# FT PARTNERS FINTECH INDUSTRY RESEARCH

May 16, 2018

# SILVERLAKE

Silver Lake Acquires ZPG (LSE:ZPG) for £2.2 billion (approximately \$3 billion)





The Only Investment Bank Focused Exclusively on FinTech

### FT Partners Overview

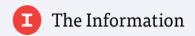
- Financial Technology Partners ("FT Partners") was founded in 2001 and is the only investment banking firm focused exclusively on FinTech
- FT Partners regularly publishes research highlighting the most important transactions, trends and insights impacting the global Financial Technology landscape. 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





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"

## **Transaction Summary**

# **△ZPG**

### **Transaction Summary**

- On May 11, 2018, ZPG, owner of Zoopla and PrimeLocation, (LSE:ZPG) announced that Silver Lake had made a cash offer to acquire the Company for 490 pence per share, equivalent to approximately £2.2 billion (\$3 billion)
  - This current valuation is double that of ZPG's valuation when it IPO'd at \$1.5 billion in 2014
  - The purchase price is also a 30% premium to the Company's last closing price
- Before the deal closes, ZPG will still need to present the offer to the vote of shareholders and meet other regulatory approvals
  - If all goes according to plan, the transaction is expected to close in Q3 2018
  - As of now, the Company directors and significant shareholder, Daily Mail and General Trust ("DMGT"), have endorsed the deal
- Silver Lake reportedly made an unsolicited offer to ZPG
  - The Company stated that it had first entered negotiations with Silver Lake on April 16th
- Although ZPG did not provided any updated financials in its announcement, it reported FY 2017 (1) revenues of £245 million (\$331 million), with £37 million (\$51 million) in profits

### **Transaction Multiples**





FY 2017 revenue

### **Transaction Commentary**

"Silver Lake is the global leader in technology investing and I am firmly of the belief that ZPG will benefit from their technology expertise and global network which will help accelerate our growth. The terms of the Acquisition represent an attractive premium that recognizes the quality of ZPG's businesses and the strength of its future prospects and allows shareholders to realize today in cash the potential future value of their holdings. I am very excited about the opportunity this offers to our employees, customers and partners as we move to the next stage of ZPG's development and growth."

**△ZPG** 

Alex Chesterman Founder, CEO

"ZPG is a great growth technology company. It has established strong positions in property classifieds, home and financial services markets by innovating in product and marketing. We are delighted to partner with Alex Chesterman, one of Europe's leading and most accomplished technology entrepreneurs, to invest in ZPG's continued growth."



**Simon Patterson** *Managing Director* 



### **ZPG Overview**



### **Company Overview**



CEO:Alex ChestermanHeadquarters:London, UKFounded:2007

- ZPG (LSE:ZPG) operates a platform for digital media, lead generation and workflow solutions
  - The Company's mission is to provide consumers the most useful resources to find, move or manage their homes, and to be the most effective partner for associated businesses
  - The Company helps consumers make smarter decisions and helps professionals operate their businesses more efficiently

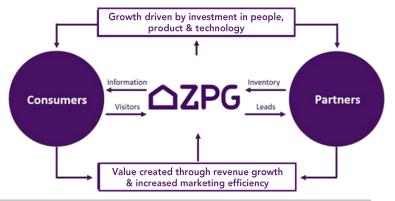
### **Stock Performance (LSE:ZPG)**



#### **ZPG Brands Overview**



### **ZPG Business Model**



<sup>(1)</sup> Market Cap as of May 15, 2018

<sup>2)</sup> FY ends September 30.

# Silver Lake Acquires ZPG for £2.2 billion

### Silver Lake Overview



#### **Overview**

# SILVERLAKE



**Glenn Hutchins** Co-Founder



**Mike Bingle** Managing Partner



**Simon Patterson** Managing Director



**Joe Osnoss** Managing Director

### **Selected Locations**

Menlo Park, CA (HQ)

New York, NY

• London, UK

• Shanghai, China

• San Mateo, CA

Cupertino, CA

· Hong Kong, China

• Tokyo, Japan

#### **About**

- Founded in 1999, Silver Lake Partners manages over \$23 bn in combined assets
- Invests in large-cap technology and technologyenabled businesses with strong business models, experienced management team and proprietary products
- Particularly focused on payments technology, insurance software and analytics companies in the FinTech sector

#### **Investment Preferences**

#### Investment Criteria

**Fund Size:** \$15,000 mm

Fund Raised: 2017

**Investment Range:** \$25 – 1,000 mm

Revenue: NA

EBITDA: NA

### General Preferences 1

Control: Minority, Majority

**Geography:** North America, Europe, Asia / Pac,

**Transaction Type:** Growth, Buyout, MBO/LBO,

Recapitalizations, IPO, PIPE,

Secondary

**Industry Focus:** Broad technology including FinTech,

Business Services, Payments, Insurance

### Selected Recent Investments / Exits

#### FinTech / Financial Services Investments<sup>2</sup>

Date	Company	Deal Amt. <sup>3</sup>	Board Rep.	Sector
03/18	Credit Karma (Secondary)	\$500	Mike Bingle	Bnkg
03/18	EDR (Buyout)	205	NA	Bnkg
01/18	Blackhawk (Buyout)	3,500	NA	Pymts
02/17	SoFi (Series F)	500	NA	Bnkg
06/16	Cast & Crew (PE Growth)	NA	Joe Osnoss	FMS
05/12	Global Blue (Buyout)	1,280	Christian Lucas	Pymts
06/11	Virtu Financial (PE Growth)**	NA	Mike Bingle	CapMkts
07/10	<b>MultiPlan</b> (Partners Group)*	3,100	Egon Durban	Ins
07/10	IDC (Buyout)	3,400	Mike Bingle	CapMkts
04/10	Mercury Payment Systems (Vantiv)*	450	Mike Bingle	Pymts
09/06	IPC Systems (Centerbridge Partners)*	800	Tony Ling	CapMkts
01/06	TD Ameritrade (Buyout)*	2,900	NA	CapMkts
Other	r Investments 2			

#### Other Investments <sup>2</sup>

Date	Company	Deal Amt. <sup>3</sup>	Board Rep.	Sector
11/17	Cornerstone OnDemand (PIPE)	300	NA	Software
07/17	Big Switch Networks (Series C)	31	NA	Software
05/17	Cegid Group (Growth)	\$70	NA	ВРО
05/17	Unity (Series D)	400	NA	Software
04/17	Didi Chuxing (Growth)	5,500	NA	Online

### Selected FT Partners' Research - Click to View



Credit Sesame's \$42 million Financing



Prosper's Series G Financing



Oakam's Debt Financing from Victory Park Capital



defi SOLUTIONS Raises \$55 million in Series C Financing



Figure Raises \$50 million in Financing



Creditas Raises Additional Series C Financing



TransUnion Acquires Callcredit for Approximately \$1.4 billion



Tala Secures \$50 million in Series C Financing

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## Track Record of Success in the Real Estate / Mortgage Tech Value Chain

#### **Mortgage Origination**



### **Property Management**



#### Real Estate Invoicing & Payments



#### SaaS-based Loan Origination



#### Mortgage Technology



# Listing Management Solutions



### Consumer Home Improvement Financing



# Property Insurance Solutions



## Significant Experience Across the Banking Technology Space











































# 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

Representing numerous FinTech "Unicorns" above \$1 billion valuations

Company	Amount Raised	Se
MERCURY®	\$420,000,000+	
<b>GreenSky</b>	300,000,000+	
avidxchange	300,000,000	
avidxchange	253,000,000	
liquidnet.***	250,000,000	
square trade protection plans	238,000,000	
<b>GreenSky</b>	200,000,000	
O YAPSTONE	181,000,000	
nmi	150,000,000+	
ADDEPAR	140,000,000	
Kabbage Kabbage	135,000,000	
Remitly	115,000,000	
Tradingscreen SIMPLIFYING GLOBAL MARKETS*	110,000,000+	
CHROMERIVER	100,000,000	
credit karma	85,000,000	(
earnest	75,000,000	

elected Prominent Investors in FT Partners  Led Rounds			
Accel DS Premji Inves	T VIS	TPG	
ICONIQ RCI	P REVERENCE CAPITAL PARTNERS	MANAGEMENT  TEMASEK	
BainCapital PRIVATE EQUITY		CO	
BainCapital VENTURES	CAD C		
capitalG	CIBC	Great Hill PARTNERS	
nyca	QED NVESTORS	Scotiabank <sup>®</sup>	
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**SILVERLAKE** 

# Award-Winning Investment Banking Franchise Focused on Superior Client Results

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

# The FT Partners Senior Banker Team

Name / Position	Prior Background	Experience / Education	Years of Experience
<b>Steve McLaughlin</b> 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>Former Co-Head of Goldman Sachs' Financial Technology Group (#1 market share)</li> <li>Wharton M.B.A.</li> </ul>	23
<b>Greg Smith</b> Managing Director	Merrill Lynch J.P.Morgan	<ul> <li>Formerly award winning Equity Research Analyst at Merrill Lynch / J.P. Morgan / Hambrecht &amp; Quist</li> <li>20+ years of experience covering FinTech as both an Analyst and Investment Banker</li> </ul>	22
<b>Osman Khan</b> Managing Director	pwc	<ul> <li>Former Managing Director / Head of FIG M&amp;A at Alvarez &amp; Marsal</li> <li>15+ years FIG deal, consulting and assurance experience at PwC</li> <li>40 Under 40 M&amp;A Advisor Award Winner in 2013</li> <li>LSE (BSc w/Honors), MBS (MBA w/Distinction), ICAEW (FCA)</li> </ul>	21
<b>Steve Stout</b> Managing Director	J.P.Morgan First Data	<ul> <li>Former Global Head of Strategy at First Data</li> <li>Formerly Led J.P. Morgan Payments Investment Banking</li> <li>Former Equity Research Analyst on #1 ranked team at UBS and Economist at the Federal Reserve Bank</li> </ul>	20
<b>Tim Wolfe</b> Managing Director	Goldman Sachs	<ul> <li>Formerly with Goldman, Sachs &amp; Co. beginning in 2000</li> <li>Started at FT Partners in 2002</li> <li>40 Under 40 M&amp;A Advisor Award Winner 2013</li> <li>Harvard M.B.A.</li> </ul>	16
<b>Timm Schipporeit</b> Managing Director	Morgan Stanley Index Ventures	<ul> <li>11+ years with Morgan Stanley, Senior Executive Director of European Technology Investment Banking Team in London</li> <li>Formerly a Venture and Growth Investor focused on FinTech at Index Ventures</li> </ul>	15
Andrew McLaughlin Managing Director	Deloitte.	<ul> <li>20+ years experience executing / implementing financial and operational strategy</li> <li>Formerly with Deloitte Consulting</li> </ul>	12