**December 4, 2015** 

# **Financial Technology Partners**

### FT Partners Research - Transaction Profile



acquire a 49% stake in



### Courtesy of:



The Only Investment Bank
Focused Exclusively on Financial Technology
www.ftpartners.com



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**Financial Technology Partners** 

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### **Transaction Overview**

#### **Transaction Overview**

- On November 26, 2015, General Atlantic and Warburg Pincus announced they acquired a 49% stake in UAEbased payments company Network International, as the Middle East moves from a cash-based economy towards more electronic payments
- The US private equity firms purchased the minority stake from the Dubai-based investment firm Abraaj Group
  - Dubai bank Emirates NBD retains the remaining 51% stake
  - In 2010, The Abraaj Group acquired a stake in the Company and had earlier sought an initial public offering last summer (1)
- The investment represents General Atlantic's first Middle East investment and only Warburg Pincus' second investment in the geography
- According to Joseph Schull, Managing Director at Warburg Pincus, an initial public offering of Network International in five to seven years is "certainly a possibility"
- With the new liquidity, the Company intends to undertake a more aggressive acquisition program (2)

### **Network International Commentary**

"We are thrilled to partner with Warburg Pincus and General Atlantic, two of the world's leading investment firms, as well as our existing partner Emirates NBD. We also recognize the significant contribution that Abraaj has made to the expansion of the business in the last five years. As Network International enters an exciting new stage in our growth and development across the Middle East and Africa, we are confident that General Atlantic and Warburg Pincus will be invaluable strategic partners given their deep expertise in the payments sector."

- Abdulla Qassem, Chairman of Network International

### **Investor Commentary**

"We are seeing a rapid rise in consumer demand for electronic payments due to the growth in card usage, internet adoption, and smartphone penetration. Network International is well positioned for growth, as it continues to make transactions simpler, more affordable, and more reliable for the entire value chain of banks, merchants, and consumers."

- Gabriel Caillaux, Managing Director of General Atlantic

"Network International benefits from a leading market position in an exciting market and region, an excellent management team, and best-in-class products and services. As the payments sector continues to benefit from long-term structural growth, we are delighted to partner with CEO Bhairav Trivedi, his talented management team and Emirates NBD, to help Network International extend its leadership position across the Middle East and Africa.

- Joseph Schull, Managing Director of Warburg Pincus



### **Network International Overview**

#### **Company Overview**

CEO: Bhairev Triveldi

Headquarters: Dubai, UAE

Founded: 1994

- Network International provides its customers with services across the entire payments ecosystem with a focus on merchant acquiring and issue processing
  - The Company also offers prepaid and loyalty solutions
  - The Company is the only third-party payments processor globally to have a principal membership agreement with both Visa International and MasterCard <sup>(1)</sup>
- Network International serves more than 70 banks and financial institutions in the Middle East and North Africa and more than 17,000 individual merchants
- The Company operates in Egypt, Botswana, Congo, Ghana, Kenya and Nigeria, as well as other countries in the Middle East (2)
- Approximately 80% of the Company's revenues are from the UAE – the US private equity firms intend to strengthen Network International's returns in other markets (3)



**Bhairay Trivedi** 

### **Management Team**

- CEO at Network International
- Previously, he served as President and Chief Operations Officer for Sigue Group
- Earned his MBA from Wharton School of Business at UPenn



**Guv Noble** 

- COO at Network International
- Previously, oversaw the creation of the operational capabilities at the Royal Bank of Scotland in London



Rohit Malhotra

- CFO at Network International
- Previously, he was the Head of Financial Policy and Processes at Emirates NBD, where he helped develop an IFRS compliant financial accounting policy framework



**Brian Quarrie** 

- EVP Sales and Client Management at Network International
- He has extensive international IT, banking and payment systems experience having worked with many financial and retail organizations within the EMEA region



**David Mountain** 

- Chief Commercial Officer at Network International
- Previously, he served as Managing Director of the licensed e-money business of Belgiumbased Ogone



- Gulf News.
- (2) Africa Capital Digest.
- (3) Indiatimes.

### **NETWORK**

### General Atlantic & Warburg Pincus Acquire 49% Stake in Network International

### **Network International Solution Overview**



### Financial Institutions

**Card Solutions** 

Credit, debit and prepaid card management – debit & EMV chip card issuance – card personalization & fulfillment Consumer Finance
Solutions

Customer acquisition, loan, delinquency & repayment management – General ledger accounting system **Processing Services** 

Call Center – E-statements – clearing, settlement & reconciliation – Switching, routing & transaction processing Value Added Services

Mobile Payments, Loyalty Program, Online Authentication, Card Procurement + others



## Retail Merchant

Merchant Card Acceptance and Authorization

Leverages relationships with credit card companies & regional banks to offer flexible payment solutions Point-of-Sale

Retail, Hospitality Industry & Trade Counters and Tourism Industry E-Commerce

Payment Gateway, Direct Debit Solution, Merchant Portal Payment Gateway





The Global e-Payments & Remittance arm of Network International



### Government

Prepaid Card Management

Customer, agent & issuer portals – Back-end card management

E-Commerce

Payment Gateway, Direct Debit Solution, Merchant Portal



### Telecom & Travel

Branded Prepaid Telecom Cards

Customer, agent & issuer portals – Back-end card management – Transaction switching – Fraud Monitoring **Loyalty Program** 

Customized Promotion & Campaign Management – Bank-wide & Multi-channel: POS, ATM, internet banking

Mobile Payment

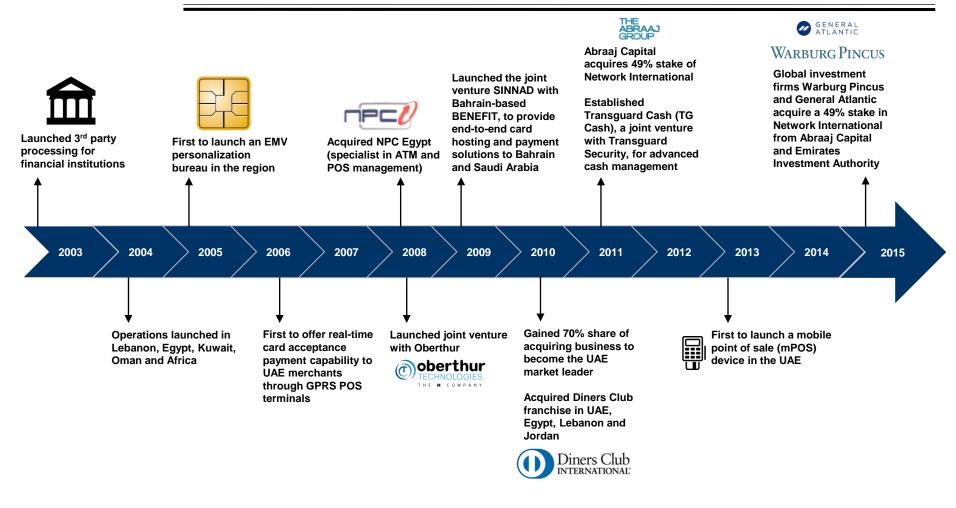
Secure elements, NFC enabler, Mobile Graphical Interfaces



### **DETWORK**

### **General Atlantic & Warburg Pincus Acquire 49% Stake in Network International**

### **Network International Timeline / Milestones**







### **Investor Overview – General Atlantic**

#### Overview





Jonathan Korngold Managing Director

**David Hodgson** 

Managing Director



Robbert Vorhoff
Managing Director



Anton Levy
Managing Director

### **Investment Preferences**

#### **Investment Criteria**

Fund Size: na

Fund Raised: na

Investment Range: \$75–500mm

Revenue: na

EBITDA: na

### Selected Location(s)

- New York, NY (HQ)
- Palo Alto, CA
- London, UK
- Munich, Germany

- Greenwich, CT
- Sao Paulo, Brazil
- Amsterdam, Netherlands
- Mumbai, India

### About

- Founded in 1980, General Atlantic now has \$8 bn in committed capital and a \$12 bn portfolio, with over 200 employees
- Despite the great diversity of investment interests, General Atlantic places a large emphasis on Business Services, BPO and Healthcare companies
- Primarily invests in companies with strong growth and maturity

# FINANCIAL TECHNOLOGY PARTNERS

#### General Preferences (1)

**Control:** *Majority*, Minority

Geography: North America,

Europe, Asia / Pacific, Latin America

Transaction Type: Venture, Growth,

Buyout, Recapitalization, PIPE, Secondary

Industry Focus: Retail & Consumer,

Financial Services,
Healthcare, Internet
& Technology

### **Select Recent Investments / Exits**

07/15 Bank of Baroda (Buyout) na na  12/14 Adyen (Series B) 250 Jon Korngold I  09/14 OptionsHouse (Buyout) na Rene Kern C  09/14 tradeMONSTER (Buyout) a Rene Kern C  03/14 Klarna (Series D) 124 Anton Levy I  12/13 Santander Asset Management (Buyout) 1,791 Jon Korngold C  07/13 Hyperion Insurance (Secondary) na John Bernstein	
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(Secondary)  April 12/12  XP Investimentos  171  Martín Escobari C	apMkts
12/12 Martin Escobari C	Ins
	apMkts
10/12 BillDesk (PE Growth) na na l	Pymts
10/12 <b>Cortview</b> ( <i>Buyout</i> ) na Alex Chulack C	apMkts
08/12 KCG Holdings (PIPE) 1,023 Matthew Nimetz C	apMkts
02/12 FNZ (Secondary) a John Bernstein C	apMkts
01/10 <b>Markit</b> ( <i>PE Growth</i> )** 250 Aaron Goldman C	apMkts
11/08 <b>Grupo Qualicorp</b> (Carlyle)* 44 Jon Korngold	HCIT
10/08 Liberata (Endless)* 36 David Hodgson	вро
02/08 <b>Emdeon</b> (The Blackstone Group)* 575 Mark Dzialga	HCIT
07/07 GlobalCollect (WCAS)* na Klaus Esser I	Pymts
07/07 <b>GETCO</b> ( <i>PE Growth</i> ) 300 Rene Kern C	apMkts

Source: Capital IQ, PitchBook.

- (1) Italics indicate preferred control / geography.
- 2) \* denotes M&A exit; \*\* denotes IPO exit.
- (3) Deal Amount in mm.



Date

### **Investor Overview – Warburg Pincus**

#### Overview

### WARBURG PINCUS



Michael Martin Head of Financial Services

Adarsh Sarma

Managing Director



James Neary Managing Director

Managing Director

Cary Davis

#### **Investment Preferences**

#### **Investment Criteria**

**Fund Size:** \$11,200mm

Fund Raised: 2012

\$10-1,000mm **Investment Range:** 

Revenue: na

EBITDA: na

### Location(s)

- New York, NY (HQ)
- Hong Kong, China
- Amsterdam, Netherlands
- Shanghai, China

- London, UK
- San Francisco, CA
- Frankfurt, Germany
- Mumbai, India

#### **About**

- Founded in 1966, by Eric Warburg and Lionel Pincus, Warburg Pincus has invested over \$50bn since inception
- Warburg Pincus brings strong industry knowledge, market experience, the ability to invest and support all stages of a company, a long-term investment horizon, and the ability to fully align the interests of a portfolio company's management and the firm's own interests
- Active portfolio has more than 120 companies of various size across numerous industries

FINANCIAL TECHNOLOGY **PARTNERS** 

#### General Preferences (1)

Control: Majority, Minority

Geography: North America.

Europe, Asia / Pac, Latin America

**Transaction Type:** Venture, Growth,

> Buyout, Spinoff, MBO/LBO. Recapitalization. Bankruptcy /

Distressed

**Industry Focus:** Financial Services,

Healthcare, TMT, Energy, Consumer, Industrial and Services

### Select Recent Investments / Exits

Company

Fin i ech /	Financiai	Services	investmen	ts 🖰
	_		Deal	_

**Roard Ren** 

Sector

TTG Investment Research (Buyout)   S120   Cary Davis   CapMkts	Date	Company	Amt.(3)	Board Rep.	Sector
09/15Capillary Technologies (Series C)45Nitin NayarPymts07/15Bank of Baroda (Buyout)nanaBnkg05/15PayScale (Buyout)122Parag GuptaPymts03/15DBRS (MBO)naMichael MartinBnkg01/15Avalara (Series D)42Justin SadrianFMS12/14Russell Investments (Buyout)1,800naCapMkts08/14Huarong Asset Management (PE Growth)2,354naCapMkts06/14EFS (Buyout)1,000James NearyCapMkts05/14Capital First (Secondary)51Vishal MahadeviaCapMkts01/14Source (Buyout)naCary DavisCapMkts12/13Santander Asset Management (Buyout)1,791Daniel ZilbermanCapMkts12/12T&C Asset Management (PE Growth)nanaCapMkts08/12InComm (Secondary)naJames NearyBnkg03/12AU Financiers (PE Growth)50Vishal MahadeviaBnkg12/11Santander Consumer USA (MBO)**1,000Daniel ZilbermanBnkg	11/15		\$120	Cary Davis	CapMkts
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12/11 USA (MBO)** 1,000 Daniel Zilberman Bnkg	03/12		50	Vishal Mahadevia	Bnkg
	12/11		1,000	Daniel Zilberman	Ŭ

Source: Capital IQ, PitchBook.

- Italics indicate preferred control / geography.
- \* denotes M&A exit: \*\* denotes IPO exit.
- (3) Deal Amount in mm.

### Selected FT Partners' Research (click to view)



Financial Technology Partners
July 14, 2015

FT Partners Research

Partners Research

Spin-off Overview

Spin-off Overview

Courtes of.





Research Report: Transaction Security

Research Report: PayPal Spin-off Overview

Research Report: Global Money Transfer

Research Report: Apple Unveils Apple Pay









**Square Completes its IPO** 

First Data: Post Quiet Period Review

Worldpay Files for its IPO

**Shopify: Post Quiet Period Review** 



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 13 years of exclusive focus on Financial Technology. Please visit our <u>subscription form</u> to subscribe to our exclusive monthly newsletter and receive our research reports.

### FT Partners is the Leader in Financial Technology Investment Banking







































### FT Partners Advises on Strategic Sale of Mercury for \$1.65 bn in Cash to Vantiv

#### **Transaction Overview and Rationale**

#### Overview of Transaction

- Mercury announced its sale to Vantiv for \$1.65 billion in cash on May 12, 2014
- Vantiv will fund the acquisition with committed financing; the transaction is expected to close in the second quarter of 2014
- This transaction is Vantiv's largest acquisition to-date (~5x larger than its acquisition of Litle) and one of the largest strategic merchant acquiring M&A transactions consummated in over a decade

#### Significance of Transaction

- Vantiv's acquisition of Mercury accelerates the Company's growth in the integrated payment space by significantly expanding distribution channels and technology capabilities
- Expands Vantiv's reach into the SMB segment through Mercury's distribution network, complementary verticals and ability to design integrated, value-added POS innovations
- Enhances Vantiv's competitive position in the payments sector broadly on the basis of technology differentiation, leading processing scale and omni-channel presence while increasing penetration into high growth channels
- Expected to add one to two percentage points to Vantiv's net revenue growth per year while being modestly accretive to Vantiv's non-GAAP earnings per share in 2014 with accelerating accretion in 2015

#### FT Partners' Role

- FT Partners served as advisor to Mercury
- FT Partners was also Mercury's advisor in the Company's 60% sale to Silver Lake in April of 2010 at a \$700mm valuation

# Financial Technology Partners LP FTP Securities LLC

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



in its cash sale to



for total consideration of

\$1,650,000,000



The Only Investment Bank Focused Exclusively on Financial Technology



### FT Partners Advises on the Sale of TransFirst to Vista Equity Partners

#### **Transaction Overview and Rationale**

#### Overview of Transaction

- On October 13, 2014, Vista Equity Partners announced that it will acquire TransFirst, a leading provider of secure transaction processing services, from Welsh, Carson, Anderson & Stowe ("WCAS")
- Similar to the May 2014 acquisition of Mercury by Vantiv,
   TransFirst had filed for an IPO prior to the transaction
- Vista Equity Partners is a U.S.-based private equity firm with over \$13.5 bn in cumulative capital commitments that focuses on software, data and technology-enabled businesses
- WCAS originally acquired TransFirst in June 2007

#### Significance of Transaction

- Vista's acquisition of TransFirst is one of the largest private equity-lead LBO's in the merchant acquiring space
- With over 200,000 merchants and more than 1,300 partners, the acquisition will allow TransFirst to solidify its position as a leading provider of payment processing solutions in the SMB space
- TransFirst intends to leverage Vista Equity Partners' expertise in helping its portfolio companies achieve operational, product and customer service excellence by contributing professional expertise and proven best practices

#### FT Partners' Role

- FT Partners served as a strategic and financial advisor to TransFirst in its sale process
- FT Partners has previously worked with TransFirst, including the Company's \$675 mm debt recap transaction in 2012

# Financial Technology Partners LP FTP Securities LLC

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



in its sale to



Vista Equity Partners

from



\$ 1,500,000,000



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### FT Partners Advises CIBC on its Investment in Dynamics' \$70 mm Series C Capital Raise

#### **Transaction Overview and Rationale**

#### Overview of Transaction

- On December 8, 2014, Dynamics announced it closed a \$70 million Series C round of financing that included new investors CIBC and MasterCard along with existing investors Bain Capital Ventures and Adams Capital Management
- The investment by CIBC follows the successful launch with Dynamics of the marquee CIBC Tim Hortons Double Double Card, which combines a no-fee CIBC credit card with a Tim Card, all in one
- Dynamics designs and manufactures integrated payment cards and advanced payment platforms; the company has currently launched products with banks in the United States and Canada
- CIBC is a leading Canadian-based global financial institution with a market capitalization of \$41 billion and a Basel III Common Equity Tier 1 ratio of 10.3%; through its three major businesses, Retail and Business Banking, Wealth Management and Wholesale Banking, CIBC provides a full range of financial products and services to 11 million clients in Canada and around the world

#### Significance of Transaction

- CIBC has a strong history of innovation and this investment further strengthens its relationship with Dynamics as the two continue to work together to bring new payment products to market
- The transaction demonstrates the continued relevance of the physical card as a means of payment and the increasing importance of innovative payment solutions that create value for consumers in new, differentiated ways while upholding the highest security standards
- The additional capital will help Dynamics to continue to meet global demand for its "Interactive Payment Card" technology platform by increasing the Company's ability to scale its manufacturing operations and extend its technical capabilities and product lines

#### FT Partners' Role

- FT Partners served as a strategic and financial advisor to CIBC on its investment
- Highlights FT Partners' continued success in 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 role as advisor to



in its strategic investment in



with additional participation from



Bain Capital Ventures



for approximately

\$ 70,000,000



The Only Investment Bank Focused Exclusively on Financial Technology



### FT Partners Advises OzForex on its A\$480 Million Sale & IPO

#### **Transaction Overview and Rationale**

#### Overview of Transaction

- OzForex Group ("OzForex") completed its Sale & Initial Public Offering and began to trade on the Australian Stock Exchange ("ASX") under the ticker symbol OFX
- Stock closed first day of trading up ~30%
- OzForex is an online, global payments provider that offers individuals and SMBs a platform to purchase foreign currency to facilitate international transactions
- Prior to the offering, OzForex was owned by Accel Partners,
   The Carlyle Group, Macquarie Bank and other founder / private investors

#### Significance of Transaction

- Transaction was a sale of ~100% of the equity of the company to a "club" of institutional investors, followed by an IPO (one of the largest IPOs of an Australian company)
- Highly innovative "club-deal" structure allowed for reduced risk and certainty for existing investors
- Investors given the ability to sell ~100% of their interests in the Company; certain investors chose to retain a small portion of their ownership

#### FT Partners' Role

- FT Partners served as exclusive Financial, Strategic and IPO Advisor to OzForex and its Board of Directors
- FT Partners managed the very unique dual-track M&A / sale and IPO process, effectively achieving an "M&A" outcome for shareholders in the public markets (~100% liquidity)
- FT Partners' advisory role simplified and expedited the "timeto-market" period due to the significant amount of up-front work completed prior to the engagement of potential M&A sale buyers and underwriters

# FINANCIAI Technology Partners LP FTP Securities LLC

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



in its

### Initial Public Offering

valuing the equity at

A\$ 480,000,000



The Only Investment Bank Focused Exclusively on Financial Technology



### Award-Winning Investment Banking Franchise Focused on Superior Client Results

FT Partners has been recognized as Investment Banking Firm of the Year and regularly achieves Merger and Financing Deal of the Year recognition





the top Bankers in Financial Technology



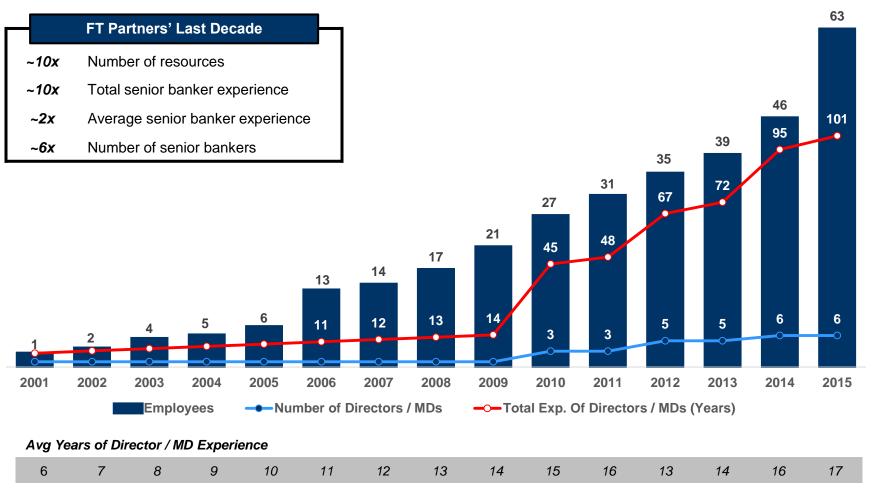
2008

2006

- Equity Financing Dealmaker of the Year Steve McLaughlin
- Information Technology Deal of the Year
- Financial Services Deal of the Year
- Financing Professional of the Year Steve McLaughlin
- Financing Deal of the Year Equity
- Financing Deal of the Year Debt



### Platform of Choice for Clients and Bankers Alike





### **The FT Partners Senior Banking Team**

Name / Position	Name / Position Prior Background Experience / Education		Years of Experience	
Steve McLaughlin Founder, CEO and Managing Partner	Goldman Sachs	<ul> <li>Formerly with Goldman, Sachs &amp; Co. in New York and San Francisco from 1995-2002</li> <li>Formerly Co-Head of Goldman Sachs' Financial Technology Group (#1 market share)</li> <li>Wharton M.B.A.</li> </ul>	20	
Larry Furlong  Managing Director	Goldman Sachs	<ul> <li>Formerly with Goldman, Sachs &amp; Co. in New York, London and Los Angeles beginning in 1995</li> <li>Wharton M.B.A.</li> </ul>	20	
Greg Smith  Managing Director	- I officing award withing Equity Research Analyst at Merilin		19	
Managing Director Sachs		<ul> <li>Formerly with Goldman, Sachs &amp; Co. beginning in 2000</li> <li>40 Under 40 M&amp;A Advisor Award Winner 2013</li> <li>Harvard M.B.A.</li> </ul>	13	
Andrew McLaughlin  Managing Director, Research & Business Development	Deloitte.	<ul> <li>Leads FT Partners' Research and Business Development Team</li> <li>Formerly with Deloitte Consulting</li> </ul>	9	

