## December 2, 2015 **Financial Technology Partners**

FT Partners Research - Transaction Profile



acquires



for ~\$1.8 billion

Courtesy of:



The Only Investment Bank Focused Exclusively on Financial Technology

www.ftpartners.com



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Financial Technology Partners LP

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### Transaction Summary

#### **Transaction Multiples**

**Enterprise Value / LTM** Revenue

7.4 x

**Enterprise Value / LTM EBITDA** 

20.0 x

Equifax's initial bid of AUD\$2.70 (approximately \$1.95) was announced on September 17, 2015

#### **Transaction Summary**

- On November 22, 2015, Equifax announced an agreement to acquire all of Veda's outstanding common stock for AUD\$2.83 (approximately \$2.05) per share, valuing the company at approximately \$1.8 billion
- The price represents a 41.6% premium over Veda's closing price on September 17, 2015 - the last trading day before the announcement of Equifax's original expression of interest
- Equifax will acquire 100% of Veda's equity using cash proceeds available from senior credit facilities provided by a bank syndicate
- The transaction is Equifax's largest acquisition, surpassing the \$1 billion CSC Credit Services buyout in 2012
- The proposed transaction is expected to be accretive to Equifax's EPS

### **Transaction Commentary**

#### **EQUIFAX®**



""Veda is a well-established business with strong leadership. innovative products and services, and deep customer relationships. "Veda is a well-established business with strong leadership, innovative products and services, and deep customer relationships."

> Richard F. Smith Chairman & CEO, Equifax





"We consider that the offer price of \$A2.825 cash per share reflects Veda's strong market position and its ability to deliver growth into the future. Equifax has a global capability and deep skills that will benefit Veda's customers and provide opportunities for our staff."

> **Helen Nugent** Chairman, Veda

### Strategic Rationale (1)

1. Veda & Equifax have complementary products and services



**Consumer Credit Reporting** 

Fraud and Identity

Collections Management

Employee Verification

- 2. Key business model similarities
  - Both companies provides data analytics oriented solutions to its customers
- 3. Valuation and synergies combine to create significant value (2)
  - Veda will bolster an already strong pipeline of organic growth opportunities, and will likely be accretive
  - Veda is a strong consumer bureau (similar to Equifax, TransUnion and Experian), a leading commercial bureau (like DNB); and a leading scorer (like FICO)
  - Equifax has the potential to find cost savings and drive revenue synergies in this acquisition
  - The combined entity would have access to more data and ultimately much larger revenue opportunities







### **Summary of Analyst Coverage**

#### NYSE:EFX



"EFX has referenced international expansion as a key area of focus – and Veda appears to us to be one of the few scaled, mature credit bureaus available... Veda's 40%+ EBITDA margins illustrate its dominant position in Australia and Veda appears to play on many of the same themes as EFX"

"We see the proposed transaction as being a good strategic fit that would likely both provide a strong platform for growth and also be nicely accretive to adjusted profits. We reiterate our Outperform rating on EFX, and await further details as the process plays out. Veda has a strong financial business model like Equifax (high margins/ROIC, recurring revenue, strong cash flow, etc.), and actually has margins that are nicely above Equifax's level."



J.P.Morgan

"We view this accretive acquisition positively, as Veda operates in Equifax's core consumer credit reporting business and this deal would expand Equifax into an appealing new geography undergoing favorable changes. Moreover, Veda has exhibited a strong organic growth profile, with strong margins and free cash flow. Equifax's track record with acquisitions is impressive and this deal should continue that trend, in our opinion."







### **Veda Overview**

#### **Company Overview**

Founder and CEO: Nerida Caesar

**Headquarters:** Sydney, Australia

Founded: 1998

- Veda is a data and analytics company and the leading provider of credit information in Australia and New Zealand
- The Company Veda holds data on more than 16.4 million credit-active individuals, 3.6 million companies and 3.4 million Sole Traders throughout Australia, providing customers with the ability to make more informed decision
- The Company has three lines of business within Australia: Consumer Risk and Identity, Commercial Risk & Information Services and B2C & Marketing Services
  - The Consumer Risk & Identity line provides data intelligence about individuals to enable business customers to manage credit risk, validate identity and qualifications, and avoid fraud
  - Commercial Risk & Information Services helps business customers assess commercial credit risk, verify entities and manage supplier risk
  - Business-to-Consumer (B2C) provides products that help consumers improve their financial literacy, negotiate better credit offers, and protect their identity

**Company Statistics** 

**Customer Base** 

12,500+ Businesses

450,000+ Consumers



of the ASX 100

Verified over 5,000 financial advisors

Audited 3 million superannuation members







Consumer Risk &

Identity provides

data intelligence

customers to

about individuals

to enable business

manage credit risk, validate identity and qualifications, and avoid fraud

## Equifax Acquires Veda for ~\$1.8 Billion

### **Veda Overview – Consumer Risk and Identity**

#### **Consumer Bureau Services**

- ✓ Veda's enterprise DecisionPoint 3 credit decisioning platform allows a lender to automate credit decisions by accessing data from Veda or the broader market
- Have over 30 Veda bureau services that include originating a loan, managing the customer, and providing collection analytics

#### Fraud and Identity

The inclusion of fraud assessment as part of the verification process now helps our customers detect and prevent fraud at both the point of application and in subsequent dealings



#### Wealth

✓ Veda provides data quality audits and data migrations, data cleansing and augmentation, to providing insights on their customers and members, while also offering online identification and fraud prevention solutions

### Comprehensive Credit Reporting

✓ At the end of FY15, 10 per cent of the accounts in the retail credit market had CCR data loaded onto Veda's bureau in a private testing environment

#### **Employee Verification**

√ Veda's Verify solution helps organizations conduct adequate background screening to identify misinformation in resumes

#### **Collections**

✓ Veda's Collection
Services assist
customers with solutions
that drive productivity
outcomes, improve
collection rates and
create better customer
experiences







**Veda Overview – Commercial Risk and Information Services** 

Commercial Risk & Information Services helps business customers assess commercial credit risk, verify entities and manage supplier risk through the use of data intelligence and third-party data about businesses and the people behind them



The Commercial Risk & Information Services business continues to grow through product innovation and solutions focused on the needs of existing and new customer segments

#### **Commercial Risk**

- Veda's Trading History product assists customers to assess credit risk and repayment behavior of organizations and their related entities
- Enables customers to improve approval rates, reduce bad debt rates, on-board customers faster, and identify earlier signs of repayment stress

#### **Commercial and Property Solutions**

- Commercial & Property Solutions provide businesses with access to third-party data through Veda's value-added products
- Veda's delivery channel allows customers to easily purchase multiple products from one place







**Veda Overview – B2C and Marketing Services** 

The Business-to-Consumer (B2C) line provides products that help consumers improve their financial literacy, negotiate better credit offers, and protect their identity

Marketing Services provides businesses with insight into data driven marketing to make informed decisions about how to target customers





#### **Business-to-Consumer**

- VedaScore is used by financial institutions to price specific offers in the personal loan and credit card markets to match the credit risk profile of individuals
- Monitors whether a person's information, such as email addresses, credit cards and bank details, are illegally traded in online forums and alerts the real 'owner' if their information has been compromised

### **Marketing Services**

- Veda's Marketing Services division assists its clients via a vast 'data lake' - a repository of data in its raw form - of consumer and commercial information
- Combined with market-leading data matching capability and advanced analytics, Veda generates insights to help customers grow in their chosen segments







### **Veda Management Team**

Nerida Caesar Chief Executive Officer, Managing Director



- Nerida was appointed CEO and Managing Director of the Company in February 2011
- Nerida was previously the Group Managing Director of Telstra Enterprise and Government where she was responsible for Telstra's corporate, government and large business customers in Australia

James Orlando
Chief Financial Officer



- James joined Veda in May 2013 as CFO
- Before joining Veda, James was the CFO of AAPT, where he focused on improving the Company's earnings, as well as divesting its consumer business

Tony Kesby
Chief Information Officer



- Tony joined Veda in August 2008, and has over 30 years' technology experience
- The senior IT positions that Tony has held include CIO roles at FAI Life and Tower Australia

Lionel Lopez
Chief Data Officer



- Lionel joined Veda in March 2015 and has over 20 years' experience in financial services in Australia and internationally
- Lionel has worked both internationally and domestically at GE UK and GE Taiwan, Barclays UK, Standard Chartered Singapore and National Australia Bank

John Wilson EGM, Product and Market Development

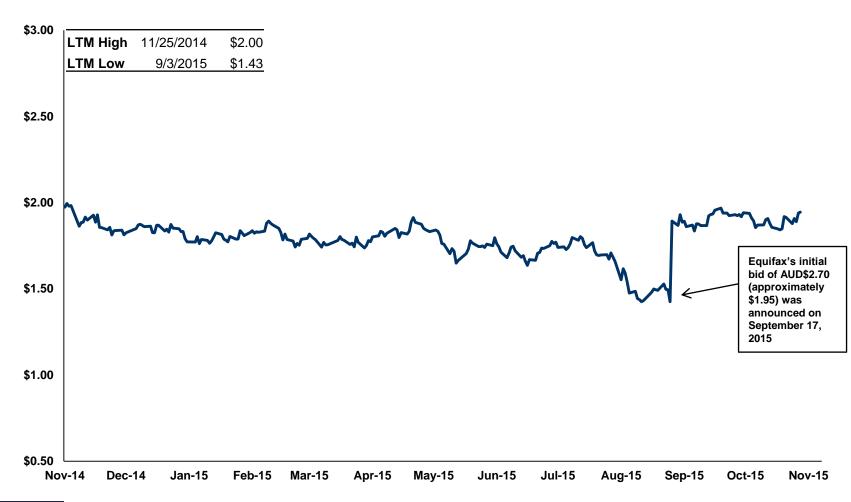


- John joined Veda in February 2010, and has more than 20 years' experience in information technology
- Before joining Veda, John was the Asia Pacific President for SunGard, where he managed over 1,500 staff, across 14 offices in 11 countries





### **Veda LTM Stock Performance**









### **Veda Financial Overview – Historical Income Statement**

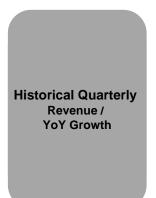
(\$ in mm)	FY2012		FY2013		FY2014		FY2015	
Revenue	\$	174	\$	192	\$	216	\$	242
YoY Growth		16%		10%		12%		12%
Costs & Expenses:								
Cost of Sales		95		94		101		114
Selling, General and Admin.		23		19		20		21
Depreciation and Amortization		28		18		17		20
Other		3		4		4		5
Total Operating Expenses		54		40		49		45
EBITDA	\$	40	\$	61	\$	71	\$	90
EBITDA Margin		23%		32%		33%		37%
Operating Income	\$	25	\$	58	\$	67	\$	83
Operating Income Margin		14%		30%		31%		34%
Net Income	\$	(14)	\$	7	\$	16	\$	56
Net Income Margin		na		3%		7%		23%

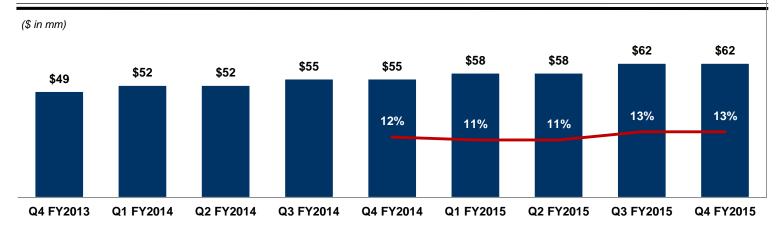


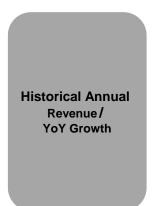




**Veda Financial Overview – Revenue (cont.)** 









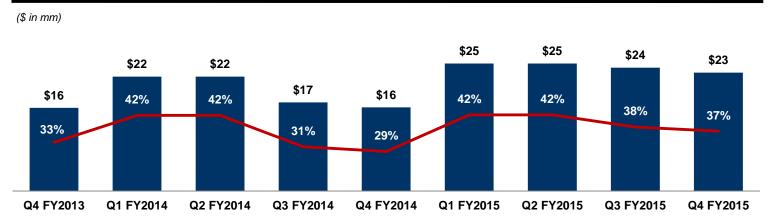




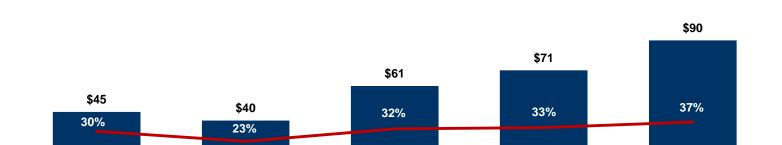


### **Veda Financial Overview - EBITDA**









FY2013

FY2014





FY2011

FY2012

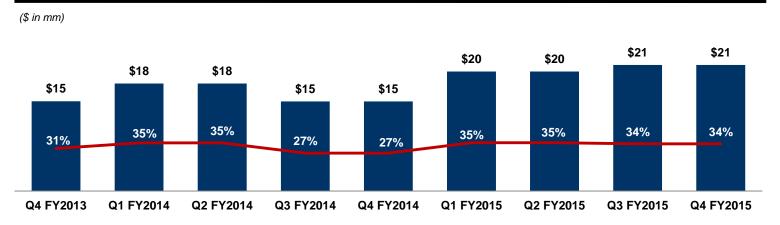
(\$ in mm)

FY2015

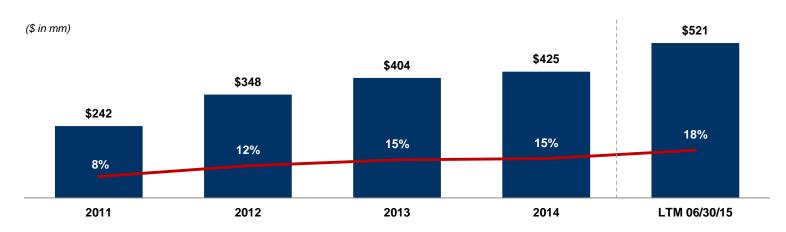


## **Veda Financial Overview – Operating Income**









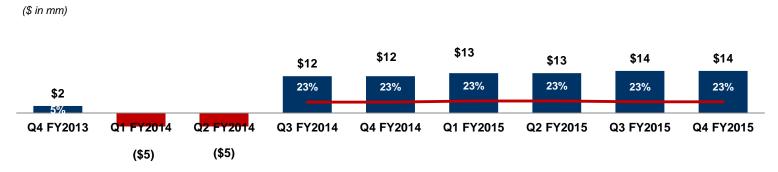


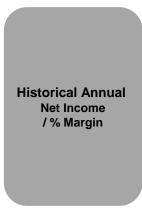




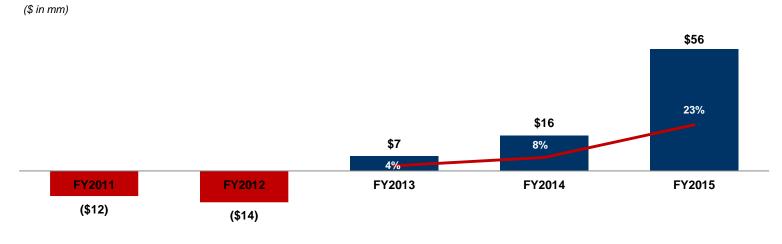
### **Veda Financial Overview - Net Income**











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## **Selected Public Comparables**

				Market	Enterprise			Multi	ples			(	Growth Rat	es	Mai	rgins	
	Price	% MTD	% LTM	Value	Value	Price / E	arnings	EV / El	BITDA	EV / Re	venue	Reve	nue	EPS	EBI	ITDA	P/E/G
Company Name 11/20/15	11/20/15	Change	e High	(\$ mm)	(\$ mm)	CY 15E	CY 16E	CY 15E	CY 16E	CY 15E	CY 16E	CY 15E	CY 16E	LT	CY 15E	CY 16E	CY 15E
Consumer / SMB Credit Data and Pro	otection																
Experian	\$ 18.47	8 %	96 %	\$ 17,675	\$ 21,031	20.3 x	19.7 x	12.5 x	13.1 x	4.3 x	4.2 x	0 %	2 %	11 %	35 %	32 %	1.8 x
Equifax	110.22	3	100	13,233	14,497	24.7	22.3	15.7	14.2	5.4	5.1	10	8	11	35	36	2.2
TransUnion	25.75	0	95	4,889	6,504	26.5	21.5	12.8	11.5	4.3	4.0	15	9	11	34	35	2.4
FICO	91.58	(1)	94	2,936	3,458	31.6	26.2	17.5	14.5	4.1	3.9	6	4	16	23	27	2.0
Veda	1.94	3	96	1,657	1,802	28.0	25.4	16.1	14.4	6.9	6.2	13	11	10	43	43	2.8
LifeLock	14.68	5	77	1,484	1,152	23.6	19.5	16.0	12.3	2.0	1.7	23	15	22	12	14	1.1
Median		3 %	96 %			25.6 x	21.9 x	15.9 x	13.7 x	4.3 x	4.1 x	11 %	8 %	11 %	34 %	33 %	2.1 x
Mean		3	93			25.8	22.4	15.1	13.3	4.5	4.2	11	8	14	30	31	2.0
Thomson Reuters	iders \$ 39.75	(3)%	95 %	\$ 30,575	\$ 39,039	19.3 x	17.3 x	11.4 x	10.7 x	3.2 x	3.1 x	(3)%	2 %	11 %	28 %	29 %	1.8 x
Financial Media / Information Prov	iders																
McGraw Hill	96.89	5	89	26,608	29,512	21.5	19.6	13.4	11.9	5.5	5.0	5	10	14	41	42	1.5
												-					
Moody's	104.34	9	92	20,978	22,391	22.8	20.3	14.0	12.9	6.4	6.0	6	7	13	46	46	1.7
Reed Elsevier	17.84	1	98	20,394	20,999	19.3	18.0	7.9	7.3	2.6	2.4	4	4	7	35	35	2.7
Wolters Kluwer	34.40	5	99	10,039	12,239	17.4	16.2	11.1	10.6	2.8	2.7	15	3	9	25	26	2.0
Markit	29.32	(4)	95	5,661	6,060	20.4	19.2	12.3	11.5	5.4	4.9	5	10	4	44	43	nm
Dun & Bradstreet	107.35	(6)	78	3,898	5,375	14.8	14.0	11.1	10.2	3.2	3.1	(0)	5	6	29	30	2.4
Intrum Justitia	33.71	(4)	94	2,451	3,109	18.2	17.8	15.1	14.8	4.8	4.6	10	3	7	32	31	2.6
Morningstar	77.91	(5)	90	3,451	3,064	26.5	23.1	12.0	10.8	3.9	3.6	4	8	16	32	33	1.7
Fimalac	84.70	(2)	86	2,272	2,819	37.7	36.3	nm	nm	19.7	18.9	26	4	na	10	12	na
Median		(3)%	93 %		<u> </u>	19.8 x	18.6 x	12.0 x	10.8 x	4.3 x	4.1 x	5 %	5 %	9 %	32 %	32 %	1.9 x
Mean		(0)	92			21.8	20.2	12.0	11.2	5.8	5.4	7	6	10	32	33	2.0







### **Equifax Overview**

#### **Key Company Stats**

Credit and alternative data on nearly:

600 million consumers

81+ million businesses

250+ million employee payroll records

100+ million public records

#### **Equifax Overview**

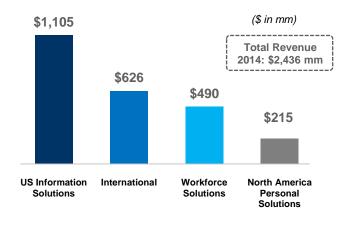
CEO: Richard Smith

Headquarters: Atlanta, GA

Founded: 1899

- Equifax provides information solutions and human resources business process outsourcing services for businesses, governments, and consumers
- The Company's products and services are based on comprehensive databases of consumer and business information derived from numerous types of credit, financial assets, telecommunication and utility payment, employment, income, public record, demographic and marketing data

### Revenue by Segment 2014



#### Products / Services

US Information Solutions

Consumer and commercial credit reporting and scoring, identity management and authentication



Solutions:

Online Information Solutions

Mortgage Solutions

Financial Marketing Solutions

#### International

Includes varying product lines in the US Information Solutions and North American Personal Solutions segments



Solutions:

Consists of LatAm, Europe and Canada

Includes IT Services for debt collections and recovery management

### Workforce Solutions

Solutions include employment, income, and social security number verifications and HR business outsourcing



Administration of Unemployment Claims

Payroll-related Transaction Processing

### North America Personal Solutions

Credit monitoring and identity theft protection products



**Direct-to-Consumer Credit Monitoring** 

**Analytical Services** 







## **Equifax Management Team**

Richard Smith
Chief Executive Officer,
Chairman



- Richard F. "Rick" Smith is Chairman and Chief Executive Officer of Equifax
- Prior to joining Equifax, Rick held several CEO, President and COO positions with GE, where he was appointed a Corporate Officer in 1999

John Gamble Chief Financial Officer, Corporate Vice President



- John Gamble is the Company's CFO and Corporate VP
- Previously, John was an Executive VP and CFO for Lexmark International

Andy Bodea
Chief Global Operations
Officer



- Andy Bodea is the Chief Global Operations Officer of Equifax, where he has global responsibility for strategic revenue growth initiatives
- Previously held positions at Home Depot, GE Company, GE Capital and Gateway among others

David Webb
Chief Information Officer



- David (Dave) Webb is CIO for Equifax, with responsibility for the Company's global technology strategy, operations
- Previously served as COO of Silicon Valley Bank

Jeffrey Dodge SVP of Investor Relations

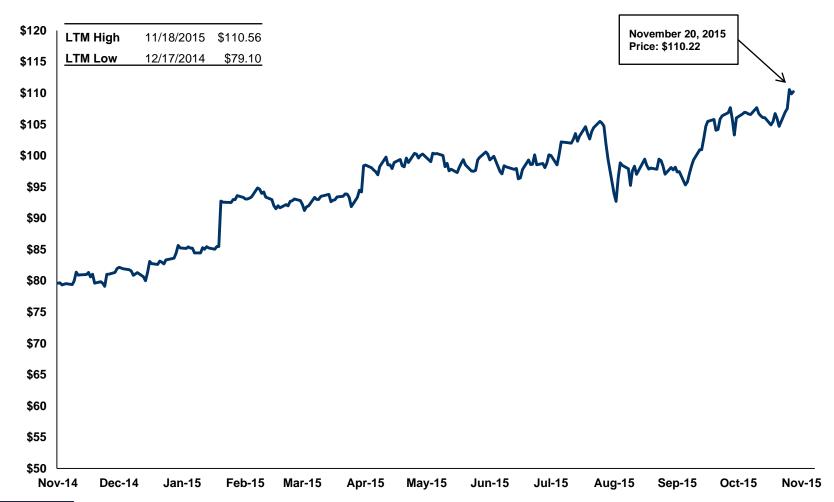


- Jeff Dodge is SVP of Investor Relations for Equifax and is responsible for managing the Company's relationship with Wall Street analysts and investors
- Before joining Equifax, Jeff was a Senior Credit Officer of Retail Financial Services for GE Capital





### **Equifax Overview – LTM Stock Performance**

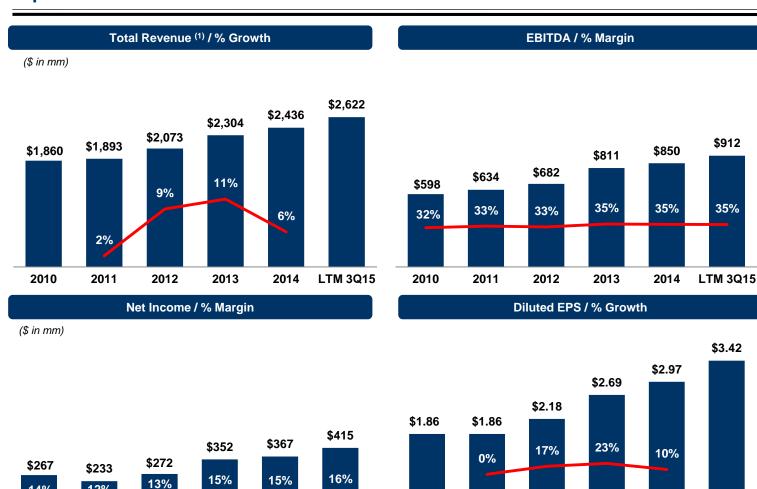








## **Equifax Financial Overview**



2010

LTM 3Q15

2014

2011

2012

2013



Source: SEC filings, Capital IQ.

12%

2011

14%

2010

2012

2013



19

LTM 3Q15

2014

Listed as processing and services revenue in filings



## **Equifax Selected Acquisitions**

Announced Date	Target	Amount (\$MM)
01/16/14	TDXGROUP	327
01/16/14	INFFINIX	23
11/25/13	Informconf	48
07/08/13	TrustediD°	na
12/18/12	INFORMA DEL PERÚ Información Económica	na
12/03/12	CSC	1,000
09/06/11	EFX de Costa Rica	na
10/04/10	anakam™ gnabling the masses	64
11/02/09	Rapid Reporting A Verification Company	73
10/21/09	TM	124

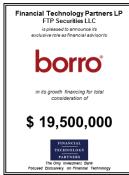




## **Overview of FT Partners**

### Strong Domain Expertise in Banking and Financial Technology



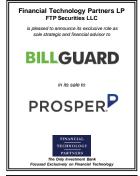


























## **Overview of FT Partners**

### 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



2015 Dealmaker of the Year

■ Technology Deal of the Year

■ Equity Financing Deal of the Year

■ Professional Services Deal of the Year, Above \$100mm

■ Dealmaker of the Year

■ Professional Services Deal of the Year, Above \$100 mm

■ Boutique Investment Bank of the Year

■ Deal of the Decade

■ 10 Deal of the Year Nominations Across 9 Categories

■ Upper Middle Market Deal of the Year, Above \$500 mm

■ IT Services Deal of the Year, Below \$500mm

■ Cross-Border Deal of the Year, Below \$500mm

■ Dealmaker of the Year – Steve McLaughlin

■ Business to Business Services Deal of the Year

■ Computer and Information Technology Deal of the Year, Above \$100mm

■ Financial Services Deal of the Year, Above \$100mm

Institutional Investor Annual Ranking

2006-2008

2014

2012

2011

2010

2007

■ Steve McLaughlin consecutively ranked (2006, 2007 and 2008) among 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





# **Overview of FT Partners**

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

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	Merrill Lynch J.P.Morgan sterne agee	<ul> <li>Formerly award winning Equity Research Analyst at Merrill Lynch / J.P. Morgan / Sterne Agee</li> <li>Recent coverage included V, MA, DFS, TSS, GPN, HPY DST, ENV, FIS, FISV &amp; JKHY among others</li> </ul>	19
Tim Wolfe  Managing Director	Goldman 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



