November 11, 2020

PrimaryBid Raises $50 million in Series B Financing

The Only Investment Bank Focused Exclusively on FinTech

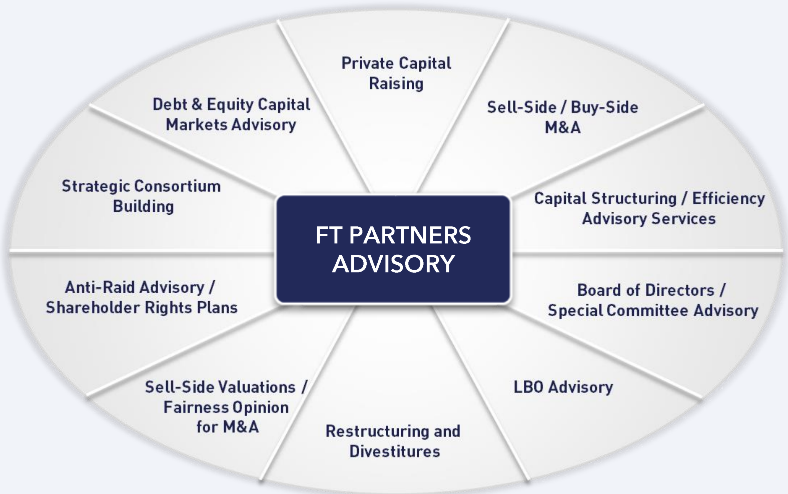
San Francisco • New York • London

FT Partners – Focused Exclusively on FinTech

Overview of FT Partners

- Financial Technology Partners ("FT Partners") was founded in 2001 and is the only investment banking firm focused exclusively on FinTech
- FT Partners regularly publishes research highlighting the most important transactions, trends and insights impacting the global Financial Technology landscape. Our unique insight into FinTech is a direct result of executing hundreds of transactions in the sector combined with over 19 years of exclusive focus on Financial Technology

FT Partners' Advisory Capabilities



FT Partners' FinTech Industry Research

- In-Depth Industry Research Reports
- Proprietary FinTech Infographics
- Monthly FinTech Market Analysis
- FinTech M&A / Financing Transaction Profiles

The Information

Named Silicon Valley's #1 FinTech Banker (2016) and ranked #2 Overall by *The Information*

Institutional Investor

Ranked #1 Most Influential Person in all of FinTech in *Institutional Investors* "FinTech Finance 40"

THE M&A ADVISOR

Numerous Awards for Transaction Excellence including "Deal of the Decade"

SUBSCRIBE

PrimaryBid Raises $50 million in Series B Financing

PrimaryBid

Transaction Summary

Transaction Summary

- **On October 26, 2020, PrimaryBid, a UK-based online investment platform connecting retail investors with public companies raising capital, announced it has raised $50 million in Series B financing**
  - New investors in the round include London Stock Exchange Group, Draper Esprit, Fidelity International Strategic Ventures, OMERS Ventures, and ABN AMRO Ventures
  - Existing investors Pentech Ventures and Outward VC also participated
- **The Company plans to use the funding to grow its team, invest in its technology platform and expand into international markets**
  - PrimaryBid will immediately move into Europe where it has an exclusive commercial agreement with Euronext across nine geographies
- **PrimaryBid says one of its unique innovations is its focus on new share issuances and getting retail investors involved in "accelerated follow-on raises," which have never been open to them before (1)**
  - The Company believes retail investors are an important population for any capital raising activity, as they directly own 13.5% of the UK market, while holding approximately £269 billion in cash individual savings accounts (ISA)
- **PrimaryBid experienced significant growth over the past year**
  - PrimaryBid helped U.K. retail investors access billions of dollars of corporate fundraisings during the COVID-19 pandemic, including FTSE 100 Compass Group, Ocado, Taylor Wimpey and Segro
  - PrimaryBid has completed over 41 capital raisings for UK listed companies and investment trusts since April 2020

Transaction Commentary

"This investment builds on our collaboration with PrimaryBid and is part of London Stock Exchange Group's commitment to broadening retail investor access to public equity markets. Through PrimaryBid's innovative offering, retail investors have been able to access capital raisings on the same terms as institutional investors, supporting the U.K.'s public companies by providing additional capital and liquidity."

London Stock Exchange Group

Charlie Walker
Head of Equity and Fixed Income, Primary Markets

"The COVID-19 pandemic demonstrated the effectiveness of the public markets, with companies recapitalizing quickly and efficiently. Our technology has allowed thousands of retail investors to participate on equal terms with institutional investors, unlocking a large and important source of liquidity and long-term share ownership for corporate issuers."

PrimaryBid

Anand Sambasivan
Co-Founder & CEO

Selected Financing History

Date	Type	Amount	Selected Investor(s)
10/26/20	Series B	$50	London Stock Exchange Group; Draper Esprit; OMERS Ventures; ABN AMRO Ventures; Pentech Ventures; Outward; Fidelity International Strategic Ventures
09/07/19	Growth	9	Pentech Ventures; Outward; Undisclosed Investor(s)
09/20/18	Growth	3	Lombard Odier; Undisclosed Investor(s)

Source: Company website, Company press release, FT Partners' Proprietary Transaction Database, PitchBook
(1) Techcrunch " UK's PrimaryBid raises $50M as its retail investing platform sees a COVID-19 surge of activity

PrimaryBid Raises $50 million in Series B Financing

PrimaryBid Overview

Company Overview

PrimaryBid

Co-Founder & CEO:	Anand Sambasivan
Headquarters:	London, UK
Founded:	2012

- **PrimaryBid is a technology platform that allows individual investors fair access to public companies raising capital**
- **The Company always ensures that retail investors transact at the same time and at the same price as institutional investors**
- **Through PrimaryBid's partnerships with the London Stock Exchange and Euronext, the Company has created the infrastructure to seamlessly connect everyday investors with public companies**

PrimaryBid Benefits & Stats

Simple	Free	Fair
Create an account and access share offerings either via desktop or the PrimaryBid mobile app	PrimaryBid receives a fee from the companies that they raise capital for, so they do not charge individuals	PrimaryBid provides equal access to new share offers from public companies, at the same price as institutional investors

93	£1k – £500k	500,000+	£500k – £10mm+
Deals Completed	**Ticket size range**	**Retail investors accessed**	**Order book per deal**

Products & Services Overview

For Investors

Notifications

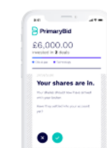
When a company is raising capital through PrimaryBid, get instant notifications by email or push notifications

Subscribe

Review the terms of the share offer and subscribe using a debit cad

Receive Shares

Once allocations have been confirmed, the shares will be transferred into an individual's general investment account



For Issuers

Better Outcomes

Retail shareholders represent an untapped pool of incremental capital

Better Governance

Companies have a duty to their entire shareholder base and retail investors deserve equal access to capital raisings as a matter of fairness

Better Liquidity

Diversification away from institutions can enhance secondary market liquidity

Better Engagement

Fundraisings are an opportunity for a company to engage with key stakeholders

Source: Company website, press release

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Selected FT Partners Research – *Click to View*

Circle's $25 million Financing

Clearpool's Sale to BMO

Trumid's $200 million Financing

Forge's Merger with SharesPost

Scalable Capital Raises €50 million in Series D Financing

Robinhood Raises $660 million in Series G Financing

Empower Retirement Acquires Personal Capital for up to $1 billion

Pagaya Raises $102 million in Series D Financing

VIEW MORE FT PARTNERS RESEARCH

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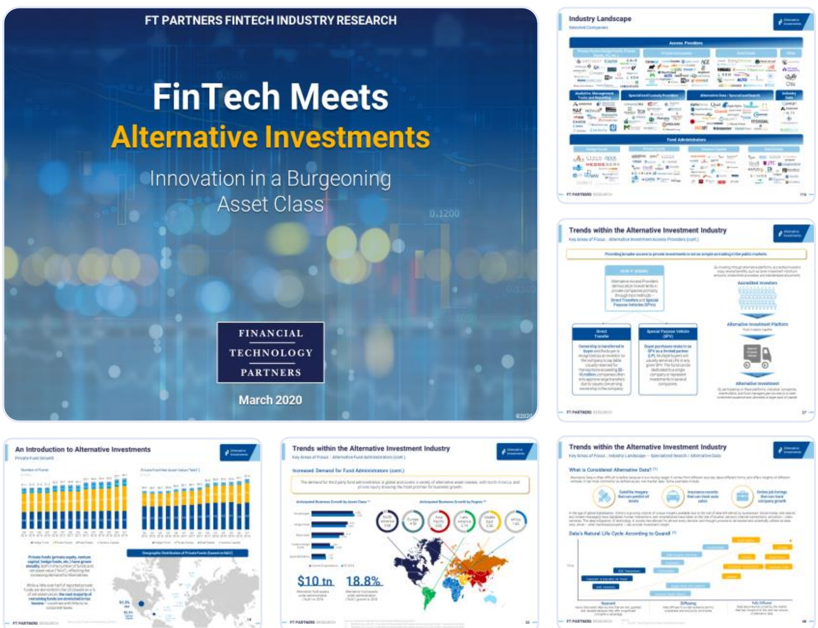
FT Partners Research – FinTech Meets Alternative Investments

FinTech Meets Alternative Investments
Innovation in a Burgeoning Asset Class



Click pictures to view report

Demand for alternative assets remains strong as investors and plan sponsors seek asset diversification, higher yields, and uncorrelated returns. As a result, alternatives are a clear bright spot in the asset management industry. As demand grows for alternative assets, a new FinTech ecosystem is developing to help investors, investment managers, and service providers to access new asset classes and manage their investments and operations with new data, software, and platforms.

Highlights of the report include:

- An overview of trends driving the developing FinTech ecosystem around the Alternative Investment Management industry
- A detailed landscape of FinTech companies operating in the Alternatives space
- Proprietary list of financing and M&A transactions in the space
- Interviews with the CEOs of 11 companies driving innovation in Alternatives
- Detailed profiles of 41 FinTech companies operating in the industry

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Selected FT Partners Capital Markets / WealthTech Transactions

M&A Transactions

- Forge on its merger to SharesPost
- BlackRock in its 100% acquisition of FutureAdvisor
- Clearpool on its sale to BMO Bank of Montreal
- Trust Company of America in its sale to E*TRADE for total consideration of $ 275,000,000
- Pensco Trust Company in its sale to OpusBank for total consideration of $ 104,000,000
- ATD (Automated Trading Desk, LLC) in its sale to Citi for cash and stock consideration of approximately $ 680,000,000
- Instinet in the sale of its stake in Chi-X Europe to BATS for total consideration of approximately $ 305,000,000
- CVC Capital Partners in its acquisition of OANDA
- ITG in its acquisition of Macgregor for cash consideration of approximately $ 230,000,000
- LatentZero in its sale to Fidessa (Royalblue Group Plc) for aggregate consideration of up to approximately $ 125,000,000
- TheMarkets.com in its sale to Capital IQ (A Division of Standard & Poor's) for total consideration of approximately $ 300,000,000
- Wombat Financial Software in its sale to NYSE Euronext for total consideration of approximately $ 225,000,000

Financing Transactions

- Forge in its Series B financing led by Operative Capital, Panorama Point Partners for total consideration of $ 70,000,000
- AlphaSense on its Series B financing from Innovation Endeavors, Soros Fund Management for total consideration of $50,000,000
- Addepar in its Series D financing co-led by Valor Equity Partners, 8VC, Harald McPike for total consideration of $ 140,000,000
- Trumid on its financing led by Dragoneer with participation from TPG & funds and accounts managed by BlackRock, T. Rowe Price for a total amount of $200,000,000
- Riskalyze in its growth equity investment led by FTV Capital for total consideration of $ 20,000,000
- Envestnet in its $69,000,000 Initial Public Offering valuing the equity at approximately $ 300,000,000
- Liquidnet in its financing for approximately $ 250,000,000 valued at approximately $ 1,800,000,000
- Moneyfarm on its Series C financing led by Poste Italiane with participation from Allianz for total consideration of £36,000,000
- TradingScreen in its minority recapitalization for $ 110,000,000
- Nutmeg in its Series E financing from Goldman Sachs, Convoy for total consideration of £45,000,000
- Axial in its financing led by Edison Partners for total consideration of approximately $ 14,000,000
- Backstop Solutions in its minority financing from Roger Kafker, Tao Huang, David Bradley, Vistara Capital Partners for total consideration of $ 20,000,000

Each tombstone: Financial Technology Partners LP / FTP Securities LLC is pleased to announce its exclusive role as strategic and financial advisor to … — Financial Technology Partners — The Only Investment Bank Focused Exclusively on Financial Technology

FT Partners has advised on some of the most prominent and groundbreaking transactions in the Securities / Capital Markets / Wealth Technology sectors

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FT Partners Advises Circle on its $25 million Financing

Overview of Transaction

- On July 30, 2020, Circle announced it has raised $25 million in financing from Digital Currency Group as part of a strategic partnership with Genesis aimed at enhancing Circle's new suite of products for businesses and developers with USDC-based yield and lending services
  - Digital Currency Group is the parent company of Genesis
- Circle is a global FinTech firm that enables businesses of all sizes to harness the power of digital currencies and blockchains for payments, commerce and financial applications
  - Circle is the pioneer of USDC, the fastest growing, regulated digital currency backed by the US Dollar
- In Q2 2020, Circle launched its new suite of Platform Services, providing businesses with a comprehensive suite of products and APIs for integrating and implementing stablecoins for payments, global commerce, and financial applications

Significance of Transaction

- Through the partnership, Circle and Genesis will offer market solutions for businesses and developers who are seeking to generate strong positive yield from their own or customer USDC holdings
- The partnership will also provide access to USDC-based credit for businesses and merchants that are using USDC for treasury operations and business payments
- Circle and Genesis have established a leadership position providing core infrastructure supporting a new global financial system

FT Partners' Role

- FT Partners served as exclusive financial advisor to Circle
- This transaction highlights FT Partners' deep domain expertise in the digital asset and and blockchain sectors, as well as 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 financial advisor to

CIRCLE

on its financing from

DIGITAL CURRENCY GROUP

for a total amount of

$25,000,000

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FT Partners Advises Trumid on its $200 million Growth Capital Investment

Overview of Transaction

- On August 12, 2020, Trumid announced the completion of a $200 million growth capital investment at a valuation of over $1 billion led by Dragoneer Investment Group, with participation from new investors including TPG Capital, and funds and accounts managed by BlackRock and T. Rowe Price Associates, Inc
- Trumid is a US corporate bond trading platform that brings trading efficiency and connectivity to credit professionals
- The Company has differentiated itself by collaborating with market participants to create innovative trading solutions
  - Since its launch one year ago, Trumid's Attributed Trading (AT) protocol has established a dominant position in dealer streaming and bilateral dealer-client trading
- Trumid has experienced extraordinary growth in activity across its trading platform, with volumes up nearly 500% in 2020 from its network that has grown to over 500 institutions worldwide

Significance of Transaction

- The growth capital from this financing will support broadening of Trumid's trading protocols and expansion into adjacent products and geographies

FT Partners' Role

- FT Partners served as exclusive financial and strategic advisor to Trumid
- This transaction highlights FT Partners' deep domain expertise within Capital Markets Tech, as well as 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

TRUMID

on its financing led by

DRAGONEER INVESTMENT GROUP

with participation from

TPG

& funds and accounts managed by

BLACKROCK T.RowePrice

for a total amount of

$200,000,000

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FT Partners Advises Forge on its Merger with SharesPost

Overview of Transaction

- On May 12, 2020, Forge announced its merger with SharesPost
- SharesPost is a private market alternative trading system focused on enabling retail and institutional investors and company employees to access liquidity
  - Founded in 2009, SharesPost built the first private equity marketplace, which strove to connect buyers and sellers of private securities through its proprietary trading platform
- Forge's digital platform streamlines liquidity for hundreds of unicorn issuers and thousands of institutional and retail investors from around the world
  - Leveraging its robust technology, operations and trust infrastructure, Forge delivers a suite of services that includes trading, custody, data and company solutions

Significance of Transaction

- Together, the two companies will create one of the largest global private securities marketplaces, bringing liquidity and transparency at scale to pre-IPO companies and investors
- Combined, the two will have facilitated thousands of transactions with more than $6 billion in private market transaction volume, for hundreds of unique issuers and over 1 million customers
- The deal will provide Forge with deeper insight on private company trends, as well as bid, offer, and pricing data that provides transparency to clients and partners to better understand and engage in the private markets

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Forge
- FT Partners previously advised Forge on its $70 million Series B financing
- This transaction underscores FT Partners' deep alternative marketplace domain expertise and its continued success in providing buy-side advisory to top-tier FinTech companies

Financial Technology Partners LP
FTP Securities LLC

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

Forge

on its merger with

SHARESPOST

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FT Partners Advises Forge on its $70 million Series B Financing

Overview of Transaction

- On July 25, 2018, Forge (formerly known as Equidate) announced it has raised $70 million in a Series B financing round led by Panorama Point Partners and Operative Capital
  - Munich RE Ventures and BNP Paribas also participated in the round
  - Forge's existing investors include Peter Thiel, Tim Draper and Scott Banister
- Founded in 2014, Forge is the leading stock market for private companies
  - The Company's global electronic trading platform connects individual and institutional investors with sellers like venture capitalists and shareholder employees, as well as some of the largest and most prominent private companies themselves

Significance of Transaction

- Responding to the current trend of growth companies staying private much longer, Forge sees traditional institutional investors becoming significantly more active in the pre-IPO economy
  - Forge's technology-centric approach is the key to unlocking the market's true potential
- Forge believes its run-rate of $1 billion of trade volume this year squarely places the company as both the market leader and the fastest growing player

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Forge
- This transaction underscores FT Partners' domain expertise 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 exclusive role as strategic and financial advisor to

Forge

on its Series B financing led by

OPERATIVE CAPITAL

panorama | point partners

with participation from

Munich RE

BNP PARIBAS

for total consideration of

$ 70,000,000

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FT Partners Advises Addepar on its Series D Financing

Overview of Transaction

- On June 8, 2017, Addepar announced it has raised $140 million in Series D financing co-led by Harald McPike, the founder of QuantRes, along with Valor Equity Partners and 8VC
- Headquartered in Mountain View, CA, Addepar is a leading provider of portfolio management and reporting software and services that seeks to become the infrastructure that will connect all aspects of global finance
- Harald McPike is the founder of QuantRes, a quantitative trading firm, and a global private investor with a focus on the financial and technology sectors
- Valor Equity Partners is an operational growth investment firm that does both minority and majority investments in high growth companies at various stages of development
- 8VC is a venture capital firm that makes seed to later stage investments with a focus on the technology industry

Significance of Transaction

- The financing capitalizes on Addepar's unprecedented growth — from $300 billion to over $650 billion assets on platform in less than 18 months — as top wealth managers embraced Addepar's category-defining client reporting software
- With the new capital, Addepar will continue investing significantly in R&D, expanding its product, platform and tech-enabled services to unlock more value for its clients while also serving a wider range of wealth and asset management firms

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Addepar
- Transaction demonstrates FT Partners' continued leadership position as the "advisor of choice" to the highest quality FinTech companies as well as its deep domain expertise and experience in the WealthTech space

Financial Technology Partners LP
FTP Securities LLC

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

ADDEPAR

in its Series D financing co-led by

VALOR EQUITY PARTNERS 8VC

Harald McPike

for total consideration of

$ 140,000,000

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FT Partners Advises Clearpool on its Sale to BMO

Overview of Transaction

- On January 22, 2020, Bank of Montreal (BMO) announced that it had signed an agreement to acquire 100% of the outstanding shares of Clearpool Group ("Clearpool"), an Algorithmic Management System transforming electronic trading with a fully customizable suite of trading tools
- Headquartered in New York, Clearpool empowers market participants by providing greater transparency, efficiency and control through next generation trading technology
- Clearpool's solution provides total visibility and control, from strategy to execution, through its cloud-based algorithmic management system, execution and analytics portals
- Bank of Montreal (TSX, NYSE: BMO) is a highly diversified financial services provider based in North America

Significance of Transaction

- BMO's electronic platform (Capital Markets, Securities and Equity) has a successful, fast-growing trading business in Canada, and adding Clearpool's capabilities in algorithmic management will allow BMO to deliver next-gen trading technology to its global client base

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Clearpool
- The transaction underscores FT Partners' successful track record generating highly favorable outcomes for Capital Markets Technology companies
- This transaction also highlights FT Partners' expertise in bringing our clients together with world class strategic investors and acquirers

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

clearpool

on its sale to

BMO Bank of Montreal

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FT Partners Advises BlackRock on its Acquisition of FutureAdvisor

Overview of Transaction

- On August 26, 2015, BlackRock (NYSE: BLK) announced a definitive agreement to acquire 100% of FutureAdvisor
- FutureAdvisor is a leading digital wealth management platform with technology-enabled investment advice capabilities
- BlackRock offers investment management, risk management and advisory services to institutional and retail clients worldwide and has over $4.7tn in assets under management
- Following the transaction, FutureAdvisor will operate as a business within BlackRock Solutions ("BRS"), BlackRock's investment and risk management platform
- The transaction is expected to close in Q4 2015

Significance of Transaction

- Combines FutureAdvisor's tech-enabled advice capabilities with BRS' investment and risk management solutions
- Enables BlackRock to provide a B2B digital advice platform, which helps financial institution partners both improve their clients' investment experiences and grow advisory assets
- Empowers partners to meet the growing demand among consumers to engage with technology to gain insights on their investment portfolios
  - Demand is particularly strong among the mass-affluent, who account for ~30% of investable assets in the U.S.

FT Partners' Role

- <u>FT Partners served as exclusive advisor to BlackRock</u>
- Highlights FT Partners' continued success advising a broad range of top-tier strategic investors across the financial technology landscape

Financial Technology Partners LP
FTP Securities LLC

is pleased to announce its exclusive role as advisor to

BlackRock

in its 100% acquisition of

FutureAdvisor

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FT Partners' Recent Awards and Recognition

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


The FinTech Finance 40:

- Steve McLaughlin ranked #1 in 2017 and 2018


Silicon Valley's Most Popular Dealmakers

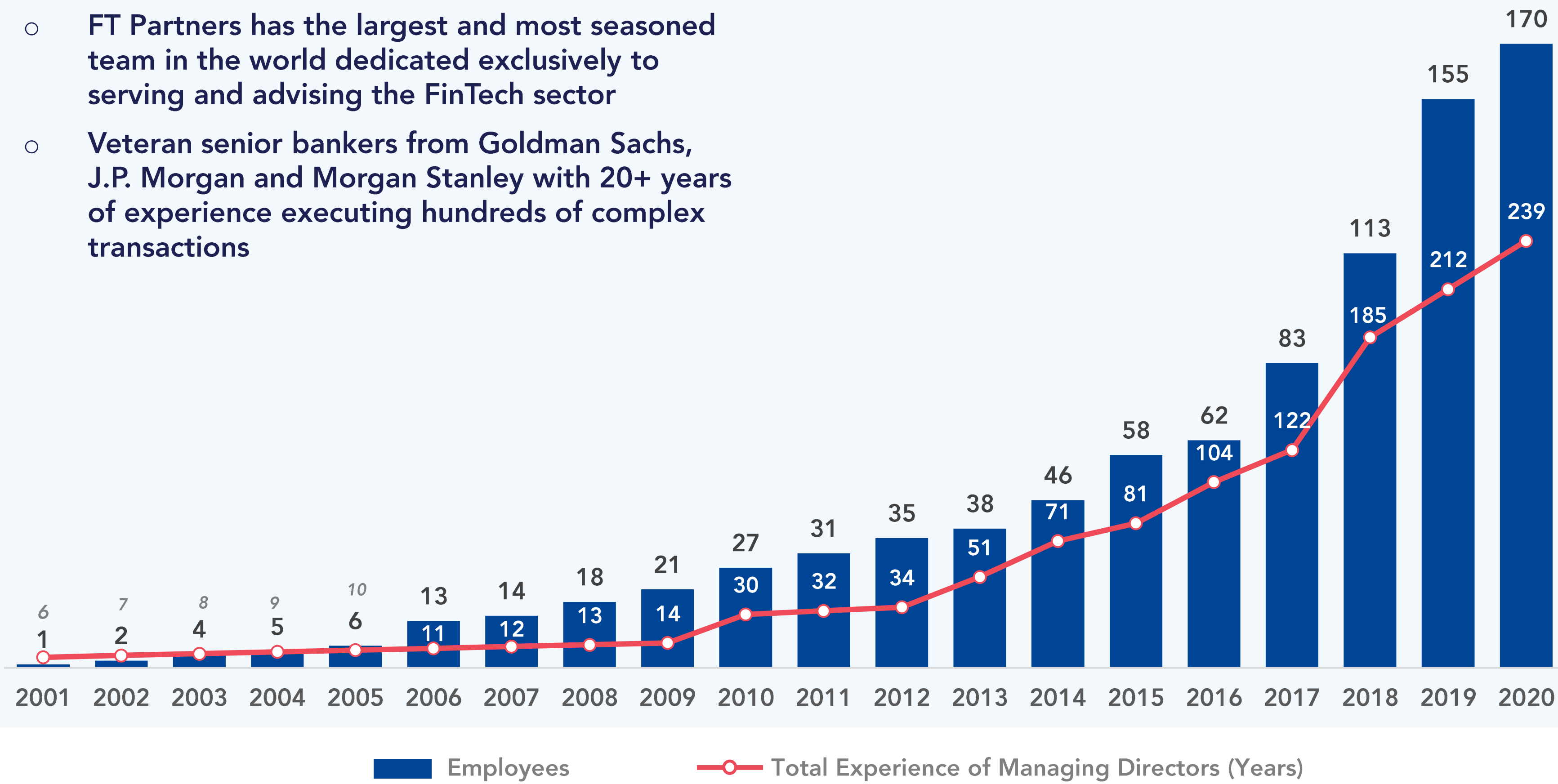
The Information's "Silicon Valley's Most Popular Dealmakers"

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

FT Partners – Focused Exclusively on FinTech

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)

6	7	8	9	10	11	12	13	14	15	16	17	17	18	16	17	17	19	19	20

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The FT Partners Senior Banker Team

Name / Position	Prior Background	Experience / Education	Years of Experience
Steve McLaughlin *Founder, CEO and Managing Partner*	Goldman Sachs	• Formerly with Goldman Sachs in New York and San Francisco from 1995-2002 • Formerly Co-Head of Goldman Sachs' Financial Technology Group (#1 market share) • Wharton M.B.A.	***25***
Mohit Agnihotri *Managing Director*	J.P.Morgan	• Formerly Managing Director and Global Head of Payments Investment Banking at J.P. Morgan • Wharton M.B.A	***18***
Kate Crespo *Managing Director*	RAYMOND JAMES®	• Formerly with Raymond James' Technology & Services investment banking • 14+ years of FinTech transaction execution experience • Dartmouth M.B.A.	***18***
Larry Furlong *Managing Director*	Goldman Sachs	• Formerly with Goldman Sachs in New York, London and Los Angeles from 1995-2004 • Wharton M.B.A.	***24***
Osman Khan *Managing Director*	A&M pwc	• Formerly Managing Director and Head of FIG M&A at Alvarez & Marsal • 15+ years FIG deal, consulting and assurance experience at PwC • 40 Under 40 M&A Advisor Award Winner in 2013	***23***
Randall Little *Managing Director*	J.P.Morgan	• 12 years as FIG / Capital Markets FinTech investment banker at J.P. Morgan • 10 years as financial services technology consultant at Sun Microsystems and Ernst & Young • NYU Stern M.B.A. (MBA w/Distinction)	***23***
Andrew McLaughlin *Managing Director*	Deloitte.	• 20+ years experience executing / implementing financial and operational strategy • Formerly with Deloitte Consulting	***14***
Amar Mehta *Managing Director*	J.P.Morgan	• Formerly with J.P. Morgan's Technology (FinTech & Technology Services) team in New York • 7+ years of FinTech transaction execution experience • MBA from IIM-K (India), Bachelor's in Computer Engineering from NTU (Singapore)	***15***
Mike Nelson *Managing Director*	SunTrust	• Formerly head of FinTech M&A at SunTrust Robinson Humphrey • Kellogg M.B.A.	***20***
Timm Schipporeit *Managing Director*	Morgan Stanley Index Ventures	• Formerly with Morgan Stanley as Senior Executive Director of European Technology Investment Banking Team in London • Formerly a Venture and Growth Investor focused on FinTech at Index Ventures	***17***
Greg Smith *Managing Director*	Merrill Lynch J.P.Morgan	• Formerly award winning Equity Research Analyst at Merrill Lynch, J.P. Morgan and Hambrecht & Quist • 20+ years of experience covering FinTech as both an Analyst and Investment Banker	***24***
Tim Wolfe *Managing Director*	Goldman Sachs	• Formerly with Goldman Sachs from 2000-2002 • 40 Under 40 M&A Advisor Award Winner 2013 • Harvard M.B.A.	***18***