FT PARTNERS FINTECH INDUSTRY RESEARCH

February 1, 2022

Featuring:

In-Depth B2B Payments Landscape



Spendesk Raises \$114 million in Series C2 Financing Led by Tiger Global

TIGERGLOBAL



The Only Investment Bank Focused Exclusively on FinTech

Spendesk Raises \$114 million in Series C2 Financing

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Transaction Summary

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- On January 18, 2022, France-based corporate spend management platform Spendesk announced that it has raised €100 million (~\$114 million) in Series C2 financing
 - This round was led by Tiger Global, with additional participation from existing investors Index Ventures, Eight Roads, General Atlantic, and eFounders
 - This extension comes six months after the Company's initial Series C raise of ~\$118 million in July 2021
 - This round of financing brings Spendesk's total capital raised to approximately \$300 million, and values the Company at around \$1.5 billion according to Bloomberg ⁽¹⁾
- Spendesk provides a "7-in-1" corporate spend management solution for small and medium-sized businesses, offering solutions including corporate cards, invoice payments, expense reimbursements, budgeting, approval, reporting, and compliance
- In 2021, Spendesk hired 100 new employees, and helped customers manage over \$3.3 billion in spending on its platform
 - According to Founder and CEO Rodolphe Ardant, the Company has more than doubled its revenue every year
- The Company plans on using the new funds to increase its headcount, aiming to hire 300 new employees in 2022

Transaction Commentary

"We enable everyone in the business to make a real impact with their work, with a platform that drives smarter spending decisions that contribute to real growth. Finance teams need full visibility and control along the entire spending process, and all employees should be empowered to contribute to the financial fitness of the company. We're making huge investments in our platform this year, to make Spendesk accessible to more teams, provide actionable data and insights through our product, and make spending at work a frictionless process."



Rodolphe Ardant CEO & Founder

"There is a multi-billion market opportunity ahead for Spendesk, and only a very small number of businesses have opted for a modern spend management solution. Spendesk has invested in a real end-to-end experience for finance teams early on, which we believe is the winning recipe in this increasingly competitive market."

TIGERGLOBAL

John Curtius Partner

Spendesk Raises \$114 million in Series C2 Financing

2016

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Spendesk Overview

Company Overview



CEO & Founder: Rodolphe Ardant

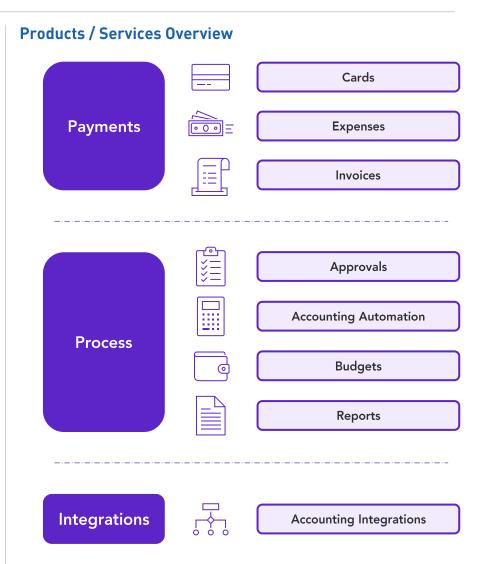
Headquarters: Paris, France

Founded:

- Spendesk is a 7-in-1 corporate spend management platform serving small and medium-sized businesses in Europe
- The spend management platform focuses on business travel spend, expense management, invoice processing, marketing spend, office expenses, and subscription management

Selected Financing History

Date	Amount (\$ mm)	Transaction Type	Selected Investor(s)
01/18/22	\$114	Series C2	Tiger Global; General Atlantic; Index Ventures; Eight Roads; eFounders
07/21/21	118	Series C	General Atlantic; Index Ventures; Eight Roads
10/13/20	18	Series B2	Eight Roads
09/04/19	38	Series B	Index Ventures
01/30/18	10	Series A	Index Ventures; Financiere Saint-James; Undisclosed Investors
01/24/17	2	Seed	Kima Ventures; FundersClub; Undisclosed Investors



B2B Payments Market Landscape







Selected FT Partners' Research (click to view)



Taulia's Sale to SAP



Divvy's \$2.5 billion Sale to Bill.com



Happay's \$180 million Sale to CRED



Feedzai's Series D Financing



Pinwheel Raises \$50 million in Series B Financing



TriNet Acquires Zenefits



Tipalti Raises \$270 million in Series F Financing



Incode Raises \$220 million in Financing

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Leading Advisor to Financial Management Solution Providers



Financial Technology Partners LP

FTP Securities LLC

Hanaco PayPal

with existing investor participation fron INSIGHT NEX PELION Acrew

for a total amount of

\$165.000.000

SSCHONFELD -















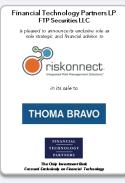




















FT Partners Advises Divvy on its Sale to Bill.com

Overview of Transaction

- On May 6, 2021, Bill.com (NYSE:BILL) announced it has entered into a definitive agreement to acquire Divvy in a stock and cash transaction valued at approximately \$2.5 billion
 - Bill.com will acquire Divvy for \$625 million in cash and approximately \$1.875 billion of Bill.com Common Stock, subject to customary adjustments for transactions of this nature
- Divvy modernizes finance for business by combining expense management software and smart corporate cards into a single platform
- Bill.com is a leading provider of cloud-based software that simplifies, digitizes, and automates complex back-office financial operations for small and midsize businesses (SMBs)

Significance of Transaction

- The combination will expand the market opportunity for both companies
- Bill.com can offer expense management and budgeting software combined with smart corporate cards to its more-than 115,000 customer base and its network of 2.5 million members
- Divvy will be able to offer automated payable, receivables, and workflow capabilities to the more-than 7,500 active customers that it serves

FT Partners' Role

- FT Partners served as exclusive financial and strategic advisor to Divvy and its Board of Directors
- FT Partners previously advised Divvy on its <u>\$165 million Series D financing</u> in January 2021, demonstrating FT Partners' long-term commitment to its clients, and the repeat nature of many of FT Partners' advisory engagements
- This transaction underscores FT Partners' deep payments and software domain expertise, as well as our successful track record generating highly favorable outcomes for high-growth, unicorn FinTech companies globally

Financial Technology Partners LP FTP Securities LLC

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



on its sale to



for total consideration of

~\$2,500,000,000



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 Finicity on its Sale to Mastercard

Overview of Transaction

- On June 23, 2020, Mastercard (NYSE: MA) announced it has entered into an agreement to acquire Finicity, a leading North American provider of real-time financial data access and insights
 - The acquisition is valued at up to ~\$1 billion in total consideration, which is comprised of \$825 million at close and up to \$160 million in earn-out consideration
- Finicity enables a secure and innovative financial data-sharing ecosystem
 through direct connectivity to thousands of North American financial institutions,
 including next generation open banking API connections with the largest banks
 in the US
 - Finicity helps power the programs of banks and FinTech companies, using approvals to securely access customer information to provide value-added services such as streamlined loan and mortgage processes, rapid account-based payment initiation and personal financial management solutions

Significance of Transaction

 The addition of Finicity's complementary technology and innovative team strengthens the existing Mastercard open banking platform to enable and safeguard a greater choice of financial services, reinforcing the Company's longstanding partnerships with and commitment to financial institutions and FinTech companies across the globe

FT Partners' Role

- FT Partners served as the exclusive strategic and financial advisor to Finicity and its board of directors
- This transaction highlights FT Partners' deep domain expertise across the FinTech sector and further supports FT Partners' role as the Advisor of Choice to the highest quality FinTech companies

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on its sale to



for total consideration of up to

~\$1,000,000,000



FT Partners Advises on Chrome River's Merger with Certify

Overview of Transaction

- On March 5, 2019, Chrome River Technologies and Certify agreed to merge in a transaction valued at over \$1 billion
 - K1 Investment Management, which owns Certify, will hold a majority stake in the combined company
 - Existing shareholders, including the companies' founders and Chrome River investor Bain Capital Ventures, will retain minority stakes
- Chrome River is a leader in expense management, providing SaaS-based automation solutions for more than 1,000 organizations worldwide
- Certify is the world's largest independent provider of travel, expense and invoice management software serving more than 10,000 companies through its family of brands

Significance of Transaction

- The merger joins Chrome River to the existing Certify family of brands, which includes Nexonia, Tallie, Abacus, and Captio
 - The multi-brand strategy enables companies of all sizes and verticals to work with a single vendor, yet craft the solution that is best suited to their specific needs
- The companies will support all existing products and collaborate on accelerating investments in technology areas such as machine learning, artificial intelligence, analytics, and reporting, to provide customers with enhanced travel, expense, and invoice management capabilities

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Bain Capital Ventures and Great Hill Partners in this transaction
- FT Partners previously advised Chrome River on its \$100 million Series D
 Financing from Great Hill Partners in 2015
- This transaction underscores FT Partners' strong domain expertise and successful track record advising leading SaaS-based companies in the Financial Management Solutions space

Financial Technology Partners LP FTP Securities LLC

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



in the merger of



&



valued in excess of

\$1,000,000,000



FT Partners Advises Wave on its Sale to H&R Block

Overview of Transaction

- On June 11, 2019, H&R Block, Inc. (NYSE: HRB) announced that it has agreed to acquire Wave Financial Inc. for \$405 million in cash
- Headquartered in Toronto, Ontario, Wave provides award-winning accounting, invoicing, payroll, and payments software solutions, as well as bookkeeping services, built into a comprehensive platform
 - Wave has a low-cost customer acquisition model and currently serves over 400,00 monthly active global small businesses
- H&R Block is a global consumer tax services company, providing tax return preparation services through 11,000 company-owned and franchise retail tax offices worldwide as well as tax software for DIY consumers

Significance of Transaction

- This transaction will expand H&R Block's product and client portfolio as well as enhance its position in the small business space
- H&R Block estimates that the transaction will generate \$40 to \$45 million of revenue for fiscal 2020
- Following the closing of the transaction, Wave will maintain its leadership team, including Kirk Simpson, operating independently within H&R Block from its headquarters in Toronto, Ontario.

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Wave
- FT Partners also previously advised Wave on its \$10 million Series C financing
- This transaction underscores FT Partners' expertise in sell-side advisory across a broad range of SaaS, financial management, and payments companies that target small businesses

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on its sale to



for total consideration of approximately

\$405,000,000



FT Partners Advises AvidXchange on its \$388 million Growth Financing

Overview of Transaction

- On April 23, 2020, AvidXchange announced it has raised \$128 million in additional equity financing in an oversubscribed round, which brings it to a total of \$388 million, after raising \$260 million in January of this year
- Participating investors include a number of the foremost capital management firms, including new investors Neuberger Berman, on behalf of clients, Lone Pine Capital, and Schonfeld Strategic Advisors, along with existing investors
- AvidXchange is a best-in-class business-to-business payments company that is revolutionizing how companies pay their bills by automating the invoice and payment processes for middle market companies
 - The Company focuses on serving mid-market clients and spans multiple industries including Real Estate, Financial Services, Home Owners Associations (HOA), Healthcare Facilities / Social Services, and Construction

Significance of Transaction

- The new capital will fuel AvidXchange's continued growth and innovation, allowing the Company to invest in its solutions for both buyers and suppliers while reaching more customers in the middle market
- The transaction firmly positions the Company for its next phase of growth

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to AvidXchange
- FT Partners has been AvidXchange's advisor since 2009, working with the Company on multiple capital raises, as well as a number of acquisitions
- Transaction underscores the long-term nature of many of FT Partners' relationships, as well as our deep expertise in advising leading Financial Management Solution providers

Financial Technology Partners LP **FTP Securities LLC**

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



on its growth financing with new investors

NEUBERGER BERMAN LONE PINE CAPITAL



for a total amount of

\$ 388,000,000



FT Partners Advises Taulia on its Sale to SAP

Overview of Transaction

- On January 27, 2022 SAP SE (NYSE: SAP) announced its intent to acquire a majority stake in Taulia, a leading provider of working capital management solutions
- Taulia will operate as an independent company with its own brand in the SAP Group
 - Cédric Bru will remain CEO of Taulia; SAP CFO Luka Mucic will become Chairman of the Board
- Founded in 2009, Taulia is recognized for its leading technology and has one of the broadest platform and solution portfolios in the working capital management market; the Company has also built a strong ecosystem of financial partners who provide the necessary funding, including J.P. Morgan, UniCredit and other highprofile banks

Significance of Transaction

- The acquisition of Taulia represents an opportunity to broaden the suite of offerings available through the SAP platform, and furthers SAP's mission to embed a growing range of financial services into its platform
- SAP will strengthen the integration with Taulia, both for the SAP Business Network and the CFO solution suite, to become the core of SAP's working capital management portfolio
- Taulia has been an important SAP partner with proven integration into SAP solutions and more than 80% of their customer base runs on an SAP ERP system
- Taulia's solutions will also continue to be available standalone so that non-SAP customers can continue to benefit from Taulia's portfolio as they do today

FT Partners' Role

- FT Partners served as exclusive financial and strategic advisor to Taulia on its sale to SAP as well as on prior capital raises
- This transaction highlights FT Partners' deep expertise in the technology-enabled working capital management space and track record of driving highly successful outcomes for leading FinTech companies globally

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



on its majority sale to





FT Partners' Recent Awards and Recognition

Bloomberg

Bloomberg

- o FT Partners' Steve McLaughlin was featured on Bloomberg / Bloomberg TV
- 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

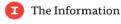
Institutional Investor





The FinTech Finance 40:

o Steve McLaughlin ranked #1 in 2017 and 2018





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

- 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

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