FT PARTNERS FINTECH INDUSTRY RESEARCH

March 29, 2018

credit karma

Credit Karma Raises \$500 million in a Strategic Secondary Investment from Silver Lake at a Valuation of Approximately \$4 billion

SILVER LAKE



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 15 years of exclusive focus on Financial Technology

FT Partners' Advisory Capabilities

Private Capital Raising **Debt & Equity Capital** Sell-Side / Buy-Side Markets Advisory M&A Strategic Consortium Capital Structuring / Efficiency Building **Advisory Services FT PARTNERS ADVISORY** Anti-Raid Advisory / Board of Directors / Shareholder Rights Plans Special Committee Advisory Sell-Side Valuations / LBO Advisory Fairness Opinion for M&A Restructuring and **Divestitures**

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"

Steve McLaughlin: Founder & CEO

Tel: 415.992.8880

steve.mclaughlin@ftpartners.com



credit karma

Transaction Summary

Transaction Summary

- On March 28, 2018, Credit Karma announced that Silver Lake will acquire a significant minority stake valued at \$500 million from existing shareholders
 - Kenneth Lin, Credit Karma's founder and CEO, will remain the largest shareholder after the transaction
 - Mike Bingle, Silver Lake's Managing Partner, will join Credit Karma's Board of Directors
- According to the Wall Street Journal, this secondary investment values Credit Karma at approximately \$4 billion (1)
 - In 2015, when Credit Karma raised \$175 million, the Company was valued at \$3.5 billion
- Silver Lake is a global private equity firm that has invested in digital, e-commerce and FinTech platforms
 - Other FinTech investments made by Silver Lake include SoFi, Virtu Financial, Blackhawk Network and Mercury Payment Systems

Selected Financing History

Date	Amount (\$ in mm)	Investors
03/28/18	\$500	SILVERLAKE
06/23/15	175	TIGER Typer Global Management, LLC VIKING VALINGE VALI
09/29/14	75	SGE CapitalG TIGER
03/12/14	85	SGE capital TIGER SUSCIENANNA Ribbit Capital Tyr Globa Management, LLC
04/02/13	30	Ribbit Capital SASSUE HANNA Felicis Ventures
11/04/09	3	Felicis Ventures SVAngel FOUNDERS FUND

Transaction Commentary

"Over the past five years Credit Karma has seen explosive growth, and now helps more than 80 million members make progress with their finances, making us the leading personal finance technology company in North America. As we planned for the future and our continued growth, we sought a partner that could support our growth trajectory and provide existing investors an opportunity to lock in some of the rewards they've earned for their support and hard work. I'm delighted to welcome Silver Lake and look forward to their support on the next stage of the Credit Karma journey."

credit karma

Kenneth Lin Founder, Chief Executive Officer

"Credit Karma is redefining personal financial management in dramatic ways. The company's cutting-edge technology platform and unwavering focus on long-term partnerships -- both with its members and financial institutions -- are creating explosive growth opportunities for Credit Karma, increasing member engagement and expanding its membership base. We look forward to partnering with Ken and his world-class team to achieve Credit Karma's long-term potential."

SILVERLAKE

Mike Bingle Managing Partner



credit karma

Credit Karma Overview

Company Overview

credit karma

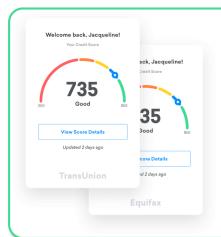
CEO: Kenneth Lin

Headquarters: San Francisco, CA

Founded: 2007

- Credit Karma provides a personal financial management platform for consumers in the US and Canada
 - The Company currently has more than 80 million users
- Credit Karma offers a suite of products to help consumers...
 - Monitor and improve credit health
 - Prepare and file taxes
- The Company's mission is to give consumers the tools, education and the opportunities to make real and meaningful financial progress
- · Credit Karma "will always be free for consumers"
 - The Company generates revenues from its partners, such as the banks that issue cards or the lenders who fund loans

Products and Services Overview



Free credit scores are just the beginning...
Members can see their accounts, their last reported balances and what is affecting their credit scores



Monitoring

Get alerted when there's a significant change on your report



2

3

Insights

Learn what affects your credit score and what you can do to improve it



Better Decisions

Personalized recommendations for ways to use credit more wisely

Credit Karma Raises \$500 mm in Secondary Financing

FT PARTNERS RESEARCH

credit karma

Silver Lake Overview

Overview

SILVERLAKE



Glenn Hutchins Co-Founder



Mike Bingle Managing Partner



Egon Durban Managing Partner



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

Minority, Majority Control:

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 2

Date	Company	Deal Amt. ³	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	MultiPlan (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
Othe	r Investments 2			

Other Investments 2

Date	Company	Deal Amt. ³	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

Source: Company website, PitchBook

Italics indicate preferred control / geography

* denotes M&A exit; ** denotes IPO exit

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



N26 Raises \$160 million in Series C Financing



Atom Bank Raises ~\$207 million in Financing



Nubank Raises \$150 million in Financing



CommonBond Raises \$50 million in Series D Financing

VIEW MORE FT PARTNERS RESEARCH

Significant Experience Across the Personal Financial Mngmt. / Banking Technology Space











































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 FTP Securities LLC

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 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



Menlo





for total consideration of

\$ 42,000,000



FT Partners Advises Prosper on its Series G Financing

Overview of Transaction

- On September 22, 2017, Prosper Marketplace announced that it has raised \$50 million in a Series G financing round from an investment fund comanaged by FinEx Asia
- San Francisco, CA-based Prosper is a leading marketplace lending platform for consumer loans, connecting people who want to borrow money with individuals and institutions that want to invest in consumer credit
 - To date, over \$10 billion in personal loans have been originated through the Prosper platform for debt consolidation and large purchases such as home improvement projects, medical expenses and special occasions
- Based in Hong Kong, FinEx Asia is the first global FinTech marketplace connecting Asian investors with high quality, low volatility asset classes, including U.S. consumer lending

Significance of Transaction

 The Series G investment, which brings Prosper's total equity raised to \$410 million to date, will be used to make strategic investments in the Company's platform and products

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Prosper and its Board of Directors
- FT Partners also advised on <u>Prosper's \$5 billion loan purchase agreement</u> from a consortium of institutional investors
- This transaction further solidifies FT Partners' role as the advisor of choice in the Alternative Lending sector

Financial Technology Partners LP FTP Securities LLC

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



in its Series G Financing from

an investment fund co-managed by



for total consideration of

\$50,000,000



FT Partners Advises Oakam on its Debt Financing

Overview of Transaction

- On December 4, 2017, Oakam announced it has secured a £35 million (approximately \$47 million) debt investment from Victory Park Capital
- Headquartered in London, Oakam is a digital micro-lender focused on the underserved communities who otherwise struggle to access the funds they need to manage immediate financial obligations and improve long-term financial health
 - To date, Oakam has disbursed £320 million to help financially excluded consumers gain access to credit
- Victory Park Capital (VPC) is an investment firm with a focus on alternative credit
 - VPC provides privately negotiated debt and equity capital solutions to small and middle market companies across a wide range of industries

Significance of Transaction

- The funds raised will enable Oakam to accelerate its lending activity in the UK and continue to disrupt the global micro-lending industry
 - Oakam has built a strong track record of growth in the last decade since its launch in 2006, and its loan application levels have grown by 300% in 2017

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Oakam and its Board of Directors
- This transaction demonstrates FT Partners' continued success advising leading companies in the Alternative Lending space and highlights the Firm's ability to find optimal financing solutions for FinTech clients across the globe

Financial Technology Partners LP FTP Securities LLC

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



in its debt financing from

VICTORY PARK

for total consideration of approximately

\$47,000,000



FT Partners Advises Moneyfarm on its Acquisition of Ernest

Overview of Transaction

- On October 6, 2017, Moneyfarm announced it has acquired the technology behind Ernest
 - Ernest is a personal banker chatbot, powered by Artificial Intelligence that combines natural language processing technology with machine learning, Ernest aims to help individuals manage their money better
- Headquartered in London, U.K., Moneyfarm is a digital wealth manager operating in both Italy and the U.K.
- Moneyfarm will work to combine Ernest's technology with its existing services

Significance of Transaction

- Ernest's technology has the ability to tap into daily transactional behavior of customers, which will prove critical as Moneyfarm works to provide more personalized financial advice
- Ultimately, the acquihire will enhance Moneyfarm's product, improve underlying algorithms and better assist customers through the entire wealth lifecycle

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Moneyfarm
- This transaction underscores FT Partners' successful track record of transactions in the WealthTech space

Financial Technology Partners LP FTP Securities LLC

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



in its acquisition of the technology assets of







Award-Winning Investment Banking Franchise Focused on Superior Client Results

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

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 & Co. 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
Greg Smith Managing Director	Merrill Lynch J.P.Morgan	 Formerly award winning Equity Research Analyst at Merrill Lynch / J.P. Morgan / Hambrecht & Quist 20+ years of experience covering FinTech as both an Analyst and Investment Banker 	22
Osman Khan Managing Director	pwc	 Former Managing Director / 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	 Former Global Head of Strategy at First Data Formerly Led J.P. Morgan Payments Investment Banking Former Equity Research Analyst on #1 ranked team at UBS and Economist at the Federal Reserve Bank 	20
Tim Wolfe Managing Director	Goldman Sachs	 Formerly with Goldman, Sachs & Co. beginning in 2000 Started at FT Partners in 2002 40 Under 40 M&A Advisor Award Winner 2013 Harvard M.B.A. 	16
Timm Schipporeit Managing Director	Morgan Stanley Index Ventures	 11+ years with Morgan Stanley, 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