May 19, 2016 **Financial Technology Partners**

FT Partners Research - Transaction Profile

III PERSONAL CAPITAL

raises

\$75 million

in Series E financing from



Courtesy of:



The Only Investment Bank Focused Exclusively on Financial Technology

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Personal Capital Raises \$75 Million in Series E Financing

Transaction Summary

Transaction Summary

- On May 19, 2016, Personal Capital announced that it had received Series E financing from Canadabased IGM Financial, Inc.
 - IGM Financial has invested \$50 mm and has agreed to invest another \$25 mm within the next vear
 - IGM Financial is a member of the Power Financial Corporation group of companies
- According to Personal Capital, this financing results in a post-money valuation of approximately \$500 mm
 - This valuation is double Personal Capital's valuation during its Series D round of financing
- As a result of this transaction, Jeff Carney, CEO and President of IGM Financial, will be joining **Personal Capital's Board of Directors**

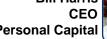
Transaction Commentary

"IGM Financial is the ideal investor. As one of Canada's premier personal financial services companies, we will benefit from IGM Financial's expertise in financial advice and asset management, coupled with deep understanding of its clients' needs. We are very excited to work with the IGM team."

"Our approach allows people not only to manage their entire financial life through the mobile devices they carry in their pockets, but also to receive a level of personalized advice previously only available to the ultrawealthy. Demand for our advisory services and tools is only growing, and we are excited to partner with IGM Financial and our current investors to help more people reach their long-term financial goals, whether that be starting a family, buying a home, or getting ready for retirement."

III PERSONAL CAPITAL

Bill Harris Personal Capital



Transaction Rationale

- Personal Capital will use the additional investment to scale the business and broaden its services
- This transaction allows IGM Financial the opportunity to participate within the emerging digital wealth management industry in the United States

"I'm very enthusiastic about our investment in Personal Capital, and its highly experienced management team. We believe the financial advisory landscape will be enhanced by the type of service that Personal Capital provides, and we're delighted to be backing the leader in digital wealth management."



Jeff Carney CEO and President IGM Financial



Personal Capital Raises \$75 Million in Series E Financing

Personal Capital Overview

III PERSONAL CAPITAL

Company Overview

CEO: Bill Harris

Headquarters: Redwood City, CA

Founded: 2009

- Personal Capital offers free software to track financial investments as well as a full wealth management service
 - Free financial software for all registered users
 - Wealth management service provides professional financial advisors to clients, with special services for clients holding over \$1 million with Personal Capital
- Personal Capital has over 1 million registered users, tracking \$239 billion, and \$2.4 billion in assets under management

Financing History				
Date	Size (\$ mm)	Investor(s)		
05/19/16	\$75	IGM Financial		
10/28/14	50	BBVA Ventures; Corsair Capital; CrossLink Capital; Institutional Venture Partners; United Services Automobile Association; Venrock		
05/30/13	27	BlackRock; Correlation Ventures; CrossLink Capital; Institutional Venture Partners; Venrock		
07/26/11	20	Institutional Venture Partners; Venrock		
06/18/10	10	Institutional Venture Partners		

Products & Services Overview

Wealth Management Service

Personal Capital's Technology is combined with personal advisory services



An advisor calls to discuss goals, risk tolerance, time horizon, and retirement planning



The advisor analyzes current and prior finances and develops a personal strategy



The advisor presents the financial plan, and opens an account at Pershing, a third party custodian



Personal Capital implements the strategy, monitors and rebalances the portfolio, and delivers requested reports

Private Client Concierge

Clients investing \$1 million with Personal Capital receive:



Direct access to a Certified Financial Planner™ and 24/7 access to licensed advisors



Quarterly financial reviews and the ability to sit in on Investment Committee conference calls



Partnership with Bank of New York Mellon to establish non-purpose credit lines and provide mortgage access and account check writing



First \$3 mm: 0.79%

- Next \$2 mm: 0.69%
- Next \$5 mm: 0.59%
- Over \$10 mm: 0.49%

Fee Structure:



Personal Capital Raises \$75 Million in Series E Financing

IGM Financial Overview



Company Overview

President & CEO:

Jeff Carney

Headquarters:

Winnipeg, Canada

Founded:

1894

- IGM Financial is a personal financial services company, which provides investment advisory and other related services that mainly operates in Canada
- The Company also is one of the largest managers and distributors of mutual funds and other managed asset products in Canada
 - Currently has approximately \$133 bn in total assets under management, with approximately \$127 bn in mutual fund assets under management
- IGM Financial operates principally through its three subsidiary companies: Investors Group, Mackenzie Financial Corporation and Investment Planning Counsel
- IGM Financial is a member of the Power Financial Corporation group of companies
 - Power Financial Corporation is a diversified management and holding company with interests in companies in the financials services sector
- The Company is publicly traded on the TSX under the symbol "IGM", with a market capitalization of approximately \$6.7 bn

Subsidiaries Overview



Personal financial planning services focused on six areas:





✓ Mutual Funds

- ✓ ETFs
- ✓ Private Wealth Solutions
- ✓ Services
- ✓ Managed Assets
- ✓ New Funds



Integrated wealth management company Work with an IPC advisor to:

- 1. Analyze
- 2. Plan
- 4. Review
- 3. Advise
- 5. Communicate



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Selected M&A Transactions

Date	Acquirer	Target	Value (\$ mm)	Comments
04/06/16	ally	TradeKing	\$275	 Ally Financial announced the acquisition of TradeKing for \$275 mm
				 TradeKing is an online broker dealer and registered investment advisor, offering a range of portfolio management solutions and services
				 Ally Financial is a public and diversified financial services company based in the US focused on the auto and consumer finance industries
03/14/16	Goldman Sachs	Honest C Dollar	na	 The Investment Management Division of Goldman Sachs announced the acquisition of Honest Dollar, a web and mobile-based retirement savings platform
		0		 Honest Dollar enables employees of small- and medium-sized businesses, self-employed individuals and independent contractors to quickly begin saving and investing for retirement
01/12/16	▲ Invesco	Jemstep	na	 Invesco announced the acquisition of Jemstep, a provider of advisor-focused digital solutions Jemstep provides a simple way for advisors to engage with clients by providing a flexible platform that makes it easy for investors to access professional advice online through advisor-selected, customized asset allocations
08/26/15	BlackRock	Future Advisor	na	 BlackRock, the largest global asset manager, has announced the acquisition of FutureAdvisor, a digital wealth management platform The deal combines FutureAdvisor's tech-enabled advice capabilities with BlackRock's investment and risk management solutions FT Partners served as exclusive advisor to BlackRock on the transaction; terms of the transaction were not disclosed



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Selected M&A Transactions

Date	Acquirer	Target	Value (\$ mm)	Comments
05/26/15	John Hancock the future is yours	guîde	na	 Guide Financial applies artificial intelligence to help investors make better planning decisions and build wealth John Hancock may have felt that Guide's focus on cash flows and retirement advise make it the most relevant to John Hancock's customer base and product line The partnership provides Guide Financial with John Hancock's resources base to help fuel development and gives John Hancock a tech-focused product to add to its suite
04/23/15	Interactive Brokers	covestor	na	 Covestor provides an automated platform that mimics the trades of selected experienced investors based on the user's risk tolerance The deal will expand Interactive Brokers' capabilities in building a marketplace that brings together multiple market constituents while offering additional products and services By joining with Interactive Brokers, Covestor will be able to leverage Interactive Brokers' large customer base and rapidly add more portfolio managers to Covestor's marketplace, provide additional asset classes to clients and expand its offerings globally
03/25/15	W Northwestern Mutual	₩ LEARNVE\$T°	\$250	 Northwestern Mutual has announced that it will acquire LearnVest, a leading financial planning platform Through the acquisition, Northwestern Mutual has positioned itself to target the millennial generation, who are set to inherit around \$30 tn in the coming years Northwestern Mutual currently has more than 4.2 million clients worldwide and LearnVest currently has about 1.5 million users; the acquisition is expected to increase both customer bases LearnVest will continue to operate independently as a subsidiary; allowing it to continue to focus on growth of the platform
02/26/15	ENVESTNET'	(UPSIDE	3	 Envestnet acquired Upside Financial, a technology company that provides digital advice solutions to financial advisors, for an undisclosed amount The acquisition will allow Envestnet to combine Upside's convenient investor-facing financial planning platform with its suite of investment solutions, portfolio analytics tools and account servicing infrastructure Envestnet plans to build on Upside's advisor solution by utilizing the time-tested operations and servicing functionality of its own platform



Personal Capital Raises \$75 Million in Series E Financing

Selected Financing Transactions

Announce Date	Target	Investors / Acquirers	Size (\$ mm)	Valuation
05/19/16	PERSONAL CAPITAL	ISM Financial*	\$50.0	na
05/16/16	SIGFIG	Eaton Vance; Comerica Bank; New York Life; Santander InnoVentures; and UBS	40.0	na
04/21/16	acorns	PayPal; Rakuten; Greycroft Partners; e.ventures	30.0	na
03/29/16	Betterment	Tuvestment AB Hinnevik	300.0	\$700
02/19/16	FlexScore ^a	UNITED CAPITAL FINANCIAL LIFE MANAGEMENT	na	na
12/17/15	nextcapital	Alliance Bernstein; Manulife Financial Corporation; Route 66 Ventures	16.0	na
12/15/15	⊅indexa capital	Bewa7er; Cabiedes & Partners; FIDES Capital Partners; Viriditas Ventures	1.1	na
11/18/15	VANARE	Undisclosed Investors	3.0	na
11/09/15	<i>™</i> money farm	Cabot Square Capital; United Ventures	17.2	na
10/29/15	TAVÀGA	Undisclosed Investors	na	na
09/29/15	🖏 blooom	QED Investors, Commerce Ventures, DST Systems, Hyde Park Venture Partners, UMB Financial	4.0	na
09/17/15	advisr	FENWAY SUMMER VENTURES	1.0	na
08/19/15	SIMPLY WALLST	Sydney Angels	0.6	na
08/12/15	scripbox	ACCEL [*] PARTNERS	2.5	na
08/11/15	STASH	Undisclosed Investors	1.0	na
08/04/15	○ Nest WEALTH	• metroland media • connected to your community*	1.5	na
05/05/15	digit [™]	General Catalyst Partners; Baseline Ventures; Google Ventures: NYCA Partners	11.0	na 7



Source: Company websites, Capital IQ, PitchBook, FT Partners' proprietary transaction database.

Personal Capital Raises \$75 Million in Series E Financing

Selected Financing Transactions

Announce Date	Target	Investors / Acquirers	Size (\$ mm)	Valuation
05/04/15	ARTIVEST	Kohlberg Kravis Roberts & Co.; FinTech Collective; RRE Ventures; NYCA Partners; Anthemis Group	15.0	na
04/23/15	SIGFIG	nyca nyca	1.0	na
04/20/15	'ETOCO' Trading Starts Here	CommerzBank; Ping An Venture Capital; Sberbank Fund	39.0	na
04/02/15	acorns	e.venturs; Garland Capital; Greycroft Partners; Math Venture Partners; Sound Ventures	23.0	na
02/17/15	Betterment	Francisco Partners; Bessmer Venture Partners; Menlo Ventures; Northwestern Mutual Capital	60.0	~\$500 mm
01/20/15	motif INVESTING	M renren	40.0	na
11/23/14	Trading Starts Here	BRM Group; Ping An Capital; SBT Venture Capital; Spark Capital Partners	27.0	na
10/29/14	PERSONAL CAPITAL	Corsair Capital; BBVA Ventures; USAA Investment Management Company; IVP; Venrock; Crosslink Capita	50.1	~250mm
10/28/14	wealthfront	Spark Capital; Dragoneer Investment Group; Index Ventures; DAG Ventures; Greylock Partners; Ribbit Capital; The Social+Capital Partnership	64.2	~700 mm
08/14/14	WEALTHACCESS	Cultivation —Capital —	na	na
07/29/14	nextcapital.	FinTech Collective; Kelvingrove Ventures; Russell Investment Management Company; TransAmerica Ventures; VCET Capital	6.3	na
07/14/14	(UPSIDE	Cultivation Capital; Six Thirty	1.1	na
06/25/14	nutmeg	Schroders; Balderton Capital	32.0	na
05/21/14	Future Advisor	Canvas Ventures; Sequoia Capital	15.5	na
05/08/14	motif	JP Morgan Chase; Wicklow Capital; Balderton Capital; Goldman Sachs; Foundation Capital; Ignition Partners; Norwest Venture Partners	35.0	na
04/22/14	WEALTHACCESS	SixThirty; Council & Enhanced TN Fund	3.0	na 8



Source: Company websites, Capital IQ, PitchBook, FT Partners' proprietary transaction database.

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Selected Financing Transactions

Announce Date	Target	Investors / Acquirers	Size (\$ mm)	Valuation
04/15/14	₩ LEARNVE\$T	Northwestern Mutual Capital; Accel Partners	\$28.0	~\$250 mm
04/15/14	Betterment	Citi Ventures; Bessemer Venture Partners; Menlo Ventures; Anthemis Group; Globespan Capital Partners; Northwestern Mutual Capital	32.0	na
04/03/14	wealthfront	Ribbit Capital; The Social+Capital Partnership; Index Ventures; Greylock Partners; DAG Ventures	35.0	na
03/12/14	acorns	JAM Jacobs Asset Management	5.5	na
02/11/14	WEALTHACCESS	Undisclosed Investors	1.5	na
01/28/14	nutmeg	Undisclosed Investors	na	na
01/14/14	FlexScore [*]	Undisclosed Investors	0.7	na



FT Partners is the Leader in Financial Technology Investment Banking

Wealth Management

ta / Analytics

High Frequency Trading





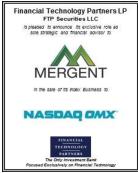
















FT Partners is the Leader in Financial Technology Investment Banking

Trading Technology

> Other Capital Markets Technology















FT Partners Advises BlackRock in its Acquisition of FutureAdvisor

Transaction Overview and Rationale

Overview of Transaction

- On August 26, 2015, BlackRock (NYSE: BLK) announced a definitive agreement to acquire 100% of FutureAdvisor
- FutureAdvisor is a leading digital wealth management platform with technology-enabled investment advice capabilities
- BlackRock offers investment management, risk management and advisory services to institutional and retail clients worldwide and has over \$4.7tn in assets under management⁽¹⁾
- Following the transaction, FutureAdvisor will operate as a business within BlackRock Solutions ("BRS"), BlackRock's investment and risk management platform
- The transaction is expected to close in Q4 2015

Significance of Transaction

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

FT Partners' Role

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

FINANCIAI Technology Partners LP FTP Securities LLC

is pleased to announce its exclusive role as advisor to

BLACKROCK

in its 100% acquisition of





The Only Investment Bank Focused Exclusively on Financial Technology



Selected FT Partners Research – Digital Wealth Management (click to view)

Are the Robots Taking Over? The Emergence of Automated Digital Wealth Management Solutions



FT Partners' 137-page report provides a comprehensive overview of key industry trends driving innovation in the wealth management space and how the industry is reacting to the emergence of Robo Advisors and other Digital Wealth Management disruptors.

Additional highlights of the report include:

- A discussion of the different Automated Digital Wealth Management platforms and business models
- The responses of incumbents in the wealth management space, including the innovations, partnerships and acquisitions being made to stay ahead of the game
- Interviews with eight CEOs of leading Digital Wealth pioneers including Betterment, Link Pacific Advisors, MyVest, NextCapital, Nutmeg, Riskalyze, SigFig and Vanare
- A detailed industry landscape of Digital Wealth Management providers as well as other innovative, tangential companies, profiles of 28 companies and a comprehensive list of private equity financing and M&A transactions in the space



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.

Selected FT Partners Research (click to view)



Research Report: Innovations in Capital Markets Technology



PENSCO Trust Company's Sale to Opus Bank



BlackRock's acquisition of FutureAdvisor



AlphaSense's \$33 mm growth financing



Ally's acquisition of TradeKing for \$275 mm



IHS & Markit Agree to Merge



LSE & Deutsche Borse Agree to Merge



Nasdag's acquisition of ISE for \$1.1 bn



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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

		■ Investment Banking Firm of the Year	
	2016	■ Cross Border Deal of the Year	
		■ Dealmaker of the Year	
	2015	■ Technology Deal of the Year	
2016		For the Florest and Book of the Mana	
- 2004	2014	■ Equity Financing Deal of the Year ■ Professional Services Deal of the Year, Above \$100mm	
ANNUAL AWARDS		Froiessional Services Deal of the Year, Above \$100mm	
ANNUALAWARDS	0040	■ Dealmaker of the Year	
	2012	■ Professional Services Deal of the Year, Above \$100mm	
WINNER			
WINNER		■ Boutique Investment Bank of the Year	
	2011	■ Deal of the Decade	
M&A Advisor Awards		■ 10 Deal of the Year Nominations Across 9 Categories	
		■ Upper Middle Market Deal of the Year, Above \$500 mm	
	2010	■ 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	
	2007	■ Computer and Information Technology Deal of the Year, Above \$100mm	
		■ Financial Services Deal of the Year, Above \$100mm	
Institutional	2015	■ Steve McLaughlin ranked #4 in Institutional Investor's FinTech 35 List	
Institutional Investor	2006-2008	■ Consecutively ranked (2006, 2007 and 2008) among the top Bankers in Financial	
Annual Ranking	2000 2000	Technology	
A		■ Equity Financing Dealmaker of the Year – Steve McLaughlin	
	2008	■ Information Technology Deal of the Year	
		■ Financial Services Deal of the Year	
WINNER		■ Financing Professional of the Year – Steve McLaughlin	
Middle Market	2006	■ Financing Deal of the Year - Equity	
Financing Awards		■ Financing Deal of the Year - Debt	- 15
Note: Rold represents awards that ET I	Partners has won i	talics represents nominations	10



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 & Co. in New York and San Francisco from 1995-2002 Formerly Co-Head of Goldman Sachs' Financial Technology Group (#1 market share) Wharton M.B.A. 	21
Larry Furlong Managing Director	Goldman Sachs	 Formerly with Goldman, Sachs & Co. in New York, London and Los Angeles beginning in 1995 Wharton M.B.A. 	21
Greg Smith Managing Director	Merrill Lynch J.P.Morgan	 Formerly award winning Equity Research Analyst at Merrill Lynch / J.P. Morgan / Sterne Agee Recent coverage included DST, ENV, FISV, FIS, WU, EEFT, V, MA, GPN & HPY among others 	20
Steve Stout Managing Director	J.P.Morgan First Data	 Formerly with J.P. Morgan and UBS Formerly Global Head of Strategy at First Data 	18
Tim Wolfe Managing Director	Goldman Sachs	 Formerly with Goldman, Sachs & Co. beginning in 2000 Started at FT Partners beginning in 2002 40 Under 40 M&A Advisor Award Winner 2013 Harvard M.B.A. 	14
Andrew McLaughlin Managing Director, Research & Business Development	Deloitte.	 Leads FT Partners' Research and Business Development Team Formerly with Deloitte Consulting 	10

