FT PARTNERS FINTECH INDUSTRY RESEARCH

August 13, 2021



Octane Lending Raises \$52 million in Series D Financing Led by Progressive Investment Company





The Only Investment Bank Focused Exclusively on FinTech

Octane Lending Raises \$52 million in Series D Financing

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Transaction Summary

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- On August 5, 2021, Octane Lending announced that it has raised \$52 million in Series D financing led by Progressive Investment Company, Inc., a member of the Progressive Insurance group
 - The round also included participation from existing investors Valar Ventures, Upper 90, Contour Venture Partners, Citi Ventures, Third Prime and Parkwood, and new investors Gaingels and ALIVE
 - The fundraise brings the Company's valuation to over \$900 million with more than \$192 million in total equity funding raised to date
- Octane supports consumers, dealerships, and OEMs throughout the buying process for major recreational purchases
 - The Company's point-of-sale offerings enable finance managers at dealerships to close installment loans in as few as five minutes
- The new fundraising will be used to scale Octane's buying solution for consumers shopping for powersports vehicles online and to grow its partnerships as well as expand to adjacent markets
 - The Company currently partners with 3,800 dealerships and 40 OEM and brand partners including BRP, Suzuki, and Triumph Motorcycles
- The Company expects to originate over \$1 billion in loans in the next 12 months
 - Additionally, Octane has doubled revenue annually for three years and is net-income and cash flow positive

Transaction Commentary

"We're thrilled to embark on the next phase of growth backed by Progressive Insurance and our existing partners, who wholeheartedly believe in our mission of connecting people with their passion...We are winning in the market because we offer a faster lending experience that also covers more consumers than competitors, and we engage shoppers earlier in the process to streamline transactions."



Jason Guss CEO



"We're excited for the opportunity to invest in Octane. Technology and consumers' needs continue to evolve and Octane's point-of-sale loan origination platform provides benefits to consumers and dealerships in a specialty segment of the lending market. We like to partner with innovative, forward-thinking companies and believe that our investment in Octane aligns very well with this strategy."



Andrew Quigg CSO



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Octane Lending Overview

Company Overview



CEO: Jason Guss

Headquarters: New York, NY

Founded: 2014

- Octane Lending is a platform that provides its customers with instant and fair financing for large recreational powersport purchases
- The Company is revolutionizing lending in under-served verticals that account for tens of billions of dollars in annual transactions
- Octane reaches millions of enthusiasts through editorial brands like Cycle World and Cycle Volta and helps consumers buy their favorite products by prequalifying them on dealer / OEM websites
- When embedded on partnered dealership and OEM websites, Octane's prequalification product has a customer Net Promoter Score of 90 and has increased conversion rates by as much as 7X

Selected Financing History

Date	Amount (\$ in mm)	Selected Investor(s)
08/15/21	\$52	Progressive Investment Company, Inc.
11/04/19	70	Valar Ventures
05/29/18	13	Citi Ventures, Valar Ventures, IA Ventures, Third Prime Capital

Products & Services Overview

Octane Prequal

Octane Prequal expands markets by providing personalized, real rates and payments, giving dealers and consumers tools to compare and understand what they can afford, even without perfect credit



Soft-pull, impact-free credit technology



Shoppers can browse vehicles and rates without hard, official credit pulls

Instant financing through prime, credit builder, and first-time buyer programs

Dealer Platform

Octane's Dealer Platform provides flexibility and a wide range of financing options for Dealers to offer their customers



Instant, fully digital experience

Octane's platform enables serving more customers faster, shaving hours off deal times

Roadrunner Financial

Roadrunner Financial, powered by Octane Lending, compares instant loan offers on over 25,000 new ATVs, side by sides, motorcycles, dirt bikes, snowmobiles, golf carts, and more

FT Partners Research – Buy Now Pay Later

Buy Now Pay Later: Revolutionizing Traditional Credit With Convenience, Data & eCommerce



The traditional credit industry is transforming as strong growth in eCommerce and technological innovation pave the way for the proliferation of alternative payment methods, including buy-now-pay-later ("BNPL") options. BNPL payment methods increase consumers' purchasing power and financial flexibility through installment payment plans typically offered at 0% APR. These options are seamlessly built into the checkout experience and help merchants increase conversion and average order values. While BNPL became popular as online "Pay in X" solutions, we are seeing a convergence between traditional point-of-sale financing and BNPL solutions as both move toward omnichannel and multi-product offerings.

Report features:

- An overview of recent developments and catalysts driving activity in the BNPL market
- A detailed landscape of companies in the BNPL space
- A proprietary list of financing and M&A transactions
- Exclusive interviews with CEOs and executives of 14 companies in the space
- Detailed profiles of 25+ BNPL providers

Selected FT Partners Research - Click to View



Revolut's \$800 million Series E Financing



Tide's \$100 million Series C



BigPay's \$100 million Series A Financing



Upgrade's \$105 million Series E Financing



Zeta Raises \$250 million in Series C Financing



Square Acquires Afterpay for \$29 billion



Visa Acquires Tink for ~\$2.1 billion



Blend Completes its IPO

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FT Partners – Focused Exclusively on FinTech FT PARTNERS RESEARCH

Continued Track Record of Success in the Alternative Lending / Credit Space

Omni-Channel Lease-To-Own Provider



On-Demand Pay



Consumer Marketing / Credit Lead Generation



Loan Origination System



SMB Financing



Personal Loans / Credit

Focused Exclusively on Financial Technology







SMB Financing



Supply Chain Finance Solutions



SMB Financing



FT Partners Advises MoneyLion on its Merger with Fusion Acquisition Corp.

Overview of Transaction

- On February 12, 2021, MoneyLion Inc. ("MoneyLion") and Fusion Acquisition Corp. (NYSE: FUSE) ("Fusion") announced that they have entered into a definitive agreement which would result in MoneyLion becoming a publicly listed company via a merger
- Upon closing of the transaction, Fusion will be renamed MoneyLion Inc., and is expected to remain listed on the New York Stock Exchange
 - The combined Company will have an estimated post-transaction enterprise value of \$2.4 billion with an estimated equity value of \$2.9 billion from the contribution of up to \$526 million in cash proceeds from the transaction, net of debt paydown and expenses
 - Proceeds will consist of up to \$350 million of cash held in Fusion's trust account and an additional \$250 million fully committed private investment at \$10.00 per share led by funds and accounts managed by BlackRock, certain funds managed by affiliates of Apollo Global Management, Inc., and leading global technology and growth equity investors
- MoneyLion is a mobile banking and financial membership platform that empowers people to take control of their finances
 - Since its launch in 2013, MoneyLion has engaged with 7.5 million hard-working Americans and has earned its members' trust by building a full-service digital platform to deliver mobile banking, lending, and investment solutions

Significance of Transaction

- MoneyLion shareholders will hold approximately 76% of the equity of the combined Company by rolling their existing holdings in MoneyLion
- The net proceeds raised from the transaction will be used to support MoneyLion's working capital and scale its proven platform and suite of products

FT Partners' Role

- FT Partners served as financial advisor to MoneyLion
 - FT Partners previously advised MoneyLion on its on its \$100 million Series C financing in 2019 and its \$82 million Series B financing in 2018
- This transaction builds on FT Partners' expertise in navigating the unique process in selling companies to SPACs, and follows highly successful sales of FT Partners' clients Payoneer, Porch, Open Lending, CardConnect and REPAY

FIP Securities LLC

is pleased to announce its role as financial advisor to



MoneyLion

on its merger with



Acquisition Corp.

(NYSE: FUSE)

post-transaction equity value

\$2,900,000,000



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 Acima on its Sale to Rent-A-Center

Overview of Transaction

- On December 20, 2020, Rent-A-Center, a leading omni-channel lease-toown provider for the credit constrained customer, announced it has entered into a definitive agreement to acquire Acima Credit LLC, a virtual lease-toown provider based in Draper, Utah
 - Total consideration consists of \$1.273 billion in cash and approximately 10.8 million shares of Rent-A-Center common stock currently valued at \$377 million
- Founded in 2013, Acima is a leading platform offering customers virtual lease-to-own solutions at point-of-sale via mobile technology
- Acima's virtual lease-to-own products are used by more than 15,000 merchant brick and mortar and e-commerce locations

Significance of Transaction

- The acquisition accelerates Rent-A-Center's position as a premier FinTech platform across both traditional and virtual lease-to-own solutions
- The acquisition also provides further diversification of Rent-A-Center's retail partner base and product verticals, and enhances its ability to compete for high-value national retail accounts

FT Partners' Role

- FT Partners served as exclusive financial and strategic advisor to Acima
- This transaction highlights FT Partners' deep domain expertise across the Buy-Now-Pay-Later and Credit Technology sectors, and its successful track record generating highly favorable outcomes for leading high-growth FinTech companies globally, including during the COVID-19 pandemic

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

\$1,650,000,000



FT Partners Advises OakNorth on its Secondary Sale

Overview of Transaction

- In September and October 2020, existing shareholder Indiabulls Housing Finance Limited ("Indiabulls") sold down a stake in OakNorth for more than \$270 million
 - Indiabulls, an Indian mortgage lender which acquired a 40% stake in OakNorth in 2015 and partially exited it in 2018, has now sold a large portion of its remaining stake
- With offices around the world, OakNorth is the next-generation artificial
 intelligence software business that combines a deep understanding of credit,
 dynamic data sets, cloud-computing and state of the art machine learning, to
 enable the commercial bank of the future
- OakNorth's Credit Intelligence Suite was first proven within OakNorth Bank, a
 UK bank launched in September 2015, which has lent over \$5bn to British
 businesses, achieving performance metrics which place it amongst the top 1%
 of banks globally an RORE of 22.3%, an efficiency ratio of 29.8%, an NPS of
 82. and no credit losses to date
- The OakNorth Credit Intelligence Suite helps banks better understand their loan books and borrowers, and effectively stress test their portfolios. The result is more effective, better equipped Relationship, Risk and Transaction Managers, superior credit outcomes, improved efficiency, reduced risk, enhanced regulatory compliance and greater customer delight

Significance of Transaction

 The transaction further validates the OakNorth proposition and the growth potential of its technology in helping to close the estimated \$1.3 - \$1.5trn midmarket business funding gap

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to OakNorth and to Indiabulls
- This transaction highlights FT Partners' deep domain expertise in the Banking Tech space, and its successful track record generating highly favorable outcomes for all stakeholders

Financial Technology Partners LP FTP Securities LLC

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



on the sale of a minority stake for

\$270,000,000+



FT Partners Advises DailyPay on its \$175 million Series D Financing

Overview of Transaction

- On May 18, 2021, DailyPay announced that it had raised \$175 million of Series
 D equity financing as part of a total capital raise of \$500 million, along with
 \$325 million of debt financing
- The Series D investment was led by Carrick Capital Partners with participation from existing investors
- Headquartered in New York, DailyPay is the recognized gold-standard in ondemand pay, with 80% of Fortune 200 companies that offer on-demand pay partnered with DailyPay

Significance of Transaction

- The Payroll industry is undergoing an "on-demand" revolution as employers and employees focus more on financial wellness than ever before
- DailyPay intends to invest its newly raised capital in new market opportunities
 for its technology platform, in addition to extending its market leadership
 position in on-demand pay amongst the largest employers in the world
- "Since 2016, we have partnered with world-class employers to enable their employees to access or save their pay as they earn it...We are now expanding our platform to change the relationship between merchants and their shoppers, as well as financial institutions and their customers. This platform enables us to create a new financial system by rewriting the invisible rules of money."

 Jason Lee, CEO & Founder

FT Partners' Role

- FT Partners served as the exclusive financial and strategic advisor to DailyPay
- This transaction highlights FT Partners' deep domain expertise across a wide range of FinTech verticals, as well as its successful track record generating highly favorable outcomes for high-growth companies

Financial Technology Partners LP

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



on its Series D financing led by



for a total amount of

\$175,000,000



FT Partners Advises Upgrade on its Series E Financing

Overview of Transaction

- On August 11, 2021, Upgrade announced it raised \$105 million in Series E financing led by Koch Disruptive Technologies (KDT), with participation from existing investors including BRV and Ventura Capital
 - The round values the Company at more than \$3.3 billion, which represents a 3x increase over the prior 2020 round
- Upgrade is a neobank that offers affordable and responsible credit to
 mainstream consumers through cards and personal loans, along with a rewards
 checking account that offers 2% cashback rewards to consumers on common
 everyday expenses and monthly subscriptions
- Upgrade has delivered over \$7 billion in affordable credit to consumers through cards and loans since inception in 2017, and is on track to deliver \$7 billion in 2021 alone
- In July, the Company launched the Upgrade Bitcoin Rewards Card, a credit card that pays rewards in bitcoin rather than cash, allowing consumers to enjoy the potential upside of bitcoin without putting their own money at risk

Significance of Transaction

 The investment will fuel the rapid growth of the Upgrade Card, an innovative credit card that brings the low cost of responsible credit of installment lending to millions of retail locations in the U.S.

FT Partners' Role

- FT Partners served as exclusive financial and strategic advisor to Upgrade
- FT Partners previously advised Upgrade on its <u>Series D financing</u> at a \$1 billion valuation in June 2020
- This transaction highlights FT Partners' deep domain expertise with neobanks and Consumer FinTech, as well as its successful track record generating highly favorable outcomes for high-growth FinTech companies globally

FTP Securities LLC

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



on its Series E financing led by



for a total amount of

\$105,000,000

at a valuation of

\$3,325,000,000



FT Partners Advises TCI on its Sale to MeridianLink

Overview of Transaction

- On November 2, 2020, Teledata Communications Incorporated (TCI) announced its sale to MeridianLink, a portfolio company of Thoma Bravo
- Founded in 1982 and based in Islandia, NY, TCI is a leading SaaS-based loan origination platform, helping credit unions, community banks, and finance companies originate and approve consumer loans
- TCI offers a highly flexible, configurable platform providing Loan Origination Software (LOS), online account opening, digital branch, and online sales enablement
- TCI provides DecisionLender, a SaaS loan origination solution that was first released in 1998
- DecisionLender is an industry-trusted LOS that serves more than 300 banks, credit unions, and finance companies nationwide

Significance of Transaction

- TCI's combination with MeridianLink strengthens one of the leading providers in the consumer automotive lending space
- TCI and MeridianLink have highly complementary solutions and, combined, will help accelerate innovation in the LOS space

FT Partners' Role

- FT Partners served as the exclusive financial and strategic advisor to TCI
- The success of this transaction highlights FT Partners' role as the leading advisor to companies in the Banking and Lending Technology sector while also building on the Firm's breadth of knowledge and experience across the greater FinTech landscape

FIP Securities LLC.

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



on its sale to



a portfolio company of





FT Partners Advises Kabbage on its Sale to American Express

Overview of Transaction

- On August 17, 2020, American Express announced that it has signed a definitive agreement to acquire Kabbage
- Kabbage empowers small businesses through straightforward, flexible access to capital
 - Since inception, the Company extended more than \$16 billion directly to small business owners and powered automated funding for other organizations all over the globe
- Kabbage approved a landmark number of applications in the Paycheck Protection
 Program, demonstrating the true power, scale and reach of its technology platform
 - Over the three-month period of the program, Kabbage approved nearly 300,000 small businesses for ~\$7 billion, making it the second-largest PPP lender in the country by application volume, outperforming some of America's largest banks
- American Express will acquire Kabbage's team and its full suite of financial technology products, data platform and IP built for small businesses

Significance of Transaction

- The combination of Kabbage's and American Express' platforms can help small businesses succeed with a fully digital suite of financial products to help them run and grow their companies
- This acquisition accelerates American Express' plans to expand beyond its industryleading commercial card products to offer business customers a growing set of payments and working capital solutions

FT Partners' Role

- FT Partners served as exclusive financial and strategic advisor to Kabbage
- FT Partners previously advised Kabbage on its \$135 million Series E financing
- This transaction highlights FT Partners' deep domain expertise in the Banking
 Technology and Alternative Lending sectors, as well as our successful track record
 generating highly favorable outcomes for high-growth FinTech companies globally

FTP Securities LLC

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



on its proposed sale to





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)
- o 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
- o Investment Banking Firm of the Year (2016) FT Partners



LendIt FinTech Industry Awards 2018:

o FT Partners wins Top Investment Bank in FinTech

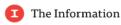
Institutional Investor





The FinTech Finance 40:

Steve McLaughlin ranked #1 in 2017 and 2018





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

- o 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

