

# FT PARTNERS FINTECH INDUSTRY RESEARCH

June 3, 2021

## FINTECH CEO INTERVIEW

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[ ] Payrix

*with CEO Eric Frazier*

**Embedded Payments for Vertical Software**

## Company Overview



### Company Overview



CEO: Eric Frazier  
Headquarters: Atlanta, GA  
Founded: 2015

- Payrix is an embedded payments company for high-growth vertical software platforms
- The Company provides vertical software companies with an all-in-one platform — and a white-glove approach — to capitalize on the opportunities within embedded payments for growth, innovation, and transformation
  - Fully white-label payment solution that gives client control of the brand experience
  - Payrix absorbs the risk, infrastructure buildout, and complexity that comes with managing payments in-house
- Payrix offers end-to-end configurations from onboarding through payouts, card present and card not present capabilities, and speed to market
  - Clients can also harness the Company’s team of payments and software expert consultants

### Selected Clients



### Products & Services Overview



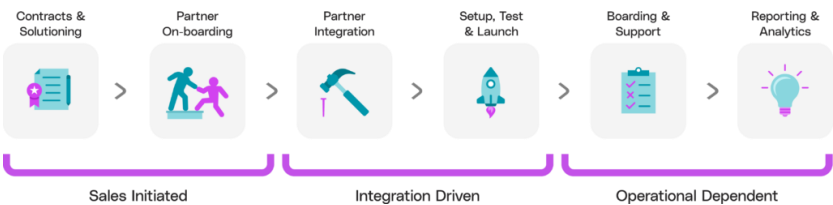
- Payrix Pro offers clients a fully integrated, API-first technology platform that makes payment facilitation quick and manageable



- Payrix Premium is designed for registered payment facilitators and gives clients greater revenue and control, while still delivering the same technology as Payrix Pro

### Platform Offerings

- Card-present, card-not-present, mobile and e-wallet solutions
- Fast, customizable portals, customer onboarding, and underwriting
- Billing and funding protection for clients and their partners
- Easy, comprehensive portfolio management



## Payrix CEO Interview

[ ] Payrix



[ ] Payrix

Eric Frazier

CEO

Eric Frazier is the CEO of Payrix, having joined the Company in June 2020. Eric is an innovative thought leader who has creatively designed and scaled businesses in the SaaS and FinTech markets for 25 years. As CEO, President and global head of sales for large SaaS companies, global banks and payment-centric start-ups, Eric is known for building high-performance sales engines and collaborative, problem solving cultures which have resulted in multiple successful exits.

***"An embedded payment solution like Payrix creates a stronger, more seamless experience for their customers, while minimizing time to market."***

### ***How do you define "embedded payments" and how does Payrix fit into this area of the market?***

Embedded payments are how a software business can enable payment processing services for their customers or merchants. With payments embedded into their solution, these providers can further monetize their platforms through the transaction volume that is, in many cases, already flowing through their ecosystem — and expand on the traditional revenue opportunities available from their software subscriptions.

Once payments are included as part of their software offering, it can help grow revenue per customer and make the product stickier, which leads to a lower CAC and an increase in LTV.

An embedded payment solution like Payrix creates a stronger, more seamless experience for their customers, while minimizing time to market. Traditionally, small to midsize businesses or merchants had to go through a large processor or financial institution in order to set up a merchant account to process payments. By offering payments holistically through their business management software, SaaS providers become the hero, saving customers time and money with a solution that's comprehensive, easy to use and natively accessible.

The way we view the embedded payments landscape at Payrix is through the lens of three business models that are currently in the market for a software provider that wants to add payment capabilities to their solution.

- **ISO/Integrated ISV** - This is the model most providers and firms are familiar with. In short, it comes with less control of the customer experience, zero risk and minimal upside from payments.

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***“[Payrix] is the only payment facilitation platform built by a payment facilitator, for payment facilitators. A first-of-its-kind platform, Payrix enables a SaaS provider to get started immediately on Payrix Pro, then leverage Payrix Premium when they’re ready to scale into a registered payment facilitator.”***

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- **PayFac as a Service** - For us, this is where our Payrix Pro solution fits; it’s a sweet spot and ideal solution for a vertical SaaS business that wants to quickly monetize payments and leverage the functionality of a payment facilitator, but doesn’t have the business appetite or resources to fully operate a payments business in-house. With Payrix Pro, we handle the heavy lifting and complexity of managing risk/compliance so our clients can focus on creating the experience they want for their business.
- **Payment Infrastructure as a Service** - This is where Payrix Premium fits in. It’s an ideal solution for registered payment facilitators, or a SaaS provider who truly wants to take on the lift and responsibility that’s required to become a full payment facilitator. With Payrix Premium, we’re the technology provider, and our clients become the payments business by registering as a PayFac and assuming the liability.

***Your approach to the embedded payments market is unique. Can you describe more about your approach?***

We started out as an ISO business years ago and began to see a market shift towards payment facilitation. It was clear that SaaS providers required greater control of the customer experience and more financial upside than the ISO model could deliver. We also realized the heavy lifting of running the payments business could be too burdensome for software companies that had little payments expertise in house. It was clear there was a gap between the ISO model and becoming a full registered payment facilitator in the market.

Realizing that this gap would only continue, we set out to solve it by building the API-first technology that is now Payrix. It is the only payment facilitation platform built by a payment facilitator, for payment facilitators. A first-of-its-kind platform, Payrix enables a SaaS provider to get started immediately on Payrix Pro, then leverage Payrix Premium when they’re ready to scale into a registered payment facilitator — with a low lift migration. Our single, powerful platform offers unlimited possibilities for a software business and their customers. We’re the only platform that provides a “crawl, walk run” approach to payment facilitation with a single integration to our platform.

How do we know our platform works? Because we use it ourselves. In fact, we’ve walked the same path as many of our clients: As a registered payment facilitator, we work hard to forge a solution that offers functionality, security and peace of mind — not just for our clients, but for us. We are a super user of our platform, which gives us an unparalleled understanding of how it works. We aren’t just software experts, we’re payments experts as well, which gives our clients the confidence they need as they implement and take their solution to market.

***“Our strategy is to always be on the lookout for upcoming industry verticals which make a lot of sense for embedded payments, so we are also exploring: marketing, automotive, and ticketing/events.”***

#### ***Are certain verticals better suited than others for your solutions?***

Typically, the industry verticals that make the most sense have some level of payment or financial transactions running through their platform.

We specialize in a variety of verticals — we are seeing the greatest adoption of our solutions in field service management, practice management (medical/legal/dental/vet), gym management, non-profit management, and membership/scheduling software. These verticals primarily support SMB merchants who have some sort of payment transaction running across their platforms.

In verticals like fleet/parking management, agriculture, and personal/home care services, we are also seeing a lot of activity and demand. Our strategy is to always be on the lookout for upcoming industry verticals which make a lot of sense for embedded payments, so we are also exploring: marketing, automotive, and ticketing/events.

#### ***What does a typical customer look like and why do they choose Payrix?***

Our typical customer is an industry vertical-specific SaaS, CRM or business management platform that meets most of the following criteria:

- Has \$10M - \$2B +/- annual GMV (gross merchant volume) running through their platform
- Has customers that pay a monthly or annual service fee
- Has 10-250 employees
- Has 250+ SMB customers
- Either B2B or B2C
- Requires Omncommerce Processing (in person, mobile, online payments)
- Is US and/or Australia based or has US and/or Australia operations

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***“We believe that the right payment facilitation solution should remove barriers, not create them, and that certainly includes onboarding. It’s why our onboarding process for our SaaS customers is surprisingly simple and straightforward...”***

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Our SaaS clients choose Payrix because of the, expertise, customer-centricity and the empowered flexibility of our business model and platform, including:

- Our out-of-the-box, API-first PayFac technology
- The simplicity of merchant onboarding
- Our world-class risk management capabilities
- The outstanding customer experience

Helping customers succeed is not only our passion, it’s the reason we exist. We’re here to meet them wherever they are in their payments journey, with a solid, step-by-step plan to help bring their vision to life.

We want customers to understand that we’re not only the best embedded payments partner in the market, we’re also like having a good friend in the payments business.

***Your onboarding process is also more customer-focused, which is a big differentiator in the business. Can you tell us more about it?***

We believe that the right payment facilitation solution should remove barriers, not create them, and that certainly includes onboarding. It’s why our onboarding process for our SaaS customers is surprisingly simple and straightforward, and includes:

- Scoping and contracting
- Technical integration
- Setup test and launch
- Live boarding, partner and merchant adoption, and ongoing support
- Ongoing account management

Implementation usually takes about four weeks. However, we have onboarded both Payrix Pro and Payrix Premium customers in as little as two weeks, so they can start earning revenue even faster.

[ ] Payrix

### Exclusive Interview – Eric Frazier

***“Payrix does all the heavy lifting from a risk and compliance standpoint so our SaaS customers can focus on their product and drive additional revenue.”***

***Your solutions enable customers to migrate into a full PayFac model if they choose. What are the economic benefits of the PayFac model and what are some of the disadvantages?***

First off, we think every vertical SaaS company should be considering an embedded payments strategy. This could be something as simple as a PayFac as a service model or becoming a fully registered PayFac.

The economic benefits for a SaaS company to become a fully registered payment facilitator can be great, with the idea that by becoming a full PayFac, the company would be able to monetize at the highest level. However, we’ve done the math on this, and it simply does not make economic sense to fully register and become a PayFac until a company has about \$500 - 750 million in total annual gross merchant volume (GMV) running through their platform. Only at that point does a company have the negotiating leverage to obtain a great payment processing contract with one of the large processors. It is also at this point that it makes sense to hire experienced, risk and compliance people to manage their payments program.

The challenges with becoming a PayFac include building out a program and becoming registered with the card brands — 6 - 18 months and about \$500 thousand to \$1 million in consulting fees. It also requires building a payments infrastructure, negotiating a contract with a large processor and building out a risk and compliance team to manage their payments business. The time, effort and expense can be daunting.

That’s why our Payrix Pro product is the perfect solution for most SaaS companies looking to embed payments. It’s fast — only 2 - 4 weeks to implement — and requires no registration with the card brands. Payrix does all the heavy lifting from a risk and compliance standpoint so our SaaS customers can focus on their product and drive additional revenue.



[ ] Payrix

### Exclusive Interview – Eric Frazier

***“On the heels of international expansion into Australia and New Zealand in Q3 2020, our business has grown into a global payment technology company with loyal clients and a global market presence.”***

#### ***What is your economic model? How do you charge your customers?***

We offer two primary economic models, depending on the solution we sell our SaaS clients:

**Payrix Pro** - In our Payrix Pro PayFac-as-a-service model, we operate as both the payments provider and the technology provider for our SaaS customers and their merchants. With Payrix Pro we go-to-market with both a monthly SaaS fee, and we also charge unit economics on the payment transactions. The payments revenue is derived from both transaction charges and basis points, which our SaaS partners pass-through to their end merchants.

Our revenue for Payrix Pro is both SaaS revenue and revenue for processing payments.

**Payrix Premium** - In our Payrix Premium payment-infrastructure-as-a-service model, we operate as only the PayFac technology for our SaaS customers and their merchants. In this model the SaaS company must have their own payments processing contract with a provider such as FIS or Fiserv. With Payrix Premium we go-to-market with a monthly SaaS fee and also charge a usage fee based on the number of transactions. However, the SaaS company must have their own payments processing contract with a provider such as Global, FIS or Fiserv.

Our revenue for Payrix Premium is 100% SaaS-based.

#### ***Payrix recently went through a rebranding. Please tell us the strategy behind this?***

On the heels of international expansion into Australia and New Zealand in Q3 2020, our business has grown into a global payment technology company with loyal clients and a global market presence. We spent time expanding our product set, focusing on client success and growing functional areas of our business. Our rebrand launch was intended to be a representation of the work we’ve done to unify our company and create a next-generation look and feel for Payrix.

Refreshing our brand was more than just revitalizing our logo, colors and overall experience. It was an opportunity to speak to clients and team members to dig into our reason for existence — our company values, reasons to believe and business strategy — ensuring continuity and relevance with who we are as a company today and into the future.

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[ ] Payrix

### Exclusive Interview – Eric Frazier

***“To close out an explosive year in 2020, we executed on our expansion into Australia with the acquisition of Brisbane-based payments technology company, IntegraPay.”***

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When we kicked off this initiative, we interviewed key internal and external stakeholders, as well as analyzed the market. We transformed our discovery into a refreshed brand narrative for Payrix — one that highlights who we are and what makes us unique in a high-demand market like embedded FinTech. We also surveyed our team members to update our mission and vision, and created company values. Combined, these elements became the foundation for our new brand identity. We expressed our new story and identity through the launch of our new website and modernized client experience.

***Tell us a little bit about the history and growth of Payrix to date.***

Payrix was technically incorporated in 2015 by our founders Boruch Greenberg, Benny Silberstein and Daniel Gellman. The founding team had roots in the wholesale ISO business — along with starting up and running a SaaS business. They recognized the opportunity for building out a platform like Payrix when they began seeing customers leave their ISO only to pay more for an embedded solution that was being offered via their customer’s vertical SaaS platform.

Early on, the Company largely functioned as a bootstrapped start-up, with a scrappy development team and no formal sales or marketing organization. In 2016, Payrix signed its first payment facilitation as a service client to utilize Payrix Pro — then called Splash. In 2017, we brought on our first Payrix Premium partner to use our payment infrastructure as a service. Business continued to grow steadily through referrals and word-of-mouth. There was early buzz around the best-in-class technology that made its way to our current investment team leading to our Series A funding in December 2018.

In 2019, we expanded key areas of the business and continued to test and refine our go-to-market strategy — including signing and onboarding some significant customers. Demand and overall interest in the market continued to grow into 2020, and our team continued to exceed expectations — leading to an extension of our Series A round. To close out an explosive year in 2020, we executed on our expansion into Australia with the acquisition of Brisbane-based payments technology company, IntegraPay.

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***“Over the past six months, Payrix has signed and implemented over 40 growing, innovative SaaS platforms and has seen our revenue growth exceed 700% year-over-year.”***

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We’ve continued to expand key areas of our business and grow our client base, while continuing to deliver for our clients. Over the past six months, Payrix has signed and implemented over 40 growing, innovative SaaS platforms and has seen our revenue growth exceed 700% year-over-year. In April, we announced a full refresh of our brand messaging, visual identity and client experience through the launch of a new website and user portal.

***What does the future look like and what are your key growth initiatives over the next five years?***

Payrix is on a mission to be the preeminent provider of embedded payment solutions for software businesses who want to monetize their platforms and eliminate friction. We combine expertise, quality and innovation with a flexible, all-in-one platform to empower our clients to focus on growth and pursuing their passion.

Because we’ve set out to create a world-class go-to-market engine, we will build on our brand story and continue to deliver for our clients. We plan to conquer new opportunities within the same vertical and expand within existing clients to drive adoption. Through customer-centric innovation, we will continue to expand the capabilities of our current platform.

Using our proven launch strategy, we will diversify markets towards a global offering. We first plan to go where our customers are — we started with Australia and are currently moving into Canada with plans to move into the UK and Europe next. Once we’ve executed on these growth initiatives, we will continue our evolution as a leader in the embedded FinTech space and grow into other financial services like embedded lending, issuing, and insurance.

## Selected FT Partners Research – *Click to View*



Global Money Transfer



Transaction Security



FinTech in Africa  
Gaining Momentum



Payoneer's \$3.8 billion  
Merger with FTOC



Veem's \$31 million  
Financing



CompoSecure's \$1.2 billion  
Merger with Roman DBDR



CloudWalk's \$190 million  
Series B Financing



PPRO's \$90 million Growth  
Financing



Checkout.com Raises \$450  
million in Series C Financing



Paysafe Merges with Foley  
Trasimene for \$9 billion



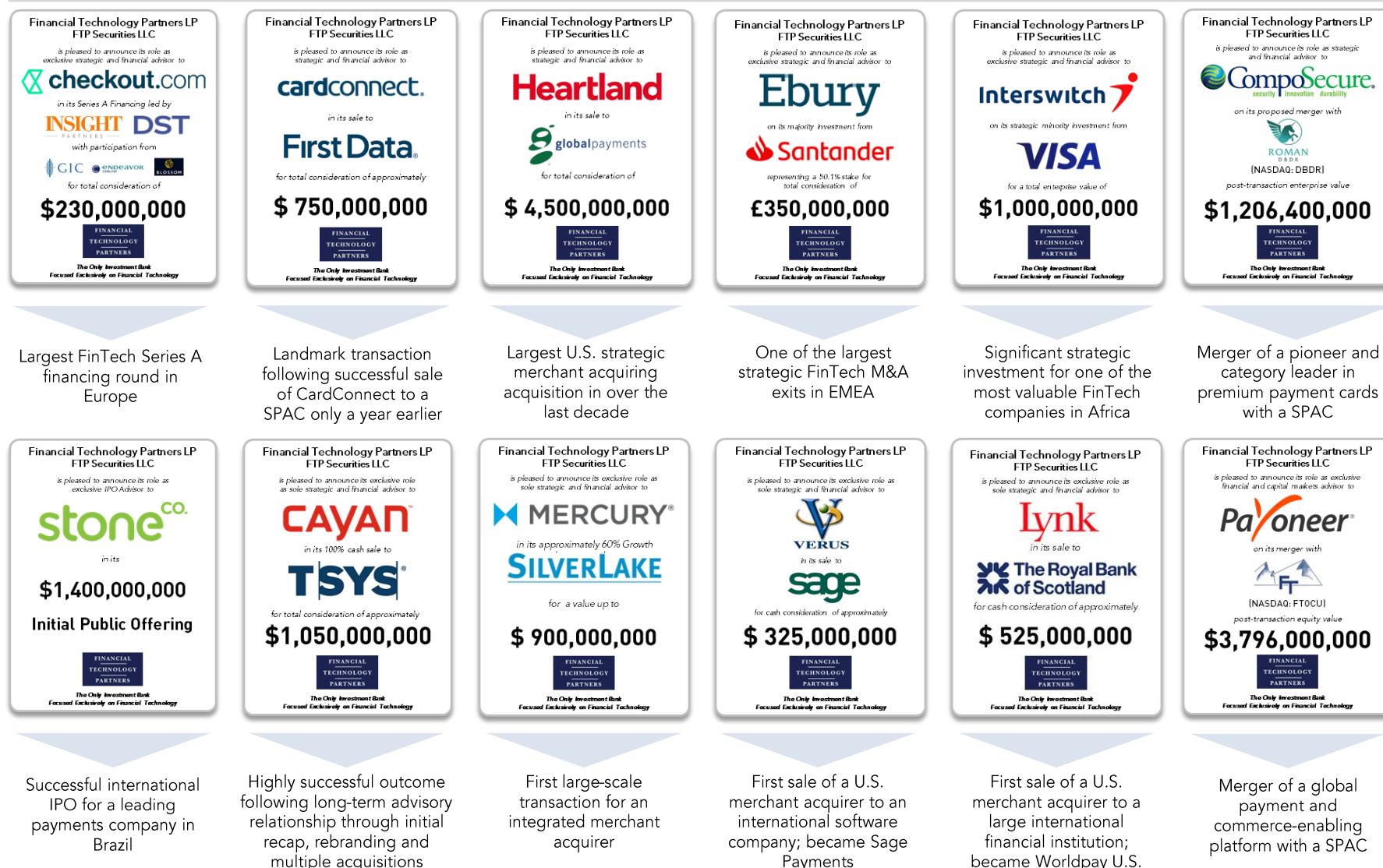
PhonePe Raises \$700 million  
in Financing



Stripe Raises \$600 million  
in Series H Financing

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## Ground-Breaking Payments Transactions Pioneered by FT Partners



## FT Partners Advises Heartland Payment Systems on its \$4.5 billion Sale

### Overview of Transaction

- FT Partners served as strategic and financial advisor to Heartland Payment Systems (NYSE: HPY) in its landmark \$4.5 billion sale to Global Payments (NYSE: GPN) for a combination of cash and stock
- Global Payments acquired Heartland for \$100 per share, representing a total transaction value of approximately \$4.5 billion at the closing of the deal
- Consideration for the transaction consisted of 0.6687 shares of Global Payments stock and \$53.28 for each share of Heartland stock at closing
- This transaction creates the leading global provider of integrated payments technology solutions
- This deal represents the largest U.S. strategic merchant acquiring acquisition in over a decade
- Also represents the single largest U.S. strategic payment processing deal in the last 8 years
- This transaction underscores FT Partners' continued leadership position as "advisor of choice" to the highest-quality companies in the FinTech space

### Financial Technology Partners LP FTP Securities LLC

*is pleased to announce its role as  
strategic and financial advisor to*

# Heartland

*in its sale to*



*for total consideration of*

# \$ 4,500,000,000

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## FT Partners Advises Payoneer on its \$3.8 billion Merger with FTOC

### Overview of Transaction

- On February 3, 2021, Payoneer Inc. ("Payoneer") and FTAC Olympus Acquisition Corp. ("FTOC"), a special purpose acquisition company ("SPAC"), announced they have entered into a definitive agreement and plan of reorganization
- Upon closing of the reorganization, the newly created holding company will be renamed Payoneer Global Inc. and the combined company (the "Company") will operate as Payoneer, a U.S. publicly listed entity
  - Estimated post-transaction enterprise value of \$3.3 billion with up to \$563 million in cash, offering significant capital flexibility for continued organic and inorganic growth
  - Transaction includes commitments for \$300 million PIPE from investor group including existing investor Wellington Management, as well as funds and accounts managed by BlackRock, Dragonair Investment Group, Fidelity Management & Research Company LLC, Franklin Templeton, certain funds managed by Millennium Management, funds and accounts advised by T. Rowe Price Associates, Inc., and Winslow Capital Management, LLC
- Payoneer is a global payment and commerce-enabling platform which powers growth for millions of digital businesses worldwide – Payoneer's mission is to democratize access to financial services and drive growth for digital businesses of all sizes from around the world

### Significance of Transaction

- While creating significant liquidity for existing shareholders, Payoneer's Management team will continue to lead the merged Company as over 68% of existing Payoneer equity is expected to be rolled as part of the transaction
- The net proceeds raised from the transaction will be used to support Payoneer's multi-pronged growth strategy, including extending leadership with marketplace ecosystems, accelerating strategic and channel partnerships, ramping of developing products and services and pursuing targeted strategic M&A

### FT Partners' Role

- FT Partners served as exclusive financial and capital markets advisor to Payoneer
  - FT Partners previously advised Payoneer on its [acquisition of optile](#) in 2019
- Builds on FT Partners' expertise in navigating the unique process in selling companies to SPACs, and follows highly successful sales of FT Partners' clients [Porch](#), [Open Lending](#), [CardConnect](#) and [REPAY](#)

### Financial Technology Partners LP FTP Securities LLC

*is pleased to announce its role as exclusive  
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**Payoneer®**

*on its merger with*



(NASDAQ: FTOCU)

*post-transaction equity value*

**\$3,796,000,000**

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## FT Partners Advises Mercury on its \$1.65 billion Sale to Vantiv

### Overview of Transaction

- Mercury announced its sale to Vantiv for \$1.65 billion in cash on May 12, 2014
- Vantiv will fund the acquisition with committed financing
- This transaction is Vantiv's largest acquisition to-date (~5x larger than its acquisition of Litle) and one of the largest strategic merchant acquiring M&A transactions consummated in over a decade

### Significance of Transaction

- Vantiv's acquisition of Mercury accelerates the Company's growth in the integrated payment space by significantly expanding distribution channels and technology capabilities
- Expands Vantiv's reach into the SMB segment through Mercury's distribution network, complementary verticals and ability to design integrated, value-added POS innovations
- Enhances Vantiv's competitive position in the payments sector broadly on the basis of technology differentiation, leading processing scale and omni-channel presence while increasing penetration into high growth channels
- Expected to add one to two percentage points to Vantiv's net revenue growth per year while being modestly accretive to Vantiv's non-GAAP earnings per share in 2014 with accelerating accretion in 2015

### FT Partners' Role

- FT Partners served as advisor to Mercury
- FT Partners was also Mercury's advisor in the Company's 60% sale to Silver Lake in April of 2010 at a \$700mm valuation

### Financial Technology Partners LP FTP Securities LLC

*is pleased to announce its exclusive role as  
sole strategic and financial advisor to*



*in its cash sale to*

**vantiv**<sup>TM</sup>

*for total consideration of*

**\$ 1,650,000,000**

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## FT Partners Advises Stone on its Initial Public Offering

### Overview of Transaction

- On October 25, 2018, StoneCo Ltd. (Nasdaq: STNE) priced its IPO at \$24 per share, raising approximately \$1.4 billion
  - High-profile new and existing investors participating in the IPO include Berkshire Hathaway, T. Rowe Price, Madrone Capital Partners, and Ant Financial
- Due to strong demand, the deal priced above the initial \$21 - \$23 filing range
- Stone is a leading provider of FinTech solutions that empower merchants and integrated partners to conduct electronic commerce seamlessly across in-store, online, and mobile channels in Brazil
  - Founded in only 2014, São Paulo-based Stone has quickly grown to serve over 230,000 active clients with a focus on SMBs
  - Within the first half of 2018, the Company processed over \$9 billion of transactions and posted revenue of \$171 million and net income of \$24 million

### Significance of Transaction

- Stone's IPO is among the largest FinTech IPOs ever
- Demonstrates strong investor appetite for high growth FinTech companies globally
- Further supports FT Partners' continued success advising leading FinTech companies

### FT Partners' Role

- FT Partners served as exclusive IPO Advisor to Stone on this transaction
- FT Partners also advised Stone on its \$145 million Series G financing in September 2017 as well as its \$100 million private placement with Ant Financial, which occurred concurrently with the IPO
- FT Partners leveraged its deep industry knowledge, extensive transaction expertise, and broad scope of relationships to achieve a highly favorable outcome for Stone

### Financial Technology Partners LP FTP Securities LLC

*is pleased to announce its role as  
exclusive IPO Advisor to*

**stone<sup>co.</sup>**

*in its*

**\$1,400,000,000**

**Initial Public Offering**

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## FT Partners Advises Cayan on its Sale to TSYS

### Overview of Transaction

- On December 18, 2017, TSYS announced it has entered into an agreement to acquire Cayan in an all cash transaction valued at approximately \$1.05 billion
  - The transaction is expected to close in Q1 2018
- Cayan, a portfolio company of Parthenon Capital Partners, provides technology led acquiring services to more than 70,000 merchants and 100+ integrated partners in the U.S.
  - The Company's flagship Genius platform delivers a seamless and scalable unified commerce experience across channels
- TSYS (NYSE: TSS) is a leading global payments provider, offering innovative and secure solutions across the payments spectrum — from issuer processing and merchant acquiring to prepaid program management

### Significance of Transaction

- The acquisition strategically complements TSYS' merchant goals to become a leading payment provider to small and medium size businesses in the U.S.
- The addition of Cayan's unified commerce solutions elevates TSYS' competitive position to jointly offer a broader set of value-add products and services to partners and merchants

### FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Cayan and its Board of Directors
- FT Partners also advised Cayan on its [recapitalization by Parthenon Capital Partners](#) along with numerous acquisitions made by the Company
- This transaction highlights FT Partners' continued success advising prominent companies in the Payments and Merchant Acquiring space and its leadership position as the "advisor of choice" to the highest quality FinTech Companies

### Financial Technology Partners LP FTP Securities LLC

*is pleased to announce its role as exclusive  
strategic and financial advisor to*

**CAYAN**<sup>TM</sup>

*in its 100% cash sale to*

**TSYS**<sup>®</sup>

*for total consideration of approximately*

**\$ 1,050,000,000**

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## FT Partners Advises Central Payment on its \$840 million Sale

### Overview of Transaction

- In April 2018, Central Payment completed a sale of its remaining 15% equity stake to TSYS at a valuation of \$840 mm (1)
- Headquartered in San Rafael, CA, Central Payment is one of the fastest growing payment processors in the country
  - Through Central Payment's innovative approach, the Company provides processing services to nearly 80,000 businesses across several electronic transaction categories and industries
- TSYS provides electronic payment processing and other services to card-issuing and merchant acquiring institutions worldwide
- FT Partners also represented Central Payment on its initial 60% strategic growth investment with TSYS in 2012 and its subsequent recap in 2014 and 2017

### Significance of Transaction

- The transaction provides TSYS with a high-growth and very successful independent agent channel, which supports ongoing growth in its merchant acquiring business
- Additionally, the transaction reiterates Central Payment's ability to leverage TSYS' strategic relationships, processing capabilities and expertise in the sector to further scale the business and pursue additional growth opportunities

### FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Central Payment and its owners
- This transaction highlights FT Partners' continued dominance in the Payments and Merchant Acquiring space and its leadership position as the "advisor of choice" to the highest quality FinTech Companies

#### Financial Technology Partners LP FTP Securities LLC

*is pleased to announce its exclusive role as  
sole strategic and financial advisor to*

**CentralPayment®**

*in the sale of its remaining stake to*

**TSYS®**

*for a total valuation of*

**\$840,000,000**

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## FT Partners Advises ShopKeep on its \$565 million Sale

### Overview of Transaction

- On November 5, 2020, Lightspeed, a leading provider of cloud-based, omni-channel commerce platforms, announced it has entered into a definitive agreement to acquire ShopKeep Inc., a cloud commerce platform provider based in New York City
  - The acquisition is valued at approximately \$565 million in total consideration, comprised of \$145.2 million in cash and the issuance of 7,437,397 subordinate voting shares in the capital of Lightspeed, based on the closing price of Lightspeed stock on November 23, 2020
- Founded in 2008, ShopKeep's point-of-sale platforms are used by more than 20,000 retail and restaurant customer locations nationwide generating a gross transaction volume of approximately \$7 billion USD per year
- The acquisition reinforces Lightspeed's status as a clear category leader for retailers and restaurateurs seeking to modernize operations as the global economy undergoes unprecedented digital acceleration

### Significance of Transaction

- The acquisition will grow Lightspeed's U.S footprint by more than 20,000 customer locations and help drive Lightspeed's plan to accelerate digital transformation of SMBs across the United States following its public listing on the New York Stock Exchange
- The acquisition by Lightspeed will add crucial modules to the ShopKeep merchant experience, including complex inventory and sales management capacity ideal for multi-location businesses, while also providing a broader product portfolio to enhance brand loyalty, acquire new customers and retain clientele
- Lightspeed's acquisition of ShopKeep follows the successful integration of multiple premier platforms, including those of Montreal-based Chronogolf, Berlin-based Gastrofix and Sydney-based Kounta

### FT Partners' Role

- FT Partners served as exclusive financial and strategic advisor to ShopKeep
- This transaction highlights FT Partners' deep domain expertise in the Software and Payments sectors, and its successful track record generating highly favorable outcomes for high-growth FinTech companies globally

#### Financial Technology Partners LP FTP Securities LLC

*is pleased to announce its role as  
exclusive strategic and financial advisor to*



*on its sale to*



*for total consideration of*

**\$565,000,000**



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## FT Partners Advises BillingTree on its \$503 million Sale to REPAY

### Overview of Transaction

- On May 10, 2021, Repay Holdings Corporation (NASDAQ: RPAY) ("REPAY"), a leading provider of vertically-integrated payment solutions, announced it has signed a definitive agreement to acquire BillingTree for approximately \$503 million
  - The acquisition will be financed with approximately \$275 million in cash from REPAY's balance sheet and \$228 million in newly issued shares of REPAY Class A common stock
  - The transaction is subject to certain customary closing conditions and is expected to close by the end of the second quarter of 2021
- BillingTree, founded in 2003 and headquartered in Scottsdale, AZ, is a leading provider of omni-channel payment solutions that help organizations get paid faster and more efficiently

### Significance of Transaction

- The acquisition brings together two leading providers of integrated payment solutions, further expanding REPAY's position in Healthcare, Credit Unions, Accounts Receivable Management (ARM) and Energy
- The addition of BillingTree's 1,650+ clients and over 50 ISV Partners enhances REPAY's scale and client diversification
- BillingTree's existing Healthcare, Credit Union, ARM, and Energy verticals provide access to an estimated annual payment volume opportunity of over \$700 billion
- The scale, capabilities, and infrastructure of the combined platform presents significant opportunities for cost savings and increased efficiencies

### FT Partners' Role

- Financial Technology Partners and FTP Securities ("FT Partners") served as strategic and financial advisor to BillingTree
- This transaction underscores FT Partners' deep domain expertise in Payments, as well as our successful track record in generating highly favorable, category-defining outcomes for our clients

### Financial Technology Partners LP FTP Securities LLC

*is pleased to announce its role as exclusive  
strategic and financial advisor to*



*on its sale to*

REPAY®

Realtime Electronic Payments

*for total consideration of*

**\$503,000,000**



*The Only Investment Bank  
Focused Exclusively on Financial Technology*

## FT Partners Advises CloudWalk on its \$190 million Series B Financing

### Overview of Transaction

- On May 11, 2021, CloudWalk announced that it had raised \$190 million of capital in its Series B financing
- The investment was led by Coatue Management with participation from DST Global as well as existing investors FIS, The Hive Brazil and Valor Capital
- Headquartered in São Paulo, Brazil, CloudWalk is a cutting-edge global payment network built from the ground up on modern technology stacks, focused on disrupting the payments ecosystem for small-and-medium enterprise merchants and their customers
- CloudWalk provides merchant acquiring services, data processing services, and sells Point-of-Sale solutions to the company's ~70,000 active merchants located in 3,300+ cities and towns across the country

### Significance of Transaction

- The \$190 million raised is the largest ever Series B financing for a company headquartered in Brazil <sup>(1)</sup>
- This commitment from a variety of investors recognizes CloudWalk's strong momentum since its inception, and will be used to continue accelerating the company's domestic presence in Brazil

### FT Partners' Role

- FT Partners served as the exclusive financial and strategic advisor to CloudWalk
- This transaction highlights FT Partners' deep domain expertise in the Payments sector, as well as its successful track record generating highly favorable outcomes for high-growth, Brazilian FinTech companies

### Financial Technology Partners LP FTP Securities LLC

*is pleased to announce its role as  
exclusive strategic and financial advisor to*



**cloudwalk**

*on its Series B financing led by*

**COATUE**

*for a total amount of*

**\$190,000,000**

FINANCIAL  
TECHNOLOGY  
PARTNERS

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(1) PitchBook Data, Inc.; Data has not been reviewed by PitchBook analysts

## FT Partners Advises Checkout.com on its \$230 million Series A Financing

### Overview of Transaction

- On May 2, 2019, Checkout.com announced it has raised \$230 million in Series A financing led by Insight Partners and DST Global with participation from GIC, Endeavor Catalyst, Blossom Capital and other strategic investors
- This is the first financing round for Checkout.com since its founding in 2012
- Headquartered in London, UK, Checkout.com offers the world's most comprehensive cross-border payment solution for digital commerce
  - The Company specializes in accepting, acquiring and processing international and local payments and also provides fraud management tools, analytics and comprehensive reporting features for merchants
  - Checkout.com is a direct acquirer of all major card schemes, accepting international cards, local card schemes and many of the most popular global alternative payment methods
  - Checkout.com handles every step of the payment process on a proprietary technology platform, so merchants benefit from feature parity across regions, faster processing speeds, greater reliability, and full data visibility

### Significance of Transaction

- This financing will enable Checkout.com to continue its rapid growth in Europe, the US and the Middle East, with further expansion into Asia and Latin America
- This transaction is the largest ever Series A Financing round for a Technology or FinTech company in Europe

### FT Partners' Role

- FT Partners served as sole strategic and financial advisor to Checkout.com
- This transaction underscores FT Partners' unparalleled track record in the Payments space and highlights the Firm's strong capabilities in finding the best investors for our clients worldwide

### Financial Technology Partners LP FTP Securities LLC

*is pleased to announce its role as  
exclusive strategic and financial advisor to*



*in its Series A Financing led by*



*with participation from*



*for total consideration of*

# \$230,000,000



*The Only Investment Bank  
Focused Exclusively on Financial Technology*



## FT Partners Advises PPRO on its \$270 million Growth Financing

### Overview of Transaction

- On March 25, 2021, PPRO announced new investment of \$90 million from JPMorgan Chase & Co. and Eldridge Industries
- The latest financing follows \$180 million in financing, announced January 19, 2021, from global investors including Eurazeo Growth, Sprints, Wellington and one of the world's largest asset managers, bringing the round to a total of \$270 million
- PPRO is the most trusted infrastructure provider in the cross-border payments space, powering international growth for payment service providers and platforms such as Citi, Elavon, Mastercard PGS, Mollie, PayPal, Worldpay and others
  - PPRO's local payments platform and expert services help its customers get the industry's best conversion rates in markets around the world by allowing online shoppers to pay with their preferred payment method
  - PPRO doubled its year-on-year transaction volumes in Q4 2020 and expanded its global team by 60% in the last twelve months
- JPMorgan relies on PPRO's infrastructure to accept payments from consumers all over the world; beyond offering access to a comprehensive payments portfolio, PPRO's technology and value-added services help it deliver the industry's best conversion rates to its global customers

### Significance of Transaction

- JP Morgan's significant investment is a testament to the unique value of PPRO's offering and validates PPRO's reputation as the most trusted provider of local payments infrastructure
- The Company will continue to focus on delivering and scaling its high-quality integrations to local payment methods across Europe, APAC and the Americas

### FT Partners' Role

- FT Partners served as exclusive financial and strategic advisor to PPRO and its Board of Directors
- FT Partners previously advised PPRO on its [\\$180 million financing](#) in 2021, [\\$50 million financing](#) in 2020, [\\$50 million financing](#) in 2018, and its [acquisition of allpage](#) in 2019
- This transaction underscores FT Partners' deep Payments domain expertise and successful track record of executing deals across developed and emerging markets

### Financial Technology Partners LP FTP Securities LLC

*is pleased to announce its role as  
exclusive strategic and financial advisor to*



*on its extension growth financing by*

## J.P. Morgan



ELDRIDGE

*for a total amount of*

# \$90,000,000



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## FT Partners’ Recent Awards and Recognition

### Bloomberg

#### Bloomberg

- FT Partners’ Steve McLaughlin was featured on Bloomberg / Bloomberg TV
- View the [full article](#) and watch the live [TV interview](#)



#### M&A Advisor Awards

- Technology Deal of the Year (2019)
- Cross Border Deal of the Year and Corporate / Strategic Deal of the Year (2018)
- Investment Banker of the Year (2017) – Steve McLaughlin, CEO & Managing Partner of FT Partners
- Investment Banking Firm of the Year (2016) – FT Partners



#### LendIt FinTech Industry Awards 2018:

- FT Partners wins Top Investment Bank in FinTech

### Institutional Investor



#### The FinTech Finance 40:

- Steve McLaughlin ranked #1 in 2017 and 2018

### The Information

Silicon Valley's Most Popular Dealmakers

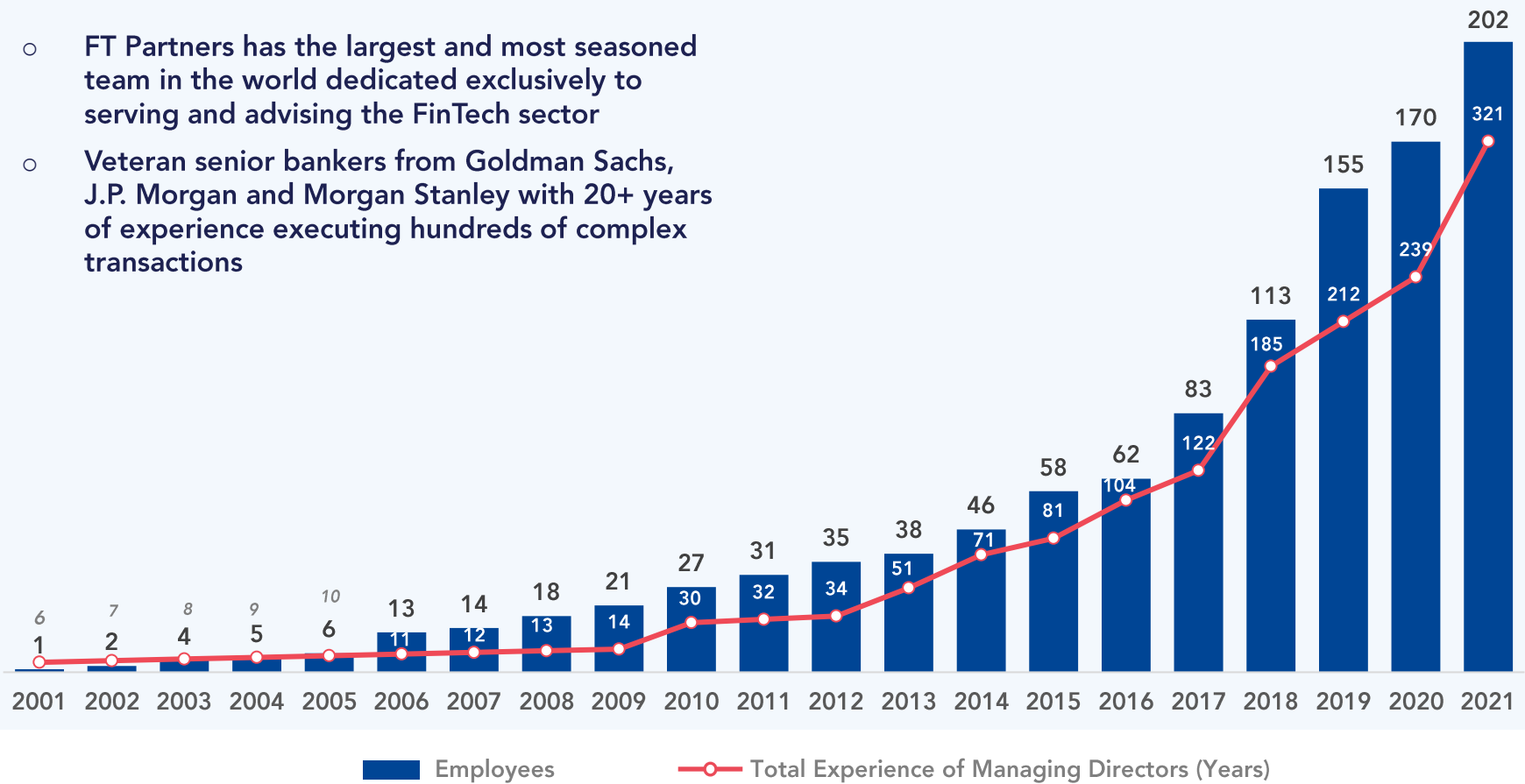
Name	Title	Company
Steve McLaughlin	Managing Director	FT Partners
Michael Bishop	Managing Director	Goldman Sachs
Paul Rosen	Managing Director	Wells Fargo
Quincy Smith	Partner	Credit Suisse

#### The Information's "Silicon Valley's Most Popular Dealmakers"

- Ranked as the #2 top Technology Investment Banker by The Information subscribers (2016)
- Only FinTech focused investment banking firm and banker on the list

## The Largest FinTech Advisory Practice in the World

- FT Partners has the largest and most seasoned team in the world dedicated exclusively to serving and advising the FinTech sector
- Veteran senior bankers from Goldman Sachs, J.P. Morgan and Morgan Stanley with 20+ years of experience executing hundreds of complex transactions



Average Experience of Managing Directors (Years)

