FT PARTNERS FINTECH INDUSTRY RESEARCH

December 21, 2018



Lending Tree (NASDAQ:TREE) Acquires ValuePenguin for \$105 million





The Only Investment Bank Focused Exclusively on FinTech

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 17 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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LendingTree Acquires ValuePenguin for \$105 million

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ValuePenguin



Transaction Summary

Transaction Summary



ValuePenguin *



- On December 21, 2018, LendingTree (NASDAQ:TREE) announced that it has entered into an agreement to acquire ValuePenguin for \$105 million
- The total consideration of the transaction will be funded with existing cash on hand and drawn from the Company's existing credit arrangement
- For the first three guarters of 2018, ValuePenguin recorded approximately \$12.5 million in revenue and \$9 million in adjusted EBITDA
- LendingTree expects the acquisition to be immediately accretive to 2019 adjusted earnings per share
- The transaction is expected to close in the first quarter of 2019, assuming necessary regulatory and closing conditions are met

Transaction Multiples

2018 Annualized (as of 9/30/18)

6.3x Revenue

8-8x Adi. EBITDA

Transaction Commentary

"The combination of ValuePenguin's high-quality organic traffic with LendingTree's sophisticated marketing platform and direct carrier relationships will significantly accelerate both of our businesses beyond what we could do independently. We are delighted to join the LendingTree team and are excited about what our two companies will be able to do together in the coming years."

ValuePenguin

Jonathan Wu Co-Founder & CEC



"We are thrilled to add ValuePenguin's talented team and expertise to our portfolio. Our recent QuoteWizard acquisition was our first step toward leadership in insurance customer acquisition. Adding ValuePenguin's high-quality content and SEO capability to QuoteWizard's proprietary technology and carrier network will set us apart and enable us to provide immense value to carriers and agents. Both businesses will benefit from LendingTree's strong brand and extensive marketing capabilities. We are in a great position to achieve further scale in the insurance space as well as the broader financial services industry."



Doug Lebda Founder & CEO



LendingTree Acquires ValuePenguin for \$105 million

FT PARTNERS RESEARCH

ValuePenguin Overview



Company Overview

Headquarters:

CEO:

ValuePenguin



Jonathan Wu New York, NY

Founded: 2013

- ValuePenguin was founded in 2013 as an online platform to help consumers compare and learn about different financial products and topics of interest
- The Company offers in-depth research and analysis on various topics to help consumers make more informed financial decisions
- The platform is used to determine best value options and help assess whether the return on a particular purchase is worth the cost or risks associated with the product
 - Along with looking at the costs of particular options, it allows the consumer to compare those to other similar options

Leadership



Jonathan Wu Co-Founder & CEO



Ting Pen Founder



Brian Quinn Founder



Matthew Pflueger CTO

Products & Services Overview

Research - Narrows down the best options for individual spending habits and lifestyles

Credit Cards

- ✓ Rewards
- ✓ No Fee

- ✓ Airline Miles
- ✓ Student
- ✓ Business
- ✓ Travel ✓ Cash Back
 - ✓ Hotel
- ✓ Bad Credit **Options**

Insurance Providers



- ✓ Car
- ✓ Renters ✓ Motorcycle
- ✓ Car Insurance for Teens
- ✓ Life
- ✓ Homeowners

Mortgage Lenders



- ✓ New Jersey
- ✓ California
- ✓ Texas ✓ Utah
- ✓ Arizona
- ✓ First-time Lenders

Banks



- ✓ Checking Accounts
- ✓ Savings
- ✓ Online
- ✓ National
- ✓ Military
- ✓ Checkina for Kids

LendingTree Overview



Company Overview

Headquarters:

CEO:



Doug Lebda

Charlotte, NC

Founded: 1996

- LendingTree was founded in 1996 by Doug Lebda as a centralized platform for consumers to get multiple loan offers based on their profile
- The Company offers the ability to shop for mortgages, home equity loans, refinancing opportunities, auto loans, personal / business loans, credit cards, student loans, debt consolidation, credit repair, and banking products
- LendingTree also offers several informational resources and tools for consumers to help monitor and manage their personal finances
 - Financial calculators
 - Interactive loan coaching tools
 - Monthly newsletters
 - Lender ratings and reviews

Leadership



Doug Lebda, CEO



Neil Savage, President



Nikul Patel, Chief Product & Strategy Officer



JD Moriarty, **CFO**

LTM Financials (September 30, 2018)

Market Cap ⁽¹⁾	\$2.8 billion
Revenue	\$723.1 million
EBITDA	\$91.8 million
Net Income	\$92.1 million
Diluted EPS	\$6.50

Stock Performance (NASDAQ:TREE)



Selected Recent Acquisitions

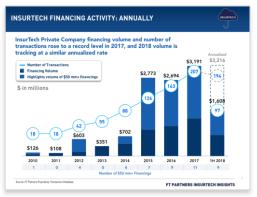
Date	Company	Deal Amount (\$ in mm)	Sector
12/18	ValuePenguin 🕈	\$105	Banking / Insurance
10/18	QuoteWizard®	370	Insurance
7/18	Student Loan Hero	60	Banking

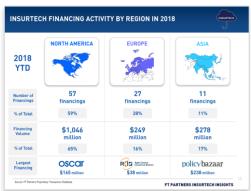
FT Partners Research - Quarterly InsurTech Insights



Highlights of the report include:

- Q3 2018 and historical InsurTech financing and M&A volume and deal count statistics
- Largest InsurTech financings and M&A transactions so far in 2018
- Most active InsurTech investors
- Corporate VC activity and strategic investor participation
- Other industry, capital raising and M&A trends in InsurTech







Selected FT Partners InsurTech Research - Click to View



SquareTrade's \$1.4 billion Sale to Allstate



Automatic's \$115 million Sale to Sirius XM



Goji's \$15 million Financing Round Led by HSCM Bermuda



Next Insurance's \$83 million Series B Financing



The Carlyle Group Acquires
Majority Stake in Sedgwick
for \$6.7 billion



CEO-Interview: Trov



Root Insurance Raises \$100 million in Financing



Metromile Raises \$90 million in Series E Financing

VIEW MORE FT PARTNERS RESEARCH

Significant Experience Across the Banking Technology Space











































Leading Advisor Across the InsurTech Landscape

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

Telematics / Connected Car Solutions

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 total consideration of approximately

\$ 115,000,000



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 role as exclusive strategic and financial advisor to



in its Series B financing led by



for total consideration of

\$ 83,000,000



The Only Investment Bank Focused Exclusively on Financial Technology

Homeowners / P&C Insurance

Financial Technology Partners LP FTP Securities LLC

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



with participation from new and existing investors

for total consideration of

\$ 70,000,000

FINANCIAL TECHNOLOGY 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



IEW MOUNTAIN CAPITAL LLO

valued at approximately

\$ 1,300,000,000



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

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





The Only Investment Bank Focused Exclusively on Financial Technology

Online Personal Lines Insurance Agency

Financial Technology Partners LP FTP Securities LLC

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



in its sale t



roperty a casualty



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



TECHNOLOGY

FT Partners Advises SquareTrade in its Strategic Sale

Overview of Transaction

- On November 28, 2016, SquareTrade announced its \$1.4 billion all-cash strategic sale to the Allstate Corporation
- Headquartered in San Francisco, CA, SquareTrade offers top-rated protection plans trusted by millions of consumers for electronics and appliances
 - SquareTrade's branded products are sold through major retailers
- Allstate is the largest publicly held personal lines property and casualty insurer in America serving more than 16 million households nationwide
- More details available in Allstate's transaction <u>press release</u> and <u>investor</u> presentation

Significance of Transaction

- This transaction expands Allstate's protection offering to consumer electronics, connected devices and appliances
- SquareTrade substantially increases Allstate's customer relationships while providing both strong near-term and long-term growth opportunities

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to SquareTrade and its Board of Directors
- This transaction demonstrates FT Partners' continued leadership position as the "advisor of choice" to the highest quality FinTech companies
- FT Partners represented <u>SquareTrade in its \$238 million strategic growth</u> investment with Bain Capital and Bain Capital Ventures
- FT Partners also recently represented Bain Capital Ventures' portfolio company Enservio in its sale to Solera demonstrating our long-term trusted relationship

FTP Securities LLC

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



in its sale to



for total consideration of

\$ 1,400,000,000



FT Partners Advises Google Capital on its Lead Investment in Credit Karma

Overview of Transaction

- On March 12, 2014, Credit Karma announced it closed an \$85 mm equity round led by new investor Google Capital (now known as CapitalG)
- David Lawee, Partner at Google Capital, will join Credit Karma's Board
- Credit Karma's existing investors, Ribbit Capital and Susquehanna Growth Equity, also participated in the round, as well as new investor, Tiger Global Management
- The investment follows a year of exponential growth for Credit Karma, including triple-digit percentage growth in site membership, revenue and headcount
- Credit Karma is a consumer finance and technology company that provides more than 20 million consumers with free access to their credit scores and free monitoring of their credit and financial accounts
- Google Capital is a growth equity fund backed by Google that invests in companies that use technology to change the way people experience the world

Significance of Transaction

- Credit Karma will use the new capital to invest heavily in new, free services to help consumers understand and manage their finances
- Additional capital also supports continued efforts to make finding and applying for new financial services products intelligent and seamless
- Credit Karma also plans on accelerating employee hiring in order to meet these goals

FT Partners' Role

- FT Partners served as the advisor to Google Capital on its lead role in the investment
- Highlights FT Partners' continued success in advising a broad range of toptier financial investors

Financial Technology Partners LP

is pleased to announce its role as advisor to



in its lead investment in



with additional participation from





Ribbit Capital

for approximately

\$85,000,000



FT Partners Advises Next Insurance on its Financing

Transaction Overview

- On July 11, 2018, Next Insurance announced an \$83 million Series B financing round led by Redpoint Ventures
 - Other investors that participated in the round include Nationwide,
 Munich Re, American Express Ventures, Ribbit Capital, TLV Partners,
 SGVC and Zeev Ventures
 - Elliot Geidt, Partner at Redpoint Ventures, will join the board of Next Insurance
- Founded in 2016 and headquartered in Palo Alto, CA, Next Insurance is the leading digital insurance company for small businesses
 - Next Insurance champions technological innovation and sophisticated uses of AI and machine learning to improve customer experience and streamline the insurance purchasing process
- In May 2018, Next announced its new status as a licensed insurance carrier, allowing the Company to write policies independently, as well as to have more freedom over underwriting, setting of prices, and configuring of policies

Significance of Transaction

- The funding will enable Next Insurance to continue its expansion throughout
 the US as a full service insurance carrier, further innovate claims handling, offer
 coverage to many more classes of business, and significantly grow internal
 operations in both the US and Israel
- The Series B round brings Next Insurance's total funding to \$131 million in just two years

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Next Insurance and its Board of Directors
- This transaction underscores FT Partners' successful track record generating highly favorable outcomes for leading InsurTech companies

FIP Securities LLC

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



in its Series B financing led by



for total consideration of

\$83,000,000



FT Partners Advises Credit Sesame on its Growth Financing

Overview of Transaction

- On October 25, 2017, Credit Sesame announced it has raised over \$42 million in equity and venture debt
 - The funding comes from existing and new investors including Menlo Ventures, Inventus Capital, Globespan Capital, IA Capital, SF Capital, among others, along with a strategic investor
- The \$42 million in funding is comprised of \$26.6 million in equity and \$15.5 million in venture debt, bringing the Company's total funding to over \$77 million
- Headquartered in Mountain View, CA, Credit Sesame was founded in 2011 and has provided credit and loan management tools to over 12 million members
 - The mobile and web solution provides consumers with tools to build a
 path to achieve financial wellness, including free access to their credit
 profile complete with their credit score, credit report grades, credit
 monitoring, interactive step-by-step tools and recommendations for
 better lending options

Significance of Transaction

- The funds will be used to accelerate the company's growth, hiring, and member acquisition, and to advance its analytics, robo-advisor and machine learning technologies
- A new strategic investor has also joined Credit Sesame's consortium of investors in this round and a separate strategic partnership may be announced in the near future that will allow millions more to benefit from Credit Sesame's services

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Credit Sesame in this transaction
- This transaction further demonstrates FT Partners' continued success advising both leading consumer FinTech brands as well as companies across the Credit / Lending Tech landscape

Financial Technology Partners LP FTP Securities LLC

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



in its growth financing with participation from





for total consideration of

\$42,000,000



FT Partners Advises Goji on its Sale to Seeman Holtz

Overview of Transaction

- On November 13, 2018, Goji announced it has been acquired by Seeman Holtz Property & Casualty ("SHPC")
- Headquartered in Boston, MA, Goji operates an online analytics and data-driven distribution platform for personal lines of insurance that matches clients with the right coverage at the best prices, through an integrated network of national insurance carriers
 - Goji is a licensed insurance agency in 41 states that writes policies for clients on behalf of insurance carriers
- SHPC will integrate Goji's technology platform throughout its divisions and verticals to optimize operational efficiency, better address clients needs and increase production
- This acquisition marks SHPC's 50th acquisition

Significance of Transaction

- Through the acquisition, Goji's clients will gain access to the 400+ carrier relationships and the 50 state agent licenses of SHPC
- SHPC will continue to expand its access to more digital marketing channels and partnerships, further enhancing its online digital marketing and customer acquisition capabilities

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Goji
- FT Partners previously advised Goji on its \$15 million financing in November 2017
- This transaction highlights FT Partners' strong expertise across the InsurTech landscape

FTP Securities LLC

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



in its sale to





Award-Winning Investment Banking Franchise Focused on Superior Client Results

LendIt	2018	Top Investment Bank in FinTech			
	2018	Steve McLaughlin Ranked #1 for the Second Year in a Row on Institutional Investor's FinTech 40 List			
Institutional Investor	2017	Ranked #1 on Institutional Investor's FinTech 40 List			
Institutional Investor Annual Ranking	2015 & 2016	Ranked Top 5 on Institutional Investor's FinTech 35 List			
Ailluai Kalikilig	2006 – 2008	Consecutively Ranked (2006, 2007 and 2008) among the Top Bankers on Institutional Investor's "Online Finance 40"			
The Information	2016	Ranked #2 Top Technology Investment Banker on The Information's "Silicon Valley's Most Popular Dealmakers"			
2018 -2004 ANNUALAWARDS WINNER M&A Advisor Awards	2018	Corporate / Strategic Deal of the Year	2011	Boutique Investment Bank of the Year	
	2018	Cross Border Deal of the Year	2011	Deal of the Decade	
	2017	Investment Banker of the Year	2010	Upper Middle Market Deal of the Year, \$500 mm+	
	2016	Investment Banking Firm of the Year	2010	IT Services Deal of the Year, Below \$500 mm	
	2016	Cross Border Deal of the Year	2010	Cross-Border Deal of the Year, Below \$500 mm	
	2015	Dealmaker of the Year	2007	Dealmaker of the Year – Steve McLaughlin	
	2015	Technology Deal of the Year	2007	Business to Business Services Deal of the Year	
	2014	Equity Financing Deal of the Year	2007	Computer & Information Tech Deal of the Year, \$100 mm-	
	2014	Professional Services Deal of the Year, \$100 mm+	2007	Financial Services Deal of the Year, \$100 mm+	
	2012	Dealmaker of the Year	2004	Investment Bank of the Year	
	2012	Professional Services Deal of the Year, \$100 mm+			

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 Former Co-Head of Goldman Sachs' Financial Technology Group (#1 market share) Wharton M.B.A. 	23
Paul VanderMarck Managing Director	R <u>M</u> S	 Formerly Chief Product Officer at Risk Management Solutions, a global technology business in the catastrophic risk space 25+ years of experience as an InsurTech operating executive Experienced advisor and investor in the InsurTech space 	26
Larry Furlong Managing Director	Goldman Sachs	• Formerly with Goldman Sachs in New York, London and Los Angeles from 1995-2004 • Wharton M.B.A.	
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 	22
Osman Khan Managing Director	Â 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 LSE (BSc w/Honors), MBS (MBA w/Distinction), ICAEW (FCA) 	21
Steve Stout Managing Director	J.P.Morgan First Data	 Formerly Global Head of Strategy at First Data Formerly Led J.P. Morgan Payments Investment Banking Practice Former Equity Research Analyst on #1 ranked team at UBS Former Economist at the Federal Reserve Bank 	20
Mike Nelson Managing Director	SUNTRUST	 Formerly head of FinTech M&A at SunTrust Robinson Humphrey Kellogg M.B.A. 	18
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. 	16
Kate Crespo Managing Director	RAYMOND JAMES®	 Formerly with Raymond James' Technology & Services investment banking 12+ years of FinTech transaction execution experience Dartmouth M.B.A. 	16
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 	15
Andrew McLaughlin Managing Director	Deloitte.	 20+ years experience executing / implementing financial and operational strategy Formerly with Deloitte Consulting 	12