes in working capital. Non-cash adjustments include impairment loss on goodwill and intangible assets of $57.2 million, stock-based compensation expense of $6.9 million $13.3 million, depreciation and amortization of $6.0 million $12.2 million, non-cash interest expense of $1.5 million $9.8 million, loss (gain) on remeasurement of contingent consideration of $(0.2) $(2.8) million, and loss (gain) on remeasurement of private warrant liability of $(0.3) $(0.4) million. Net changes in working capital were net proceeds of cash of $0.2 million $56.2 million, primarily due to increases in deferred revenue, losses and loss adjustment expense reserves and other insurance liabilities, offset by higher reinsurance balance due.

Investing Cash Flows

Net cash provided by (used in) investing activities was $12.7 million $8.8 million for the three six months ended March 31, 2024 June 30, 2024. Net cash provided by (used in) investing activities is primarily related to proceeds from sale of EIG of $10.3 $10.9 million and maturities and sales of investments of $4.7 $22.6 million offset by purchases of investments of $19.2 million and investments in developing internal-use software of $2.3 $5.5 million.

Net cash provided by (used in) investing activities was $(5.1) $(8.0) million for the three six months ended March 31, 2023 June 30, 2023. Net cash provided by (used in) investing activities is primarily related to acquisitions, net of cash acquired of $2.0 million, purchases of investments of $5.4 million $23.6 million, investments in developing internal-use software of $2.4 million $4.7 million, and purchases of property and equipment of $0.4 million..

$0.7 million. This was offset by the cash inflows related to maturities and sales of investments of $23.0 million.

Financing Cash Flows

Net cash used in provided by (used in) financing activities was $2.5 $(3.1) million for the three six months ended March 31, 2024 June 30, 2024. Net cash used in provided by (used in) financing activities is primarily related to the repurchase of the 2026 Notes of $3.0 million.

Net cash used in provided by (used in) financing activities was $7.3 million $93.0 million for the three six months ended March 31, 2023 June 30, 2023. Net cash provided by financing activities is primarily related to proceeds from a term loan and line of credit, partially offset by repayments of advance funding and debt.

Critical Accounting Estimates

Our critical accounting policies, including the assumptions and judgements underlying them, are disclosed in the 2023 Annual Report, including those policies as discussed in Note 1 to the Notes to Consolidated Financial Statements include in the 2023 Annual Report. There have been no material changes to these policies during the three six months ended March 31, 2024 June 30, 2024. .

Off-Balance Sheet Arrangements

Since the date of incorporation, we have not engaged in any off-balance sheet arrangements, as defined in the rules and regulations of the Securities and Exchange Commission (the “SEC”).

Item 3. Quantitative and Qualitative Disclosures About Market Risk

We are exposed to a variety of market and other risks, including the effects of changes in interest rates, and inflation, as well as risks to the availability of funding sources, hazard events, and specific asset risks.

Interest Rate Risk

The market risk inherent in our financial instruments and financial position represents the potential loss arising from adverse changes in interest rates. As of March 31, 2024 June 30, 2024, and December 31, 2023, we have interest-bearing debt of $550.5 million and $558.7 million, respectively. Our 0.75% Convertible Senior Notes due 2026 (the “2026 Notes”) have a principal balance of $217 million as of March 31, 2024 June 30, 2024, a fixed coupon rate of 0.75%, and an effective interest rate of 1.3%. Interest expense recognized related to the 0.75% Convertible Senior Notes due 2026 (the “2026 Notes”) was approximately $0.7 million and $0.9 million for the three months ended June 30, 2024 and 2023, respectively, and $1.4 million and $2.2 million for the six months ended June 30, 2024 and 2023, respectively, including contractual interest expense and amortization of debt issuance costs. Our 6.75% Senior Secured Convertible Notes due 2028 (the “2028 Notes”) have a principal balance of $333.3 million as of March 31, 2024 June 30, 2024, a fixed coupon rate of 6.75%, and an effective interest rate of 17.9%. Interest expense recognized related to the 6.75% Convertible Senior 2028 Notes due 2028 (the “2028 Notes”) was approximately $9.9 million for and $7.3 million in the three months ended March 31, 2024. June 30, 2024 and 2023, respectively, and $19.8 million and $7.3 million for the six months ended June 30, 2024 and 2023, respectively. Interest expense for the 2028 Notes includes $5.6 million both contractual interest expense and $4.3 million amortization of debt issuance costs and discount. Contractual interest expense was $5.6 million and $4.4 million for the three months June 30, 2024 and 2023, respectively, and was $11.3 million and $4.4 million for the six months ended June 30, 2024 and 2023, respectively. Amortization of debt issuances costs and discount was $4.3 million and $2.9 million for the three months ended March 31, 2024. June 30, 2024 and 2023, and was $8.6 million and $2.9 million for the six months ended June 30, 2024 and 2023, respectively. Because the coupon rates are fixed, interest expense on the 2026 Notes and the 2028 Notes will not change if market interest rates increase. Other debt as of March 31, 2024 June 30, 2024, totaled $0.2 million and is variable-rate. A 1% increase in interest rates in our variable rate indebtedness would result in a nominal change in annual interest expense.

As of March 31, 2024 June 30, 2024, our insurance segment has a $134.1 million $135.6 million portfolio of fixed income securities and an unrealized gain (loss) of $(4.6) $(4.9) million, as described in Note 3 Investments, in the notes to the unaudited condensed consolidated financial statements included in Part I, Item 1, of this Quarterly Report. In a rising interest rate environment, the portfolio would result in unrealized losses.

As of March 31, 2024 June 30, 2024, accounts receivable and reinsurance balances due were $20.8 million $21.4 million and $75.4 million $104.7 million, respectively, were not interest-bearing assets, and are generally collected in less than 180 days. As such, we do not consider these assets to have material interest rate risk.

Inflation Risk

We believe our operations have been negatively affected by inflation and the change in the interest rate environment. General economic factors beyond our control and changes in the global economic environment, specifically fluctuations in inflation, including access to credit under favorable terms, could result in lower revenues, higher costs, and decreased margins and earnings in the foreseeable future. While we take action wherever possible to reduce the impact of the effects of inflation, in the case of sustained inflation across several of the markets in which we operate, it could become increasingly difficult to effectively mitigate the increases to costs. In addition, the effects of inflation on consumers' budgets could result in the reduction of consumer spending habits, specifically in the move and post-move markets. If

unable to take actions to effectively mitigate the effect of the resulting higher costs, our profitability and financial position could be materially and adversely impacted.

Foreign Currency Risk

There was no material foreign currency risk for three the six months ended March 31, 2024 June 30, 2024. Our activities to date have been conducted primarily in the United States.

Other Risks

We are exposed to a variety of market and other risks, including risks to the availability of funding sources, reinsurance providers, weather and other catastrophic hazard events, and specific asset risks.

Item 4. Controls and Procedures

Evaluation of Disclosure Controls and Procedures

Under the supervision and with the participation of management, including the Chief Executive Officer and Chief Financial Officer, we evaluated the effectiveness of disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934, as amended (the “Exchange Act”)). Based on this evaluation, the

Chief Executive Officer and Chief Financial Officer concluded that our disclosure controls and procedures to ensure that information required to be disclosed in reports we file or submit under the Exchange Act is (i) recorded, processed, summarized, evaluated and reported, as applicable, within the time periods specified in the SEC's rules and forms and (ii) accumulated and communicated to management, including the Chief Executive Officer and Chief Financial Officer, as appropriate to allow timely decisions regarding required disclosures were effective as of March 31, 2024 June 30, 2024.

Changes in Internal Control over Financial Reporting

There were no changes in our internal control over financial reporting (as defined in Rules 13a-15(f) and 15d-15(f) under the Exchange Act) during the most recent fiscal quarter that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

Limitations on Effectiveness of Controls and Procedures

Our disclosure controls and procedures are designed to provide reasonable assurance of achieving their objectives. Our management recognizes that any control system, no matter how well designed and operated, is based upon certain judgments and assumptions and cannot provide absolute assurance that its objectives will be met.

PART II — OTHER INFORMATION

Item 1. Legal Proceedings

See *Note 14, Commitments and Contingencies,* in the notes to the unaudited condensed consolidated financial statements included in Part I, Item 1, of this Quarterly Report, which is incorporated by reference into this Part II, Item 1, for a description of certain litigation and legal proceedings.

In addition, in the ordinary course of business, we and our subsidiaries are (or may become) parties to litigation involving property, personal injury, contract, intellectual property and other claims, stockholder derivative actions, class action lawsuits and other matters. The amounts that may be recovered in such matters may be subject to insurance coverage. Although the results of legal proceedings and claims cannot be predicted with certainty, neither we nor any of our subsidiaries are currently a party to any legal proceedings the outcome of which, we believe, if determined adversely to us, would individually or in the aggregate have a material adverse effect on the business, financial condition or results of operations.

Item 1A. Risk Factors

As Except as set forth below, as of the date of this Quarterly Report on Form 10-Q, there have been no material changes from the risk factors disclosed in Part 1, Item 1A, of the Annual Report on Form 10-K for the year ended December 31, 2023, as filed with the SEC on March 15, 2024.

Regulatory factors could impact the value at which HOA carries contributed shares on its statutory financial statements, negatively impact HOA regulatory surplus, and require us to take additional steps to enable HOA to adhere to regulatory requirements and maintain its financial stability rating.

As a Texas domestic property and casualty insurer, HOA is subject to various regulatory requirements, including minimum surplus as regards to policyholders and requirements relating to the credit quality, liquidity and diversification of investments. The amount of surplus and investments maintained by HOA also impacts its financial stability rating. Pursuant to the contribution transactions described in Note 8 and Note 18 of the unaudited Notes to Condensed Consolidated Financial Statements, a total of 18.3 million shares of common stock were contributed to HOA primarily to support its compliance with requirements under Texas law relating to surplus and to maintain its financial stability rating.The value at which the contributed shares are carried on the statutory financial statements of HOA is subject to ongoing regulatory risks, including the following:

- Valuation of the contributed shares for purposes of HOA statutory financial statements remains subject to continuing oversight by the Texas Department of Insurance ("TDI"), which may in the future require that the shares be recorded at a more steeply discounted value than TDI initially approved depending upon our results of operation and other future events, including excess losses incurred by the HOA insurance business due to severe weather events.
- Other restrictions under Texas law on the total amount HOA may invest in an affiliate such as Porch Group, Inc., which could limit the portion of the contributed shares' value that can be included as admitted assets on its statutory financial statements.

These and other regulatory factors beyond our control or that we have not anticipated could negatively impact the value at which the contributed shares are recorded on the selling stockholder's statutory financial statements in future filings with TDI, which could negatively impact the selling stockholder's surplus position and its Demotech, Inc. financial stability rating.In such event, our strategy to bolster the selling stockholder's surplus through the contribution of shares may prove ineffective, and we may need to contribute cash or other admitted assets or take other steps to enable the selling stockholder to adhere to Texas regulatory requirements, including as to surplus, and to maintain its financial stability rating.Our ability to effectively maintain the selling stockholder's surplus position due to these factors will be subject to numerous risks, such as whether we have sufficient cash or other assets that would count as admitted assets of the selling stockholder under Texas insurance law available for additional contributions to the selling stockholder or the availability of additional debt or equity financing in the event that we do not.The availability of additional debt or equity financing is subject to numerous risks, including the trading price of our common stock at such time, other market conditions, and restrictions under the indentures governing our outstanding convertible senior notes on the incurrence of additional indebtedness.

A sustained decline in the price of our common stock would negatively impact HOA regulatory surplus, which may require us to contribute additional funds or shares to enable HOA to adhere to regulatory requirements and maintain its financial stability rating.

The shares of our common stock held by HOA represent a significant portion of its surplus as regards to policyholders.The value at which HOA carries these shares for regulatory financial reporting purposes will fluctuate over time with changes in the trading price of our common stock.A decline in the trading price of our common stock (whether sustained or temporary but at quarter end) would negatively impact the amount of surplus that HOA reports on its statutory financial statements.It is possible that this could require us to contribute additional funds to enable HOA to adhere to regulatory requirements relating to surplus and to maintain its financial stability rating.In such case, if we do not have sufficient cash resources on hand to fund needed contributions, we may need to raise additional capital through equity or debt financings or contribute additional shares of our common stock instead.Additional equity financings could result in significant additional dilution to existing stockholders, and we face significant restrictions on our ability to obtain additional debt financing due to the restrictive covenants under the indentures governing our outstanding convertible senior notes.As a result of these and other factors, additional capital may not be available on terms that are acceptable, if at all, which, if acceptable to TDI, could require us to contribute additional shares of our common stock to HOA to enable it to remain in compliance with regulatory requirements and maintain its financial stability rating, which could be delayed if such additional contribution were subject to shareholder approval under applicable Nasdaq listing rules.The contribution of additional shares of common stock to HOA and the possibility that HOA may sell such additional shares could cause the price of our common stock to decline and make it more difficult for us to raise funds through the sale of equity.

Future sales of our common stock by HOA could cause our stock price to decline and be dilutive.

Although HOA holds the shares of common stock described in this Quarterly Report on Form 10-Q primarily to strengthen its surplus position and maintain its financial stability rating, HOA may sell all or a portion of the shares from time to time in the future as it may deem necessary or appropriate to support the needs of its business, including, for example, to generate additional cash to pay claims and expenses, to improve liquidity and asset diversification, to otherwise meet applicable regulatory requirements and maintain its financial stability rating, or to finance the acquisition of new business. In addition, HOA could be forced to sell shares if insurance regulatory authorities disallow the shares to be recorded as admitted assets on its statutory financial statements or require the shares to be recorded at a greater discount than initially approved by TDI. Additionally, if HOA is placed under receivership by TDI, the receiver may sell shares in connection with the liquidation or rehabilitation of HOA.The timing and amount of any such sales, and the offering price and proceeds thereof, cannot be predicted as of the date of this prospectus. Market conditions, the method of distribution and other factors could make it difficult for the selling shareholder to sell shares when necessary to meet underlying needs or objectives. The sale of shares of our common stock by HOA in the public market, or the perception by the market that those sales could occur, may cause the market price of our common stock to decline.Such sales, or the possibility that such sales may occur, also could make it more difficult for us to raise funds through the sale of equity in the future.Once shares are sold by HOA to unrelated parties, they will no longer be treated as treasury shares for financial reporting purposes, may be dilutive to earnings per share, will be entitled to vote and will count for quorum purposes.

Item 2. Unregistered Sales of Equity Securities, and Use of Proceeds, and Issuer Purchases of Equity Securities

None.

Item 3. Defaults Upon Senior Securities

None.

Item 4. Mine Safety Disclosures

Not applicable.

Item 5. Other Information

During the three months ended March 31, 2024 June 30, 2024, no director or officer (as defined in Rule 16a-1(f) of the Securities Exchange Act of 1934) adopted, terminated or modified a Rule 10b5-1 trading arrangement or a non-Rule 10b5-1 trading arrangement, as each term is defined in Item 408(a) of Regulation S-K). S-K.

Item 6. Exhibits

The following exhibits are filed as part of, or incorporated by reference into, this Quarterly Report on Form 10-Q.

Exhibit No.	Description
3.1	Third Amended and Restated Certificate of Incorporation of Porch Group, Inc., as filed with the Secretary of State of the State of Delaware on June 9, 2022 (incorporated by reference to Exhibit 3.1 of the Company's Form 8-K (File No. 001-39142), filed with the SEC on June 10, 2022).
3.2	Amended and Restated By-Laws of the Company, dated December 23, 2020 (incorporated by reference to Exhibit 3.2 of the Company's Form 8-K (File No. 001-39142), filed with the SEC on December 29, 2020).
10.1+† 10.1#*	Business Collaboration Agreement, dated January 19, 2024, among Porch Group, Inc., Porch.com, Inc., Aon Corp. and Aon Re, Inc. (incorporated by reference to Exhibit 10.1 of the Company's Form 8-K (File No. 001-39142), filed with the SEC on January 25, 2024). Non-Employee Director Compensation Policy
31.1*	Certification of Chief Executive Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002
31.2*	Certification of Chief Financial Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002
32.1**	Certification of Chief Executive Officer Pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002
32.2**	Certification of Chief Financial Officer Pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002
101.INS*	XBRL Instance Document – the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document
101.SCH*	XBRL Taxonomy Extension Schema Document
101.CAL*	XBRL Taxonomy Extension Calculation Linkbase Document
101.DEF*	XBRL Taxonomy Extension Definition Linkbase Document
101.LAB*	XBRL Taxonomy Extension Label Linkbase Document
101.PRE*	XBRL Taxonomy Extension Presentation Linkbase Document
104*	Cover Page Interactive Data File (formatted in Inline XBRL and contained in Exhibit 101)

* Filed herewith.

** These certifications are furnished to the SEC pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 and are deemed not filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall they be deemed incorporated by reference in any filing under the Securities Act of 1933, except as shall be expressly set forth by specific reference in such filing.

+# The schedules and exhibits to this agreement have been omitted pursuant to Item 601(a)(5) of Regulation S-K. A copy of any omitted schedule and/ Indicates a management contract or exhibit will be furnished to the SEC upon request.

† Portions of this exhibit were redacted pursuant to Item 601(b)(10) of Regulation S-K. The omitted information is not material and is the type that the Company treats as private compensatory plan or confidential. arrangement.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, duly authorized.

Date: May 8, 2024 August 6, 2024

PORCH GROUP, INC.

By:	/s/ Shawn Tabak
Name:	Shawn Tabak
Title:	Chief Financial Officer and Duly Authorized Officer
	(Principal Financial Officer and Principal Accounting Officer)

Exhibit 10.1

PORCH GROUP, INC.

NON-EMPLOYEE DIRECTOR COMPENSATION POLICY

(Adopted May 13, 2021; Revised March 23, 2023; Revised May 1, 2024)

ARTICLE I PURPOSE

The purpose of the Porch Group, Inc. (the "Company") Non-Employee Director Compensation Policy (this "Policy") is as follows.

- to provide a compensation structure that will attract highly competent candidates;
- to pay higher compensation for increased levels of responsibility; and
- to provide a significant portion of compensation in the form of equity-based awards to further align non-employee director compensation with shareholder interests.

All references to "Director" in this Policy shall mean a member of the Company's Board of Directors (the "Board") who is not employed by the Company.

ARTICLE II

BASE ANNUAL RETAINER

Each Director shall automatically receive, without any further action by the Board or the Compensation Committee, a base annual retainer (the "Base Annual Retainer") of up to One Hundred Ninety-Five Thousand Dollars ($195,000) per fiscal year as follows.

1.1 Cash. Forty-Five Thousand Dollars ($45,000) to be paid in equal quarterly installments made within five business days of the last calendar day of each fiscal quarter.

1.2 RSU Grants. One Hundred Fifty Thousand Dollars ($150,000) to be paid in the form of restricted stock units ("RSUs"). The RSUs shall be subject to the following terms and conditions.

1.2.1 Grant Date. The RSUs shall be granted on each date of the Company's annual meeting of stockholders (the "Grant Date"). Grants of RSUs shall only be made to Directors elected on the Grant Date to serve on the Board for the upcoming term that will expire at the Company's annual meeting of stockholders to be held in the subsequent fiscal year.

1.2.2 Amount. The number of RSUs to be granted on the Grant Date shall be the nearest whole number of shares as determined by dividing One Hundred Fifty Thousand Dollars ($150,000) by the Closing Market Price (as herein defined).

1.2.3 Closing Market Price. As used in this Policy, the "Closing Market Price" shall mean the closing market price of the Company's common stock as listed on the Nasdaq on the Grant Date, and if the Grant Date does not fall on a Nasdaq trading day, then on the last trading day prior to the Grant Date.

1.3 Proration.

1.3.1 Cash. The quarterly payments of the Base Annual Retainer shall be prorated, as applicable, based on the days of service on the Board during the applicable calendar quarter using the actual number of calendar days in such quarter.

1.3.2 RSU Grants for Newly Appointed Directors. Directors newly appointed after an annual meeting will receive their first grant for service on the Board on the first Grant Date after their service on the Board commences, subject to their continuous service through the first Grant Date.

1

The number of RSUs to be granted on such Grant Date shall be prorated, as applicable, based on the calendar days of service on the Board from the date of appointment as Director to the Grant Date and assuming a full calendar year. The number of RSUs to be granted on the Grant Date shall be the nearest whole number of shares as determined by dividing the prorated dollar amount earned during the interim period by the Closing Market Price. The RSUs granted for any such period shall be fully vested as of the applicable Grant Date such that any Director receiving a prorated grant would receive vested shares of Company common stock on the Grant Date, in recognition of service provided to the Board during the interim period. In addition to this prorated grant and for the avoidance of doubt, any such Director receiving a prorated grant shall also receive a grant of RSUs pursuant to Section 2.2, assuming election to the Board on the Grant Date.

1.4 Vesting and Form of Award Agreement. Except as otherwise approved by the Board or the Compensation Committee of the Board at the time of grant, and except as set forth in Section 2.3.2, the RSUs shall vest on the one (1) year anniversary of the Grant Date; provided, however, that any vesting of an RSU grant is subject in all respects to the Director's continued service through the applicable vesting date. After the applicable award is vested, whether as described in this Section 2.4 or Section 2.3.2, two-thirds (2/3) of the RSUs shall be subject to resale restrictions expiring in equal increments on the first and second anniversaries of the vesting date. The RSUs will vest and the resale restrictions will lapse in the event the Director ceases to serve on the Board due to death, disability or removal without cause, as described in the form of award agreement approved by the Board. In addition, in the event of a change in control (as defined in the Porch Group, Inc. 2020 Stock Incentive Plan or any successor plan applicable to a grant of RSUs) in which the awards are not effectively assumed, the RSUs will vest in full and the resale restrictions will lapse. Except as otherwise provided in this Section 2.4, in an applicable award agreement, or as otherwise approved by the Board or Compensation Committee, for the avoidance of doubt any Director who ceases to serve on the Board for any reason prior to a vesting date, whether such cessation of service is voluntary or involuntary, will not receive any unvested RSUs, the unvested RSUs will not vest at any time and be forfeited, and the Director shall have no rights or privileges with respect to the unvested RSUs or the underlying shares.

ARTICLE III

ANNUAL RETAINER PREMIUM - LEAD INDEPENDENT DIRECTOR

A Director serving as the Lead Independent Director of the Board (the “LID”) shall automatically receive, without any further action by the Board or the Compensation Committee, a premium (the “Lead Director Premium”) of up to Sixty Thousand Dollars ($60,000) per fiscal year as follows.

1.1 Cash. Sixty Thousand Dollars ($60,000) to be paid in equal quarterly installments made within five business days of the last calendar day of each fiscal quarter.

1.2 Proration. The quarterly payments of the Lead Director Premium shall be prorated, as applicable, based on the days of service on the Board as Lead Independent Director during the applicable calendar quarter using the actual number of calendar days in such quarter.

ARTICLE IV

ANNUAL RETAINER PREMIUM – COMMITTEE SERVICE

A Director serving as a Chair or a member of a standing committee (“Committee”) of the Board shall automatically receive, without any further action by the Board or the Compensation Committee, an annual cash premium per fiscal year for such service up to the amounts as set forth below. The annual cash premiums shall be paid in equal quarterly installments made within five business days of the last calendar day of each fiscal quarter. The quarterly payments of the Chair or Committee premium shall be

prorated, as applicable, based on the days of service on the Board as a Chair or Committee member, as applicable, during the applicable calendar quarter using the actual number of calendar days in such quarter. Chair premiums are inclusive of the non-chair member premium for service on the applicable Committee.

1.1 Audit Committee. Chair Premium – Twenty-One Thousand Dollars ($21,000); Non-Chair Member Premium - Ten Thousand Dollars ($10,000).

1.2 Compensation Committee. Chair Premium - Fifteen Thousand Dollars ($15,000); Non-Chair Member Premium - Seven Thousand Dollars ($7,000).

1.3 Nominating and Corporate Governance Committee. Chair Premium – Nine Thousand Dollars ($9,000); Non-Chair Member Premium - Four Thousand Dollars ($4,000).

ARTICLE V

EXPENSE REIMBURSEMENT AND COMPENSATIONFOR ADDITIONAL TIME EXPENDED

1.1. Expense Reimbursement. Each Director shall be reimbursed for his or her reasonable out-of-pocket business expenses incurred in connection with attending meetings of the Board or its Committees or in connection with other Board-related business or activities.

1.2. Compensation for Additional Time. Each Director shall be compensated in cash on a “per diem,” hourly or other basis at a rate that is reasonable and fair to the Company as determined in the discretion of the LID or Independent Chair (or, should the matter be referred to them, the Board or the Compensation Committee), for significant time spent outside of Board or Committee meetings for meetings or activities outside the scope of normal Board duties, including, without limitation, director training, meeting with Company management or external auditors, interviewing director candidates or other activities deemed necessary by the LID or Independent Chair (or should the matter be referred to them, the Compensation Committee or the entire Board). Any dollar amounts set for a particular unit of time shall be paid on a pro rata basis for time expended that is less than the full unit of time for which a rate was set. The LID or Independent Chair shall oversee requests for compensation under this Article V.

ARTICLE VI ADMINISTRATION

The Compensation Committee shall administer this Policy; provided, however, that the Board shall retain authority to act in lieu of the Compensation Committee as it deems appropriate.

Exhibit 31.1

CERTIFICATION OF CHIEF EXECUTIVE OFFICER

I, Matthew Ehrlichman, certify that:

1. I have reviewed this Annual Report on Form 10-K of Porch Group, Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
   (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
   (b) Designed such internal controls over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
   (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
   (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
   (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
   (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: May 8, 2024 August 6, 2024

By:	/s/ Matthew Ehrlichman
Name:	Matthew Ehrlichman
Title:	Chief Executive Officer
	(Principal Executive Officer)

Exhibit 31.2

CERTIFICATION OF CHIEF FINANCIAL OFFICER

I, Shawn Tabak, certify that:

1. I have reviewed this Annual Report on Form 10-K of Porch Group, Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

(a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

(b) Designed such internal controls over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

(c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

(d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

(a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

(b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: May 8, 2024 August 6, 2024

By:	/s/ Shawn Tabak
Name:	Shawn Tabak
Title:	Chief Financial Officer
	(Principal Financial Officer)

Exhibit 32.1

Certification of CEO Pursuant to 18 U.S.C. Section 1350,

As Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002

In connection with the Quarterly Report of Porch Group, Inc. (the "Company") on Form 10-K for the quarterly period ended March 31, 2024 June 30, 2024 (the "Report"), as filed with the Securities and Exchange Commission on the date hereof, I, the undersigned, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, to the best of my knowledge, that:

(1) The Report fully complies with the requirements of Section 13(a) or Section 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: May 8, 2024 August 6, 2024

By:	/s/ Matthew Ehrlichman
Name:	Matthew Ehrlichman
Title:	Chief Executive Officer
	(Principal Executive Officer)

Exhibit 32.2

Certification of CFO Pursuant to 18 U.S.C. Section 1350,

As Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002

In connection with the Quarterly Report of Porch Group, Inc. (the "Company") on Form 10-K for the quarterly period ended March 31, 2024 June 30, 2024 (the "Report"), as filed with the Securities and Exchange Commission on the date hereof, I, the undersigned, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-

Oxley Act of 2002, to the best of my knowledge, that:

(1) The Report fully complies with the requirements of Section 13(a) or Section 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: May 8, 2024 August 6, 2024

By:	/s/ Shawn Tabak
Name:	Shawn Tabak
Title:	Chief Financial Officer
	(Principal Financial Officer)

DISCLAIMER

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