# July 1, 2016 **Financial Technology Partners**

FT Partners Research - Transaction Profile



Blackboard

acquires



for

\$260 million

Courtesy of:



The Only Investment Bank Focused Exclusively on Financial Technology

Financial Technology Partners LP 555 Mission St., 23rd Floor

San Francisco, CA 94105

Tel: 415.512.8700

www.ftpartners.com

Managing Partner Tel: 415.992.8880 steve.mclaughlin@ftpartners.com

Steve McLaughlin





# **Blackboard Acquires Higher One for \$260 million**

### **Transaction Summary**

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- On June 30, 2016 Higher One announced that it had entered into a definitive agreement to sell the Company to an affiliate of privately-held Blackboard
- Winchester Acquisition Corp., a newly formed subsidiary of Blackboard's parent company, will commence a tender offer for all outstanding shares of Higher One's common stock
  - Shareholder's will be offered \$5.15 per share, which values the Company at \$260 million
  - This offer price is a 37.3% premium over the closing price of Higher One's stock on June 29, 2016
- The acquisition is expected to close in the third quarter of 2016 and is subject to customary closing condition
  - The terms of the merger have already been approved the boards of directors of both companies

Transaction Multiples					
	LTM	2016E	2017E		
EV / Rev	1.7x	1.8x	1.6x		
EV / EBITDA	nm	8.7	11.3		
Price / Net Income	nm	22.4	57.2		

### **Transaction Commentary**

"Today's announcement is the culmination of a strategic review process undertaken by our Board of Directors... Higher One is confident the substantial all-cash premium offered by this transaction maximizes shareholder value... Following up on the successful consummation of the sales of the data analytics business and the refunds disbursements business, the Board is pleased to be able to approve this transaction to deliver cash-certain value into the hands of our shareholders."

Paul Biddelman Chairman of Higher One

#### **Transaction Rationale**

- The acquisition will allow for the future integration of Higher One's CASHNet platform with the Blackboard Transact business line to continue creating innovative solutions for institutions, students and parents
  - CASHNet provides software that simplifies and automates electronic payments across college and university campuses
  - Blackboard Transact is the leader in providing campus transaction, security and financial solutions through a fully integrated technology platform

"CASHNet is a natural complement to Blackboard's broad portfolio of campus financial solutions. As part of its mission, Blackboard is focused on supporting institutions in their efforts to enable fundamental access to education. Providing students and parents with a comprehensive set of tools that assist them in managing tuition payments is a critical piece of the access equation."

David Marr Senior Vice President Blackboard Transact









### Higher (1) ne

Higher One completed

York Stock Exchange

its IPO on the New

on June 16, 2010

raising \$108 million

# **Blackboard Acquires Higher One for \$260 million**

### **Higher One Overview**

# Higher (1) ne

#### **Company Overview**

CEO: Marc Sheinbaum

Headquarters: New Haven, CT

Founded: 2000

- Higher One, doing business as CASHNet, is a leading payments technology provider for higher education
  - The Company provides a comprehensive suite of products and services with the goal of improving the lives of students
  - All solutions and processes are PCI-compliant
- The Company's CASHNet Payment Platform, which has been trusted for nearly 30 years, helps colleges simplify electronic billing, accept payments all over campus, offer flexible tuition payment plans and create online storefronts.
- Currently, Higher One supports over 700 college and university campuses and more than 5 million students across the U.S.

#### **Selected Partners**





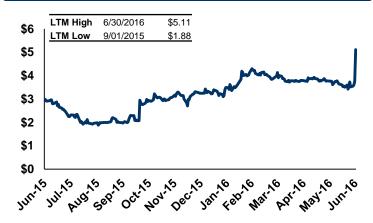




#### **Products & Services Overview**

- eBill: Automate bill presentment and processing
- ✓ ePayment: Make payments over the web
- √ SmartPay: One-stop payment processing
- ✓ Payment Plans: Flexible tuition options
- ✓ Cashiering: Activate in-person payments
- ✓ eMarket: Set up online stores
- ✓ Mobile App: Accept payments on the go
- ✓ eRefund: Quickly and easily disburse funds
- Add-Ons: International payments, dynamic billing, 529 integration, tax forms

#### **Higher One (NYSE:ONE) Stock Chart**



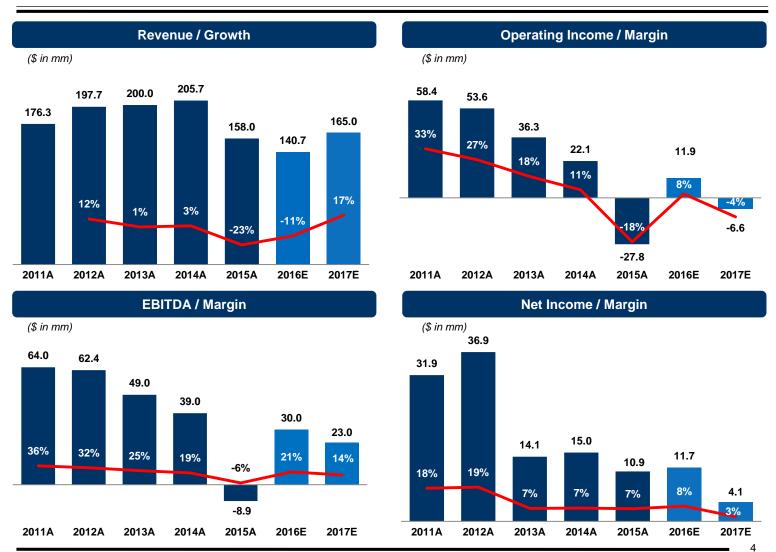






# **Blackboard Acquires Higher One for \$260 million**

### **Higher One Financial Overview**



FINANCIAL
TECHNOLOGY
PARTNERS

Source: Company website, Capital IQ.





## Higher (1) ne

# **Blackboard Acquires Higher One for \$260 million**

### **Blackboard Overview**



### **Company Overview**

CEO: Bill Ballhaus

**Headquarters:** Washington D.C.

Founded: 1997

- Blackboard makes learning management systems used by thousands of institutions
  - The Company also builds education technologies and engaging interfaces focused on the learner
  - Offers services, analytics and communication tools to support learning
- A few of Blackboard's main products / services include Blackboard Learn, Blackboard Collaborate and Blackboard Transact
- Blackboard is operating globally, with offices located all over the world
- Blackboard went public in 2004 through an IPO and then was taken private by Provident Equity Partners in 2011 through a \$1.64 bn LBO

Recent FinTech Acquisitions				
Date	Size (\$ mm)	Target		
5/31/16	na	SEQUOIA retail systems, inc		
8/07/14	na	CardSmith  More Service, Less System.		





- Transaction Solutions: Easy way to pay with customized campus card solutions for meal plan accounts, declining / credit balance accounts, multiple point-of-sale applications and student payroll, with online or mobile access and an on-premise or multi-tenant SaaS approach to deployment
- Security Solutions: One campus card personalizes security for each cardholder, and one platform governs door access, video surveillance, problem reporting, and emergency notification and response with a complete, enterprise-class system
- Financial Solutions: Electronic delivery of financial aid, student payroll, and other student balances to the campus ID credential or a stand-alone card for a fast disbursement solution and streamline the administrative processes and eliminate fees
- Off-Campus Solutions: Turn-key off-campus program that allows students to make cashless purchases at off-campus merchant locations



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### FT Partners is the Leader in Financial Technology Investment Banking































Unparalleled experience in Payment Processing across the entire spectrum of transaction types and dynamics, with extremely strong execution and outcomes





TECHNOLOGY PARTNERS

### **Timeline of Selected FT Partners Payment Processing Transactions**

cardconnect. **Gift**Cards.... MERCURY \$438mm FT Partners has a history of \$1.65bn Sale \$70mm strategic \$120mm TRANSFIRST® Sale to to executing on some of the investment from Sale to FinTech Acquisition Corp vantiv \$675mm >> BLACKHAWK most ground-breaking Recap **MasterCard** YAPSTONE" SEARCH IGHT Heartland Payments transactions in Bain Capital Ventures \$50mm Investment in \$4.5bn the last decade+ MERCURY® Financing from iudo Sale to \$900mm ACCEL **global**payments 2016 Growth **Majority** century PAYMENTS Financing from 🕅 Remitly Sale to ROUTE SIXTY-SIX 5 SILVERLAKE \$38.5mm \$100+mm PROPAY **Financing** Sale to  $\Sigma\Sigma$ \$100+mm worldpay MARQETA CUSTOM Sale to **TRANSFIRST** \$25mm **TSYS** \$1.5bn **Financing** \$370mm VERUS VeriFone Sale to (now Sage Sale to nmi Currencies Payments) Direct \$177mm \$325mm Vista Equity Partners Growth \$310mm+ IPO Sale to nmi Sale to Investment **Palamon** from Growth (now WorldPay US) SOLVERAS CORSAIR CAPITAL Great Hill Investment PAYMENT SOLUTIONS™ \$525mm from Sale to \$50mm azimo == cardspring **Bregal**Sagemount The Royal Bank of Scotland Sale to \$20mm LEET ON Sale to 2004 ----Financing from TRANSFIRST" \$369mm twitter Central Payment frog VeriFone Sale to \$100mm+ wex Sale to \$292mm (fka Merchant SUM Up° Debt Warehouse) **TSYS** Financing from **IPO** Recap in its GROUPON Recap by PARTHENON CAPITAL PARTNERS **BBVA** FINANCIAL



### **Ground-Breaking Transactions Pioneered by FT Partners**















First sale of a U.S. merchant acquirer to a large international financial institution; became Worldpay U.S. First sale of a U.S. merchant acquirer to an international software company; became Sage Payments First sale of an "International Payments Specialist" to a pure-play consumer remittance provider First large-scale transaction for an integrated merchant acquirer First sale of a payments company to an established social media company Largest U.S. strategic merchant acquiring acquisition in over the last decade Sale of a payment processor to a SPAC vehicle

Transactions demonstrate success breaking new ground across the Payment Processing sector





### FT Partners Advises Heartland Payment Systems on its \$4,500,000,000 Sale

#### **Transaction Overview and Rationale**

- FT Partners served as strategic and financial advisor to Heartland Payment Systems (NYSE: HPY) in its landmark \$4.5 billion sale to Global Payments (NYSE: GPN) for a combination of cash and stock
- Global Payments acquired Heartland for \$100 per share, representing a total transaction value of approximately \$4.5 billion at the closing of the deal
- Consideration for the transaction consisted of 0.6687 shares of Global Payments stock and \$53.28 for each share of Heartland stock at closing
- This transaction creates the leading global provider of integrated payments technology solutions
- This deal represents the largest U.S. strategic merchant acquiring acquisition in over a decade
- Also represents the single largest U.S. strategic payment processing deal in the last 8 years
- This transaction underscores FT Partners' continued leadership position as "advisor of choice" to the highest-quality companies in the FinTech space

# Financial Technology Partners LP FTP Securities LLC

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



in its sale to



for total consideration of

\$ 4,500,000,000



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### FT Partners Advises CardConnect in its \$438,000,000 Sale to FinTech Acq. Corp

#### **Transaction Overview and Rationale**

- FT Partners served as strategic and financial advisor to CardConnect in its \$438 million acquisition by FinTech Acquisition Corp (NASDAQ: FNTC)
- CardConnect will become the sole direct subsidiary of FinTech Acquisition Corp ("FinTech") and immediately following the merger will trade on the NASDAQ stock exchange as "CCN"
- Total consideration is \$438mm, which includes the satisfaction of \$62mm of CardConnect borrowings currently outstanding
- The merger is expected to close in June 2016, pending FNTC stockholder approval, the receipt of proceeds from the proposed financing activities and other customary closing conditions
- The deal represents the largest technology special purpose acquisition company (SPAC) of the year
- This transaction underscores FT Partners' continued leadership position as "advisor of choice" to the highest-quality companies in the FinTech space

# FIP Securities LLC

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

# cardconnect.

in its sale to

## FinTech Acquisition Corp

(NASDAQ: FNTC)

for total consideration of

\$ 438,000,000

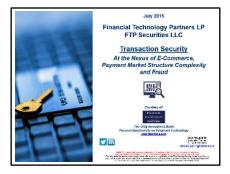


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### Selected FT Partners' Research (click to view)



Financial Technology Partners
July 14, 2015

FT Partners Research

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Spin-off Overview

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**Research Report: Transaction Security** 

Research Report: PayPal Spin-off Overview

Research Report: Global Money Transfer

Research Report: Apple Unveils Apple Pay









**Heartland's Sale to Global Payments** 

TransFirst's Sale to TSYS

**Square Completes its IPO** 

First Data: Post Quiet Period Review



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 13 years of exclusive focus on Financial Technology. Please visit our subscription form to subscribe to our exclusive monthly newsletter and receive our research reports.



### **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

	2016	<ul> <li>Investment Banking Firm of the Year</li> <li>Cross Border Deal of the Year</li> </ul>	
2016 - 2004 ANNUALAWARDS WINNER  M&A Advisor	2015	<ul> <li>Dealmaker of the Year</li> <li>Technology Deal of the Year</li> </ul>	
	2014	■ Equity Financing Deal of the Year ■ Professional Services Deal of the Year, Above \$100mm	
	2012	<ul> <li>Dealmaker of the Year</li> <li>Professional Services Deal of the Year, Above \$100mm</li> </ul>	
	2011	<ul> <li>Boutique Investment Bank of the Year</li> <li>Deal of the Decade</li> <li>10 Deal of the Year Nominations Across 9 Categories</li> </ul>	
Awards	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	<ul> <li>Dealmaker of the Year - Steve McLaughlin</li> <li>Business to Business Services Deal of the Year</li> <li>Computer and Information Technology Deal of the Year, Above \$100mm</li> <li>Financial Services Deal of the Year, Above \$100mm</li> </ul>	
Institutional	2015	■ Steve McLaughlin ranked #4 in Institutional Investor's FinTech 35 List	
Institutional Investor Annual Ranking	2006-2008	■ Consecutively ranked (2006, 2007 and 2008) among the top Bankers in Financial Technology	
	2008	<ul> <li>Equity Financing Dealmaker of the Year – Steve McLaughlin</li> <li>Information Technology Deal of the Year</li> <li>Financial Services Deal of the Year</li> </ul>	
Middle Market Financing Awards	2006	<ul> <li>Financing Professional of the Year - Steve McLaughlin</li> <li>Financing Deal of the Year - Equity</li> <li>Financing Deal of the Year - Debt</li> </ul>	<b>-</b> 12





### **The FT Partners Senior Banker Team**

Name / Position	Prior Background	Experience / Education	Years of Experience
Steve McLaughlin Founder, CEO and Managing Partner	Goldman Sachs	<ul> <li>Formerly with Goldman, Sachs &amp; Co. in New York and San Francisco from 1995-2002</li> <li>Formerly Co-Head of Goldman Sachs' Financial Technology Group (#1 market share)</li> <li>Wharton M.B.A.</li> </ul>	21
Larry Furlong  Managing Director	Goldman Sachs	<ul> <li>Formerly with Goldman, Sachs &amp; Co. in New York, London and Los Angeles beginning in 1995</li> <li>Wharton M.B.A.</li> </ul>	21
Greg Smith  Managing Director	Merrill Lynch J.P.Morgan	<ul> <li>Formerly award winning Equity Research Analyst at Merrill Lynch / J.P. Morgan / Sterne Agee</li> <li>Recent coverage included V, MA, TSS, GPN, HPY DST, ENV, FISV, FIS, JKHY, WU &amp; EEFT among others</li> </ul>	20
Steve Stout  Managing Director	J.P.Morgan  First Data	<ul> <li>Formerly with J.P. Morgan and UBS</li> <li>Formerly Global Head of Strategy at First Data</li> </ul>	18
Tim Wolfe  Managing Director	Goldman Sachs	<ul> <li>Formerly with Goldman, Sachs &amp; Co. beginning in 2000</li> <li>Started at FT Partners beginning in 2002</li> <li>40 Under 40 M&amp;A Advisor Award Winner 2013</li> <li>Harvard M.B.A.</li> </ul>	14
Andrew McLaughlin  Managing Director, Research & Business Development	Deloitte.	<ul> <li>Leads FT Partners' Research and Business Development Team</li> <li>Formerly with Deloitte Consulting</li> </ul>	10

