FT PARTNERS FINTECH INDUSTRY RESEARCH

January 14, 2022

Featuring:

In-Depth B2B Payments Landscape



Brex Raises \$300 million in Series D2 Financing Led by TCV and Greenoaks Capital Partners





The Only Investment Bank Focused Exclusively on FinTech

Brex Raises \$300 million in Series D2 Financing

FT PARTNERS RESEARCH



Transaction Summary

Transaction Summary

- On January 11, 2022, app-based corporate credit card and expense management company Brex announced it has raised \$300 million in Series D2 financing
 - The round was led by Greenoaks Capital and TCV, with additional participation from Endeavor Catalyst, Base 10 Partners, Evolution VC Partners, Gaingels, Mastry, and Sand Hill Angels
 - With the close of this round, Brex has now raised a total of \$1.2 billion in equity capital since its founding
 - The round values Brex at \$12.3 billion up from \$7.4 billion in April 2021
 - The capital will enable the Company to continue investing in its product portfolio, serving a wider range of finance needs for fast-growing companies
- According to Co-founder and Co-CEO Henrique Dubugras, the Company's revenue has more than doubled over the past year (1)
- Brex also announced the appointment of Karandeep Anand as the Company's new Chief Product Officer
 - Anand joins Brex from Meta where he led the Company's business products group, which serves more than 200 million businesses globally

Transaction Commentary

"We are grateful for the ongoing commitment and belief our investors have in Brex, and for the opportunity to continue to invest in how we serve our customers... As we expand our product portfolio, we are incredibly lucky to have Karandeep join the team to lead this important initiative. Karandeep understands our customers and knows how to build and scale business products with consumer-grade ease to meet the needs of fast-growing companies."



Henrique Dubugras Co-CEO & Co-Founder

"Brex is fundamentally transforming financial operations with a growing suite of innovative financial products and a magical user experience...We are honored and excited to continue joining founders Henrique Dubugras and Pedro Franceschi on their journey to becoming one of the most important fintech franchises in the world."

TCV

David Zhang
Partner

Brex Raises \$300 million in Series D2 Financing

FT PARTNERS RESEARCH



Brex Overview

Company Overview



Co-CEO & Co-Founder:	Henrique Dubugras

Co-CEO & Co-Founder: Pedro Franceschi

San Francisco, CA **Headquarters:**

2017 Founded:

- Brex offers everything business owners need to grow their companies, from business accounts and credit cards to spend management software and live support
- The Company's credit card eliminates the need to supply social security numbers or credit scores and is supported by an integrated software suite that reduces employee time spent on expense management, accounting, and budgeting, enabling entrepreneurs to protect their personal credit without restricting their capital
 - Brex approves companies for its credit cards based on investors, cash balance, and spending patterns and then sets limits accordingly
- Thousands of businesses use Brex to manage their finances - the Company serves, among others, newly founded startups, established tech companies, life science companies and e-commerce brands

Products / Services Overview



Business Account Deposit funds and send free wires



Empower developers to create custom workflows and internal tools



Instant Payout

Get early access to online revenue



Integrations

Sync and close the books faster



Expense Tracking

Issue cards, match receipts and run



Venture Debt

Save with rewards and discounts



Rewards

Save with rewards and discounts



Bill Pay - Premium

Automate the invoice and payment



Credit Card

Earn up to 8x points on all spend



Spend Controls - Premium

Deposit funds and send free wires

Tailored Terms



The easy way to streamline purchasing and T&E, with higher card limits and custom controls

- Save time and accelerate R&D
- No personal guarantee



Not a loan or a cash advance, but financing built for the way ecommerce works

- Net 60 terms to
- Interest-free and no fees
- Instant approvals



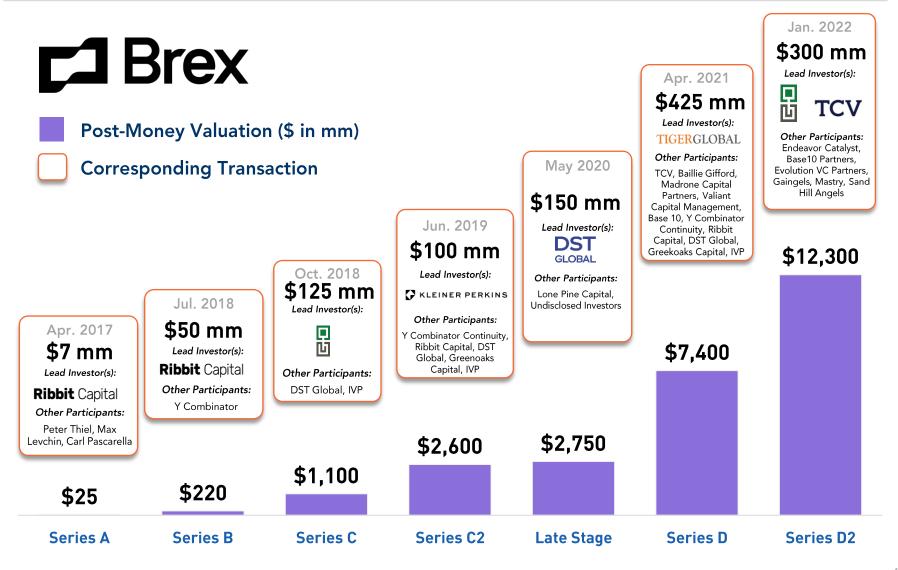
Life Science

The easy way to streamline purchasing and T&E, with higher card limits and custom controls

- Save time and accelerate R&D
- No personal guarantee
- Custom rewards for life sciences

□ Brex

Brex's Valuation and Transaction History



B2B Payments Market Landscape







Selected FT Partners Research - Click to View



Revolut's \$800 million Series E Financing



Varo's \$510 million E Round Financing



Truebill's \$1.3 billion Sales to Rocket



Upgrade's \$280 million Series F Financing



Zilch Raises \$110 million in Financing



OneCard Raises \$76 million in Financing



Slice Raises \$220 million in Series B Financing



Lydia Raises \$100 million in Series C Financing

VIEW MORE FT PARTNERS RESEARCH

Leading Advisor to Financial Management Solution Providers











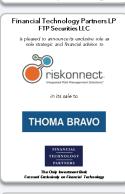


























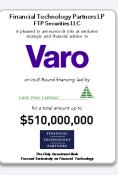
Leading Advisor Across the Banking and Lending Tech Sector











































FT Partners Advises Divvy on its Sale to Bill.com

Overview of Transaction

- On May 6, 2021, Bill.com (NYSE:BILL) announced it has entered into a definitive agreement to acquire Divvy in a stock and cash transaction valued at approximately \$2.5 billion
 - Bill.com will acquire Divvy for \$625 million in cash and approximately
 \$1.875 billion of Bill.com Common Stock, subject to customary
 adjustments for transactions of this nature
- Divvy modernizes finance for business by combining expense management software and smart corporate cards into a single platform
- Bill.com is a leading provider of cloud-based software that simplifies, digitizes, and automates complex back-office financial operations for small and midsize businesses (SMBs)

Significance of Transaction

- The combination will expand the market opportunity for both companies
- Bill.com can offer expense management and budgeting software combined with smart corporate cards to its more-than 115,000 customer base and its network of 2.5 million members
- Divvy will be able to offer automated payable, receivables, and workflow capabilities to the more-than 7,500 active customers that it serves

FT Partners' Role

- FT Partners served as exclusive financial and strategic advisor to Divvy and its Board of Directors
- FT Partners previously advised Divvy on its \$165 million Series D financing in January 2021, demonstrating FT Partners' long-term commitment to its clients, and the repeat nature of many of FT Partners' advisory engagements
- This transaction underscores FT Partners' deep payments and software domain expertise, as well as our successful track record generating highly favorable outcomes for high-growth, unicorn 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

~\$2,500,000,000



FT Partners Advises Open Lending on its Merger with Nebula Acquisition

Overview of Transaction

- On January 6, 2020, Nebula Acquisition Corporation "Nebula" (Nasdaq: NEBU), a special purpose acquisition company ("SPAC"), sponsored by True Wind Capital, announced a definitive merger agreement with Open Lending
- Upon completion of the business combination on June 10, 2020, Nebula changed its name to Open Lending, and its common stock is expected to begin trading on the Nasdaq Stock Market under the ticker symbol "LPRO", commencing June 11, 2020
 - Total consideration of the transaction is approximately \$1.7 billion *
- Open Lending, through its flagship product, Lenders Protection, offers loan analytics, risk-based pricing, risk modeling and default insurance, ensuring profitable auto loan portfolios for financial institutions throughout the U.S.

Significance of Transaction

- While creating significant liquidity for existing shareholders, Open Lending's
 Management team will continue to lead the merged Company as over 70% of
 their existing equity is expected to be rolled as part of the transaction
- Open Lending's existing minority investor, Bregal Sagemount, a prominent growth equity firm, will continue as a public stockholder and participate on the board as well
- Open Lending will pursue significant growth opportunities within its existing customer base of credit unions, banks, and OEM Captives, as well as through new channels, asset classes, and geographies

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Open Lending
- Exemplifies FT Partners' ability to deploy expertise for a complex business operating at the intersection of consumer finance, InsurTech, and Auto FinTech
- Builds on FT Partners' expertise in navigating the unique process in selling companies to SPACs, and follows highly successful sales of FT Partners' clients <u>CardConnect</u> and <u>REPAY</u>

Financial Technology Partners LP

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



on its merger with

Nebula Acquisition Corporation (NASDAQ: NEBU)

sponsored by



for total consideration of up to approximately

\$1,700,000,000



FT Partners Advises Finicity on its Sale to Mastercard

Overview of Transaction

- On June 23, 2020, Mastercard (NYSE: MA) announced it has entered into an agreement to acquire Finicity, a leading North American provider of real-time financial data access and insights
 - The acquisition is valued at up to ~\$1 billion in total consideration, which is comprised of \$825 million at close and up to \$160 million in earn-out consideration
- Finicity enables a secure and innovative financial data-sharing ecosystem
 through direct connectivity to thousands of North American financial institutions,
 including next generation open banking API connections with the largest banks
 in the US
 - Finicity helps power the programs of banks and FinTech companies, using approvals to securely access customer information to provide value-added services such as streamlined loan and mortgage processes, rapid account-based payment initiation and personal financial management solutions

Significance of Transaction

 The addition of Finicity's complementary technology and innovative team strengthens the existing Mastercard open banking platform to enable and safeguard a greater choice of financial services, reinforcing the Company's longstanding partnerships with and commitment to financial institutions and FinTech companies across the globe

FT Partners' Role

- FT Partners served as the exclusive strategic and financial advisor to Finicity and its board of directors
- This transaction highlights FT Partners' deep domain expertise across the FinTech sector and further supports FT Partners' role as the Advisor of Choice to the highest quality FinTech companies

Financial Technology Partners LP

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



on its sale to



for total consideration of up to

~\$1,000,000,000



FT Partners Advises on Chrome River's Merger with Certify

Overview of Transaction

- On March 5, 2019, Chrome River Technologies and Certify agreed to merge in a transaction valued at over \$1 billion
 - K1 Investment Management, which owns Certify, will hold a majority stake in the combined company
 - Existing shareholders, including the companies' founders and Chrome River investor Bain Capital Ventures, will retain minority stakes
- Chrome River is a leader in expense management, providing SaaS-based automation solutions for more than 1,000 organizations worldwide
- Certify is the world's largest independent provider of travel, expense and invoice management software serving more than 10,000 companies through its family of brands

Significance of Transaction

- The merger joins Chrome River to the existing Certify family of brands, which includes Nexonia, Tallie, Abacus, and Captio
 - The multi-brand strategy enables companies of all sizes and verticals to work with a single vendor, yet craft the solution that is best suited to their specific needs
- The companies will support all existing products and collaborate on accelerating investments in technology areas such as machine learning, artificial intelligence, analytics, and reporting, to provide customers with enhanced travel, expense, and invoice management capabilities

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Bain Capital Ventures and Great Hill Partners in this transaction
- FT Partners previously advised Chrome River on its \$100 million Series D
 Financing from Great Hill Partners in 2015
- This transaction underscores FT Partners' strong domain expertise and successful track record advising leading SaaS-based companies in the Financial Management Solutions space

Financial Technology Partners LP FTP Securities LLC

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



in the merger of



&



valued in excess of

\$1,000,000,000



FT Partners Advises Wave on its Sale to H&R Block

Overview of Transaction

- On June 11, 2019, H&R Block, Inc. (NYSE: HRB) announced that it has agreed to acquire Wave Financial Inc. for \$405 million in cash
- Headquartered in Toronto, Ontario, Wave provides award-winning accounting, invoicing, payroll, and payments software solutions, as well as bookkeeping services, built into a comprehensive platform
 - Wave has a low-cost customer acquisition model and currently serves over 400,00 monthly active global small businesses
- H&R Block is a global consumer tax services company, providing tax return preparation services through 11,000 company-owned and franchise retail tax offices worldwide as well as tax software for DIY consumers

Significance of Transaction

- This transaction will expand H&R Block's product and client portfolio as well as enhance its position in the small business space
- H&R Block estimates that the transaction will generate \$40 to \$45 million of revenue for fiscal 2020
- Following the closing of the transaction, Wave will maintain its leadership team, including Kirk Simpson, operating independently within H&R Block from its headquarters in Toronto, Ontario.

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Wave
- FT Partners also previously advised Wave on its \$10 million <u>Series C financing</u>
- This transaction underscores FT Partners' expertise in sell-side advisory across a broad range of SaaS, financial management, and payments companies that target small businesses

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 approximately

\$405,000,000



FT Partners Advises AvidXchange on its \$388 million Growth Financing

Overview of Transaction

- On April 23, 2020, AvidXchange announced it has raised \$128 million in additional equity financing in an oversubscribed round, which brings it to a total of \$388 million, after raising \$260 million in January of this year
- Participating investors include a number of the foremost capital management firms, including new investors Neuberger Berman, on behalf of clients, Lone Pine Capital, and Schonfeld Strategic Advisors, along with existing investors
- AvidXchange is a best-in-class business-to-business payments company that is revolutionizing how companies pay their bills by automating the invoice and payment processes for middle market companies
 - The Company focuses on serving mid-market clients and spans multiple industries including Real Estate, Financial Services, Home Owners Associations (HOA), Healthcare Facilities / Social Services, and Construction

Significance of Transaction

- The new capital will fuel AvidXchange's continued growth and innovation, allowing the Company to invest in its solutions for both buyers and suppliers while reaching more customers in the middle market
- The transaction firmly positions the Company for its next phase of growth

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to AvidXchange
- FT Partners has been AvidXchange's advisor since 2009, working with the Company on multiple capital raises, as well as a number of acquisitions
- Transaction underscores the long-term nature of many of FT Partners' relationships, as well as our deep expertise in advising leading Financial Management Solution providers

Financial Technology Partners LP FTP Securities LLC

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



on its growth financing with new investors

NEUBERGER BERMAN LONE PINE CAPITAL



for a total amount of

\$ 388,000,000



FT Partners' Recent Awards and Recognition

Bloomberg

Bloomberg

- o FT Partners' Steve McLaughlin was featured on Bloomberg / Bloomberg TV
- o 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:

o FT Partners wins Top Investment Bank in FinTech

Institutional Investor





The FinTech Finance 40:

Steve McLaughlin ranked #1 in 2017 and 2018





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

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

The Largest FinTech Advisory Practice in the World



Highly proprietary information. Unauthorized distribution without prior consent from Financial Technology Partners LP, FTP Securities LLC or FinTech Partners Limited (together "FT Partners") is strictly prohibited. The information in this report relies upon a variety of public sources, the accuracy of which cannot be guaranteed. No persons or entities should use the information in decision making without independent investigation or professional advice. This communication should not be regarded as an offer to sell or as a solicitation of an offer to buy any financial product or service, nor is it an official confirmation of any transaction, or representative of an official position or statement of Financial Technology Partners LP, FTP Securities LLC or any other related entity. FTP Securities LLC is a FINRA registered broker-dealer and FinTech Partners Limited is an FCA appointed representative. © 2022