FT PARTNERS FINTECH INDUSTRY RESEARCH

August 14, 2020

}}} RIPPLING

Rippling Raises \$145 million in Series B Financing Led by Founders Fund





Overview of FT Partners

- Financial Technology Partners ("FT Partners") was founded in 2001 and is the only investment banking firm focused exclusively on FinTech
- 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 18 years of exclusive focus on Financial Technology

FT Partners' Advisory Capabilities



FT Partners' FinTech Industry Research





Named Silicon Valley's #1 FinTech Banker (2016) and ranked #2 Overall by The Information



Ranked #1 Most Influential Person in all of FinTech in Institutional Investors "FinTech Finance 40"



Numerous Awards for Transaction Excellence including "Deal of the Decade"

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Rippling Raises \$145 million in Series B Financing

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Transaction Summary

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Transaction Summary

- On August 4, 2020, Rippling announced that it has raised \$145 million in Series B financing led by Founders Fund
 - New investors Greenoaks Capital, Coatue Management, Bedrock Capital and existing investors Kleiner Perkins, Initialized Capital and Y Combinator also participated in the round
 - This latest round brings total funding to date to over \$205 million (2)
- The round values the Company at \$1.35 billion (postmoney), according to Crunchbase
- According to the San Francisco Business Journal, Rippling will use the new capital to support its cash position and hedge against future macroeconomic risks and the rest towards research and development⁽²⁾
- In 2019, after its Series A, Rippling was reportedly valued at \$295 million, which implies a nearly 4.6x valuation increase over the past 16 months (2)
- In the two years since Rippling has come into the public eye, the Company has grown to 250 employees, attracted thousands of customers, and become one of the highest-rated all-in-one HR and IT software platforms in the market
- According to the Company, it processes \$3.5 billion in annual payroll and in the last three months reached its highest sales quarter ever, even after having to cut its marketing budget in half. (1)

Transaction Commentary

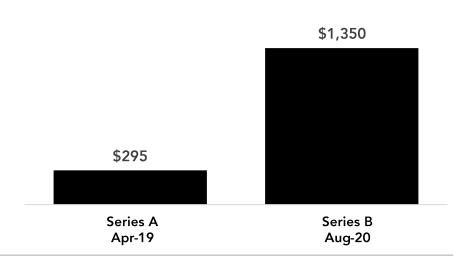
"We know there's never been a more difficult time to run a business. Overnight, companies have had to adapt to a fully-remote world. How do you send a fully configured laptop to a new employee 100 miles away? How do you easily create, share, and sign all their HR paperwork? How do you set up their access to all the apps and tools they need, from GitHub and Zoom to Slack groups and Gmail lists? It's an unprecedented problem that Rippling is uniquely capable of solving, and one of the reasons why we've experienced significant growth over the past several months."

}}} RIPPLING

Parker Conrad Co-Founder & CEO



Rippling Post-Money Valuation History (3)



Source: Company press release

⁽¹⁾ Crunchbase. "Rippling Reaches Unicorn Status with \$145M Series B"

Rippling Overview



Company Overview



Co-Founder & CEO:

Parker Conrad

Headquarters:

San Francisco, CA

Founded:

2016

- Rippling is a way for businesses to manage their HR & IT —
 from payroll and benefits, to employee devices and apps —
 all in one, modern system
- In 90 seconds, a company can onboard a new employee and set up their payroll, health insurance, work computer, and third-party apps like Gmail, Microsoft Office, and Slack
- Rippling has raised over \$200 million in funding from investors including Founders Fund, Kleiner Perkins, Initialized Capital, Coatue, and Y Combinator

Selected Financing History

Date	Size (\$ mm)	Selected Investor(s)
Aug. 2020	\$145	Founders Fund; Greenoaks Capital Partners; Coatue Management; Bedrock Capital; Kleiner Perkins; Initialized Capital; Y Combinator
Apr. 2019	45	Kleiner Perkins; Abstract Ventures; Danhua Capital; Initialized Capital; Palm Drive Capital; S28 Capital; Threshold Ventures; Y Combinator

Products & Services Overview



Payroll

- · Automatic compliance and tax filing
- Pay people across the world
- Track hourly work and PTO
- See where employees' time is going
- Sync with over 500 apps



Benefits

- Medical, dental, vision, FSA & HSA, 401k and more
- Quote, compare and enroll in over 4000 plans
- Keep existing plans and pricing
- Automatically enroll new hires
- Finish open enrollment in days, not weeks



Devices

- Manage devices 100% remotely, including Macs and PCs
- Buy and set up devices for new hires
- Manage all devices in one place
- Remotely install apps on employees' devices
- Customize devices









Apps

- · Onboarding, employee changes and offboarding
- · Set up employees' apps when they join
- Identity management: 1-click access and single sign-on to apps
- Safely manage and share passwords

Selected FT Partners' Research (click to view)



AvidXchange's \$388 million Financing



Billtrust's \$50 million Minority Financing



ContaAzul's \$30 million Series D Financing



Feedzai's Series C Financing



ComplyAdvantage Raises \$50 million in Series C Financing



Onfido Raises \$100 million in Financing



UiPath Raises \$225 million in Series E Financing



Corcentric Raises \$80 million in Financing

VIEW MORE FT PARTNERS RESEARCH

Significant Experience Advising Large Financing Rounds and "Unicorns

FT Partners has a history of advising on some of the largest financing transactions in the FinTech space, and representing numerous FinTech "Unicorns" above \$1 billion valuations

Company	Amount Raised	Selected Prominent Investors in FT Partners Led Rounds	
GreenSky"	\$1,560,000,000 [*]	Accel TEMASEK VISA PIMCO	
stone ^{cc}	1,545,000,000*	, .	
∑avid xchange	956,000,000*	RCP CAPITAL PARTNERS DST ANT GREENSPRING ASSOCIATES TPG	
>>>> MARQETA	505,000,000*	ICONIO Premji Invest INSIGHT Great Hill	
MERCURY°	420,000,000		
Remitly	374,000,000 *	PRIVATE EQUITY CROSSOVER PARTNERS	
NEXT INSURANCE	333,000,000 *	BainCapital Capital Khosla ventures	
Liquidnet ~~	250,000,000	VENTURES LONE PINE CAPITAL	
square trade protection plans	238,000,000	nyca KeyBank QED ING &	
checkout.com	230,000,000	■ RRVA Santander RV WELLINGTON 乾源资本 YUAN CAPITAL	
○ better.com	160,000,000	InnoVentures Battery Ventures MANAGEMENT THIEL	
nmi	150,000,000	ADAMS STREET PARTNERS PROPPER	
ADDEPAR	140,000,000	Redpoint Elavon edisonpartners	
Kabbage Kabbage	135,000,000	NEUBERGER BERMAN edbi Payu 6/ Munich RE	
OBlueVine	102,500,000	Cubi . Cy C . Maillon . L	
MoneyLion	100,000,000	coatue mastercard 8VC nabventures	
POYNT	100,000,000	QUESTMARK PARTNERS VALOR generation_	
CHROMERIVER	100,000,000	COLDITATION EQUITY PARTNERS	
Fawry	100,000,000	SILVERLAKE PARTHENON SUMMIT PARTNERS	

^{*} Total includes multiple financing rounds

FT Partners' Superior Industry Knowledge and Execution History





































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 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 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

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 approximately

\$ 405,000,000



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)
- 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:

o FT Partners wins Top Investment Bank in FinTech

Institutional Investor





The FinTech Finance 40:

o Steve McLaughlin ranked #1 in 2017 and 2018

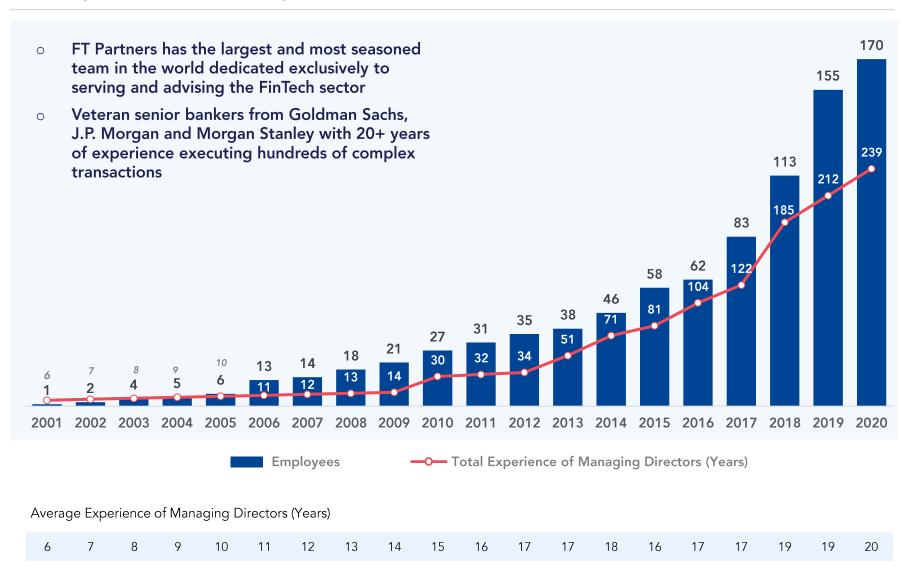




The Information's "Silicon Valley's Most Popular Dealmakers"

- o 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

The Largest FinTech Advisory Practice in the World



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 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. 	25
Mohit Agnihotri Managing Director	J.P.Morgan	 Formerly Managing Director and Global Head of Payments Investment Banking at J.P. Morgan Wharton M.B.A 	18
Kate Crespo Managing Director	RAYMOND JAMES®	 Formerly with Raymond James' Technology & Services investment banking 14+ years of FinTech transaction execution experience Dartmouth M.B.A. 	18
Larry Furlong Managing Director	Goldman Sachs	 Formerly with Goldman Sachs in New York, London and Los Angeles from 1995-2004 Wharton M.B.A. 	24
Osman Khan Managing Director	Mâ pwc	 Formerly Managing Director and Head of FIG M&A at Alvarez & Marsal 15+ years FIG deal, consulting and assurance experience at PwC 40 Under 40 M&A Advisor Award Winner in 2013 	23
Randall Little Managing Director	J.P.Morgan	 12 years as FIG / Capital Markets FinTech investment banker at J.P. Morgan 10 years as financial services technology consultant at Sun Microsystems and Ernst & Young NYU Stern M.B.A. (MBA w/Distinction) 	23
Andrew McLaughlin Managing Director	Deloitte.	 20+ years experience executing / implementing financial and operational strategy Formerly with Deloitte Consulting 	14
Amar Mehta Managing Director	J.P.Morgan	 Formerly with J.P. Morgan's Technology (FinTech & Technology Services) team in New York 7+ years of FinTech transaction execution experience MBA from IIM-K (India), Bachelor's in Computer Engineering from NTU (Singapore) 	15
Mike Nelson Managing Director	SUNTRUST	 Formerly head of FinTech M&A at SunTrust Robinson Humphrey Kellogg M.B.A. 	20
Timm Schipporeit Managing Director	Morgan Stanley Index Ventures	 Formerly with Morgan Stanley as Senior Executive Director of European Technology Investment Banking Team in London Formerly a Venture and Growth Investor focused on FinTech at Index Ventures 	17
Greg Smith Managing Director	Merrill Lynch J.P.Morgan	 Formerly award winning Equity Research Analyst at Merrill Lynch, J.P. Morgan and Hambrecht & Quist 20+ years of experience covering FinTech as both an Analyst and Investment Banker 	24
Tim Wolfe Managing Director	Goldman Sachs	 Formerly with Goldman Sachs from 2000-2002 40 Under 40 M&A Advisor Award Winner 2013 Harvard M.B.A. 	18