

FT PARTNERS FINTECH INDUSTRY RESEARCH

April 7, 2017



Decisely Raises \$60 million in Financing from Two Sigma and EPIC



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 15 years of exclusive focus on Financial Technology

FT Partners' Advisory Capabilities



FT Partners' FinTech Industry Research

In-Depth Industry Research Reports

Proprietary FinTech Infographics

Monthly FinTech Market Analysis

FinTech M&A / Financing Transaction Profiles



The Information

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



Ranked #4 Most Influential Person in all of FinTech in *Institution Investor's* "FinTech Finance 35"



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

Steve McLaughlin: *Founder & CEO*

Tel: 415.992.8880

steve.mclaughlin@ftpartners.com

SUBSCRIBE





Transaction Summary

Transaction Summary



Decisely provides employee benefits administration & HR technology for small businesses in the U.S.

- On March 30, 2017, Decisely announced it has raised \$60 million from Two Sigma Private Investments and EPIC Insurance Brokers and Consultants
 - EPIC Insurance Brokers and Consultants is a portfolio company of The Carlyle Group
- The funding will be used to make potential acquisitions and to expand the Company's services
 - As the Company continues to grow, its main goal is to make HR, benefits, insurance and employee administration simple and painless for small businesses in the U.S.
 - The Company has no plans to expand beyond the US at this point ⁽¹⁾
- Created by top benefits technology and brokerage experts, Decisely combines a technology platform with personalized guidance traditionally provided by a benefits broker
 - Selected competitors include Zenefits, Namely, PlanSource, Gusto and Justworks

Transaction Commentary

"Decisely is the only dedicated small business and broker-collaborative solution. We deliver a unique, complete service to both small businesses and the brokers who have traditionally served them. We combine dedicated, licensed trusted advisors and a complementary technology platform as a full-service broker-friendly solution for small business."



Kevin Dunn
CEO



"We are pleased to be partnering with Decisely as it transforms the small business segment for HR and benefits. In addition to our investment, we are excited to provide Kevin and Decisely with access to Two Sigma's significant platform capabilities, which we work to do with each of the companies in which we invest, including our insurance capabilities, which are aimed at bringing Two Sigma's deep expertise in data science and technology to the insurance industry."



TWO SIGMA

Brian Modesitt
Managing Director



Decisely Raises \$60 million from Two Sigma and EPIC

FT PARTNERS RESEARCH

Decisely Overview



Company Overview

CEO: Kevin Dunn

Headquarters: Alpharetta, GA

Founded: 2006



- Decisely provides benefits administration, risk management and human resources services to alleviate the administrative burdens small businesses face and to enable employees to better understand, make and easily manage insurance decisions
- The Company's services include a combination of dedicated account management, modern human resource administration and an automated technology platform
- The Company focuses on serving small businesses in the U.S. with less than 100 employees ⁽¹⁾

Leadership Team



Kevin Dunn
CEO



Chris Duncan
COO



Richard Mann
CPO



Steve Poncsak
SVP of Finance



Bob Simon
Director of Administration & Strategic Projects



Allison Campbell
Director of Marketing & Communications

Products & Services Overview

Complete HR Management Solution covering Benefits, HR and Payroll



Benefits Administration
100% licensed client success team provides benefits management



Efficient HR
24/7 access to the HR resources and HR experts



Employee Management
Paper-Free Onboarding, Offboarding, Compliance, Open Enrollment, Renewals, Payroll, and more



Total Compliance
Created by top brokerage and benefits technology experts to handle complex compliance needs



Easy Access for Employees
Employee self-onboarding & open enrollment with a direct line to Decisely advisors to answer any questions

Benefits

Licensed advisors are available to employees and their families while the Decisely platform manages all the administrative work



Health Insurance
Affordable medical, dental, & vision coverage from 250+ carriers for part time and full time employees



401k
Offer easy-to-use retirement plans with optional employer matching contributions



Life & Disability Insurance
Give employees peace of mind with life and disability insurance policies



FSA, HSA, Commuter, FLEX
Provide additional employee perks like commuter benefits, flexible spending accounts and more

Easy HR

Free access to the Decisely HR support center, with thousands of documents and templates to assist with recruiting, skills management, performance appraisals etc.



Ready-Made Resources



Compliance On-the-Go



Support & Training



24/7 Access to HR Pros

Source: Company press release, Company website

(1) wsj.com: "Zenefits Competitor Decisely Raises \$60 Million"

Decisely Raises \$60 million from Two Sigma and EPIC

FT PARTNERS RESEARCH



EPIC Insurance Brokers & Consultants Overview

Company Overview

CEO: John Hahn
Headquarters: San Francisco, CA
Founded: 2007



- EPIC is a retail property and casualty and employee benefits insurance brokerage and consulting firm
- The Company ranks among the top 20 retail insurance brokers in the U.S. and is one of the top 50 brokers in the world (# 26)
- EPIC operates from 30 locations across 12 states providing insurance products and solutions to more than 20,000 clients

Selected Transactions History

Date	Size (\$ mm)	Type	Investor / Target
Investor(s):			
11/14/14	\$4	PE Growth	<u>THE CARLYLE GROUP</u>
Investor(s):			
01/17/14	10	PE Growth	Undisclosed Investor(s)
Acquired by:			
10/14/13	NA	Buyout	<u>THE CARLYLE GROUP</u>
Acquired by:			
06/05/07	100	Buyout	STONE POINT CAPITAL

Products & Services Overview

Risk Management and Property & Casualty

- P&C Insurance
- Risk Management Services
- Risk Control Services
- Workers' Compensation
- Financial Services & Executive Liability Protection
- Transportation and Logistics Risk Control
- Claims Management

Employee Benefits Brokerage & Consulting

- Employee Benefits Consulting & Brokerage
- Actuarial
- Benefits Technology
- Communications
- Compliance
- Voluntary Benefits
- Wellness & Health Management

Specialty Employee Benefits and HR

- Benefits and Payroll Administration Services
- Executive Benefits
- HR Strategic Solutions
- Global Benefits Solutions
- Pharmacy Solutions
- Retirement / 401k Solutions
- EPIC Private Exchange

Special Property & Casualty

- Specialty Practices & Programs
- International Services
- Bonding & Surety Services
- Private Client Services (Personal Insurance)



- ✓ Cost Effective Administration
- ✓ Comprehensive Custom Toolkit
- ✓ Flexible Carrier & Funding Strategy
- ✓ Employee Engagement & Education

Decisely Raises \$60 million from Two Sigma and EPIC

FT PARTNERS RESEARCH



Two Sigma Private Investments Overview

Overview



Brian Modesitt
Managing Director



Carter Lyons, CFA
Managing Director



David Cohen, CFA
Managing Director



Kirby Fine
Vice President

Locations

- New York, NY (HQ)
- Hong Kong
- Houston, TX
- London, UK

About

- Two Sigma Private Investments is the private markets investment division of Two Sigma
- TSPI focuses on making investments that provide attractive diversifying sources of return primarily on behalf of the proprietary capital of Two Sigma
- TSPI invests through three primary business units: Private Investments, Ventures and Real Assets
- In Private Investments, TSPI employs a long-term flexible capital approach and a principal mindset to build business platforms with experienced management teams and strategic partners across industries including financial services, transportation and natural resources

Investment Preferences

Investment Criteria

Fund Size:	NA
Fund Raised:	NA
Investment Range:	NA
Revenue:	NA
EBITDA:	NA

General Preferences ¹

Control:	Majority, Minority
Geography:	Global
Transaction Type:	Venture, Growth, Buyout
Industry Focus:	Financial Services, Software/Technology, Transportation, Natural Resources, Food / Beverage

Selected Recent Investments / Exits

FinTech / Financial Services Investments ²

Date	Company	Deal Amt. ³	Board Rep.	Sector
03/17	Decisely (PE Growth)	\$60	Brian Modesitt	HCIT
09/16	Attune (JV)	NA	David Siegel	Ins
10/15	RealPage (PIPE)	NA	NA	Bnkg

Other Investments ²

Date	Company	Deal Amt. ³	Board Rep.	Sector
03/17	Message.io (Seed)	\$8	Brian Modesitt	App Software
11/16	Contango Oil & Gas (PIPE)	NA	NA	Energy
10/16	Zymergen (Series B)	130	NA	Biochem
04/16	x.ai (Series B)	23	Colin Beirne	Workflow Software
12/15	Whoop (Series B)	13	David Joerg	Monitor Equip
12/15	Euronav (PIPE)	NA	NA	Marine
10/15	Verge Genomics (Seed)	4	NA	HCIT
08/15	RapidSOS (Series A)	5	Douglas Romanoff	App Software
06/15	Zymergen (Early-Stage VC)	44	NA	Biochem
11/14	Juicero (Series B)	70	NA	Beverages
07/14	SilkRoadTechnologies (Later-Stage VC)	14	NA	Software
05/13	Experiment (Early-Stage VC)	2	NA	Online Platform

Source: Company website, PitchBook

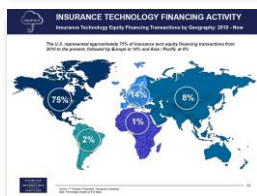
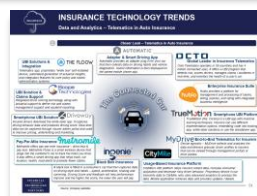
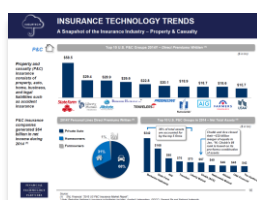
1) Italics indicate preferred control / geography

2) * denotes M&A exit; ** denotes IPO exit

3) Deal Amount in mm

FT Partners Research – InsurTech Industry Report

Prepare for the InsurTech Wave: Overview of Key Insurance Technology Trends



FT Partners' 268-page report provides an in-depth look at the major waves of innovation and disruption that are beginning to radically alter the insurance industry.

Additional highlights of the report include:

- An analysis of specific trends across: Insurance Distribution, Sales, Marketing and Engagement, Data and Analytics and Insurance Administration
- The responses of incumbents to date including the innovations, investments, partnerships and acquisitions being made to stay ahead of the game
- Proprietary InsurTech financing and M&A statistics and a comprehensive list of transactions in the space
- A detailed industry landscape of InsurTech providers as well as other innovative, tangential companies and profiles of 54 companies operating in the InsurTech ecosystem

Please visit our [website](#) for more proprietary FinTech Research & Follow FT Partners on [Twitter](#) and [LinkedIn](#) for real time updates on our Research Publications

Selected FT Partners' Research – Click to View

October 21, 2015

Financial Technology Partners
FTP Securities LLC

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

insureon

in its \$31,000,000 equity capital raise led by

OAK HC/FT

Courtesy of:

FTP PARTNERS

The Only Investment Bank
Focused Exclusively on Financial Technology

www.ftpartners.com

San Francisco • New York

Insureon Raises \$31 million in Series B Led by Oak HC/FT

October 15, 2015

FINANCIAL TECHNOLOGY PARTNERS
FTP Securities LLC

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

-benaissance

in its sale to

wex

for a total consideration of
\$80,000,000

Courtesy of:

FTP PARTNERS

The Only Investment Bank
Focused Exclusively on Financial Technology

www.ftpartners.com

San Francisco • New York

Benaissance's Sale to WEX for \$80 million

September 29, 2016

Financial Technology Partners

FT Partners Research – Transaction Profile

sedgwick

secures
\$500 million
in financing from

**Caisse de dépôt et placement
du Québec**

Courtesy of:

FTP PARTNERS

The Only Investment Bank
Focused Exclusively on Financial Technology

www.ftpartners.com

San Francisco • New York

Sedgwick Secures \$500 million in Financing

October 13, 2016

Financial Technology Partners
FT Partners Research – Transaction Profile

AmWINS
Group, Inc.

secures an investment from
DRAGONEER
valuing the Company at
\$2.6 billion

Courtesy of:

FTP PARTNERS

The Only Investment Bank
Focused Exclusively on Financial Technology

www.ftpartners.com

San Francisco • New York

AmWINS Secures an Investment from Dragoneer

FT PARTNERS FINTECH INDUSTRY RESEARCH

February 1, 2017

PointClickCare®

PointClickCare Raises \$85 million in Financing
Led by Dragoneer Investment Group

DRAGONEER

FINANCIAL TECHNOLOGY PARTNERS

The Only Investment Bank Focused Exclusively on FinTech

San Francisco • New York

PointClickCare Raises \$85 million in Financing

FT PARTNERS FINTECH INDUSTRY RESEARCH

January 26, 2017

McKesson

McKesson Acquires CoverMyMeds
for
\$1.4 billion

covermymeds®

FINANCIAL TECHNOLOGY PARTNERS

The Only Investment Bank Focused Exclusively on FinTech

San Francisco • New York

McKesson Acquires CoverMyMeds for \$1.4 billion

FT PARTNERS FINTECH INDUSTRY RESEARCH

January 11, 2017

Namely

Namely Raises \$50 million in Series D Financing
Led by Altimeter Capital and Scale Venture Partners

ALTIMETER **SCALE**
Venture Partners

FINANCIAL TECHNOLOGY PARTNERS

The Only Investment Bank Focused Exclusively on FinTech

San Francisco • New York

Namely Raises \$50 million in Series D Financing

FT PARTNERS FINTECH INDUSTRY RESEARCH

January 24, 2017

NUNA

Nuna Raises \$90 million in Financing
Led by Kleiner Perkins Caufield & Byers

KPCB **KLEINER PERKINS CAUFIELD BYERS**

FINANCIAL TECHNOLOGY PARTNERS

The Only Investment Bank Focused Exclusively on FinTech

San Francisco • New York

Nuna Raises \$90 million in Financing

VIEW MORE FT PARTNERS RESEARCH

Leading Advisor Across Healthcare & Insurance Technology Services

Consumer Protection Plans

Financial Technology Partners LP
FTP Securities LLC

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



in its sale to



for total consideration of

\$ 1,400,000,000



The Only Investment Bank
Focused Exclusively on Financial Technology

Health Insurance Premium Billing & Payments

Financial Technology Partners LP
FTP Securities LLC

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



in its sale to



for a total consideration of

\$ 80,000,000



The Only Investment Bank
Focused Exclusively on Financial Technology

Online Small Business Insurance

Financial Technology Partners LP
FTP Securities LLC

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



in its equity capital raise led by



for total consideration of

\$ 31,000,000



The Only Investment Bank
Focused Exclusively on Financial Technology

Sales Automation Technology & Platform

Financial Technology Partners LP
FTP Securities LLC

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



in its sale to

MOELIS CAPITAL PARTNERS



The Only Investment Bank
Focused Exclusively on Financial Technology

Largest Wholesale Brokerage in U.S.

Financial Technology Partners LP
FTP Securities LLC

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



in its growth recapitalization by



NEW MOUNTAIN CAPITAL LLC

valued at approximately

\$ 1,300,000,000



The Only Investment Bank
Focused Exclusively on Financial Technology

Auto Finance and Insurance Solutions

Financial Technology Partners LP
FTP Securities LLC

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



on its sale to an Affiliate of



The Only Investment Bank
Focused Exclusively on Financial Technology

Agency Management / Marketing Technology

Financial Technology Partners LP
FTP Securities LLC

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



in its sale of

Zywave Insurance Solutions

to



The Only Investment Bank
Focused Exclusively on Financial Technology

Life & Annuity Technology Solutions

Financial Technology Partners LP
FTP Securities LLC

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



We Simplify Selling Insurance

in its sale to



The Only Investment Bank
Focused Exclusively on Financial Technology

Online Small Business Insurance

Financial Technology Partners LP
FTP Securities LLC

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



in its acquisition of



a subsidiary of



The Only Investment Bank
Focused Exclusively on Financial Technology

SaaS / Claims for Property & Contents

Financial Technology Partners LP
FTP Securities LLC

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



in its sale to



The Only Investment Bank
Focused Exclusively on Financial Technology

FT Partners Advises Eliza on its \$170 million Strategic Sale to HMS

Overview of Transaction

- On March 13, 2017, Eliza announced its strategic sale to HMS in one of the largest healthcare software deals of the year
 - HMS will acquire Eliza for a cash purchase price of \$170 million
- Headquartered in Danvers, MA and majority owned by Parthenon Capital Partners, Eliza is a leading engagement and population analytics platform integrating proprietary data assets, a deep understanding of the healthcare consumer, and omni-channel outreach technology to deliver mission-critical results for key constituents in the healthcare market
- Since its founding in 2000, Eliza has consistently been a market leader and innovator, as evidenced by more than 50 domestic and international patents and patent applications, which HMS will acquire
- HMS operates in the healthcare insurance benefit cost containment market, using innovative technology and powerful data services and analytics to cover the entire payment continuum including eligibility verification, payment accuracy, fraud prevention, cost savings, performance improvement and provider education

Significance of Transaction

- The acquisition further expands HMS' member health and care management analytics footprint
- Eliza's engagement platform is complementary to HMS' cost containment solutions and together create a more sophisticated and integrated platform

FT Partners' Role

- FT Partners leveraged its deep domain expertise and transactional experience in the Healthcare and Insurance Services market to generate a highly successful outcome for Eliza and its shareholders
- This transaction demonstrates FT Partners' continued 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 lead strategic and
financial advisor to*

eliza

in its sale to

 hms

for total cash consideration of

\$ 170,000,000

FINANCIAL
TECHNOLOGY
PARTNERS

*The Only Investment Bank
Focused Exclusively on Financial Technology*

FT Partners Advises Benaissance on its \$80 million Sale to Wex

Overview of Transaction

- On October 15, 2015, Benaissance, LLC (“Benaissance” or the “Company”) announced it has entered into a definitive agreement to be acquired by WEX for \$80mm
- Headquartered in Omaha, NE, Benaissance is a leading provider of integrated Software-as-a-Service (SaaS) technologies and services for healthcare premium billing, payment and workflow management
 - Existing investors include Omaha-based, McCarthy Capital
- WEX is a leading, multi-channel provider of corporate payment solutions representing more than 9 million vehicles and serving a wide variety of business sectors
- The transaction is expected to close in the fourth quarter of 2015 and is subject to applicable regulatory approvals and other customary closing conditions

Significance of Transaction

- Represents a highly-attractive outcome for both Benaissance and WEX
- Combined resources and expertise of Benaissance and WEX position the Company extraordinarily well to further its leadership in the marketplace
- Enables WEX to provide an expanded and differentiated payments solution in order to grow its addressable market opportunity and wallet share in the healthcare market
- Benaissance will be integrated with WEX’s existing Evolution1 platform creating an opportunity for potential synergies as the businesses already share a number of mutual partners and customers

FT Partners’ Role

- FT Partners served as exclusive strategic and financial advisor to Benaissance and its Board of Directors
- Transaction highlights FT Partners’ continued success advising leading companies and generating highly successful outcomes in the Healthcare / Benefits IT and Services space

Financial Technology Partners LP FTP Securities LLC

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



in its sale to



for a total consideration of

\$ 80,000,000



*The Only Investment Bank
Focused Exclusively on Financial Technology*

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

2016

- **Investment Banking Firm of the Year**
- **Cross Border Deal of the Year**

2015

- **Dealmaker of the Year**
- **Technology Deal of the Year**

2014

- **Equity Financing Deal of the Year**
- **Professional Services Deal of the Year, Above \$100mm**

2012

- **Dealmaker of the Year**
- **Professional Services Deal of the Year, Above \$100mm**

2011

- **Boutique Investment Bank of the Year**
- **Deal of the Decade**
- *10 Deal of the Year Nominations Across 9 Categories*

2010

- **Upper Middle Market Deal of the Year, Above \$500 mm**
- **IT Services Deal of the Year, Below \$500mm**
- **Cross-Border Deal of the Year, Below \$500mm**

2007

- **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**



2015

- **Steve McLaughlin ranked #4 in Institutional Investor's FinTech 35 List**

2006 - 2008

- **Consecutively ranked (2006, 2007 and 2008) among the top Bankers in Financial Technology**



Middle Market Financing Awards









2008

- **Equity Financing Dealmaker of the Year – Steve McLaughlin**
- **Information Technology Deal of the Year**
- **Financial Services Deal of the Year**

2006

- **Financing Professional of the Year – Steve McLaughlin**
- *Financing Deal of the Year - Equity*
- *Financing Deal of the Year - Debt*

The FT Partners Senior Banker Team

Name / Position	Prior Background	Experience / Education	Years of Experience
Steve McLaughlin <i>Founder, CEO and Managing Partner</i>		<ul style="list-style-type: none"> Formerly with Goldman, Sachs & Co. in New York and San Francisco from 1995-2002 Former Co-Head of Goldman Sachs' Financial Technology Group (#1 market share) Wharton M.B.A. 	22
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. 	22
Greg Smith <i>Managing Director</i>		<ul style="list-style-type: none"> Formerly award winning Equity Research Analyst at Merrill Lynch / J.P. Morgan / Hambrecht & Quist 20+ years of experience covering FinTech as both an Analyst and Investment Banker 	21
Osman Khan <i>Managing Director</i>		<ul style="list-style-type: none"> Former Managing Director / 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 LSE (BSc w/Honors), MBS (MBA w/Distinction), ICAEW (FCA) 	20
Steve Stout <i>Managing Director</i>		<ul style="list-style-type: none"> Former Global Head of Strategy at First Data Formerly Led J.P. Morgan Payments Investment Banking Former Equity Research Analyst on #1 ranked team at UBS and Economist at the Federal Reserve Bank 	19
Tim Wolfe <i>Managing Director</i>		<ul style="list-style-type: none"> Formerly with Goldman, Sachs & Co. beginning in 2000 Started at FT Partners in 2002 40 Under 40 M&A Advisor Award Winner 2013 Harvard M.B.A. 	15
Timm Schipporeit <i>Managing Director</i>		<ul style="list-style-type: none"> 11+ years with Morgan Stanley, Senior Executive Director of European Technology Investment Banking Team in London Formerly a Venture and Growth Investor focused on FinTech at Index Ventures 	13
Andrew McLaughlin <i>Managing Director, Research & Business Development</i>		<ul style="list-style-type: none"> Leads FT Partners' Research and Business Development Team Formerly with Deloitte Consulting 	11