FT PARTNERS FINTECH INDUSTRY RESEARCH

October 12, 2018



CDPQ and Generation Acquire FNZ Valuing the Company at £1.65 billion (~\$2.18 billion)





The Only Investment Bank 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 15 years of exclusive focus on Financial Technology

FT Partners' Advisory Capabilities



FT Partners' FinTech Industry Research





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



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



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

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FNZ^紫

Transaction Summary

Transaction Summary

- On October 9, 2018, CDPQ and Generation Investment Management announced that they have agreed to acquire two-thirds of FNZ from General Atlantic and H.I.G. Capital (1)
 - The deal values the Company at £1.65 billion, or approximately
 \$2.18 billion
 - Around 400 shareholding employees will continue to own a third of FNZ after the deal ⁽¹⁾
- The acquisition represents the first investment by CDPQ-Generation, a unique, sustainable equity partnership for investing over the long term
- FNZ is a global FinTech firm that transforms the way financial institutions serve their wealth management customers
 - The Company partners with banks, insurers, and asset managers to help consumers better achieve their financial goals
 - FNZ is responsible for over £330 billion, or approximately \$435 billion, in assets under administration held by around 5 million customers at some of the world's largest financial institutions
- The acquisition is expected to allow FNZ to continue to invest in its technology and service proposition to the benefit of its customers, employees, and investors

FNZ Transaction History

(\$ in mm)

Announce Date	Туре	Acquirer(s)	Amount
10/09/18	M&A	CDPQ generation_	\$2,180
02/19/12	Financing	GENERAL ATLANTIC	na
01/26/09	M&A	H. I. G.	na
Recent Acquisit	ion Activity	Target	
07/10/18	M&A	<u>e</u> base	\$178

Transaction Commentary

"We see a unique opportunity to create a global-scale platform for wealth management. This requires a willingness to invest for the long-term. The firm's 400 employee shareholders are firmly committed to this outcome and CDPQ-Generation is the perfect partner, given its unique 8-15 year time horizon and focus on sustainable investments."



Adrian Durham CEO & Founder

"We have researched the best global financial services technology businesses with a focus on companies that have long term, truly global-scale potential. We are extremely excited to partner with FNZ management team to build a business over a time period which is not typical for either private equity or public equity businesses. Through our newly announced partnership with Generation, we are creating a new model of sustainable equity investing which reflects the ethos of both companies, and is ideally suited to the objectives of long term sustainable value creation."



Stephane Etroy Executive VP & Head of PE

"FNZ represents an outstanding first investment for our new partnership. It is an exceptional company with a management team that has demonstrated its ability to innovate and grow in the fast-moving FinTech sector. We believe our long-term approach will suit the company and allow it to continue to invest in its technology and service proposition to the benefit of savers and pensioners, as well its employees, customers and investors."

generation_

David Blood Senior Partner & Co-Founder

FNZ Overview



Company Overview

Headquarters:



London, UK 2003

Founded:

- FNZ was founded in New Zealand and develops APIs that span the entire wealth management value chain
- The Company partners with major financial institutions to enable them to provide multi-channel wealth management services to their clients across direct, intermediated and workplace channels
- Solutions are provided as services combining technology and administration outsourcing and are customized for asset managers, life insurers, private banks, retail banks and wealth managers
- FNZ partners with over 60 financial institutions globally and employs over 1,400 people across London, Bristol, Edinburgh, Basingstoke, Wellington, Melbourne, Sydney, Hong Kong, Shanghai, Singapore, and Brno

Management Team



Lord Alexander Leitch Group Chairman



Adrian Durham CEO & Founder



Vivienne Sacco CFO. Board of Directors



Leigh Bartlett Group CFO



Hugh Evans Managing Director, Business Development

Products & Services Overview

FNZ One



Client Account & Portfolio Management

- Client, account, and portfolio management service for a range of asset and liability types
- Multi-channel distribution support enables seamless wealth management services across institutional, advised, direct, and workplace channels

FNZ X-Hub



Discretionary Portfolio Management

- Seamlessly connecting investors with discretionary asset managers
- Enables either bulk or individual management of investor accounts under discretionary or advised mandates

FNZ Clear



Global Multi-Asset Trade Execution, Clearing & Custody

- Trade execution, settlement, and custody service
- Arranges and provides a single point of access for execution across global equities and exchange traded securities, funds, fixed interest and FX with a range of market counterparties



FNZ Transfer Transfer Agency & Distribution

- Full-service transfer agency and distribution support for fund managers
- Cost and risks associated with register management are minimized through highly automated systems and processes

CDPQ-Generation Acquires FNZ

CDPQ-Generation Overview



CEO:	Michael Sabia
Headquarters:	Québec, Canada
Investment Range:	\$75 – 150 mm (Growth); \$750 mm+ (Buyout)
Investment Type:	Venture; Growth; Buyout; PIPE

- Founded in 1965 by the Quebec government to manage the funds of the Quebec Pension Plan, CDPQ now manages the funds of 40 public and parapublic organizations, mainly pension and insurance plans
- The Company manages over \$300 bn, and invests its clients' funds worldwide, targeting high-quality assets rooted in the real economy

Recent FinTech Investments

Announce Date	Туре	Target	Amount (\$ in mm)	Research Profile
12/11/17	M&A	ınnocαρ	na	
10/17/17	Financing	\& lightspeed	\$166	VIEW
09/27/17	Financing	PIVOTAL	na	VIEW
06/08/17	Financing	⊠ avidxchange	300	VIEW
09/28/16	Financing	sedgwick.	500	

generation___

Chairman:	Al Gore
Headquarters:	London, UK
Investment Range:	NA
Investment Type:	Venture; Growth; Buyout

- Founded in 2004 by David Blood and Al Gore, Generation Investment Management is an investment management partnership focused on key drivers of global change
- Generation invests in sustainable businesses that provide products and services consistent with a low carbon, prosperous, equitable, healthy, and safe society
- The Company is dedicated to long-term investing, integrated sustainability research, and client alignment
- Generation has over \$18.5 bn assets under management as of December 2017
- Generation has three investment strategies, including Global Equity, Asia Equity, and Growth Equity

Recent FinTech Investments

Announce Date	Туре	Target	Amount (\$ in mm)	Research Profile
07/25/17	Financing	□toast	\$101	VIEW
05/12/15	Financing	Docu <i>Sign_</i>	278	

CDPQ-Generation Overview

- On October 9, 2018, CDPQ and Generation Investment Management announced a unique partnership for sustainable investing over the long term
- The partnership plans to invest an initial \$3 billion in investments with an 8 15 year duration
- The partnership targets businesses with outstanding management teams and solid long-term growth prospects
- The investments will be net positive for the environment, benefit society, and use technology as a key factor for driving change

Selected FT Partners Research - Click to View



Moneybox's £14 million Series B Financing



Moneyfarm's £40 million Series B Financing



CVC Capital Partners' Acquisition of OANDA



TCA's \$275 million sale to E*TRADE



Investor Group Acquires Dun & Bradstreet for \$6.9 billion



Trumid Raises \$53 million in Financing Led by Singapore Exchange



Nasdaq Acquires Cinnober for \$190 million



State Street Acquires Charles
River Development for \$2.6 billion

VIEW MORE FT PARTNERS RESEARCH

FT Partners Research - WealthTech

WEALTHTECH The Digitization of Wealth Management



ET Partners' 180+-page report is an in-depth examination of the dramatic changes sweeping across the wealth management industry. The traditional investment management and registered investment advisor ("RIA") industries are facing numerous threats, and while firms in the industry recognize the need to respond, technology-driven innovation is not a core expertise of most RIAs and investment managers. Consequently, there has been a groundswell of FinTech companies bringing digital capabilities to the traditional wealth management industries. Collectively, we label this segment of FinTech as WealthTech.

Additional highlights of the report include:

- Visual WealthTech industry landscape including multiple sub-categories
- Exclusive interviews of CEOs at notable disruptive companies
- Proprietary list of financing and M&A transactions in the space
- Detailed company profiles of both private and public players

Financial Technology Partners LP

FTP Securities LLC

ADDEPAR

VALOR 8VC

Harald McPike

\$ 140,000,000

FT Partners - Focused Exclusively on FinTech

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

INSTINET

n he sale of its stake n

CHI-XEUROPE

BATS

\$ 305,000,000

Selected FT Partners Capital Markets / WealthTech Transactions

M&A Transactions



Financial Technology Partners LP

FTP Securities LLC

NOpusBank

\$ 104,000,000

The Only Investment Bank Focused Exclusively on Financial Technology

PENSCO

Financial Technology Partners LP

FTP Securities LLC

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

in its sale to

for cash and stock consideration of

\$ 680,000,000















Financial Technology Partners LP

FTP Securities LLC

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

\$ 110,000,000

TradingScreen

Financial Technology Partners LP

FTP Securities LLC

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

riskalyze

FTV

for total consideration of

\$ 20,000,000













Financing Transactions

Financial Technology Partners LP

FTP Securities LLC

alphasense

in its growth financing from Quantum Strategic Partners

\$ 33,000,000+

Triangle Peak



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

CVC Capital Partners' Acquisition of OANDA

Overview of Transaction

- On May 2, 2018, the shareholders of OANDA announced a sale of the company to funds managed by CVC Capital Partners
- Founded in 1995, OANDA is a global online retail trading platform, currency data, analytics and money transfer company
 - OANDA combines its award-winning technology and institutionalgrade execution across a wide range of asset classes, enabling clients to trade currencies, equity indices, commodities, treasuries and precious metals
- CVC Capital Partners is a leading private equity and investment advisory firm managing over \$70 billion in assets

Significance of Transaction

- Under the new ownership, OANDA will continue to be led by Chief Executive
 Officer, Vatsa Narasimha, who was pivotal in the investment from CVC and
 instrumental in growing the business at a CAGR of over 25% since 2015
- CVC will support OANDA's continued growth including initiatives to make strategic acquisitions in Asia, and in investing to further broaden its product set

FT Partners' Role

- FT Partners served as sole strategic and financial advisor to CVC Capital Partners
- This transaction highlights FT Partners' expertise in the Capital Markets Tech space and continued success in providing buy side advisory to top-tier financial sponsors

Financial Technology Partners LP

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



in its acquisition of





FT Partners Advises TCA on its Sale to E*TRADE

Overview of Transaction

- On October 19, 2017, Trust Company of America ("TCA") announced its sale to E*TRADE Financial Corporation ("E*TRADE") (Nasdaq: ETFC) for \$275 million in cash
- Headquartered in Denver, CO, TCA is a leading provider of technology solutions and custody services to independent RIAs, helping them scale operations, more effectively manage client relationships and focus on growing their practice
- E*TRADE is a leading financial services company and a pioneer in the online brokerage industry, offering easy-to-use solutions for individual investors and stock plan participants
- The transaction is expected to close in the second guarter of 2018

Significance of Transaction

- The acquisition will allow E*TRADE to tap into the growing RIA segment in the industry and bolster its ability to attract and retain customers in need of higher-touch services
- Leverages E*TRADE's brand to accelerate growth at TCA
- Creates additional upside opportunities over time through cross-selling of margin lending, securities-based lending, options, etc.

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to TCA and its Board of Directors
- This transaction underscores FT Partners' successful track record generating highly favorable outcomes for leading WealthTech companies

Financial Technology Partners LP

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



in its sale to



for a total consideration of

\$ 275,000,000



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

FTP Securities LLC

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



in its Series D financing co-led by



Harald McPike

for total consideration of

\$ 140,000,000



FT Partners Advises PENSCO Trust Company in its Sale to Opus Bank

Overview of Transaction

- On January 25, 2016, PENSCO Trust Company ("PENSCO") announced its sale to Opus Bank ("Opus") (NASDAQ: OPB) for approximately \$104 million (as adjusted) in a mix of cash and stock
- Backed by Panorama Point Partners, PENSCO is a leading custodian of selfdirected IRA and alternative investments
- Opus is an FDIC insured California-chartered commercial bank with \$6.2 billion of total assets, \$5.0 billion of total loans, and \$4.9 billion in total deposits
- Following the transaction, PENSCO will operate as a subsidiary of Opus
- The transaction is expected to close in Q2 2016

Significance of Transaction

- The acquisition positions Opus at the forefront of the alternative asset wealth services business
- PENSCO provides Opus with strong, recurring non-interest income based on assets under custody
- The transaction also presents additional potential revenue opportunities through Opus' Merchant Bank, Commercial Bank, Retail Bank and Opus Financial Partners, Opus' broker-dealer subsidiary

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to PENSCO and its Board of Directors
- Highlights FT Partners' continued success advising a broad range of toptier strategic investors across the financial technology landscape

Financial Technology Partners LP

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



in its sale to



for total consideration of approximately

\$ 104,000,000



FT Partners Advises Shareholder InSite on its Sale to Ipreo

Overview of Transaction

- On November 4th, 2014, Shareholder Insite, Inc. ("Shareholder Insite") was acquired by Ipreo
- Shareholder InSite is the premier provider of shareholder data management, analytics, reporting and valuation solutions and services for venture capital and private equity investors and private companies in their portfolios
- Financial terms of the transaction were not disclosed

Significance of Transaction

- Blackstone and Goldman Sachs, provides a foundation for Ipreo's new Alternative Assets business, leveraging its strengths in data management and capital-raising workflow with Shareholder InSite's industry expertise and complementary industry-leading solutions
- Shareholder InSite's marquee products, Qval and CapControls, are the
 industry standards for the administrative, deal modeling, and valuation
 needs for alternative asset managers; its suite of robust self-valuation
 solutions delivers financial insights, simplifies and accelerates audit
 processes, and improves the accuracy and defensibility of valuations

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Shareholder Insite and its Board of Directors
- FT Partners leveraged its deep knowledge and extensive experience to help navigate significant inbound interest to find the right strategic partners for the business and achieve a highly favorable outcome for stakeholders
- Transaction demonstrates FT Partners' continued success in achieving highly attractive outcomes for entrepreneurs across the financial technology industry

Financial Technology Partners LP

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



in its sale to





Award-Winning Investment Banking Franchise Focused on Superior Client Results

LendIt	2018	2018 Top Investment Bank in FinTech
Institutional Investor Institutional Investor Annual Ranking	2017 2015 - 2016 2006 - 2008	 Ranked #1 Most Influential Executive on Institutional Investor's FinTech 35 List Steve McLaughlin Ranked Top 5 on Institutional Investor's FinTech 35 List Consecutively Ranked (2006, 2007 and 2008) among the Top Bankers on Institutional Investor's "Online Finance 40"
The Information	2016	 Ranked #2 Top Technology Investment Banker on The Information's "Silicon Valley's Most Popular Dealmakers"
2017 - 2004 ANNUAL AWARDS WINNER M&A Advisor Awards	2015 - 2017 2010 - 2014 2004 - 2007	 Investment Banker of the Year – 2017 Investment Banking Firm of the Year – 2016 Cross Border Deal of the Year - 2016 Dealmaker of the Year – 2015 Technology Deal of the Year – 2015 Equity Financing Deal of the Year - 2014 Professional Services Deal of the Year, Above \$100 mm – 2014 Dealmaker of the Year – 2012 Professional Services Deal of the Year, Above \$100 mm – 2012 Boutique Investment Bank of the Year – 2011 Deal of the Decade – 2011 Upper Middle Market Deal of the Year, Above \$500 mm – 2010 IT Services Deal of the Year, Below \$500 mm – 2010 Cross-Border Deal of the Year, Below \$500 mm – 2010 Dealmaker of the Year – Steve McLaughlin – 2007 Business to Business Services Deal of the Year - 2007 Computer and Information Technology Deal of the Year, Above \$100 mm – 2007 Financial Services Deal of the Year, Above \$100 mm – 2007 Investment Bank of the Year – 2004
Middle Market Financing Awards	2006 - 2008	 Equity Financing Dealmaker of the Year – Steve McLaughlin – 2008 Information Technology Deal of the Year – 2008 Financial Services Deal of the Year – 2008 Financing Professional of the Year – Steve McLaughlin – 2006

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 Former Co-Head of Goldman Sachs' Financial Technology Group (#1 market share) Wharton M.B.A. 	23
Larry Furlong Managing Director	Goldman Sachs	 Formerly with Goldman Sachs in New York, London and Los Angeles from 1995-2004 Wharton M.B.A. 	22
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 	22
Osman Khan Managing Director	A Â 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 LSE (BSc w/Honors), MBS (MBA w/Distinction), ICAEW (FCA) 	21
Steve Stout Managing Director	J.P.Morgan First Data	 Formerly Global Head of Strategy at First Data Formerly Led J.P. Morgan Payments Investment Banking Practice Former Equity Research Analyst on #1 ranked team at UBS Former Economist at the Federal Reserve Bank 	20
Mike Nelson Managing Director	SUNTRUST	 Formerly head of FinTech M&A at SunTrust Robinson Humphrey, began investment banking career at Piper Jaffray Kellogg M.B.A. 	18
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. 	16
Kate Crespo Managing Director	RAYMOND JAMES®	 Formerly with Raymond James' Technology & Services investment banking 12+ years of FinTech transaction execution experience Dartmouth M.B.A. 	16
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 	15
Andrew McLaughlin Managing Director	Deloitte.	 20+ years experience executing / implementing financial and operational strategy Formerly with Deloitte Consulting 	12