

May 1, 2015

# Financial Technology Partners LP FTP Securities LLC

## Transaction Profile:



*acquires*



*for \$600,000,000*

*Courtesy of:*



*The Only Investment Bank  
Focused Exclusively on Financial Technology*

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***APT will become part of MasterCard Advisors, the professional services arm of MasterCard, which combines analytics and payments expertise to provide financial institutions and merchants with actionable insights and solutions that lead to improved value and experiences for consumers***

FINANCIAL  
TECHNOLOGY  
PARTNERS

# MasterCard Acquires Applied Predictive Technologies for \$600 mm

## Transaction Overview and Rational

### Transaction Overview

- On April 27, 2015, MasterCard announced that it has entered into an agreement to purchase Applied Predictive Technologies (APT) for \$600 mm
  - The deal is subject to customary purchase price adjustments and a number of other conditions including the expiration or early termination of the waiting periods under the Hart-Scott-Rodino Act
  - The transaction is expected to close in the second quarter of 2015

### Transaction Rationale

- The acquisition advances MasterCard's agenda to deliver differentiated services to merchants, complementing its recent acquisition of 5One, a London-based retail consulting and analytics firm
  - APT encompasses a wide consumer base, with customers including Fortune 100 companies across several industries
- APT will now have access to MasterCard's analytics suite, consulting capabilities, marketing services and global footprint, which will expand its reach and value

***"APT's world-class talent, technology and Test & Learn platform, matched with MasterCard's analytics, will give our customers the advantage of enhanced and actionable decision making."***

*- Kevin Stanton, President, MasterCard Advisors*

### Applied Predictive Technologies Overview



**CEO:** Anthony Bruce

**Headquarters:** Arlington, VA

**Founded:** 1999

- Applied Predictive Technologies is a cloud-based cause-and-effect analytics software company
- The Company utilizes Big Data analytics by triangulating between business strategy, algorithmic math and large databases to improve decisions
- APT's Test & Learn service enables executives to measure the profit impact of pricing, marketing, merchandising, and operating and capital initiatives
  - Identifies which programs and initiatives work, where they work best and how they can be improved going forward
- 100 of the largest corporations in the world use APT products and data; 20% of the US retail economy is processed using APT's Test & Learn software
- APT focuses on the financial services, insurance, manufacturing, pharmaceuticals, restaurants, retail, telecom, and travel and hospitality industries
- The Company maintains offices in Washington, D.C., San Francisco, Bentonville, London, Taipei, Tokyo and Sydney

Source: Company press releases, Capital IQ, Company website.

# MasterCard Acquires Applied Predictive Technologies for \$600 mm

## Applied Predictive Technologies Overview

### Product Overview



Source: Company website.

# MasterCard Acquires Applied Predictive Technologies for \$600 mm

## MasterCard Overview

### MasterCard Overview



**CEO:** Ajay Banga

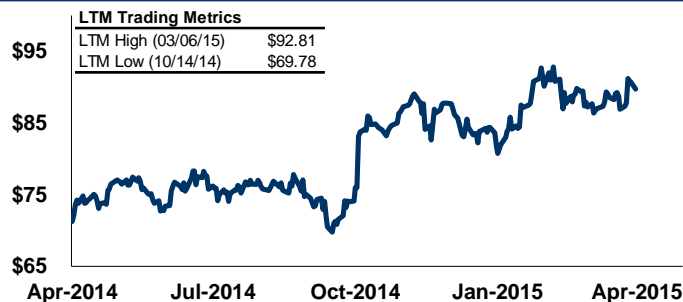
**Market Cap:** \$104.4 bn <sup>(1)</sup>

**Headquarters:** Purchase, NY

**Founded:** 1966

- MasterCard operates a global payments processing network, connecting consumers, financial institutions, merchants, governments and businesses
- Services include payment authorization, clearing and settlement, loyalty and rewards programs, prepaid card services, fraud detection / protection and information consulting services
- Payment solutions and services are provided under the MasterCard, Maestro and Cirrus brand names
- The Company operates in over 210 countries and territories

### Stock Performance



### Recent Investments / Acquisitions

Date	Size (\$ mm)	Target	Type
12/08/14	na	 DYNAMICS	Financing
11/27/14	na	 monitise™	Financing
11/06/14	na	 TNS Payment Gateway Business	Acquisition
11/04/14	na	 5NE	Acquisition
10/22/14	na	 Mozido® MOBILIZING A BETTER FUTURE™	Financing
09/29/14	na	 nymi	Financing
05/19/14	na	 ecs	Acquisition
04/17/14	na	 pinpoint	Acquisition
03/24/14	\$180	 monitise™	Financing

## Overview of FT Partners

### FT Partners Advises CIBC on its Investment in Dynamics' \$70mm Series C Capital Raise

#### Transaction Overview and Rationale

##### Overview of Transaction

- On December 8, 2014, Dynamics announced it closed a \$70mm Series C round of financing that included new investors CIBC and MasterCard along with existing investors Bain Capital Ventures and Adams Capital Management
- The investment by CIBC follows the successful launch with Dynamics of the marquee CIBC Tim Hortons Double Double Visa Card, which combines a no-fee CIBC Visa credit card with a classic Tim Card, all in one
- Dynamics designs and manufactures intelligent battery-powered payment devices and advanced payment platforms; the company has currently launched products with banks in the United States and Canada
- CIBC is a leading Canadian-based global financial institution with nearly 11 million personal banking and business clients; CIBC offers a full range of products and services through its comprehensive electronic banking network, branches and offices across Canada with offices in the United States and around the world

##### Significance of Transaction

- CIBC has a strong history of innovation and this investment further strengthens its relationship with Dynamics as the two continue to work together to bring new ground-breaking products to market
- The transaction demonstrates the continued relevance of the physical card as a means of payment and the increasing importance of innovative payment solutions that create value for consumers in new, differentiated ways while upholding the highest security standards
- The additional capital will help Dynamics to continue to meet global demand for its "Interactive Payment Card" technology platform by increasing the Company's ability to scale its manufacturing operations and extend its technical capabilities and product lines

##### FT Partners' Role

- FT Partners served as the exclusive strategic and financial advisor to CIBC on its investment
- Highlights FT Partners' continued success in advising a broad range of top-tier strategic investors across the financial technology landscape

#### Financial Technology Partners LP FTP Securities LLC

*is pleased to announce its exclusive role as advisor to*



*in its strategic investment in*



*with additional participation from*



Bain Capital Ventures



*for approximately*

**\$ 70,000,000**



***The Only Investment Bank  
Focused Exclusively on Financial Technology***

# Overview of FT Partners

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

<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its exclusive role as sole strategic and financial advisor to</p> <p><b>MERCURY®</b> in its cash sale to</p> <p><b>vantiv™</b></p> <p>for total consideration of approximately</p> <p><b>\$1,650,000,000</b></p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its exclusive role as sole strategic and financial advisor to</p> <p><b>MERCURY®</b> in its approximately 60% majority sale to</p> <p><b>SILVERLAKE</b></p> <p>for aggregate consideration of approx.</p> <p><b>\$ 900,000,000</b></p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its exclusive role as sole strategic and financial advisor to</p> <p><b>judo</b> in its growth financing with</p> <p><b>ROUTE SIXTY-SIX VENTURES</b></p> <p>for total consideration of approximately</p> <p><b>£6,000,000</b></p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its exclusive role as sole strategic and financial advisor to</p> <p><b>KUBRA</b> in its 80% majority sale to</p> <p><b>HEARST corporation</b></p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its exclusive role as sole strategic and financial advisor to</p> <p><b>YAPSTONE™</b> POWERING PAYMENTS</p> <p>in its debt financing by</p> <p><b>BregalSagemount Comerica Bank</b></p> <p>totaling approximately</p> <p><b>\$ 60,000,000</b></p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its exclusive role as sole strategic and financial advisor to</p> <p><b>OZFOREX</b> FOREIGN EXCHANGE SERVICES</p> <p>in its</p> <p><b>Initial Public Offering</b></p> <p>valuing the equity at approximately</p> <p><b>A\$480,000,000</b></p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>
<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its exclusive role as advisor to</p> <p><b>CIBC</b> in its strategic investment in</p> <p><b>MasterCard</b> <b>Bain Capital Ventures</b></p> <p>with additional participation from</p> <p><b>\$70,000,000</b></p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its exclusive role as sole strategic and financial advisor to</p> <p><b>VERUS</b> in its sale to</p> <p><b>sage</b></p> <p>for cash consideration of approximately</p> <p><b>\$ 325,000,000</b></p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its exclusive role as sole strategic and financial advisor to</p> <p><b>CentralPayment®</b> in its Strategic Investment by</p> <p><b>TSYS®</b></p> <p><b>\$ 100,000,000+</b></p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its exclusive role as sole strategic and financial advisor to</p> <p><b>FLEET ONE</b> in its cash sale to</p> <p><b>wex</b></p> <p>for total consideration of approximately</p> <p><b>\$ 369,000,000</b></p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its exclusive role as sole strategic and financial advisor to</p> <p><b>NMI</b> NETWORK MERCHANTS INC.</p> <p>in its growth investment by</p> <p><b>BregalSagemount</b></p> <p>for a total valuation of nearly</p> <p><b>\$ 200,000,000</b></p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its exclusive role as sole strategic and financial advisor to</p> <p><b>century PAYMENTS</b> in its sale to</p> <p><b>WorldPay</b> a portfolio company of</p> <p><b>Advent International BainCapital</b></p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>
<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its role as strategic and financial advisor to</p> <p><b>TRANSFIRST™</b> in its cash sale to</p> <p><b>Vista Equity Partners</b> from</p> <p><b>WCAS</b></p> <p><b>\$1,500,000,000</b></p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its exclusive role as sole debt capital advisor to</p> <p><b>jack henry &amp; ASSOCIATES INC.</b> in its acquisition of</p> <p><b>iPay Technologies</b></p> <p>for total consideration of approximately</p> <p><b>\$ 300,000,000</b></p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its exclusive role as sole strategic and financial advisor to</p> <p><b>cardsPRING</b> in its sale to</p> <p><b>twitter</b></p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its exclusive role as sole strategic and financial advisor to</p> <p><b>VeriFone™</b> THE WAY TO PAY™</p> <p>in its</p> <p><b>\$177,000,000</b> <b>Initial Public Offering</b></p> <p>valuing the equity at approximately</p> <p><b>\$ 650,000,000</b></p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its exclusive role as sole strategic and financial advisor to</p> <p><b>PROPAY™</b> in its sale to</p> <p><b>TSYS®</b></p> <p><b>\$ 100,000,000+</b></p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its exclusive role as sole strategic and financial advisor to</p> <p><b>lynk</b> in its sale to</p> <p><b>The Royal Bank of Scotland</b></p> <p>for cash consideration of approximately</p> <p><b>\$ 525,000,000</b></p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>

# Overview of FT Partners

## 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

- |      |  |
|------|--|
| 2014 | <ul style="list-style-type: none"> <li>■ <b>Equity Financing Deal of the Year</b></li> <li>■ Professional Services Deal of the Year, Above \$100mm</li> </ul>  |
| 2012 | <ul style="list-style-type: none"> <li>■ <b>Dealmaker of the Year</b></li> <li>■ Professional Services Deal of the Year, Above \$100 mm</li> </ul>   |
| 2011 | <ul style="list-style-type: none"> <li>■ <b>Boutique Investment Bank of the Year</b></li> <li>■ Deal of the Decade</li> <li>■ <i>10 Deal of the Year Nominations Across 9 Categories</i></li> </ul>  |
| 2010 | <ul style="list-style-type: none"> <li>■ <b>Upper Middle Market Deal of the Year, Above \$500 mm</b></li> <li>■ IT Services Deal of the Year, Below \$500mm</li> <li>■ Cross-Border Deal of the Year, Below \$500mm</li> </ul>   |
| 2007 | <ul style="list-style-type: none"> <li>■ <b>Dealmaker of the Year – Steve McLaughlin</b></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> |



- |           |   |
|-----------|---|
| 2006-2008 | <ul style="list-style-type: none"> <li>■ Steve McLaughlin consecutively ranked (2006, 2007 and 2008) among the top Bankers in Financial Technology</li> </ul> |
|-----------|---|



Middle Market Financing Awards

- |      |  |
|------|--|
| 2008 | <ul style="list-style-type: none"> <li>■ <b>Equity Financing Dealmaker of the Year – Steve McLaughlin</b></li> <li>■ <b>Information Technology Deal of the Year</b></li> <li>■ <b>Financial Services Deal of the Year</b></li> </ul> |
| 2006 | <ul style="list-style-type: none"> <li>■ <b>Financing Professional of the Year – Steve McLaughlin</b></li> <li>■ <i>Financing Deal of the Year - Equity</i></li> <li>■ <i>Financing Deal of the Year - Debt</i></li> </ul>           |

Note: **Bold** represents awards that FT Partners has won, *italics* represents nominations.