

FT PARTNERS FINTECH INDUSTRY RESEARCH

November 16, 2021

Ventoux CCM
Acquisition Corp.

**Ventoux CCM Acquisition Corp. (NASDAQ: VTAQ)
Agrees to Merge with Presto at an Enterprise Value
of \$817 million**



Transaction Overview

Transaction Summary

- On November 10, 2021, Presto, a leading restaurant technology platform, announced that it has agreed to become a publicly traded company through a merger with Ventoux CCM Acquisition Corp. (NASDAQ: VTAQ), a special purpose acquisition company (SPAC) co-sponsored by Ventoux Acquisition Holdings and an affiliate of Chardan Capital International
 - VTAQ previously began trading on the Nasdaq after its IPO on December 24, 2020
- The transaction reflects an expected pro forma equity value of approximately \$1.04 billion and an implied enterprise value of \$817 million
 - The deal includes a fully committed PIPE of around \$70 million, and will be funded by approximately \$173 million in cash from the Ventoux trust account, assuming no redemptions by Ventoux's stockholders, and \$70 million of gross proceeds from the PIPE transaction
 - The Company is expected to add more than \$223 million in cash to its balance sheet, assuming no redemptions
- The deal comes amidst a broader wave of momentum behind digital restaurant technologies and services in the wake of COVID-19, including the [Toast IPO](#) and SpotOn's [\\$300 million Series E](#)
 - For more details, please see FT Partners' report on the flurry of activity within restaurant tech [here](#)
- Proceeds from the transaction will be used to accelerate R&D, expand into new markets, and invest in adjacent hospitality markets
- The transaction is expected to close late in the first half of 2022, subject to approval by Ventoux's stockholders and regulatory approval, among other conditions
 - Upon closing, the Company will be renamed Presto Technologies, Inc. and plans to list its common stock on Nasdaq

Transaction Commentary

"Presto is on a mission to transform physical industries with next-gen digital technologies like Touch, Vision and Voice. We are excited to invite public market investors to join us on this journey, and support us in our efforts to solve deep-rooted problems for our customers like the shortage of labor, slow guest experiences and lack of data to enable sophisticated decision-making."



Rajat Suri
Founder & CEO



"With our deep experience in hospitality operations, we see Presto's advanced technologies addressing and solving the industry's most pressing needs in today's challenging labor environment. Presto's track record of successfully deploying large scale enterprise-wide solutions sets the company apart from competitors and positions it for accelerated growth at a time when restaurants are increasingly adopting new technologies."



Ed Scheetz
CEO & Chairman

Ventoux CCM
Acquisition Corp.

Ventoux CCM Acquisition Corp. Agrees to Merge with Presto

FT PARTNERS RESEARCH



Sources and Uses

Sources and Uses

Sources	\$ mm	%
SPAC Cash Held in Trust	\$172.5	71%
Proceeds from PIPE	15.0	6%
Proceeds from Convert	55.0	23%
Total	\$242.5	100%

Uses	\$ mm	%
Cash to Balance Sheet	\$222.5	92%
Estimated Fees and Expenses	20.0	8%
Total	\$242.5	100%

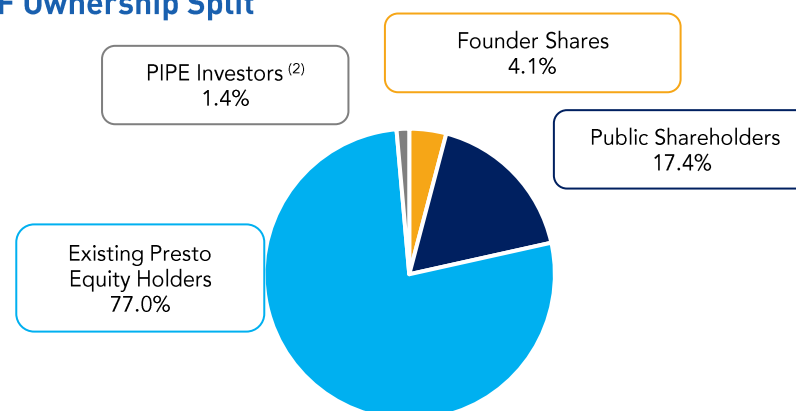
Pro Forma Valuation

	Amount (\$ mm)
PF Equity Value	\$1,039.3
PF Debt	-
PF Cash	(222.5)
PF Enterprise Value	\$816.8

Implied Transaction Multiples

PF EV / 2022E Revenue	14.8x
PF EV / 2023E Revenue	7.2x

PF Ownership Split



Presto Overview



Company Overview



Founder & CEO: Rajat Suri

Headquarters: Redwood City, CA

Founded: 2008

- Presto is a restaurant and hospitality technology platform that offers a comprehensive suite of solutions to increase productivity, improve guest experience, and deliver actionable insights
- The Company's enterprise platform spans voice-, camera-, and touch-based technologies and guest and employee-facing tools, recording and transmitting orders, accepting payments, and producing analytics, among other applications
 - With products like a voice-enabled tablet, AI-based speech recognition, and a menu optimization tool, Presto enables more personalized guest experiences and more efficient, data-driven workflows
- Presto has rapidly grown its customer base in the wake of COVID-19, and even helped supply smart devices to critically ill patients at hospitals and senior care facilities during the pandemic as part of the COVID Tech Connect initiative

Selected Customers



Products & Services Overview

Core Suite

Vision

Reduces drive-thru abandonment, optimizes upselling, streamlines payments, and maximizes order accuracy.

Voice

Offers guests voice-based ordering in the drive thru and via tablet.

Touch

Enables self-serve ordering, payments, personalization, and gaming.



Point-of-Sale

POS

Cloud-based, customizable POS hardware, software, and payments platform that offers online ordering, third-party delivery integrations, automated inventory, reporting and analytics, and more.



Presto Management Team

Rajat Suri

Chief Executive Officer
& Founder



- Rajat Suri has served as CEO of Presto since dropping out of MIT PhD in the depths of the 2008 recession to found the Company in 2008
- Prior to founding Presto, Raj co-founded Lyft, the popular ride-hailing app
- Raj earned his Bachelor's in Engineering and Economics from the University of Waterloo

Ashish Gupta

CFO



- Ashish joined Presto as CFO in September 2019
- He previously served as CFO of Moz and TapInfluence, two leading SaaS platforms, and held senior finance and strategy roles at several different tech companies

Bill Healey

CTO



- Bill joined Presto in 2011 and has served as CTO of the Company since 2014, leading software and system development
- Before joining Presto, Bill worked on P2P protocols and wireless WAN at Microsoft

Daniel Dreymann

CPO



- Daniel joined Presto as CPO in August 2019
- Prior to joining Presto, Daniel served as CPO of Fishbowl, a SaaS data and analytics platform for restaurants, and CEO and Co-Founder of Mowingo

Dan Mosher

CRO



- Dan joined Presto as CRO in March 2021
- Before Presto, Dan worked as COO at VuMedi, and held several senior roles at Postmates, Yahoo, and Verisign

Ventoux CCM Acquisition Corp. Agrees to Merge with Presto

FT PARTNERS RESEARCH

Restaurant Technology Trends and Tailwinds

presto



Sector-wide labor shortage



Increased adoption of digital solutions



Greater desire for faster speed of service



Increasing demand for off-premises service

presto

Ventoux CCM Acquisition Corp. Agrees to Merge with Presto

FT PARTNERS RESEARCH



Presto Key Metrics

Key Metrics

\$30 mm

CY21E Revenue

63%

CY2020 – CY2023E
Revenue CAGR

\$207 mm

Total Funds Raised⁽²⁾

119%

Net Revenue Retention⁽¹⁾

\$205 bn

Addressable Market

\$234 mm

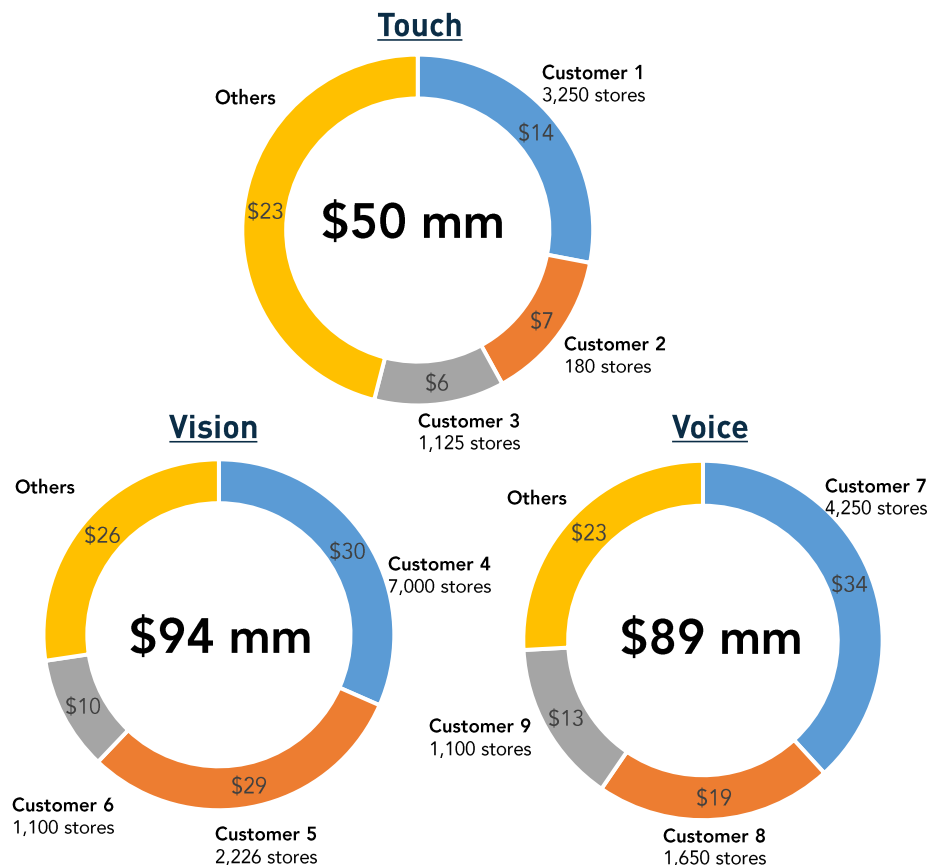
Current Weighted Pipeline

Selected Investors⁽²⁾



\$1.6 Billion Pipeline Opportunity

\$234 mm Weighted TCV Near-Term Opportunity and 7.0x Pipeline Coverage⁽³⁾



Source: Company Investor Presentation

(1) Presto's dollar-based net revenue retention rate is calculated by dividing the current period's (Q1 '21) annual reoccurring revenue by the prior period's (Q1 '20) annual reoccurring revenue from the same set of customers

(2) PitchBook Data, Inc.

(3) Weighted TCV near-term opportunity represents revenue potential over next three years; Pipeline Coverage represents total pipeline TCV / weighted pipeline TCV

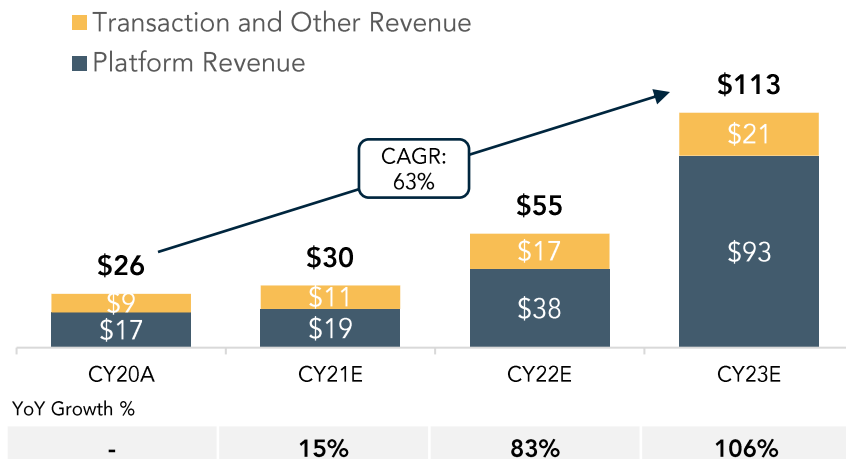
Ventoux CCM Acquisition Corp. Agrees to Merge with Presto

FT PARTNERS RESEARCH

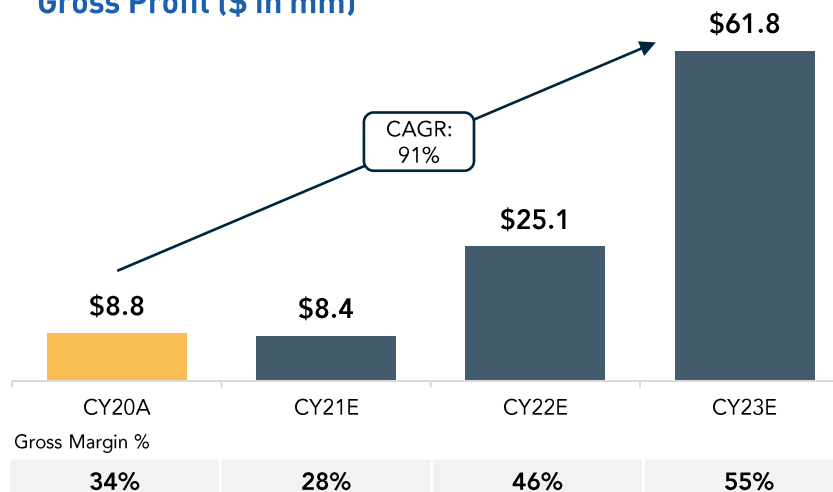


Key Metrics (cont.)

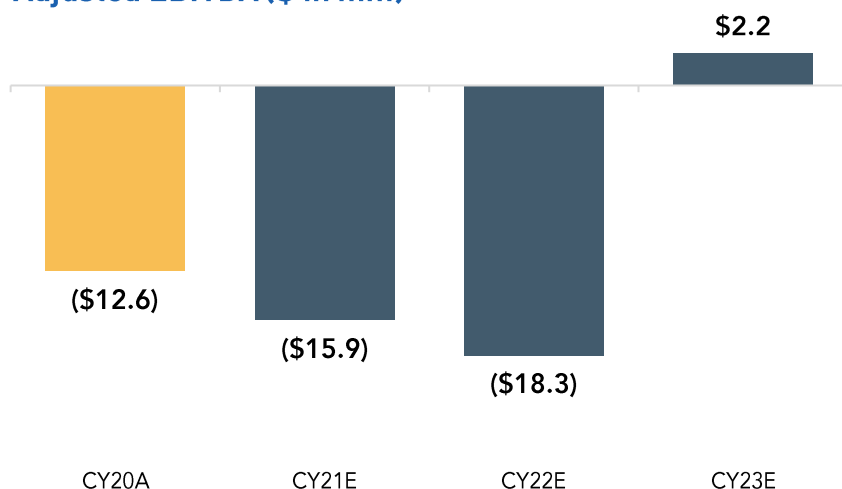
Revenue by Vertical (\$ in mm)



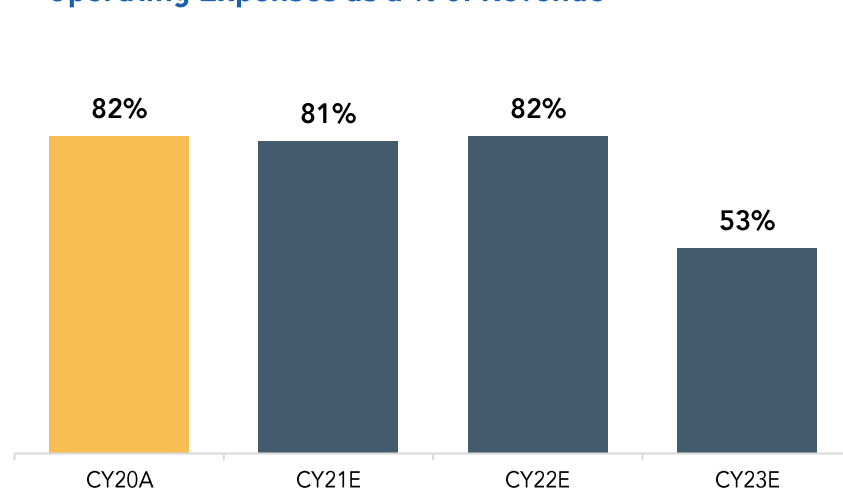
Gross Profit (\$ in mm)



Adjusted EBITDA (\$ in mm)



Operating Expenses as a % of Revenue



Ventoux CCM Acquisition Corp. Agrees to Merge with Presto

FT PARTNERS RESEARCH



Public Comparables

Company Name	Price 11/15/21	% MTD Change	% LTM High	Market	Enterprise	Multiples						Growth Rates			Margins		P / E / G CY 21E
				Value (\$ mm)	Value (\$ mm)	Price / Earnings		EV / EBITDA		EV / Revenue		Revenue		EPS	EBITDA		
						CY 21E	CY 22E	CY 21E	CY 22E	CY 21E	CY 22E	CY 21E	CY 22E	LT	CY 21E	CY 22E	
PAYMENT POS DEVICES / SOLUTIONS																	
Toast	\$ 47.97	(16)%	69 %	\$ 23,953	\$ 23,105	nm	nm	nm	nm	13.8 x	10.1 x	na	37 %	na	nm	nm	na
Lightspeed POS	69.45	(31)	52	10,683	9,563	nm	nm	nm	nm	25.2	18.1	170	39	na	nm	nm	na
Olo	28.83	2	59	4,374	3,776	nm	nm	nm	nm	25.4	19.8	51	29	na	14	12	na
PAR	66.73	0	74	1,866	1,973	nm	nm	nm	nm	7.1	6.0	30	19	na	nm	nm	na
Presto (Pending SPAC)	10.01	0	97	1,040	818	na	na	nm	nm	27.2	14.8	15	83	na	nm	nm	na
Cantaloupe	10.02	(21)	76	720	660	nm	nm	60.5	56.5	3.5	3.0	23	16	na	6	5	na
PAX Global Technology	0.83	11	59	936	513	6.6	5.6	3.2	2.8	0.6	0.5	25	16	17	17	18	0.4
GHL Systems	0.47	(3)	89	532	499	61.9	43.0	26.5	21.2	5.4	4.4	15	22	na	20	21	na
Median		(1)%	71 %			34.3 x	24.3 x	26.5 x	21.2 x	10.4 x	8.0 x	25 %	25 %	17 %	16 %	15 %	0.4 x
Mean		(7)	72			34.3	24.3	30.1	26.8	13.5	9.6	47	33	17	14	14	0.4

FinTech SPAC Transaction Activity Tracker

In the last year there has been a surge of SPAC transaction activity in the FinTech sector, or mergers between FinTech companies and Special Purpose Acquisition Companies ("SPACs"). These transactions allow the target FinTech companies to go public through a reverse merger structure.

of FinTech SPAC Transactions


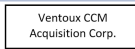
































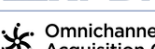













2021 YTD: 38

2020: 15
















































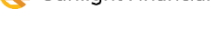


2019: 2

2018: 1

2017: 2

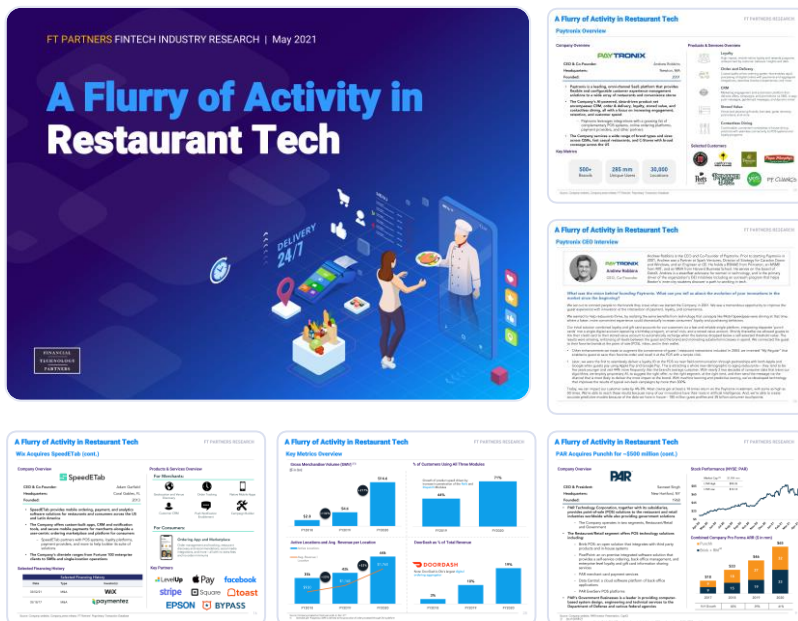
Announce Date	Target Company	SPAC	Announced Deal Value	Deal Status	Exchange / Ticker	FinTech Sector	Target Country	Research Profile
11/10/21	 presto	 Ventoux CCM Acquisition Corp.	\$817 mm	Announced	--	Payments	 USA	
11/04/21	 TradeStation	 QUANTUM FINTECH ACQUISITION CORP.	1,428	Announced	NYSE: TRDE	Wealth & Cap. Markets Tech	 USA	
10/12/21	 TRADEZERO	 DUNE	556	Announced	NYSE: TRAD	Wealth & Cap. Markets Tech	 Bahamas	
09/15/21	 PAGAYA	 EJF	8,500	Announced	--	Banking / Lending Tech	 USA	VIEW
09/13/21	 Forge	 MOTIVE CAPITAL CORP	2,000	Announced	--	Wealth & Cap. Markets Tech	 USA	VIEW
08/18/21	 Aspiration	 INTERPRIVATE III	1,943	Announced	NYSE: ASP	Banking / Lending Tech	 USA	VIEW
08/04/21	 PICO	 ATHENA	1,400	Announced	--	Wealth & Cap. Markets Tech	 USA	
08/02/21	 finAcel	 VPC Impact Acquisition Holdings II	2,019	Announced	--	Banking / Lending Tech	 Indonesia	
07/29/21	 vacasa	 TPG	4,500	Announced	NYSE: VCSA	Real Estate Tech	 USA	
07/23/21	 PropertyGuru	 Bridgetown 2 Holdings	1,350	Announced	--	Real Estate Tech	 Singapore	
07/21/21	 olive.com	 MDH	959	Announced	NYSE: OLV	InsurTech	 USA	
07/21/21	 CORE SCIENTIFIC	 XPDI	4,341	Announced	--	Blockchain / Crypto	 USA	
07/19/21	 kin.	 Omnichannel Acquisition Corp.	1,030	Announced	NYSE: KI	InsurTech	 USA	VIEW
07/12/21	 MSP RECOVERY	 LIONHEART ACQUISITION CORP II	32,634	Announced	Nasdaq: MSPR	Healthcare FinTech	 USA	VIEW
07/09/21	 Bullish	 Far Peak Acquisition Corp.	2,500	Announced	--	WealthTech / Crypto	 Hong Kong	VIEW
07/08/21	 CIRCLE	 CONCORD	4,500	Announced	--	Payments / Crypto	 USA	

FinTech SPAC Transaction Activity Tracker (cont.)

Announce Date	Target Company	SPAC	Announced Deal Value	Deal Status	Exchange / Ticker	FinTech Sector	Target Country	Research Profile
06/07/21	 Dave	VPC Impact Acquisition Holdings III	\$3,563 mm	Announced	NYSE: DAVE	Banking / Lending Tech	 USA	VIEW
05/27/21	 acorns	PIONEER	1,603	Announced	--	Wealth & Cap. Markets Tech	 USA	VIEW
05/11/21	 Better	AURORA ACQUISITION CORP.	6,732	Announced	--	Real Estate Tech	 USA	VIEW
04/21/21	 insig-AI	Catena Group	39	Closed	AIM: INSG	Wealth & Cap. Markets Tech	 UK	
04/19/21	 CompuSecure	 ROMAN	1,206	Announced	--	Payments	 USA	VIEW
03/18/21	 Offerpad	 SUPERNOVA	2,368	Closed	NYSE: OPAD	Real Estate Tech	 USA	VIEW
03/16/21	 eToro	 FINTECH ACQUISITION CORP. V	9,595	Announced	--	Wealth & Cap. Markets Tech	 UK	VIEW
03/05/21	 Cipher MINING	Good Works Acquisition Corp.	2,000	Closed	Nasdaq: CIFR	Blockchain / Crypto	 USA	VIEW
03/04/21	 hippo	 Reinvent TECHNOLOGY PARTNERS	5,057	Closed	NYSE: HIPO	InsurTech	 USA	VIEW
03/02/21	 doma <small>Formerly Known As: states title</small>	 CAPITOL INVESTMENT V	3,000	Closed	NYSE: DOMA	InsurTech / Real Est. Tech	 USA	VIEW
03/01/21	 QOMPLX: <small>Reimagining Complexity</small>	 TAILWIND	1,400	Announced	"QPLX"	Fin. Mgmt. Solutions	 USA	
02/22/21	 LoanMe	NextPoint Acquisition Corp.	102 ⁽¹⁾	Closed	TSX: NPF.U	Banking / Lending Tech	 USA	
02/22/21	 LIBERTY TAX	NextPoint Acquisition Corp.	252 ⁽¹⁾	Closed	TSX: NPF.U	Banking / Lending Tech	 USA	
02/22/21	 APEX Clearing <small>a PEAK6 company</small>	 northern star Northern Star Investment Corp. II	4,700	Announced	NYSE: APX	Wealth & Cap. Markets Tech	 USA	VIEW
02/12/21	 MoneyLion	 Fusion Acquisition Corp.	2,900	Closed	NYSE: ML	Banking / Lending Tech	 USA	VIEW
02/10/21	 OppFi	 FUNDAMENTAL GLOBAL FG NEW AMERICA ACQUISITION CORP.	909	Closed	NYSE: OPFI	Banking / Lending Tech	 USA	VIEW
02/03/21	 Payoneer	 FTAC Olympus Acquisition Corp.	3,796	Closed	Nasdaq: PAYO	Payments	 USA	VIEW
02/03/21	 CCC	 DRAGONAIR DRAGONEER GROWTH OPPORTUNITIES CORP.	7,049	Closed	NYSE: CCCS	InsurTech	 USA	VIEW
01/25/21	 Sunlight Financial	 Spartan Acquisition Corp. II	1,267	Closed	NYSE: SUNL	Banking / Lending Tech	 USA	VIEW

FT Partners Research – A Flurry of Activity in Restaurant Tech

A Flurry of Activity in Restaurant Tech



Click pictures to view report

The COVID pandemic has been a major catalyst, forcing restaurants to adopt new technologies in order to respond to changing consumer preferences...all the while providing seamless experiences. In particular, restaurants must adapt to an omni-channel environment as e-commerce has taken hold, similar to what retailers have been dealing with for many years now.

In response to these dynamics and in anticipation of a restaurant technology boom, capital markets activity across the restaurant technology ecosystem is heating up with a flurry of recent activity across M&A and capital raising.

The report profiles:

- PAR's \$500 million acquisition of Punchh
- Squarespace's \$415 million acquisition of Tock
- Wix's acquisition of SpeedETab
- Olo's \$450 million IPO
- SpotOn's \$60 million Series C Financing

Additionally, the report includes an in-depth interview with Andrew Robbins, the founder and CEO of Paytronix.

Selected FT Partners' Research – *Click to View*



Brazil's Emerging FinTech Ecosystem



Buy Now Pay Later



FinTech in Africa Gaining Momentum



Bolt's \$393 million Growth Financing



SpotOn's \$300 million Series E Financing



Revolut's \$800 million Financing



MFS Africa's \$100 million Series C Financing



Mollie's \$800 million Growth Financing



Prepaid Raises \$96 million in Financing



Chipper Cash Raises \$150 million in Series C Extension



PayU Acquires BillDesk for \$4.7 billion



Global Payments Acquires MineralTree for \$500 million

[VIEW MORE FT PARTNERS RESEARCH](#)

FT Partners – Focused Exclusively on FinTech

FT PARTNERS RESEARCH

Leading Advisor in Selling FinTech Companies to SPACs

Financial Technology Partners LP FTP Securities LLC

is pleased to announce its role as financial advisor to



on its proposed merger with



(NASDAQ: DBDR)

post-transaction enterprise value

\$1,206,400,000



The Only Investment Bank
Focused Exclusively on Financial Technology

Financial Technology Partners LP FTP Securities LLC

is pleased to announce its role as financial advisor to



on its merger with



(NYSE: FUSE)

post-transaction equity value

\$2,900,000,000



The Only Investment Bank
Focused Exclusively on Financial Technology

Financial Technology Partners LP FTP Securities LLC

is pleased to announce its role as exclusive financial and capital markets advisor to



on its merger with



(NASDAQ: FTOCU)

post-transaction equity value

\$3,796,000,000



The Only Investment Bank
Focused Exclusively on Financial Technology

Financial Technology Partners LP FTP Securities LLC

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



on its merger with

Nebula Acquisition Corporation
(NASDAQ: NEBU)

sponsored by



TRUE WIND

for total consideration of up to approximately

\$1,700,000,000



The Only Investment Bank
Focused Exclusively on Financial Technology

Financial Technology Partners LP FTP Securities LLC

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



on its merger with



MOTIVE CAPITAL CORP
(NYSE: MOTV)

for total consideration of

\$2,000,000,000



The Only Investment Bank
Focused Exclusively on Financial Technology

Financial Technology Partners LP FTP Securities LLC

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



on its merger with



PROPTech ACQUISITION
(NASDAQ: PTAC)

for a post-transaction equity value

\$1,079,000,000⁽¹⁾



The Only Investment Bank
Focused Exclusively on Financial Technology

Financial Technology Partners LP FTP Securities LLC

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



in its merger with

Thunder Bridge Acquisition
(NASDAQ: TBRG)

for a total implied enterprise value of

\$665,000,000



The Only Investment Bank
Focused Exclusively on Financial Technology

Financial Technology Partners LP FTP Securities LLC

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



in its sale to

FinTech Acquisition Corp
(NASDAQ: FNTC)

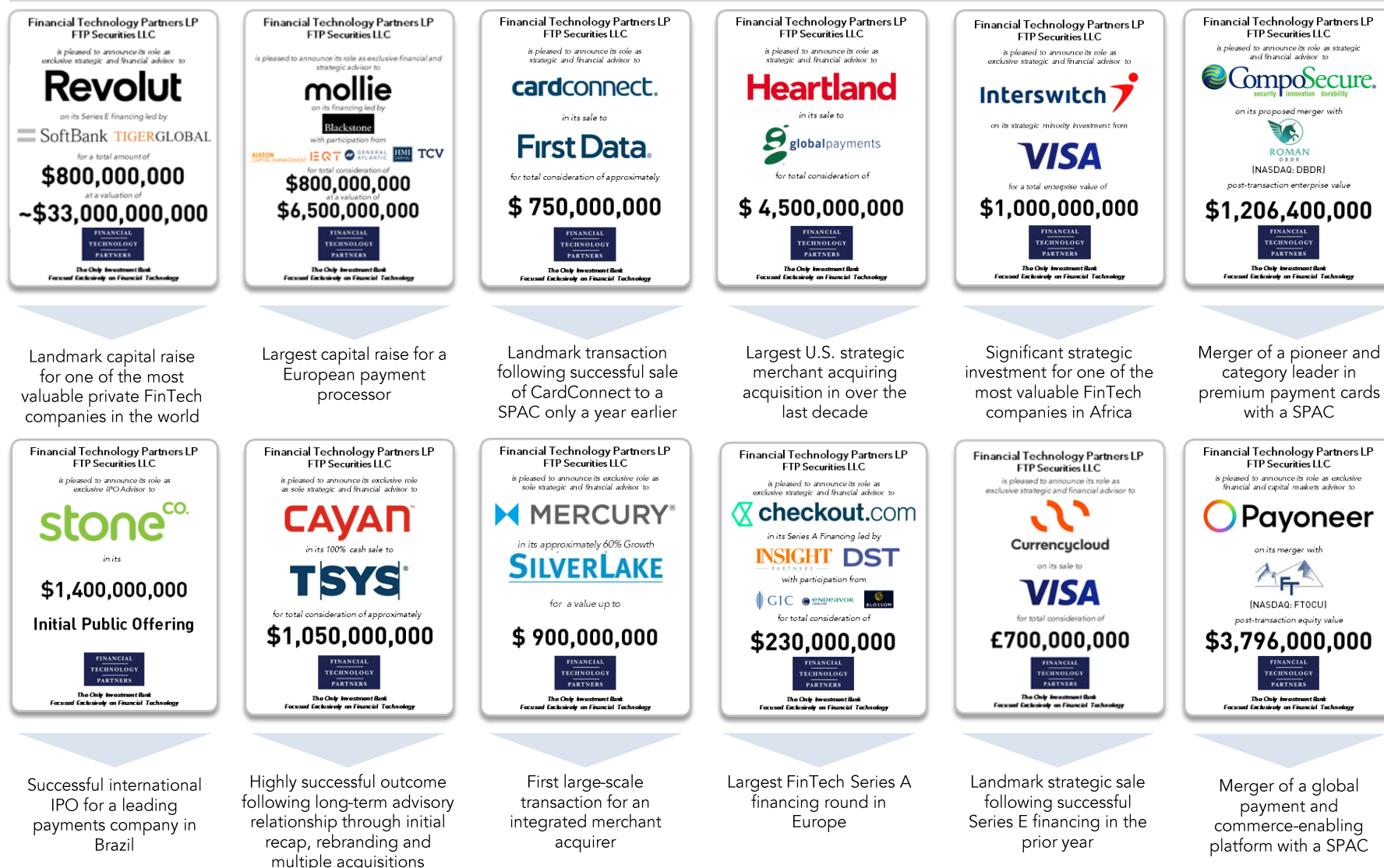
for total consideration of

\$ 438,000,000



The Only Investment Bank
Focused Exclusively on Financial Technology

Ground-Breaking Payments Transactions Pioneered by FT Partners



FT Partners Advises Payoneer on its \$3.8 billion Merger with FTOC

Overview of Transaction

- On February 3, 2021, Payoneer Inc. ("Payoneer") and FTAC Olympus Acquisition Corp. ("FTOC"), a special purpose acquisition company ("SPAC"), announced they have entered into a definitive agreement and plan of reorganization
- Upon closing of the reorganization, the newly created holding company will be renamed Payoneer Global Inc. and the combined company (the "Company") will operate as Payoneer, a U.S. publicly listed entity
 - Estimated post-transaction enterprise value of \$3.3 billion with up to \$563 million in cash, offering significant capital flexibility for continued organic and inorganic growth
 - Transaction includes commitments for \$300 million PIPE from investor group including existing investor Wellington Management, as well as funds and accounts managed by BlackRock, Dragoneer Investment Group, Fidelity Management & Research Company LLC, Franklin Templeton, certain funds managed by Millennium Management, funds and accounts advised by T. Rowe Price Associates, Inc., and Winslow Capital Management, LLC
- Payoneer is a global payment and commerce-enabling platform which powers growth for millions of digital businesses worldwide – Payoneer's mission is to democratize access to financial services and drive growth for digital businesses of all sizes from around the world

Significance of Transaction

- While creating significant liquidity for existing shareholders, Payoneer's Management team will continue to lead the merged Company as over 68% of existing Payoneer equity is expected to be rolled as part of the transaction
- The net proceeds raised from the transaction will be used to support Payoneer's multi-pronged growth strategy, including extending leadership with marketplace ecosystems, accelerating strategic and channel partnerships, ramping of developing products and services and pursuing targeted strategic M&A

FT Partners' Role

- FT Partners served as exclusive financial and capital markets advisor to Payoneer
 - FT Partners previously advised Payoneer on its [acquisition of optile](#) in 2019
- Builds on FT Partners' expertise in navigating the unique process in selling companies to SPACs, and follows highly successful sales of FT Partners' clients [Porch](#), [Open Lending](#), [CardConnect](#) and [REPAY](#)

Financial Technology Partners LP FTP Securities LLC

*is pleased to announce its role as exclusive
financial and capital markets advisor to*



on its merger with



(NASDAQ: FTOCU)

post-transaction equity value

\$3,796,000,000



*The Only Investment Bank
Focused Exclusively on Financial Technology*

FT Partners Advises CompoSecure on its Proposed Merger with Roman DBDR

Overview of Transaction

- On April 19, 2021, CompoSecure, L.L.C. ("CompoSecure"), and Roman DBDR Tech Acquisition Corp. (NASDAQ: DBDR) ("Roman DBDR"), a special purpose acquisition company, announced they had entered a definitive merger agreement
- Upon closing of the transaction, the combined company (the "Company") will operate as CompoSecure, Inc. and plans to trade on the Nasdaq stock market
 - The combined Company will have an estimated post-transaction enterprise value of ~\$1.2 billion
 - Proceeds will consist of up to \$236 million (assuming no redemptions) of cash held in Roman DBDR's trust account and an additional \$175 million private placement financing⁽¹⁾ led by funds and accounts managed by BlackRock and Highbridge Capital Management, which will close concurrently with the merger

Significance of Transaction

- CompoSecure is a world-class platform for next generation payment technology, security, and cryptocurrency solutions
 - CompoSecure provides some of the world's largest financial institutions with innovative products that elevate their customers' experiences
- CompoSecure has a rare blend of technologies, expertise and team, that when combined with Roman DBDR's Silicon Valley entrepreneurship, create a springboard to launch CompoSecure into the Digital Asset revolution and become a premier platform in the massive and rapidly expanding cryptocurrency and broader Digital Asset markets

FT Partners' Role

- Financial Technology Partners and FTP Securities ("FT Partners") served as strategic and financial advisor to CompoSecure
- This transaction builds on FT Partners' expertise in navigating the unique process in selling companies to SPACs, and follows highly successful sales of FT Partners clients [Payoneer](#), [Porch](#), [Open Lending](#), [CardConnect](#) [REPAY](#), and [MoneyLion](#)

Financial Technology Partners LP FTP Securities LLC

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



on its proposed merger with



ROMAN
DBDR

(NASDAQ: DBDR)

post-transaction enterprise value

\$1,206,400,000

FINANCIAL
TECHNOLOGY
PARTNERS

*The Only Investment Bank
Focused Exclusively on Financial Technology*

FT Partners Advises Cayan on its Sale to TSYS

Overview of Transaction

- On December 18, 2017, TSYS announced it has entered into an agreement to acquire Cayan in an all cash transaction valued at approximately \$1.05 billion
 - The transaction is expected to close in Q1 2018
- Cayan, a portfolio company of Parthenon Capital Partners, provides technology led acquiring services to more than 70,000 merchants and 100+ integrated partners in the U.S.
 - The Company's flagship Genius platform delivers a seamless and scalable unified commerce experience across channels
- TSYS (NYSE: TSS) is a leading global payments provider, offering innovative and secure solutions across the payments spectrum — from issuer processing and merchant acquiring to prepaid program management

Significance of Transaction

- The acquisition strategically complements TSYS' merchant goals to become a leading payment provider to small and medium size businesses in the U.S.
- The addition of Cayan's unified commerce solutions elevates TSYS' competitive position to jointly offer a broader set of value-add products and services to partners and merchants

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Cayan and its Board of Directors
- FT Partners also advised Cayan on its [recapitalization by Parthenon Capital Partners](#) along with numerous acquisitions made by the Company
- This transaction highlights FT Partners' continued success advising prominent companies in the Payments and Merchant Acquiring space and its leadership position as the "advisor of choice" to the highest quality FinTech Companies

Financial Technology Partners LP FTP Securities LLC

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

CAYANTM

in its 100% cash sale to

TSYS[®]

for total consideration of approximately

\$ 1,050,000,000

FINANCIAL
TECHNOLOGY
PARTNERS

*The Only Investment Bank
Focused Exclusively on Financial Technology*

FT Partners Advises Mollie on its \$800 million Financing

Overview of Transaction

- On June 22, 2021, Mollie announced that it raised \$800 million in financing from global investors including Blackstone Growth (BXG), EQT Partners, General Atlantic, HMI Capital and Alkeon Capital Management
- TCV who led the Series B investment in September 2020 also participated in the funding round
- Mollie is one of the fastest growing and largest PSPs in Europe, serving more than 120,000 monthly active merchants across the continent
- In 2020, Mollie processed more than 10 billion Euros in transactions and is on track to handle more than 20 billion Euros during 2021
- Mollie's best-in-class products, simple and transparent pricing and excellent customer service, alongside its no lock-in contracts, have driven rapid growth both during the pandemic and the months following relaxation of lockdown restrictions across Europe
- Today, Mollie has around 480 employees and plans to hire 300 new team members in the next six-to-nine months

Significance of Transaction

- The funding will fuel Mollie's continuous expansion within Europe and beyond, and support the investments in its technology platform and expansion of its product portfolio beyond payments into financial services for SMEs
- Mollie is now one of the top five most valuable FinTechs in Europe, and one of the top 20 most valuable FinTechs in the world

FT Partners' Role

- FT Partners acted as exclusive financial and strategic advisor to Mollie
- This transaction underscores FT Partners' deep Payments domain expertise and successful track record of generating favorable outcomes for leading companies in the space

Financial Technology Partners LP FTP Securities LLC

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

mollie

on its financing led by

Blackstone

with participation from

ALKEON
CAPITAL MANAGEMENT

EQT

GENERAL
ATLANTIC

HMI
CAPITAL

TCV

for total consideration of

\$800,000,000

at a valuation of

\$6,500,000,000

**FINANCIAL
TECHNOLOGY
PARTNERS**

*The Only Investment Bank
Focused Exclusively on Financial Technology*

FT Partners Advises ShopKeep on its Sale to Lightspeed

Overview of Transaction

- On November 5, 2020, Lightspeed, a leading provider of cloud-based, omnichannel commerce platforms, announced it has entered into a definitive agreement to acquire ShopKeep Inc., a cloud commerce platform provider based in New York City
 - The acquisition is valued at approximately \$440 million in total consideration, comprised of \$145.2 million in cash and the issuance of 9,500,000 subordinate voting shares in the capital of Lightspeed
- Founded in 2008, ShopKeep's point-of-sale platforms are used by more than 20,000 retail and restaurant customer locations nationwide generating a gross transaction volume of approximately \$7 billion USD per year
- The acquisition reinforces Lightspeed's status as a clear category leader for retailers and restaurateurs seeking to modernize operations as the global economy undergoes unprecedented digital acceleration

Significance of Transaction

- The acquisition will grow Lightspeed's U.S footprint by more than 20,000 customer locations and help drive Lightspeed's plan to accelerate digital transformation of SMBs across the United States following its public listing on the New York Stock Exchange
- The acquisition by Lightspeed will add crucial modules to the ShopKeep merchant experience, including complex inventory and sales management capacity ideal for multi-location businesses, while also providing a broader product portfolio to enhance brand loyalty, acquire new customers and retain clientele
- Lightspeed's acquisition of ShopKeep follows the successful integration of multiple premier platforms, including those of Montreal-based Chronogolf, Berlin-based Gastrofix and Sydney-based Kounta

FT Partners' Role

- FT Partners served as exclusive financial and strategic advisor to ShopKeep
- This transaction highlights FT Partners' deep domain expertise in the Software and Payments sectors, and its successful track record generating highly favorable outcomes for high-growth 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

\$440,000,000



*The Only Investment Bank
Focused Exclusively on Financial Technology*

FT Partners Advises Bolt on its ~\$393 million Growth Financing

Overview of Transaction

- On October 12, 2021, Bolt announced it has raised \$333mm in Series D funding and ~\$60mm in follow-on capital led by a London-based growth venture capital firm, for a total amount of ~\$393mm
 - New financial investors participating in the round include Untitled Investments and Willoughby Capital, and existing investors include General Atlantic, Activant, and Tribe Capital
 - New strategic investors include some of the largest eCommerce and Payments companies in the world
- Bolt strengthens retailers' relationships with their customers by unlocking secure, logged-in, lightning-fast checkouts
- The Company's rapidly-growing network of one-click-checkout-ready shoppers visits Bolt merchants as if they are return customers.
- Hundreds of retailers — including Forever 21, Badgley Mischka, and Burt's Bees Baby — leverage Bolt to offer their shoppers the seamless checkout experiences they've come to expect

Significance of Transaction

- Bolt has increased its valuation by ~18x from ~18 months ago
- The oversubscribed financing validates the massive potential of a network that has grown to more than ten million shoppers, with an additional 50 million shoppers queued up to be added based on existing commitments and partnerships
- This additional capital will enable Bolt to accelerate the pace of its product innovation, to continue recruiting top talent with a specific focus on scaling its product and engineering organizations, to onboard more customers, and to expand its operations into Europe

FT Partners' Role

- FT Partners served as exclusive financial and strategic advisor to Bolt
- This transaction underscores FT Partners' deep payments and e-commerce domain expertise and successful track record of driving optimal outcomes for high growth 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 growth financing led by
a London-based growth equity firm*

with participation from

untitled.
INVESTMENTS

 **GENERAL
ATLANTIC**

 **WILLOUGHBY
CAPITAL**



ACTIVANT

TRIBE

*and some of the largest eCommerce and
Payments companies in the world*

for a total amount of

~\$393,000,000

**FINANCIAL
TECHNOLOGY
PARTNERS**

*The Only Investment Bank
Focused Exclusively on Financial Technology*

FT Partners Advises SpotOn on its \$300 million Series E Financing

Overview of Transaction

- On September 13, 2021, SpotOn announced that it has raised \$300 million in its Series E financing round led by Andreessen Horowitz
 - This round included participation from current investors, including DST Global, 01 Advisors, Dragoner Investment Group, Franklin Templeton, and Mubadala Investment Company, as well as new investors Wellington Management and Coatue Management
 - The round values SpotOn at \$3.15 billion, up from \$1.875 billion in its Series D only four months ago
- SpotOn, founded in 2017 and based in San Francisco, is one of the fastest-growing software and payments companies with comprehensive solutions for restaurants and retail businesses
- Known for its rapid innovation and customer service, SpotOn offers an end-to-end, integrated platform, acting as the foundation of its clients' operations

Significance of Transaction

- SpotOn plans to use the funding to acquire Appetize, a leading digital and mobile commerce platform for enterprise businesses such as sports and entertainment venues, theme parks, campuses, and more
 - The acquisition leverages SpotOn's SMB expertise and Appetize's enterprise acumen to focus on a broader market that is beneficial for all clients
 - Appetize enhances SpotOn's ability to address the middle market through the combination of SpotOn's superb field sales coverage across the country and Appetize's enterprise product platform

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to SpotOn
 - FT Partners previously advised SpotOn on its [\\$150 million Series D financing](#) in May 2021
- This transaction highlights FT Partners' deep domain expertise across Payments and software businesses, as well as its successful track record generating highly favorable outcomes for high-growth 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 Series E financing led by

**andreessen.
horowitz**

for a total amount of

\$300,000,000

at a valuation of

\$3,150,000,000



*The Only Investment Bank
Focused Exclusively on Financial Technology*

FT Partners Advises Poynt on its Series C Financing

Overview of Transaction

- On November 13, 2018, Poynt announced its \$100 million Series C financing with participation from strategic partners Elavon and National Australia Bank (NAB)
 - This financing brings Poynt's total funding to \$133 million; existing investors include GV (Google Ventures), Matrix Partners, NYCA Partners, Oak HC/FT, Stanford-StartX Fund, and Webb Investment Network
- Headquartered in Palo Alto, CA, Poynt is a connected commerce platform empowering merchants with the technology to transform their businesses
 - Poynt has re-imagined the ubiquitous payment terminal into a connected, multi-purpose device that runs third party apps; as smart terminals become mainstream, Poynt OS is an open operating system that can power any smart payment terminal worldwide, creating a new app economy for merchants
- Elavon, wholly owned by U.S. Bank, is a leading provider of end-to-end payment processing solutions and services to more than 1.3 million customers in the U.S., Europe, Canada, Mexico, and Puerto Rico
- NAB is Australia's largest business bank with a large merchant customer base; NAB serves more than 9 million customers at more than 900 locations in Australia, New Zealand and around the world

Significance of Transaction

- This financing will enable Poynt to expand into new markets across Asia, Europe and South America, grow its talent base, and invest in product and partner development as the Company executes on its vision to become the operating system on smart terminals worldwide

FT Partners' Role

- FT Partners served as sole strategic and financial advisor to Poynt
- This transaction underscores FT Partners' unparalleled track record in the Payments space and highlights the Firm's strong capabilities in finding the right strategic investors for our clients worldwide

Financial Technology Partners LP FTP Securities LLC

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



*in its Series C Financing
with participation from*



for total consideration of

\$100,000,000



*The Only Investment Bank
Focused Exclusively on Financial Technology*

FT Partners’ Recent Awards and Recognition

Bloomberg

Bloomberg

- 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)
- 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
- Investment Banking Firm of the Year (2016) – FT Partners



LendIt FinTech Industry Awards 2018:

- FT Partners wins Top Investment Bank in FinTech

Institutional Investor



The FinTech Finance 40:

- Steve McLaughlin ranked #1 in 2017 and 2018

The Information

A small chart titled "Silicon Valley's Most Popular Dealmakers" showing a list of names and their titles. Steve McLaughlin is listed as the top dealmaker.

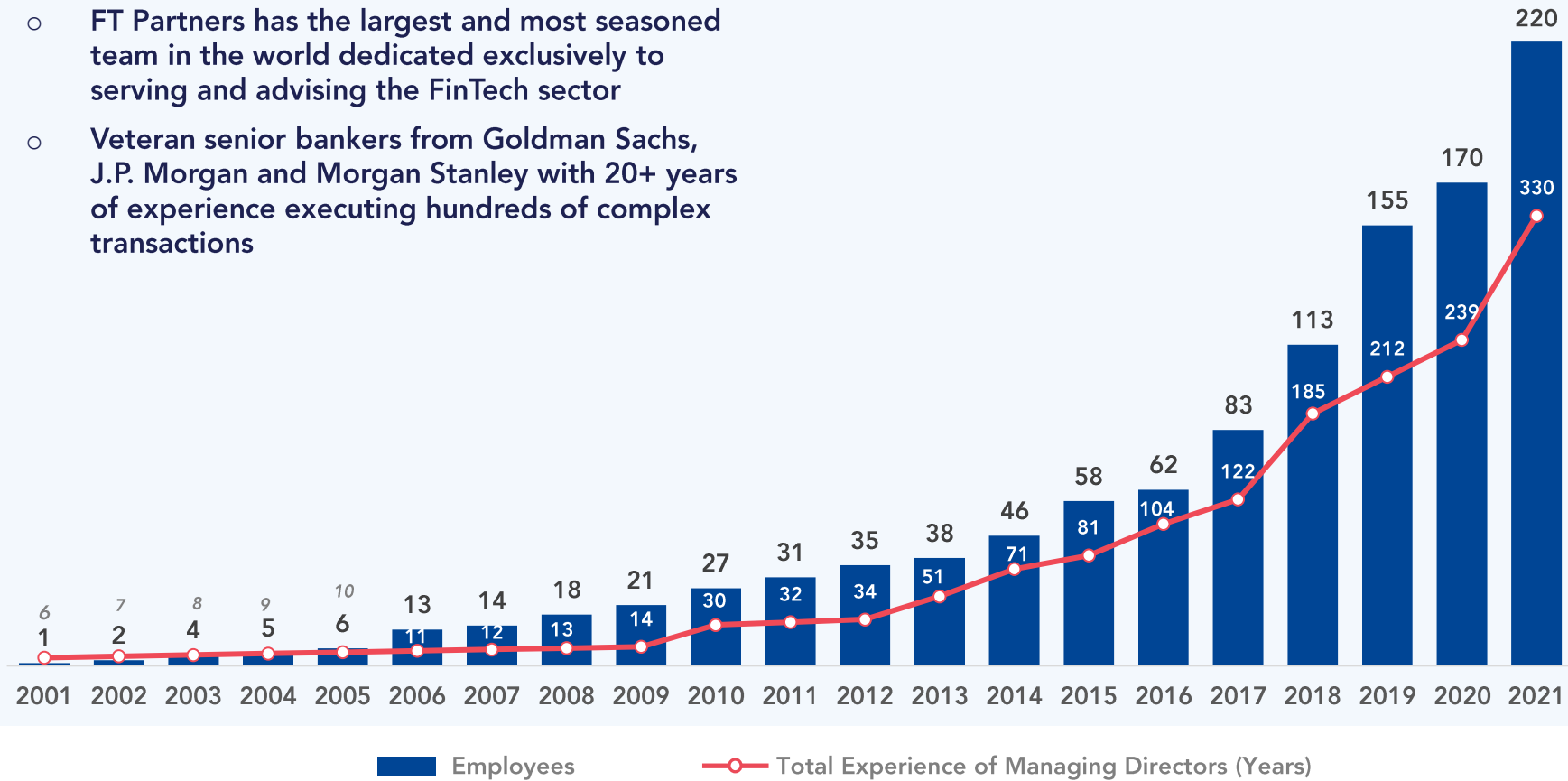
Silicon Valley's Most Popular Dealmakers		
Name	Title	Company
Steve McLaughlin	Managing Director	FT Partners
Mark H. Smith	Managing Director	FT Partners
Michael Hynes	Managing Director	FT Partners
Paul Rosen	Managing Director	FT Partners
Quincy Smith	Partner	FT Partners

The Information’s “Silicon Valley’s Most Popular Dealmakers”

- Ranked as the #2 top Technology Investment Banker by The Information subscribers (2016)
- Only FinTech focused investment banking firm and banker on the list

The Largest FinTech Advisory Practice in the World

- FT Partners has the largest and most seasoned team in the world dedicated exclusively to serving and advising the FinTech sector
- Veteran senior bankers from Goldman Sachs, J.P. Morgan and Morgan Stanley with 20+ years of experience executing hundreds of complex transactions



Average Experience of Managing Directors (Years)



Highly proprietary information. Unauthorized distribution without prior consent from Financial Technology Partners LP, FTP Securities LLC or FinTech Partners Limited (together "FT Partners") is strictly prohibited. The information in this report relies upon a variety of public sources, the accuracy of which cannot be guaranteed. No persons or entities should use the information in decision making without independent investigation or professional advice. This communication should not be regarded as an offer to sell or as a solicitation of an offer to buy any financial product or service, nor is it an official confirmation of any transaction, or representative of an official position or statement of Financial Technology Partners LP, FTP Securities LLC or any other related entity. FTP Securities LLC is a FINRA registered broker-dealer and FinTech Partners Limited is an FCA appointed representative. © 2021