

# FT PARTNERS FINTECH INDUSTRY RESEARCH

October 14, 2021



## Lively Raises \$80 million in Series C Financing Led by B Capital Group



# Lively Raises \$80 million in Series C Financing



## Transaction Summary

### Transaction Summary

- On October 13, 2021, Lively, a provider of modern healthcare savings accounts (HSA), announced it has raised \$80 million in Series C financing led by B Capital Group
  - Telstra Ventures and existing investor, Costanoa Ventures, also participated in the round
  - The round brings the Company's total funding to more than \$120 million
- Lively will use the funds to further invest in its platform and build more relationships with top financial institutions across the US
  - This funding round will enable Lively to continue to add more consumer-friendly tools to its triple-tax advantaged solution
  - Lively's goal is to expand its offerings to cover all healthcare and financial tools Americans need to maximize their finances
- Over the last year, the Company has experienced strong growth, having recently partnered with BMO Harris, received an IRS Non-Bank Trustee designation, and surpassed \$500 million in HSA assets
  - Lively CEO, Alex Cyriac, expects the Company's HSA assets to top \$1 billion in early 2022, which he claims will make Lively the fastest HSA provider to reach that milestone

### Transaction Commentary

*"We are growing 4x faster than legacy incumbents and will cross \$1B in assets early next year, becoming the fastest HSA provider to do so, ever. This newest round of funding enables us to continue on our mission to help Americans prepare for the rising cost of healthcare both today and into the future."*



**Alex Cyriac**  
Co-Founder and CEO



*"Lively's product is what the modern healthcare experience should be, and their approach represents the future of the HSA. Their commitment to a customer-centric strategy, combined with Alex Cyriac's vision for the evolution of the HSA, make Lively the perfect fit for our portfolio of innovative healthcare companies."*



**Robert Mittendorf, MD**  
General Partner



# Lively Raises \$80 million in Series C Financing



## Transaction Summary

### Company Overview



**Co-Founder & CEO:** Alex Cyriac

**Headquarters:** San Francisco, CA

**Founded:** 2016

- Lively is a developer of a Health Savings Accounts (HSA) platform designed for individuals and businesses
- The Company's platform offers a no strings attached free HSA account for individuals and helps employers to administer an HSA for their employees
  - This enables consumers to optimize their healthcare spending, maximize their savings and better their livelihood
- Lively features paperless onboarding, automated payroll deductions and integrated TD Ameritrade Self-Directed brokerage accounts for online investing

### Selected Financing History

Date	Type	Size (\$ mm)	Investor(s) / Buyer(s)
10/13/21	Series C	\$80	B Capital Group; Telstra Ventures; Costanoa Ventures
10/16/19	Series B	27	Costanoa Venture Capital; Ally Financial Strategic Investments; Liquid 2 Ventures; PJC Capital; Teamworthy Ventures;
10/30/18	Series A	11	Costanoa Venture Capital; Y Combinator; PJC Capital; Transmedia Capital

### Products & Services Overview



#### Individuals

- Users can seamlessly fund, manage and invest their HSA
- 100% fee-free for individuals and families
- Simple transfer to bank account
- Free access to investment capabilities



#### Employers

- Streamline HSA administration
- Intuitive employer dashboard
- Dedicated onboarding support
- Automated payroll deductions



#### Brokers

- Simplified HSA management from proprietary syncing capabilities
- Easy sign-up, automated payroll contributions, administrative dashboard
- Dedicated point of contact



#### Partners

- Offers easy TPA services
- Easy data integration
- Employer HSA sync
- Can offer fee-free HSA to clients



# FT Partners – Focused Exclusively on FinTech

FT PARTNERS RESEARCH

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

April 12, 2021

FT PARTNERS  
TRANSACTION ANNOUNCEMENT

FINANCIAL  
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FT Partners is Pleased to Announce  
its Role as Exclusive Strategic and  
Financial Advisor to

**THE zebra**

on its Series D financing, led by a  
new undisclosed investor, with  
participation from other new and  
existing investors

for a total amount of

**\$150,000,000**

at a valuation of

**>\$1,000,000,000**

The Zebra's \$150 million  
Series D Financing

April 13, 2021

FT PARTNERS  
TRANSACTION ANNOUNCEMENT

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FT Partners is Pleased to Announce  
its Role as Exclusive Strategic and  
Financial Advisor to

**Clearcover**

on its Series D financing led by

**ELDRIDGE**

for a total amount of

**\$200,000,000**

Clearcover's \$200 million  
Series D Financing

May 15, 2019

FT PARTNERS  
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FINANCIAL  
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FT Partners is Pleased to Announce  
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Financial Advisor to

**InstaMed**

in its proposed sale to

**JPMORGAN  
CHASE & CO.**

InstaMed's Sale to  
JPMorgan Chase

May 10, 2021

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FT Partners is Pleased to Announce  
its Role as Exclusive Strategic and  
Financial Advisor to

**BillingTree**

on its sale to

**REPAY**  
Realtime Electronic Payments

for total consideration of

**\$503,000,000**

BillingTree's Sale to REPAY

FT PARTNERS FINTECH INDUSTRY RESEARCH

April 27, 2021

**alan**

Alan Raises €185 million (~\$223 million) in  
Series D Financing Led by Coatue

**COATUE**

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Alan Raises \$223 million in  
Series D Financing

FT PARTNERS FINTECH INDUSTRY RESEARCH

August 31, 2021

**LION-HEART ACQUISITION CORP.**

Lionheart Acquisition Corp. II (NASDAQ: LCAP)  
Merges with MSP Recovery at a Pro Forma  
Enterprise Value of \$32.6 billion

**MSP  
RECOVERY**  
DISCOVER. RECOVER.

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MSP Recovery Merges with  
Lionheart Acquisition Corp.

FT PARTNERS FINTECH INDUSTRY RESEARCH

February 16, 2021

**OPTUM**

Optum Acquires Change Healthcare (Nasdaq:  
CHNG) for Approximately \$13 billion

**CHANGE  
HEALTHCARE**

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Optum Acquires Change  
Healthcare for Approximately  
\$13 billion

FT PARTNERS FINTECH INDUSTRY RESEARCH

August 2, 2021

**WAYSTAR**

Waystar Acquires Patientco

**PATIENTCO**

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Featuring:  
Profiles of Other Healthcare  
Payment Companies  
\* PAYCOM \* HUMAN \* SALICOR \*  
\* PAYCOM \* HUMAN \* SALICOR \*  
Patientco \* RT \* ooda \* cedar

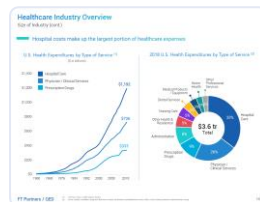
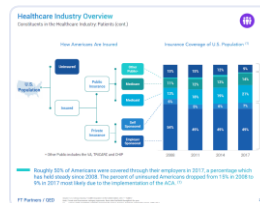
Waystar Acquires  
Patientco

[VIEW MORE FT PARTNERS RESEARCH](#)



## FT Partners Research – Healthcare Payments

### Healthcare Payments: Consumerization and Digitization Create a Massive FinTech Opportunity



Click pictures to view report













The healthcare industry, which accounts for 18% of GDP in the United States, is transforming as the industry adapts to more widespread adoption of digital technologies and confronts the challenges of ever rising costs and the pressures it puts on patients, hospitals and physicians ("providers"), insurance companies ("payers"), the government, and other participants. Similar to other areas of financial services, technology is only becoming more important to the delivery of financial services related to healthcare, resulting in the emergence of a Healthcare Payments ecosystem. Innovative business models and new technologies are eliminating inefficiencies within the current system, and challenging incumbents and traditional models.

#### Highlights of the report include:

- Detailed overview of the U.S. healthcare industry and key trends driving change
- A closer look at the emerging FinTech solutions for insurance companies, healthcare providers, employers, and patients
- Landscape of FinTech companies in the Healthcare Payments / Health Insurance ecosystem
- Proprietary list of financing and M&A transactions
- Interviews with more than 20 CEOs and Industry Executives
- Detailed profiles of 60 FinTech companies in the space

## Significant Experience Advising Large Financing Rounds and “Unicorns”

FT Partners has a history of advising on some of the largest financing transactions in the FinTech space, and representing numerous FinTech “Unicorns” above \$1 billion valuations

Company	Amount Raised	Selected Prominent Investors in FT Partners Led Rounds
 GreenSky™	\$1,560,000,000 *	Accel TEMASEK VISA PIMCO
 stone <sup>co.</sup>	1,545,000,000 *	RCP REVERENCE CAPITAL PARTNERS DST ANT FINANCIAL GREENSPRING ASSOCIATES TPG
 avidxchange	956,000,000 *	ICONIQ Premji Invest SoftBank Great Hill PARTNERS
<b>Revolut</b>	800,000,000	BainCapital ION CDPQ TIGERGLOBAL
<b>mollie</b>	800,000,000	BainCapital VENTURES capitalG CIBC Scotiabank®
<b>Varo</b>	510,000,000	Viking Goldman Sachs khosla ventures
 SpotOn	425,000,000 *	nyca KeyBank QED INVESTORS ING Blackstone 乾源资本 YUAN CAPITAL
 MERCURY®	420,000,000	BBVA Santander InnoVentures BV Battery Ventures WELLINGTON MANAGEMENT THIEL
 Remitly	374,000,000 *	maveron ADAMS STREET PARTNERS Elavon PayPal
<b>ppro</b>	370,000,000 *	KDT Redpoint PayU G/ edisonpartners
<b>NEXT</b>	333,000,000 *	NEUBERGER BERMAN KKR CARRICK ELDRIDGE edbi nabventures nab
 OakNorth	270,000,000	coatue QUESTMARK PARTNERS VALOR EQUITY PARTNERS
 feedzai	267,500,000 *	SILVERLAKE PARTHENON CAPITAL PARTNERS SUMMIT PARTNERS
<b>AlphaSense</b>	263,000,000	
<b>Liquidnet</b>	250,000,000	
 square trade <sup>protection plans</sup>	238,000,000	
 checkout.com	230,000,000	
<b>Forge</b>	220,000,000 *	
<b>TRUMID</b>	200,000,000	
 Clearcover	200,000,000	
<b>NIUM</b>	200,000,000	
 cloudwalk	190,000,000	

\* Total includes multiple financing rounds

## FT Partners Advises Assurance on its \$3.5 billion Sale

### Overview of Transaction

- On September 5, 2019, Prudential Financial (NYSE:PRU) announced that it has signed a definitive agreement to acquire Assurance IQ (“Assurance”)
- The acquisition includes total upfront consideration of \$2.35 billion and an additional earnout of up to \$1.15 billion in cash and equity, contingent upon the Company achieving multi-year growth objectives
- Launched in 2016, Assurance is the fastest growing direct-to-consumer InsurTech platform in history
  - Using a combination of advanced data science and human expertise, Assurance matches buyers with customized solutions spanning life, health, Medicare and auto insurance, giving them options to purchase entirely online or with the help of a technology-assisted live agent

### Significance of Transaction

- Assurance will add a large and rapidly growing direct-to-consumer channel to Prudential’s financial wellness businesses, significantly expanding the total addressable market of both companies
- Both companies will draw on respective capabilities to create a new, end-to-end engagement model geared to better serve customers
- The transaction is the largest strategic InsurTech exit in history and represents one of the fastest multi-billion dollar tech exits, as the Company was only founded in February 2016
- Assurance was funded entirely by its founders, highlighting FT Partners' ability to help under-the-radar FinTech companies achieve optimal outcomes

### FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Assurance and its board of directors
- This transaction highlights FT Partners’ deep domain expertise in the InsurTech space, 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 up to*

# \$3,500,000,000



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## FT Partners Advises SquareTrade in its Strategic Sale

### Overview of Transaction

- On November 28, 2016, SquareTrade announced its \$1.4 billion all-cash strategic sale to the Allstate Corporation
- Headquartered in San Francisco, CA, SquareTrade offers top-rated protection plans trusted by millions of consumers for electronics and appliances
  - SquareTrade's branded products are sold through major retailers
- Allstate is the largest publicly held personal lines property and casualty insurer in America serving more than 16 million households nationwide
- More details available in Allstate's transaction [press release](#) and [investor presentation](#)

### Significance of Transaction

- This transaction expands Allstate's protection offering to consumer electronics, connected devices and appliances
- SquareTrade substantially increases Allstate's customer relationships while providing both strong near-term and long-term growth opportunities

### FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to SquareTrade and its Board of Directors
- This transaction demonstrates FT Partners' continued leadership position as the "advisor of choice" to the highest quality FinTech companies
- FT Partners represented [SquareTrade in its \\$238 million strategic growth investment with Bain Capital and Bain Capital Ventures](#)
- FT Partners also recently represented Bain Capital Ventures' portfolio company [Enservio in its sale to Solera](#) demonstrating our long-term trusted relationship

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*in its sale to*



*for total consideration of*

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



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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

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strategic and financial advisor to*



*on its sale to*

REPAY®

Realtime Electronic Payments

*for total consideration of*

**\$503,000,000**



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## FT Partners Advises Next Insurance on its \$250 million Series C Financing

### Transaction Overview

- On October 7, 2019, Next Insurance announced that it has raised \$250 million in its Series C funding round from Munich Re
- Founded in 2016 and headquartered in Palo Alto, CA, Next Insurance is the leading digital insurance company for small businesses
  - Revolutionizing traditional insurance processes, Next Insurance utilizes advanced technology to offer the industry's most innovative small business insurance policies
- Munich Re is one of the world's leading providers of reinsurance, primary insurance, and insurance-related risk solutions
- In May 2018, Next Insurance announced its status as a licensed insurance carrier, allowing the Company to write policies independently, as well as to have more freedom over underwriting, setting of prices, and configuration of policies

### Significance of Transaction

- The Series C round brings Next Insurance's total funding to \$381 million in just over three years, with a valuation of over \$1 billion
- The new funds will continue to help Next Insurance grow its team, develop its technology, and accelerate customer growth
- Additionally, the investment allows Munich Re to expand its footprint in the small and medium-sized business insurance market in the United States

### FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Next Insurance and its Board of Directors
- FT Partners also advised Next Insurance on its [\\$83 million Series B financing](#) in 2018
- This transaction underscores the long-term nature of many of FT Partners' relationships as well as our successful track record generating highly favorable outcomes for leading InsurTech companies

### Financial Technology Partners LP FTP Securities LLC

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

**NEXT**  
INSURANCE

*on its Series C financing from*

**Munich RE** 

*for total consideration of*

**\$250,000,000**

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## FT Partners Advises Benaissance on its \$80 million Sale to Wex

### Overview of Transaction

- On October 15, 2015, Benaissance, LLC (“Benaissance” or the “Company”) announced it has entered into a definitive agreement to be acquired by WEX for \$80mm
- Headquartered in Omaha, NE, Benaissance is a leading provider of integrated Software-as-a-Service (SaaS) technologies and services for healthcare premium billing, payment and workflow management
  - Existing investors include Omaha-based, McCarthy Capital
- WEX is a leading, multi-channel provider of corporate payment solutions representing more than 9 million vehicles and serving a wide variety of business sectors
- The transaction is expected to close in the fourth quarter of 2015 and is subject to applicable regulatory approvals and other customary closing conditions

### Significance of Transaction

- Represents a highly-attractive outcome for both Benaissance and WEX
- Combined resources and expertise of Benaissance and WEX position the Company extraordinarily well to further its leadership in the marketplace
- Enables WEX to provide an expanded and differentiated payments solution in order to grow its addressable market opportunity and wallet share in the healthcare market
- Benaissance will be integrated with WEX’s existing Evolution1 platform creating an opportunity for potential synergies as the businesses already share a number of mutual partners and customers

### FT Partners’ Role

- FT Partners served as exclusive strategic and financial advisor to Benaissance and its Board of Directors
- Transaction highlights FT Partners’ continued success advising leading companies and generating highly successful outcomes in the Healthcare / Benefits IT and Services space

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*in its sale to*



*for a total consideration of*

**\$ 80,000,000**



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## FT Partners Advises Lennar on its Investment in Hippo

### Overview of Transaction

- On November 14, 2018, Lennar Corporation (“Lennar”) announced it has co-led a \$70 million minority investment in Hippo with Felicis Ventures, along with participation from all major existing shareholders
  - The investment brings the total amount of funding raised by Hippo to \$109 million
- Lennar Corporation (NYSE:LEN) is the one of the leading homebuilders in the United States
- Headquartered in Mountain View, CA, Hippo is a leading property and casualty InsurTech start-up, offering homeowners insurance as well as a number of more specialized products
- Hippo has helped cut premium costs for its customers by up to 25%, seen policy sales grow by 30% month over month, and now covers more than \$25 billion in total property value
  - Hippo is accessible to more than 50% of the US homeowner population, and that number is expected to increase to over 60% by the end of 2018

### Significance of Transaction

- With the new funding, Hippo will accelerate growth while continuing to deliver a modernized home insurance product that includes world-class customer experience on a national scale
- The transaction also offers a clear path for Lennar to continue to streamline the home buying experience for its customers

### FT Partners’ Role

- FT Partners served as exclusive strategic and financial advisor to Lennar
- This transaction underscores FT Partners' deep FinTech expertise and its continued success in providing buy side advisory to top-tier strategic investors

### Financial Technology Partners LP FTP Securities LLC

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

**LENNAR®**

*in its minority investment in*



*with participation from  
new and existing investors*

*for total consideration of*

**\$70,000,000**

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## FT Partners Advises InstaMed on its Sale to JPMorgan Chase Bank

### Overview of Transaction

- On May 15, 2019, InstaMed announced it has agreed to be acquired by JPMorgan Chase Bank, NA
- Headquartered in Philadelphia, PA, InstaMed is a leading healthcare payments network that connects providers, payers, and consumers on one platform to facilitate healthcare commerce
- Since its founding in 2004, InstaMed has offered a highly integrated experience and has grown to create a diverse solution set that meets the critical payments, engagement, and transaction processing needs of the healthcare industry
- InstaMed's secure, centralized platform alleviates a number of challenges in the healthcare payments industry, with particular focus on eliminating paper, improving the consumer financial experience, and reducing costs to collect payments

### FT Partners' Role

- FT Partners leveraged its deep domain expertise and transactional experience in the Healthcare and Payments sectors to generate a highly successful outcome for InstaMed and its shareholders
- The transaction builds on FT Partners' strong Healthcare track record following advisory roles with [Eliza](#), [Benaissance](#), [Zywave](#), [AmWINS](#), and [R1 RCM](#), among others
- This transaction also demonstrates FT Partners' continued leadership position as the "Advisor of Choice" to the most prominent FinTech companies

### Financial Technology Partners LP FTP Securities LLC

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

**InstaMed®**

*in its proposed sale to*

**JPMORGAN  
CHASE & Co.**

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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

A small table titled "Silicon Valley's Most Popular Dealmakers" with columns for Name, Title, and Company. It lists several individuals and their roles at various firms.

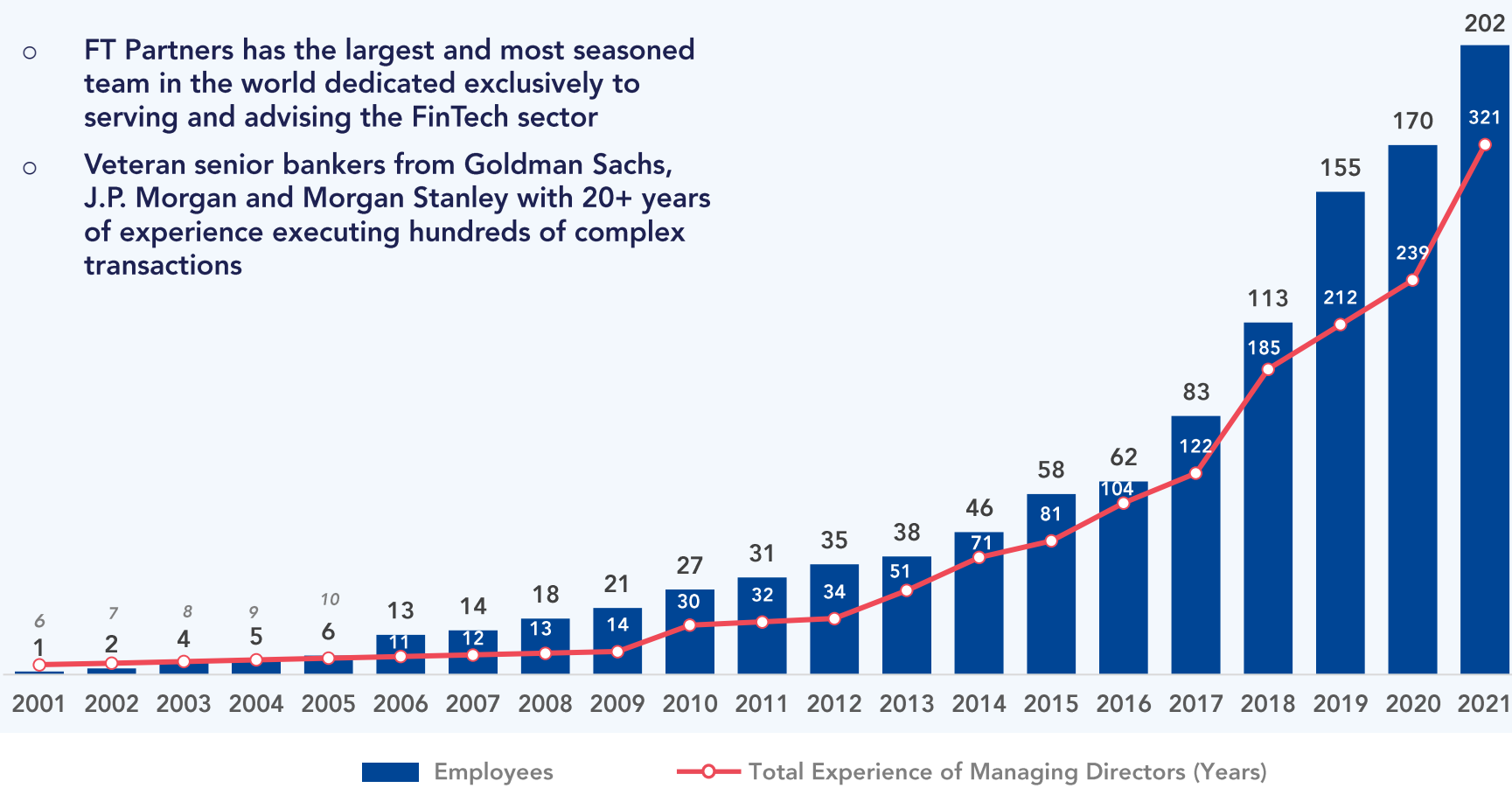
Silicon Valley's Most Popular Dealmakers		
Name	Title	Company
Sam Smith	Managing Director	Golden Gate
Steve McLaughlin	Managing Partner	FT Partners
Michael Roper	Managing Director	Golden Gate
Mark Winkler	Managing Director	Golden Gate
Paul Rosen	Managing Director	Golden Gate
Quincy Smith	Partner	Golden Gate

#### 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)

