

June 30, 2015

FINANCIAL TECHNOLOGY PARTNERS
FTP Securities LLC

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

CHROME RIVER

\$ 100,000,000

Minority Series D Growth Investment from

Great Hill
PARTNERS

Courtesy of:

**FINANCIAL
TECHNOLOGY
PARTNERS**

***The Only Investment Bank
Focused Exclusively on Financial Technology***

www.ftpartners.com



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Chrome River Investment from Great Hill Partners

FT Partners Advises Chrome River Technologies on its \$100mm Financing

Transaction Overview and Rationale

Overview of Transaction

- On June 30, 2015, Chrome River announced a minority \$100mm Series D financing round from Great Hill Partners
- Chrome River is a leading, independent, enterprise-grade SaaS corporate expense control solution provider
- The Company's integrated expense and invoice offerings are built on a scalable, flexible platform that delivers best-in-class solutions to mid-size and multinational corporations
- Great Hill Partners is a leading middle market private equity firm with over \$3.8bn in capital under management
- Bain Capital Ventures maintains a significant ownership stake in the Company

Significance of Transaction

- The transaction will further help Chrome River expand as the leading independent solution provider in the space and help fund international development and product innovation
- Firmly positions the Company to capitalize on strong traction in the large enterprise space and to continue to bring much needed efficiency and financial controls to the market

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Chrome River and its Board of Directors
- FT Partners leveraged its deep knowledge of the Company, extensive experience and broad industry relationships to help achieve a highly favorable outcome for the Company
- Transaction demonstrates FT Partners' continued success advising top-tier financial technology companies

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sole strategic and financial advisor to*



\$ 100,000,000

Minority Series D Growth Investment from




**The Only Investment Bank
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“The FT Partners team truly partnered with Chrome River as we approached this latest round of financing for future growth. Steve McLaughlin and his team demonstrated their deep understanding of our business and the broader market in order to position our company for success. FT Partners connected us with leading investors in the space and ultimately helped us find a true partner for our next chapter. We look forward to continuing our relationship with them in the future.”

**– Alan Rich, Co-Founder
and CEO of Chrome River**

Chrome River Investment from Great Hill Partners

Chrome River Technologies Overview



Co-Founder and CEO:	Alan Rich
Co-Founder and COO	Dave Terry
Headquarters:	Los Angeles, CA
Founded:	2007
Number of Employees:	~135

Company Overview

- Chrome River's expense reporting and invoice management service provides complete process automation and cost controls for A/P operations
- Solutions combine the latest internet technologies and financial systems experience to deliver unprecedented ease-of-use, tremendous configurability and powerful reporting
- Chrome River has become the leading independent, enterprise-focused SaaS expense management platform; the Company is well positioned to take advantage of an enormous market opportunity
- The Company provides its software to the world's leading enterprise-grade corporations across all verticals

Expense Workflow



Expense: Integrated offering allows for clients to have high degree of cost control using a scalable, flexible platform with real-time spend compliance monitoring and approval routing



Invoice: Automation and simplification of the invoice management process leads to efficiencies, cost control and savings

Chrome River Investment from Great Hill Partners

Chrome River Expense Solution Overview

Expense Workflow

Key Highlights

1

Travel Booking, Credit Card Integration and Mobile Applications

“The secret to enterprise software is being configurable enough to meet the demanding needs of our customers while still maintaining a single code base. All Chrome River customers are on the same version, but each customer experiences a system that behaves with their business rules and captures the information they need for business intelligence.”

– Alan Rich, Co-Founder and CEO of Chrome River



2

Flexible Workflow Processes



3

AP Department Expense Approval Visibility



1

Credit card, travel transaction and mobile applications provide an exceptional user experience, more accurate data and richer reporting

- Dragging and dropping corporate card information onto expense reports simplifies the reporting process and improves data accuracy
- Sophisticated mobile app with full capabilities
- Almost any data from a travel agent or online booking tool can be imported by Chrome River

2

Rules engine technology architecture provides industry leading configurability that only the most sophisticated T&E solutions have today

- Rules-based, statistical auditing automation saves companies valuable time and resources
- Empowers organizations to implement desired expense policies at any time
- Supports almost any policy or approval scenario imaginable

3

With direct integration into an organization's financial system, managers are only reviewing / approving and no longer re-keying data

- Automated entries to client accounting invoices and reimbursement to employees through payables
- Adds true efficiency and value to the entire organization compared to typical “app” solutions

Chrome River Investment from Great Hill Partners

Chrome River Invoice Solution Overview

Invoice Workflow

Key Highlights

1

Various Importing Methods

**2**

Invoice Workflow Automation

**3**

Vendor Integration and Real-Time Approvals

**1**

Multiple importing methods automatically create online invoices that can be managed with 100% paper reduction

- Capable of importing invoices from any channel: email, fax and scan and attach
- Unlike competitors' products, users do not need to log into an application to approve; they can simply click a button in an email with the provided details
- Eliminates paper at the beginning of the workflow process to drive efficiency and accuracy

2

Workflow automation and email-driven communication improve flexibility and compliance while integration with leading financial systems ensures easy setup and workflow automation

- Delivers approval routing via email-enabled workflows and built-in compliance rules to systematically enforce policies and automatically allocate the invoice
- Ability to report on all invoices before they post to the financial ERP system and categorize spending with in-depth data capture tools














3

Backend integration with the vendor provides flexibility and insight into each step of the invoice approval process

- Provides 100% visibility into the invoice process
- Automates and simplifies the handling of all vendor / supplier invoices to ensure proper compliance, correct allocation and timely payment

Chrome River Investment from Great Hill Partners

Pure-play vs Modular Expense Management Providers

	Selected Examples	Description
Pure-play Providers	       	<ul style="list-style-type: none"> These companies tend to offer a product more focused or exclusively focused on expense management Products can be integrated with a number of existing enterprise and accounting software programs depending on customer choice
Modular-based Providers	    	<ul style="list-style-type: none"> These companies tend to offer an expense management solution as a part of their larger ERP software suite Customers generally consist of mid to large corporations with many employees This group's expense management software products are often integrated with other enterprise software programs offered, including seamless transfer of information between products

Chrome River Investment from Great Hill Partners

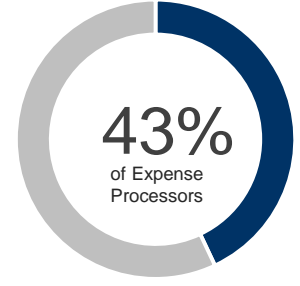
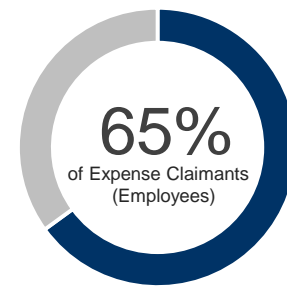
Expense Management Industry Overview

Recent financings and SAP's acquisition of Concur have brought a brighter spotlight on the burgeoning Corporate Expense Management industry



- Corporate expense management involves the tracking, submitting, processing and reimbursing of employee-related expenses
- Historically, the expense management process has been completed manually using laborious, home-grown work flows with minimal software and technology integration
 - Manual processes often consist of collection of hard copy receipts, human review of expense reports, and slow, drawn out processes for employee reimbursement; manual expense management often results in a wide array of inefficiencies for both companies and their employees

The combination of an increasingly mobile workforce and opportunities arising from the inefficiencies of traditional expense management combined with SaaS or cloud-based computing technologies has ushered the Corporate Expense Management industry into a new era of automation and digitation



Employees without access to an automated system say their current expense reporting systems are too time consuming ⁽¹⁾

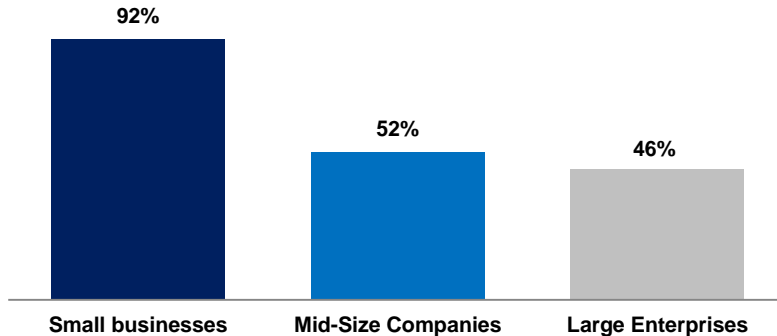


Expense management solutions have been shown to reduce processing costs by 51% ⁽²⁾

Chrome River Investment from Great Hill Partners

Traditional Methods of Expense Management – Manual Processes

Percentage of Companies Using a Manual Expense System by Company Size



Manual expense management still used by over a third of all companies

Manual Expense Processes

- Manual expense management generally involves predominantly paper recording of expense purchases and collecting hard-copy receipts
- Often, a large amount of time is taken when consolidating, preparing and finally submitting expense reports by employees; further, additional time is taken during the reporting and approval process
- Employees, in order to capture all relevant data, are often forced to enter data across multiple platforms
- Minimal ability to mitigate or manage errors

Top Challenges of Manual Expenses

- Employee submission of expenses on time
- Loss of receipts by employees, or submitting reports that are missing receipts
- Often lengthy amount of time needed to process expense reports by hand
- Capturing and using expense data for company-wide analysis
- Effectively reviewing expense reports to screen for expense policy compliance

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Features of Cloud-Based Expense Management Technology

Expense Report and Approval

- Automatically generated expense report creation
- Individual item by item approval
- Individual item by item internal notation
- Approval options for workflow
- Out of policy compliance notifications during expense report creation
- Automated approval of expenses

Reimbursement and Reconciliation Process

- Integration with credit card data
- Ability to run full reports and analysis on expense-related data
- Integrated automated clearing house payments for reimbursement
- Automatic data back up from the cloud
- Global language and currency compatibility
- Easy scalability of program depending on company size

Receipt-Related

- Mobile and electronic capture of receipts
- Automatically populating smart data fields that learn and create expense categories during expense report generation
- Offline integration with receipt and expense capture with automatic synchronization once back online
- Direct integration of travel booking with receipt and expense capture

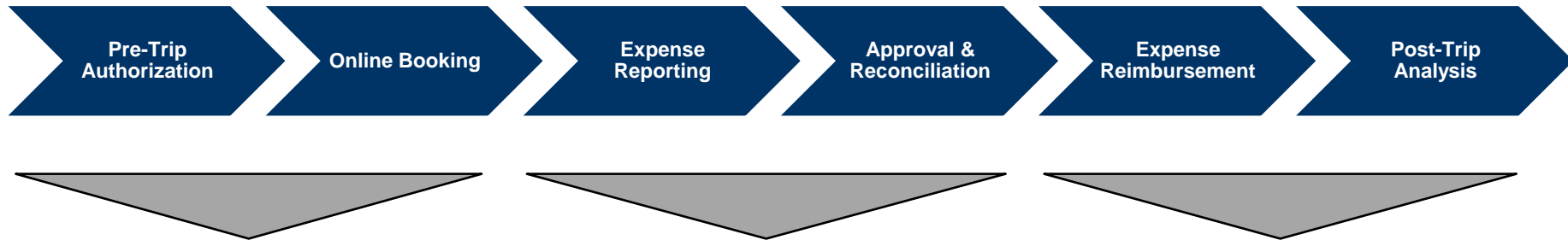
Training and Support

- Frequent and ongoing new and existing user training programs
- User review and rating system to drive improvements in design
- Ongoing support and customer service



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Description of an Efficient, Automated Expense Process – Business Travel Example























- Prior to business travel, proposed travel plans have to be approved by company management
- Sourcing and procurement negotiations with airlines, hotels, car rentals and other expense generating activities are undertaken
- Utilizing remote capture of paper receipts, employee travel and business expenses are recorded
- Through an automated software process or manual input, expense reports are created and submitted to a company's management and compliance department for approval
- Once expense report has been processed, reimbursements are provided for approved items and activities
- Data from expense reports are consolidated and recorded to be analyzed
- Collected information used to improve upon expense compliance policy and aid in leverage of future procurement of expensable business activities

Chrome River Investment from Great Hill Partners

Selected Expense Management Financings

Chrome River's \$100 million Series D financing round is the largest private expense management financing

Announce Date	Company	Investor(s)	Size of Funding (\$ mm)
06/01/2015	 coupa	T. Rowe Price Group; Iconiq Capital; Premji Invest; Crosslink Capital; Battery Ventures; El Dorado Ventures; Rally Ventures	\$80.0
04/23/2015	 happay	AngelPrime	0.5
02/11/2015	 bento	Anthemis Group; Blumberg Capital; LionBird Ventures; Pivot Investment Partners	2.5
02/03/2015	 Captio	Kibo Ventures; Telegraph Hill Capital	2.6
10/29/2014	 abacus	Bessemer Venture Partners; General Catalyst Partners; CrunchFund; FundersClub; Google Ventures; Homebrew; Sherpalo Ventures	3.5
10/27/2014	 xpenditure	Undisclosed investors	1.3
09/30/2014	 Expensify	Barracuda Networks	3.5
03/20/2014	 coupa	Battery Ventures; BlueRun Ventures; CrossLink Capital, Inc.; El Dorado Ventures; Icon Venture Partners; among others	40.0
12/30/2013	 certify	Undisclosed investors	6.0
12/19/2013	 CHROMERIVER	Bain Capital Ventures; First Analysis Corporation; The Argentum Group	17.0
05/10/2012	 coupa	Battery Ventures; BlueRun Ventures; CrossLink Capital, Inc.; El Dorado Ventures; Mohr Davidow Ventures; among others	22.0
04/30/2012	 CHROMERIVER	First Analysis Corporation; The Argentum Group	na
02/08/2011	 coupa	Battery Ventures; BlueRun Ventures; El Dorado Ventures; Mohr Davidow Ventures	12.0
07/31/2010	 Expensify	Baseline Ventures; Hillsven LLC; Redpoint Ventures	5.7
09/24/2009	 certify	Undisclosed investors	1.9
08/08/2009	 coupa	Battery Ventures; BlueRun Ventures; El Dorado Ventures	7.5
06/03/2009	 Expensify	Undisclosed investors	0.4
05/26/2009	 Expensify	Baseline Ventures; Hillsven	1.0
07/29/2008	 CONCUR	American Express	251.3 ⁽¹⁾
04/09/2008	 coupa	Battery Ventures; BlueRun Ventures	6.0

Source: FT Partners proprietary database.

(1) PIPE transaction.

Chrome River Investment from Great Hill Partners

Great Hill Partners Overview

Great Hill Partners Overview



Investment Team: Matt Vettel
Nick Cayer
Joe Germanese

Headquarters: Boston, MA

Founded: 1999

- Great Hill Partners is a private equity firm that manages over \$3.8bn in committed capital and focuses on investments in growth companies operating in the business services, media, communications and IT sectors
 - Great Hill Partners utilizes deep knowledge and understanding of the competition, threats and opportunities to evaluate investment opportunities
 - After investment, Great Hill Partners turns knowledge into added value; offers relationships with executive recruiters and management candidates, active sourcing and pursuit of acquisition targets and understanding the debt and equity options available to the company
 - Areas of expertise include enterprise SaaS, Financial Technology, eCommerce and Cloud & IT Infrastructure
- Great Hill Partners principals have made more than 50 portfolio company investments in addition to over 100 consolidating investments

Major Transaction Types

Growth Equity

- Supports growth in firms with leading brands, high market share and strong management teams by utilizing Great Hill's expertise and investment experience

Leveraged Buyout

- Purchase a controlling share of the company in order to exert Great Hill Partners influence

Recapitalizations

- Alters the capital structure of the Company to make the business more stable

Selected FinTech Investments



Recent Exits

Date	Company	Amount (mm)
02/23/15	Latisys	\$675
12/01/14	Freightquote.com	365
11/03/14	Bswift	400
09/22/14	PayChoice	158
11/06/13	Passport Health	850
10/02/12	Accelerated Payment Technologies	413

Source: Great Hill Partners, PitchBook.

Great Hill has been an active investor in FinTech and enterprise SaaS companies

Overview of FT Partners

Overview of FT Partners

Financial Management Solutions Sector

Financial Management Solutions

FT Partners has the experience and capabilities to generate outstanding outcomes for a wide breadth of companies that provide Financial Management Solutions



Overview of FT Partners

Selected Transactions – Superior Industry Knowledge and Execution History

Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its role as
strategic and financial advisor to

MERCURY®
in its cash sale to
vantiv™

for total consideration of approximately
\$1,650,000,000

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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its role as
exclusive Financial, Strategic and IPO Advisor to

OZFOX
ROBUST EXCHANGE STRATEGIES
in its
Initial Public Offering
valuing the equity at approximately
A\$480,000,000

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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its role as advisor to

Google Capital
in its lead investment in
Credit Karma
with additional participation from
TIGER **SIB** **Ribbit Capital**
for approximately
\$ 85,000,000

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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to

Performant

in its debt financing led by
MAHON CAPITAL
for a total valuation of nearly
\$ 148,000,000

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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as sole
strategic and financial advisor to

NMI
NETWORKS MEDICALS INC.
in its growth investment by
Bregal **Sage** **ment**
for a total valuation of nearly
\$200,000,000

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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to

jack henry & ASSOCIATES INC.
in its acquisition of
iPay Technologies

for total consideration of approximately
\$ 300,000,000

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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to

Outsource Partners International®
in its sale to
EXL
for approximately
\$ 91,000,000

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PARTNERS

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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
financial advisor to

taulia
in its Series D financing, including investment from
QUESTMARK PARTNERS
BBVA **zaouk** **edbi**
for total consideration of approximately
\$ 55,000,000

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TECHNOLOGY
PARTNERS

The Only Investment Bank
Focused Exclusively on Financial Technology

Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to

YAPSTONE™
iPayments as a Service
in its minority investment led by
ACCEL PARTNERS

For total consideration of approximately
\$ 50,000,000

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PARTNERS

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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to

CUSTOM HOUSE
in its sale to
WESTERN UNION

For total cash consideration of approximately
\$ 370,000,000

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PARTNERS

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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its
exclusive role as strategic advisor to

BROWZ
in its financing for a total
consideration of
\$ 10,000,000

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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to

ATD
in its sale to
citi
for cash and stock consideration
of approximately
\$ 700,000,000

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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to

FLEET ONE
in its cash sale to
wex

for total consideration of approximately
\$ 369,000,000

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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to

ACCRETIVE HEALTH
results providers trust
in its
\$138,000,000
Initial Public Offering
valuing the equity at approximately
\$ 1,200,000,000

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strategic and financial advisor to

TRANSFIRST
in its sale to
Vieta Equity Partners
from
WCAS

\$ 1,500,000,000

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sole strategic and financial advisor to

lynk
in its sale to
The Royal Bank of Scotland

for cash consideration of approximately
\$ 525,000,000

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Performant
in its
\$93,000,000
Initial Public Offering
valuing the equity at approximately
\$ 465,000,000

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VeriFone
THE WAY TO PAY™
in its
\$177,000,000
Initial Public Offering
valuing the equity at approximately
\$ 650,000,000

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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to

VERUS
in its sale to
sage

for cash consideration of approximately
\$ 325,000,000

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FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to

AmWINS Group, Inc.
in its recapitalization by
NMC
NEW MOUNTAIN CAPITAL LLC
valued at approximately
\$ 1,300,000,000

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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to

square trade
protection plans
in its recapitalization by
BainCapital
BainCapital Ventures
of approximately
\$ 238,000,000

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Overview of FT Partners

Consistent Record of Representing Leading Private Equity Investors



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



M&A Advisor Awards

- | | |
|------|--|
| 2014 | <ul style="list-style-type: none"> ■ Equity Financing Deal of the Year ■ Professional Services Deal of the Year, Above \$100mm |
| 2012 | <ul style="list-style-type: none"> ■ Dealmaker of the Year ■ Professional Services Deal of the Year, Above \$100 mm |
| 2011 | <ul style="list-style-type: none"> ■ Boutique Investment Bank of the Year ■ Deal of the Decade ■ 10 Deal of the Year Nominations Across 9 Categories |
| 2010 | <ul style="list-style-type: none"> ■ Upper Middle Market Deal of the Year, Above \$500mm ■ IT Services Deal of the Year, Below \$500mm ■ Cross-Border Deal of the Year, Below \$500mm |
| 2007 | <ul style="list-style-type: none"> ■ 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 |



- | | |
|-----------|---|
| 2006-2008 | <ul style="list-style-type: none"> ■ Steve McLaughlin consecutively ranked (2006, 2007 and 2008) among the top Bankers in Financial Technology |
|-----------|---|



Middle Market Financing Awards

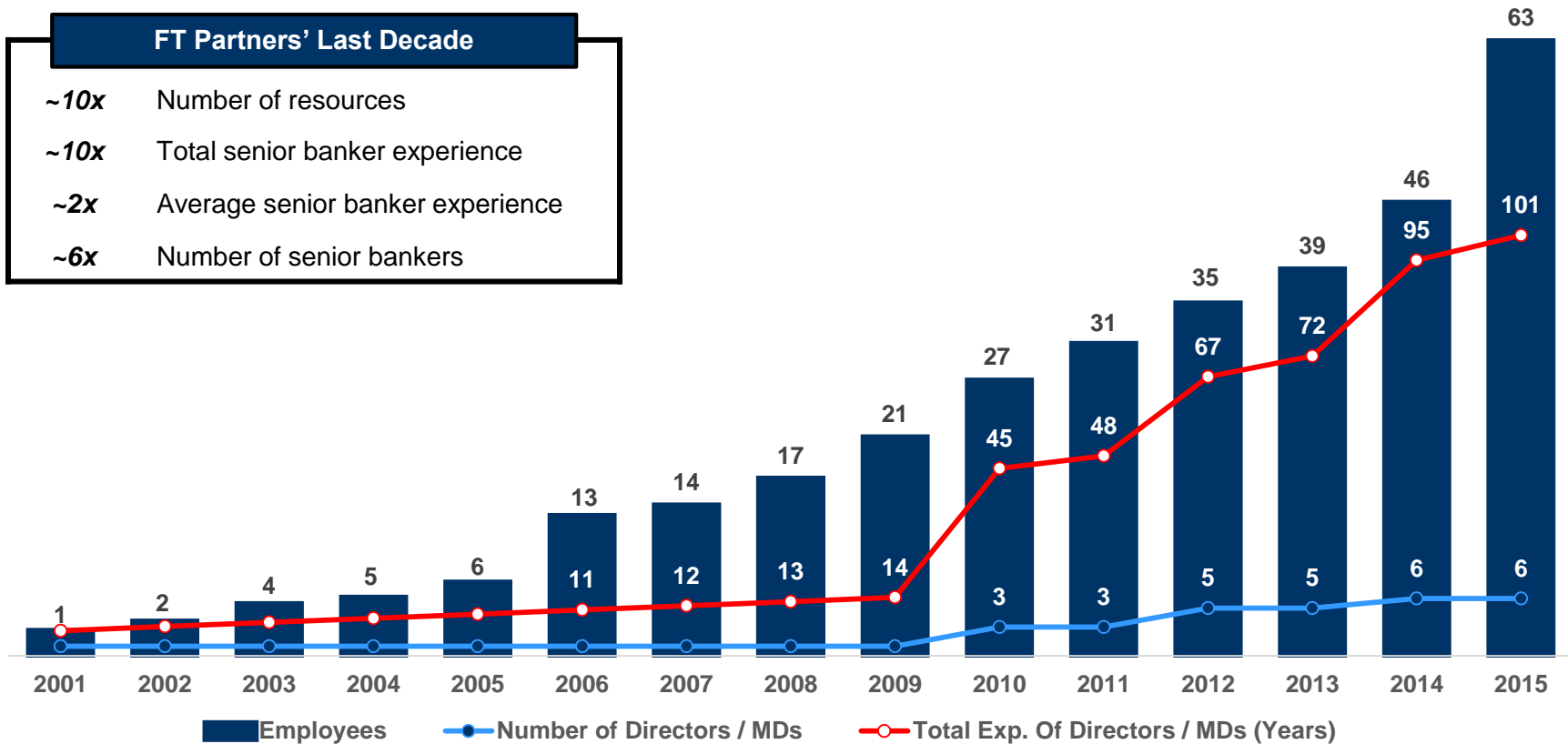
- | | |
|------|--|
| 2008 | <ul style="list-style-type: none"> ■ Equity Financing Dealmaker of the Year – Steve McLaughlin ■ Information Technology Deal of the Year ■ Financial Services Deal of the Year |
| 2006 | <ul style="list-style-type: none"> ■ Financing Professional of the Year – Steve McLaughlin ■ Financing Deal of the Year - Equity ■ Financing Deal of the Year - Debt |

Overview of FT Partners

Platform of Choice for Clients and Bankers Alike

FT Partners' Last Decade

- ~10x Number of resources
- ~10x Total senior banker experience
- ~2x Average senior banker experience
- ~6x Number of senior bankers



Avg Years of Director / MD Experience



Overview of FT Partners

The FT Partners Senior Banking Team

Name / Position	Prior Background	Experience / Education	Years of Experience
Steve McLaughlin <i>Founder, CEO & Managing Partner</i>		<ul style="list-style-type: none"> 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. 	20
Larry Furlong <i>Managing Director</i>		<ul style="list-style-type: none"> Formerly with Goldman, Sachs & Co. in New York, London and Los Angeles beginning in 1995 Wharton M.B.A. 	20
Greg Smith <i>Managing Director</i>		<ul style="list-style-type: none"> Formerly award winning Equity Research Analyst at Merrill Lynch / J.P. Morgan / Sterne Agee Recent coverage included V, MA, DST, GPN, HPY, JKHY, FIS & FISV among others 	19
Tim Wolfe <i>Managing Director</i>		<ul style="list-style-type: none"> Formerly with Goldman, Sachs & Co. beginning in 2000 40 Under 40 M&A Advisor Award Winner 2013 Harvard M.B.A. 	13
Andrew McLaughlin <i>Managing Director</i>		<ul style="list-style-type: none"> Leads FT Partners' Research and Business Development Team Formerly with Deloitte Consulting 	9
Miguel Uribe <i>Director</i>		<ul style="list-style-type: none"> Formerly with Credit Suisse Technology Investment Banking Wharton M.B.A. 	20