FT PARTNERS FINTECH INDUSTRY RESEARCH

March 12, 2018



SolarisBank Raises Approximately €57 million (~\$70 million) in Series B Financing















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

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Transaction Summary



Transaction Summary

- On March 8, 2018, SolarisBank, a Berlin-based digital banking platform, announced it had secured €56.6 million (approximately \$70.1 million) in Series B financing from several strategic and financial investors
 - New investors include BBVA, Visa, Lakestar and ABN AMRO's Digital Impact Fund
 - Existing investors Arvato Financial Solutions and SBI Group also participated in the round
 - This transaction includes a small amount of secondary funding from exiting shareholders (1)
- SolarisBank holds a banking license and offers an APIbased Banking-as-a-Platform service for FinTech startups and companies in a B2B2C model
- The Company was co-founded by Finleap, who is currently the leading investor holding about 30% (1)
 - BBVA is the second largest shareholder (1)
 - All other investors hold below 10%, including other co-founders of SolarisBank (1)
- Currently, SolarisBank has almost 60 corporate clients
 - This number is expected to increase to over 100 corporate clients by the end of 2018
 - The Company operates in seven countries

SolarisBank Management Team



Roland Folz Chief Executive Officer



Gerrit Seidel Chairman



Marko Wenthin
Chief Commercial
Officer & Co-founder



Andreas Bittner
Chief Operating
Officer & Co-founder



Jörg Howein Chief Product Officer



Alexander Engel
Chief Financial
Officer



Peter Grosskopf Chief Technology Officer

SolarisBank Financing History

Date	Size (\$ mm)	Financing Round	Investor(s)	
03/08/18	\$70	Series B	BBVA Group; Visa; Lakestar; ABN AMRO's Digital Impact Fund; SBI Holdings; Arvato Finance AG	
03/17/17	28	Series A	SBI Holdings; Arvato Finance AG; Finleap; UniCredit Group; Yabeo Capital	
03/31/16	14	Seed	Finleap, Yabeo Capital	

SolarisBank Raises ~\$70 mm in Series B Financing

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SolarisBank Overview



Company Overview

CEO:



Roland Folz

Headquarters: Berlin, Germany

Founded: 2016

- SolarisBank provides an API accessible banking platform, allowing startups and companies to offer financial services to their customers
 - Corporations can integrate banking services with their own products
- The Company offers three categories of products:
 - Digital Banking & Cards
 - Payments and E-Money
 - Lending and Deposits
- SolarisBank has over 180 API endpoints

Selected Customers





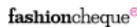














Products and Services Overview



Companies can provide retail or SME banking offerings to customers using the solarisBank solutions, Neo & Digital Banking and Debit Cards



- SolarisBank payment APIs are all PSD2 compliant:
 - Prepaid and Gift Cards
 - Peer-to-Peer Payments
 - **Platform & Marketplace Payments**
 - **Conditional Payments**
 - **International Merchant Payment Solution**



- API-based Instant Consumer Lending automatically assesses and authenticates in up to 7 minutes
- SME Lending simplifies lending through digitization and integration



Banking service "building blocks" allow clients to mix and match to build customized platforms



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BBVA Overview

CEO:



Company Overview



Carlos Torres Vila

Headquarters: Madrid, Spain

Founded: 1857

- BBVA is a global financial group providing diversified financial services to over 72 million customers in 30 countries
 - The Company has several operating units, such as Business Development, New Digital Businesses, CIB & Retail Banking and Asset Management & Global Wealth

Company Financials (as of 12/31/17)

Market Cap (1)	\$54,823 million
Revenue	\$25,449 million
Net Income	\$4,360 million
Diluted EPS	\$0.59

Stock Performance (BME:BBVA)



Selected FinTech Investments & Acquisitions

Date	Company	Туре	Amount ⁽²⁾ (\$ in mm)
03/08/18	solarisBank	Investment	\$70
03/07/18	Atom bank	Investment	207
03/03/17	Atom bank	Investment	102
12/23/16	Openpay A BBVA Corpany	M&A	NA
03/07/16	HOLVI	M&A	NA
11/24/15	Atom bank	Investment	128
01/20/15	coinbase	Investment	75
12/09/14	Solutiones MADIVA	M&A	NA
02/20/14	SIMPLE	M&A	117
07/09/13	sum up°	Investment	NA

Source: Company website, Company press release, FT Partners' proprietary transaction database

(1) As of 03/07/18

(2) Investment amounts shown reflect the entire investment round and not just BBVA's investment

SolarisBank Raises ~\$70 mm in Series B Financing

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Visa Overview



Company Overview



CEO:	Alfred Kelly Jr.
Headquarters:	Foster City, CA
Founded:	1958
Ticker:	NYSE: V

- Visa Inc. (NYSE: V) is a global payments technology company that connects consumers, businesses, financial institutions and governments in more than 200 countries and territories to electronic payments
- Visa went public in 2008 in one of the largest IPOs in history
- In 2016, Visa and Visa Europe merged, creating a company that enables more than \$6.5 trillion in global payments volume annually, by providing digital payment products, services and processing to 17,000 financial institutions, 40 million merchants, and 2.9 billion Visa accounts worldwide

Stock Performance (NYSE:V)



Selected FinTech Investments

Date	Company	Deal Amount (\$ in mm)	Sector
03/18	solarisBank	\$70	Banking / Lending Tech
02/18	payworks	15	Payments
10/17	billtrust	na	Financial Management Solutions
07/17	MARQETA	25	Payments
06/17	Klarna	na	Payments
09/15	(i) Chain	30	Financial Management Solutions
07/15	stripe	100	Payments
07/14	CopPay	na	Payments
11/13	yub	12	Payments
05/12	SECURE KEY	30	Payments
01/12	trialpay	40	Payments
04/11	■ Square	na	Payments

Key Financial Statistics (2)

Total Volume:	\$10.2 trillion
2017 Revenue:	\$18.4 billion
2017 Adj. Net Income:	\$8.3 billion

⁽¹⁾ Market Cap as of March 9, 2018

Visa's fiscal year ends September 30

Timeline of FT Partners' Transactions with Visa and Mastercard

FT Partners has represented the target in 6 of the 12 prior investments and acquisitions made by Visa or Mastercard Investment _ **payworks** Investment Investment -Acquisition Klarna \$14.5 mm C A R D I N A L' C O M M E R C E >>>> MARQETA Feb. 2018 June 2017 \$300 mm \$25 mm Investment July 2017 Feb. 2017 Investment Acquisition Oct. 2017 \$197 mm \$11 mm VISA Feb. 2018 June 2017 2017 2018 mastercard Acquisition Investment -Investment Br ighterion. **△** AIRWALLEX APSTONE \$13 mm July 2017 \$71 mm May 2017 Feb. 2018 Acquisition Investment -Mavidxchange **NU** Data Security \$300 mm March 2017 June 2017

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



Aspiration Raises \$47 million in Series B Financing



Atom Bank Raises ~\$207 million in Financing



Nubank Raises \$150 million in Financing



MoneyLion Raises \$42 million in Series B Financing (includes interview with CEO)

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Payworks' \$14.5 million Series B from Visa and CommerzVentures

Overview of Transaction

- On January 31, 2018, Payworks closed a \$14.5 million Series B capital raise
- Founded in 2012 and headquartered in Munich, Germany, Payworks is a leading global provider of Point of Sale payment technology
 - Payworks' technology has simplified omnichannel card acceptance through its pre-certified and easily accessible gateway solution
- CommerzVentures is the corporate venture capital fund of Commerzbank Group, that invests in early- and growth-stage companies in the financial services and insurance sectors
- Visa is an American global payments technology company processing over \$10 trillion in volume, with expansive operations across over 200 countries and territories

Significance of Transaction

- The additional capital will drive global growth and scale with focus on R&D and Product teams
- Expanding across offices in Munich, New York, London and Barcelona will
 enable the company to fulfill the growing demand for its solution amongst its
 global client base

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Payworks and its Board of Directors
- This transaction underscores FT Partners' successful track record generating highly favorable outcomes for leading Payments companies
- FT partners leveraged its deep industry knowledge, extensive experience, and broad scope of relationships to help achieve a positive result for the Company

Financial Technology Partners LP

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



in its Series B financing with participation from





VISA

for total consideration of

\$14,500,000



FT Partners Advises ING on its Acquisition of Payvision

Overview of Transaction

- On January 29, 2018, ING announced that it has reached an agreement to acquire a 75% stake in Payvision
 - The transaction values Payvision at EUR 360 million (approximately \$447 million)
- Headquartered in Amsterdam, ING is a global financial institution with a strong European base, offering banking services through its operating company ING Bank
 - The purpose of ING Bank is empowering people to stay a step ahead in life and in business. ING Bank's more than 51,000 employees offer retail and wholesale banking services to customers in over 40 countries
- Founded in 2002 in the Netherlands, Payvision is a fast growing, independent international card acquirer and payments platform, connecting payment service providers and their global merchants

Significance of Transaction

- The transaction will enable ING to strengthen its footprint in omnichannel payments services and expand its merchant services for its business customers, particularly in the fast-growing e-commerce segment
- By offering Payvision's solution, ING's business customers will be able to accept payments through any channel, including in store terminals and web shops and through any device

FT Partners' Role

- FT Partners served as strategic and financial advisor to ING in this transaction
- This transaction further supports FT Partners' continued success in the Payments space and highlights the Firm's versatility in generating attractive outcomes on both the sell-side and the buy-side
- FT Partners leveraged its deep, global industry knowledge and transaction expertise to help achieve a favorable outcome for the Company

Financial Technology Partners LP

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



in its acquisition of



at a total valuation of approximately

€360,000,000 (\$447,000,000)



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







Significant Experience Across the Banking Technology Space











































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"
	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
2017 - 2004 ANNUALAWARDS WINNER M&A Advisor Awards	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