## FT PARTNERS FINTECH INDUSTRY RESEARCH

July 9, 2021



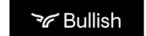
# Far Peak Acquisition Corp. (NYSE: FPAC) Merges with Bullish for a Pro Forma Enterprise Value of \$2.5 billion





The Only Investment Bank Focused Exclusively on FinTech

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#### **Transaction Overview**

#### **Transaction Summary**

- On July 9, 2021, Bullish announced that it will become a publicly traded company through a merger with Far Peak Acquisition Corporation, a special purpose acquisition company (SPAC)
  - Bullish is a technology company focused on developing financial services for the digital assets sector
  - The Company is preparing to release a regulated cryptocurrency exchange that offers deep, predictable liquidity with technology that enables retail and institutional investors to generate yield from their digital assets
- The transaction implies a pro forma equity value at signing of approximately \$9 billion
  - The proceeds include net cash in trust of approximately \$600 million (assuming no redemptions) and \$300 million of committed private investment in public equity ("PIPE") anchored by EFM Asset Management, with participation from funds and accounts managed by BlackRock, Cryptology Asset Group, and Galaxy Digital, among others
- The transaction is expected to close by the end of 2021 and is subject to approval by Far Peak stockholders and other customary closing conditions, including regulatory approvals
  - Upon closing of the transaction, Far Peak CEO Thomas Farley will become Bullish's CEO, and Brendan Blumer, CEO of Block.one, will be appointed Bullish's Chairman

#### **Transaction Commentary**

"We believe Bullish's real-time portfolio balancing tools, deep predictable liquidity, and industry-leading security and compliance represent a new breed of exchange design and can redefine how investors trade and manage digital assets. We are excited to be partnering with Far Peak to bring Bullish into the public markets to offer our customers the opportunity to own a part of our business."



**Brendan Blumer** CEO of Block.one

"Bullish represents a promising future for financial services. With the increased interest from institutional players and sophisticated traders, it is critical to iterate on the existing exchange infrastructures we see today. Bullish is well positioned to strategically deliver value to its prospective shareholders as it capitalizes on market trends and places technological innovation at the core of its identity. We're only in the first or second inning of the cryptocurrency market and I'm thrilled to be joining the Bullish team as we revolutionize the future of digital assets through cutting edge financial technologies."



**Thomas Farley** Chairman and CEO of Far Peak

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## Far Peak Acquisition Corp. Sources and Uses

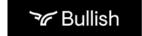
Sources and Uses	Pro Forma Valuation				
Sources (1)	\$ mm	%	Pro Forma Valuation		
Cash in Trust	\$600	6.6%	Share Price	\$10	
PIPE	300	3.3%	Pro Forma Shares Outstanding (millions)	903	
Equity Rollover	8,127	90.0%	Pro Forma Equity Value (\$ mm)	\$9,027	
Total	\$9,027	100%	Pro Forma Net Debt (\$ mm)	1,620	
			Market Value of BTC and EOS (\$ mm) (2)	4,907	
Uses	\$ mm	%	Pro Forma Enterprise Value (\$ mm)	\$2,500	
Cash to Balance Sheet	\$840	9.3%	Pro Forma Ownership	3.3% 6.6%	
Equity Rollover	8,127	90.0%	■ Far Peak Sponsor		
Transaction Cost	60	0.7%	<ul><li>PIPE Investors</li></ul>		
Total	\$9,027	100%	■ Far Peak Public Investors		
			<ul><li>Bullish Equity Holders</li><li>89.0%</li></ul>		

Source: Company press releases, Company Investor Presentation

<sup>(1)</sup> Assumes no redemptions

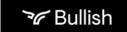
Bullish cash, BTC and EOS holdings as of July 2, 2021. Assumes 141,951 BTC priced at US\$34,000 and 20,200,006 EOS priced at US\$4.00; Does not include the impact of FPAC warrants.

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#### **Bullish Overview**

#### **Company Overview**



CEO:	Thomas Farley
Headquarters:	Hong Kong
Founded:	2021

- Bullish develops products for the digital asset sector, including a new exchange that combines deep liquidity, automated market making and industry-leading security and compliance to increase the accessibility of digital assets for investors
- Bullish was initially started as a subsidiary of Block.one, the software company behind the EOSIO open-source software
  - Bullish received an initial capital injection of \$100 million from Block.one in addition to digital assets comprised of 164,000 BTC and 20 million EOS
- Bullish aims to disrupt the lucrative but still relatively inefficient Bitcoin and crypto market
  - Total industry-wide exchange revenue exceeds \$70 billion per annum with high margins and growth, presenting an attractive market opportunity
  - However, the Company believes significant advancement is still required in areas like compliance, user privacy, transaction fees, and functionalities
- Bullish plans to redesign the exchange to benefit asset holders, enable traders, and increase market integrity
  - Innovations include the Bullish Hybrid Order Book and Liquidity Pools, as well as a user-friendly trading experience with robust security and compliance frameworks

#### **Business Roadmap**



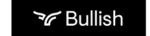
#### **Selected Investors**







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#### **Bullish Business Overview**

#### **Bullish's Strengths**



Situated in the growing cryptocurrency market with increasing institutional presence



\$6.5 billion balance sheet is a strategic asset to facilitate proprietary liquidity pools

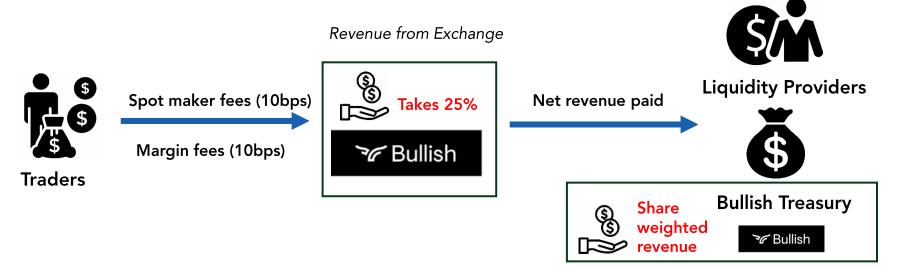


Strong leadership team with track record in the financial services and blockchain industries



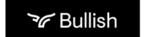
Innovative hybrid order book with a clear path to achieve scale and revenues

#### **Business Model Overview**



Revenue from Treasury

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## **Bullish's Growth Opportunities**

#### **Expansion Thesis**



Crypto is relatively nascent compared to equities, fixed income and other asset classes, representing a strong growth opportunity for Bullish through M&A and new product development

#### Geographical expansion



Providing deeper offering in regions such as Asia and United States

#### **Vertical Integration**



Clearinghouse and custody functionality

#### **Trading Products**



Offering comprehensive trading products including futures, options on spot and options on futures

### On-Ramps / Off-Ramps



Providing superior onramps and off-ramps between crypto and fiat

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## **Key Metrics**





#### Projected EBITDA Based on Average Daily Volume (ADV)

(\$ in thousands)



EBITDA Margin Based on Average Daily Volume (ADV in \$000s)								
ADV: \$800	ADV: \$1,000	ADV: \$1,200	ADV: \$1,400	ADV: \$1,600	ADV: \$1,800			
44.6%	47.9%	50.4%	52.4%	54.0%	55.3%			

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



Circle's \$25 million Financing



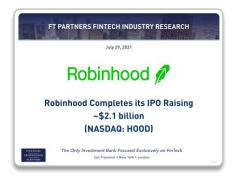
Imagine Software's Sale to Francisco Partners



Exegy's Sale to Marlin Equity
Partners



Forge's \$150 million Financing



Robinhood Raises \$2.1 billion in its IPO



Securitize Raises \$48 million in Series B Financing



Amber Group Raises \$100 million in Series B Financing



DriveWealth Raises \$450 million in Series D Financing

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## Selected FT Partners Capital Markets / WealthTech Transactions

#### M&A Transactions















**Financing Transactions** 



































FT Partners has advised on some of the most prominent and groundbreaking transactions in the Securities / Capital Markets / Wealth Technology sectors

## FT Partners Advises Trumid on its \$200 million Financing

#### Overview of Transaction

- On August 12, 2020, Trumid announced the completion of a \$200 million growth capital investment at a valuation of over \$1 billion led by Dragoneer Investment Group, with participation from new investors including TPG Capital, and funds and accounts managed by BlackRock and T. Rowe Price Associates, Inc
- Trumid is a US corporate bond trading platform that brings trading efficiency and connectivity to credit professionals
- The Company has differentiated itself by collaborating with market participants to create innovative trading solutions
  - Since its launch one year ago, Trumid's Attributed Trading (AT) protocol has established a dominant position in dealer streaming and bilateral dealer-client trading
- Trumid has experienced extraordinary growth in activity across its trading platform, with volumes up nearly 500% in 2020 from its network that has grown to over 500 institutions worldwide

#### **Significance of Transaction**

The growth capital from this financing will support broadening of Trumid's trading protocols and expansion into adjacent products and geographies

#### FT Partners' Role

- FT Partners served as exclusive financial and strategic advisor to Trumid
- This transaction highlights FT Partners' deep domain expertise within Capital Markets Tech, as well as its successful track record generating highly favorable outcomes for high-growth FinTech companies globally

#### Financial Technology Partners LP FTP Securities LLC

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



on its financing led by



with participation from



& funds and accounts managed by

BLACKROCK T.Rowe Price® for a total amount of

\$200,000,000



## FT Partners Advises Addepar on its Series D Financing

#### Overview of Transaction

- On June 8, 2017, Addepar announced it has raised \$140 million in Series D financing co-led by Harald McPike, the founder of QuantRes, along with Valor Equity Partners and 8VC
- Headquartered in Mountain View, CA, Addepar is a leading provider of portfolio management and reporting software and services that seeks to become the infrastructure that will connect all aspects of global finance
- Harald McPike is the founder of QuantRes, a quantitative trading firm, and a global private investor with a focus on the financial and technology sectors
- Valor Equity Partners is an operational growth investment firm that does both minority and majority investments in high growth companies at various stages of development
- 8VC is a venture capital firm that makes seed to later stage investments with a focus on the technology industry

#### Significance of Transaction

- The financing capitalizes on Addepar's unprecedented growth from \$300 billion to over \$650 billion assets on platform in less than 18 months as top wealth managers embraced Addepar's category-defining client reporting software
- With the new capital, Addepar will continue investing significantly in R&D, expanding its product, platform and tech-enabled services to unlock more value for its clients while also serving a wider range of wealth and asset management firms

#### FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Addepar
- Transaction demonstrates FT Partners' continued leadership position as the "advisor of choice" to the highest quality FinTech companies as well as its deep domain expertise and experience in the WealthTech space

# Financial Technology Partners LP

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



in its Series D financing co-led by



Harald McPike

for total consideration of

\$ 140,000,000



## FT Partners Advises Circle on its \$25 million Financing

#### Overview of Transaction

- On July 30, 2020, Circle announced it has raised \$25 million in financing from
  Digital Currency Group as part of a strategic partnership with Genesis aimed at
  enhancing Circle's new suite of products for businesses and developers with
  USDC-based yield and lending services
  - Digital Currency Group is the parent company of Genesis
- Circle is a global FinTech firm that enables businesses of all sizes to harness the power of digital currencies and blockchains for payments, commerce and financial applications
  - Circle is the pioneer of USDC, the fastest growing, regulated digital currency backed by the US Dollar
- In Q2 2020, Circle launched its new suite of Platform Services, providing businesses with a comprehensive suite of products and APIs for integrating and implementing stablecoins for payments, global commerce, and financial applications

#### **Significance of Transaction**

- Through the partnership, Circle and Genesis will offer market solutions for businesses and developers who are seeking to generate strong positive yield from their own or customer USDC holdings
- The partnership will also provide access to USDC-based credit for businesses and merchants that are using USDC for treasury operations and business payments
- Circle and Genesis have established a leadership position providing core infrastructure supporting a new global financial system

#### FT Partners' Role

- FT Partners served as exclusive financial advisor to Circle
- This transaction highlights FT Partners' deep domain expertise in the digital asset and and blockchain sectors, as well as its successful track record generating highly favorable outcomes for high-growth FinTech companies globally

# Financial Technology Partners LP

is pleased to announce its role as exclusive financial advisor to



on its financing from

DIGITAL CURRENCY GROUP

for a total amount of

\$25,000,000



## FT Partners Advises Forge on its \$150 million Financing

#### **Overview of Transaction**

- On May 4, 2021, Forge announced the raise of \$150 million in new funding
  - The financing round included participation from new investors
     Temasek, Wells Fargo Strategic Capital, LUN Partners Group as well as existing investor Deutsche Börse
- Forge's digital platform streamlines liquidity for hundreds of unicorn issuers and thousands of institutional and retail investors from around the world
  - Leveraging its robust technology, operations and trust infrastructure,
     Forge delivers a suite of services that includes trading, custody, data and company solutions
- The Company also announced that that it has received FINRA approval to
  operate as a single broker dealer with SharesPost, and in the months since its
  acquisition of SharesPost, the Company tallied three consecutive recordbreaking quarters
- Since inception, Forge has completed more than \$9 billion in transactions in nearly 400 private companies

#### **Significance of Transaction**

- The continued interest from global strategic and financial investors validates Forge's leadership position as it continues to develop new, innovative products and services to meet the needs of the private market
- Forge intends to use the new funding to continue to expand service offerings in the US and beyond

#### FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Forge
- FT Partners previously advised Forge on its <u>merger with SharesPost</u> in May 2020, its acquisition of IRA Services in October 2019, and its <u>\$70 million Series</u> <u>B financing</u> in July 2018
- This transaction highlights FT Partners' deep domain expertise within Capital Markets Tech, as well as its successful track record generating highly favorable outcomes for high-growth FinTech companies globally

#### Financial Technology Partners LP FTP Securities LLC

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



on its financing with participation from



TEMASEK



LUN PARTNERS GROUP

for a total amount of

\$150,000,000



## FT Partners Advises Exegy on its Sale to Marlin Equity Partners

#### **Overview of Transaction**

- On May 20, 2021, Marlin Equity Partners announced that it has completed a
  growth equity investment in Exegy and Vela, two leading providers of global
  market data solutions that power the mission-critical trading operations of
  financial institutions
- Jim O'Donnell, CEO of Exegy, will serve as CEO of the combined Company and Jen Nayer, CEO of Vela, will serve as the Chief Strategy and Administration Officer of the combined Company
- The go-forward business will continue to provide a cutting-edge technology platform while maintaining the application programming interfaces (APIs) currently used by existing customers
- Additionally, the combined support organizations will offer Exegy's leading global service automation and delivery technology

#### Significance of Transaction

- Exegy and Vela both provide flagship solutions for market data normalization and distribution as each company delivers highly complementary capabilities within the trading technology ecosystem
- Marlin has merged the two companies to create an end-to-end provider of premier market data solutions and managed services with the capability to deliver normalized real-time market data from exchanges to both buyside and sell-side organizations

#### FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Exegy
- This transaction underscores FT Partners' deep domain expertise in Capital Markets Technology, as well as our successful track record in generating highly favorable, category-defining outcomes for our clients

#### Financial Technology Partners LP FTP Securities LLC

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



on its sale to





## 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

