

May 10, 2021

FT PARTNERS TRANSACTION ANNOUNCEMENT

FINANCIAL
TECHNOLOGY
PARTNERS

The Only Investment Bank
Focused Exclusively
on FinTech

San Francisco • New York • London

FT Partners is Pleased to Announce
its Role as Exclusive Strategic and
Financial Advisor to



on its sale to

REPAY[®]

Realtime Electronic Payments

for total consideration of

\$503,000,000



BillingTree's Sale to REPAY

Overview of Transaction

- On May 10, 2021, Repay Holdings Corporation (NASDAQ: RPAY) ("REPAY"), a leading provider of vertically-integrated payment solutions, announced it has signed a definitive agreement to acquire BillingTree for approximately \$503 million
 - The acquisition will be financed with approximately \$275 million in cash from REPAY's balance sheet and \$228 million in newly issued shares of REPAY Class A common stock
 - The transaction is subject to certain customary closing conditions and is expected to close by the end of the second quarter of 2021
- BillingTree, founded in 2003 and headquartered in Scottsdale, AZ, is a leading provider of omni-channel payment solutions that help organizations get paid faster and more efficiently

Significance of Transaction

- The acquisition brings together two leading providers of integrated payment solutions, further expanding REPAY's position in Healthcare, Credit Unions, Accounts Receivable Management (ARM) and Energy
- The addition of BillingTree's 1,650+ clients and over 50 ISV Partners enhances REPAY's scale and client diversification
- BillingTree's existing Healthcare, Credit Union, ARM, and Energy verticals provide access to an estimated annual payment volume opportunity of over \$700 billion
- The scale, capabilities, and infrastructure of the combined platform presents significant opportunities for cost savings and increased efficiencies

FT Partners' Role

- Financial Technology Partners and FTP Securities ("FT Partners") served as strategic and financial advisor to BillingTree
- This transaction underscores FT Partners' deep domain expertise in Payments, as well as our successful track record in generating highly favorable, category-defining outcomes for our clients

Financial Technology Partners LP FTP Securities LLC

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BillingTree Overview

Company Overview



| | |
|---------------|---------------|
| CEO: | Christine Lee |
| Headquarters: | Phoenix, AZ |
| Founded: | 2003 |

- BillingTree is a leading provider of omni-channel, integrated payments processing services for biller direct verticals
- BillingTree’s Payrazr platform is a one-stop resource for fully compliant omni-channel payments that provide customers the multiple options they need to make payments faster, easier and more frequently
- BillingTree establishes partnerships with service, software, and billing providers to create fully-integrated and innovative payment solutions
- In addition to Accounts Receivable Management (ARM), Financial Services and Energy verticals, BillingTree provides HIPAA-compliant solutions to hospitals, medical practices, pharmacies and dental offices that allow for onsite and post-care payments as well as easy-to-activate patient payment plans

Products and Solutions



Payrazr Portfolio

With Payrazr’s omni-channel payment platform, users can accept more payments via the customer’s preferred channel and device, all through BillingTree



CareView

From on-site POS payments, to phone or mobile payments, to complicated post-care patient payment plans, the CareView platform vastly improves the overall patient experience



2-Way Text Payments

2-Way Text Pay is a technology tool that enables consumers to make payments via text messaging



Account Updater

Payrazr Account Updater works to eliminate missed payments due to cards expiring, being cancelled or re-issued



REPAY Overview

Company Overview



| | |
|---------------------|-------------|
| Co-Founder and CEO: | John Morris |
| Headquarters: | Atlanta, GA |
| Founded: | 2006 |

- **REPAY (NASDAQ: RPAY) is a leading, omni-channel payment technology provider for multiple verticals including healthcare, personal lending, auto lending, mortgage servicing, B2B, receivables management and credit unions**
 - REPAY offers virtual card and ACH processing to help payers remit claims payments to providers; REPAY also offers full print/mail and electronic communication services
- **The Company’s proprietary, integrated payment technology platform reduces complexity for its clients and enhances the consumer / business experience**
- **REPAY serves more than 14,000 corporate clients across the US and Canada**
- **In 2019, the Company processed over \$10.7 billion of card payment volume across its core verticals**

Selected Transaction History

- May 2021:** REPAY Acquires BillingTree for \$503 million
- February 2020:** REPAY Acquires Ventanex for up to \$50 million
- October 2019:** REPAY Acquires APS Payments for up to \$60 million
- August 2019:** REPAY Acquires TriSource for up to \$65 million
- January 2019:** Thunder Bridge Acquisition Merges with REPAY for an Implied Total Enterprise Value of \$665 million

Products and Solutions

| | | |
|--|--|--|
| <p>Payment Processing</p>  <p>Real-time, flexible payment options for businesses and consumers</p> | <p>Virtual Card</p>  <p>Real-time card issuance streamlines payments and provides greater control over cash flow</p> | <p>Communication Services</p>  <p>Reliable inbound/outbound print and electronic messaging capabilities streamline workflows</p> |
|--|--|--|

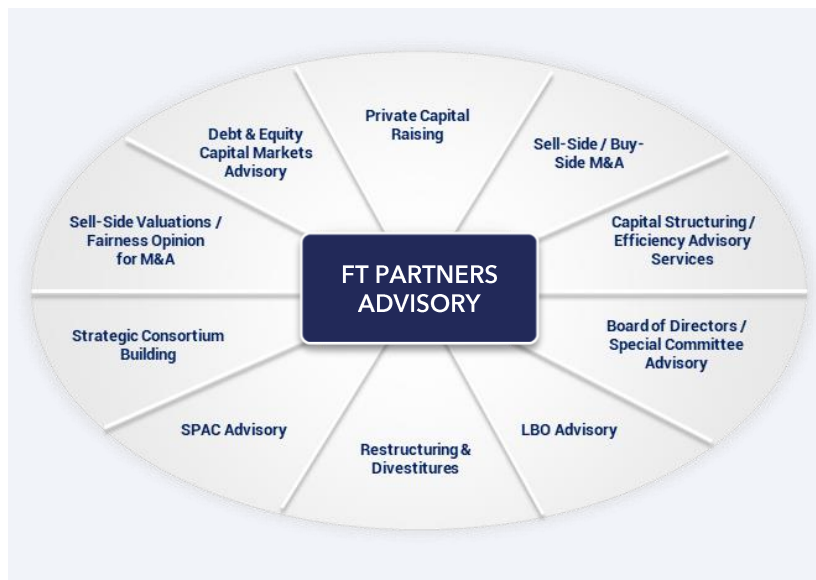
Omni-Channel Payment and Electronic Billing Management Platform

| | |
|--|--|
| <p>Online Customer Portal</p> <p>A white-labeled online customer portal provides a consistent experience and allows payments to be made anywhere, anytime</p> | <p>Mobile App</p> <p>The customizable mobile app provides unlimited payment flexibility on-the-go</p> |
| <p>Text</p> <p>Text-to-pay allows customers to receive billing reminders and notifications and to pay instantly with a simple text</p> | <p>Online Provider Portal</p> <p>The self-service portal enables providers to manage preferences, redeem payments and access Explanation of Payment (EOP) notices</p> |
| <p>IVR</p> <p>Payments can be made quickly and securely via a 1-800 number at any time with no live agent assistance</p> | <p>Onsite / In-Office</p> <p>Virtual cards pushed to mobile phones in real-time enable payments to be made at the time of service</p> |

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 19 years of exclusive focus on Financial Technology

FT Partners' Advisory Capabilities



FT Partners' FinTech Industry Research



The Information

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"



THE M&A ADVISOR

Numerous Awards for Transaction Excellence including "Deal of the Decade"

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FT Partners – Focused Exclusively on FinTech

FT PARTNERS ADVISES



FT Partners' History of Success Working with Public Companies

FT Partners has a longstanding history working with public companies across the FinTech ecosystem

Public Clients

Heartland
in its sale to
globalpayments
\$ 4,500,000,000

Planet PAYMENT
in its sale to
FINTRAX GROUP
\$250,000,000

cardconnect.
in its sale to
First Data.
\$ 750,000,000

jack henry & ASSOCIATES INC.
in its acquisition of
iPay Technologies
\$ 300,000,000

NET1
on its sale of
KSNET
to
payletter. STONEBRIDGE
\$237,000,000

JetPay
in its sale to
NCR
\$ 184,000,000

RDM
Transforming Payments
in its sale to
DELUXE
C\$ 129,000,000

BLACKROCK
in its acquisition of
FutureAdvisor

IPOs & SPACs

Payoneer
on its SPAC
merger with
FT
\$3,796,000,000

MoneyLion
on its SPAC
merger with
Fusion Acquisition Corp.
\$2,900,000,000

Porch
on its SPAC
merger with
PROPTech ACQUISITION
\$1,079,000,000

OpenLending
on its SPAC
merger with
Nebula Acquisition Corporation (NASDAQ: NEBU)
\$1,700,000,000

stone^{co.}
in its
Initial Public Offering
\$1,400,000,000

REPAY
Realtime Electronic Payments
on its SPAC
merger with
Thunder Bridge Acquisition (NASDAQ: TBRG)
\$665,000,000

GreenSky
in its
Initial Public Offering
for a total enterprise
value of
\$ 4,500,000,000

CompoSecure
on its SPAC
merger with
ROMAN
\$1,206,400,000

Public Buyers

MERCURY
in its cash sale to
vantiv
\$ 1,650,000,000

square trade
in its sale to
Allstate
\$ 1,400,000,000

ASSURANCE
on its sale to
Prudential
\$ 3,500,000,000

Finicity
on its sale to
mastercard
~\$1,000,000,000

acima
on its sale to
RBC
\$1,650,000,000

CAYAN
in its 100% cash sale to
TSYS
\$ 1,050,000,000

Cambridge
Global Payments
in its sale to
FLEETCOR
C \$900,000,000

FLEET ONE
in its cash sale to
wex
\$ 369,000,000

CUSTOM HOUSE
in its sale to
WESTERN UNION
\$ 370,000,000

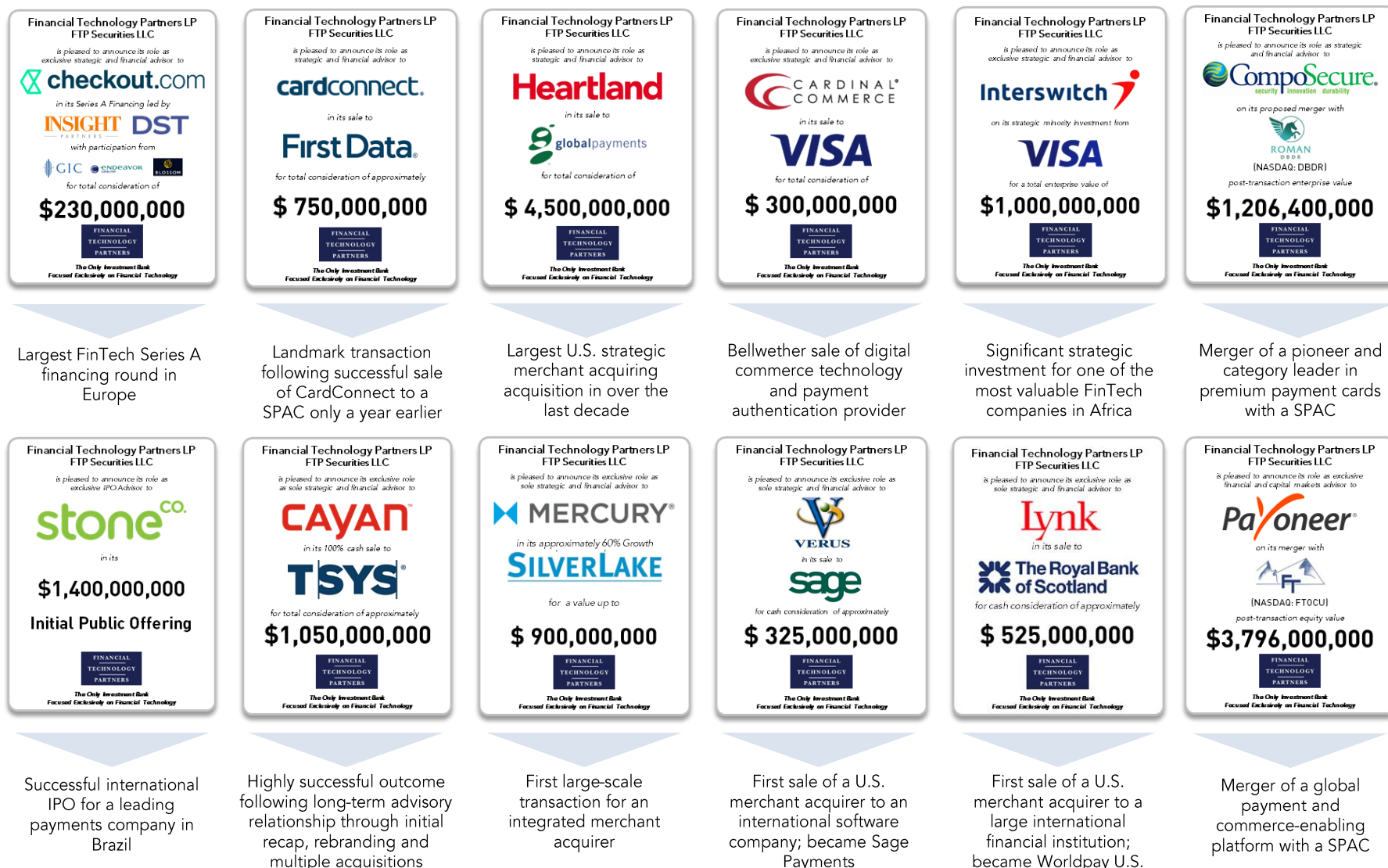
CentralPayment
in the sale of its
remaining stake to
TSYS
\$ 840,000,000

CARDINAL COMMERCE
in its sale to
VISA
\$ 300,000,000

wave
in its sale to
H&R BLOCK
\$ 405,000,000



Ground-Breaking Payments Transactions Pioneered by FT Partners



FT Advises REPAY on its Merger with Thunder Bridge

Overview of Transaction

- On January 22, 2019, REPAY announced a definitive merger agreement with Thunder Bridge Acquisition Ltd. (NASDAQ: TBRG), a special purpose acquisition company ("SPAC")
- Upon completion and approval of the business combination on July 10, 2019, Thunder Bridge changed its name to Repay Holdings Corporation, and its common stock and warrants commenced trading on the Nasdaq Stock Market under "RPAY" and "RPAYW", respectively, on July 12, 2019
 - The company is valued at an implied enterprise value of ~\$665 million
- Under the terms of the agreement, REPAY's management team will continue to lead the Company and its existing majority equity holder, Corsair Capital, is expected to remain the Company's largest stockholder
- Headquartered in Atlanta, GA, REPAY is a leading provider of vertically-integrated payment solutions
 - REPAY's proprietary, integrated payment technology platform reduces the complexity of electronic payments for merchants, while enhancing the overall experience for consumers
- Thunder Bridge is a blank check company formed for the purpose of effecting a merger, or similar business combination with one or more businesses
 - In June 2018, Thunder Bridge completed a \$258 million IPO

Significance of Transaction

- As a publicly-listed company, REPAY now has access to capital to further support its acquisition strategy and invest in technology, while continuing to develop software integration partners

FT Partners' Role

- FT Partners served as sole strategic and financial advisor to REPAY
- This transaction underscores FT Partners' deep expertise in the Payments space and highlights our strong track record in consistently generating great outcomes for our clients and their shareholders
- This transaction builds on FT Partners' expertise in navigating the process to sell companies to SPACs; prior experience includes the sale of CardConnect

Financial Technology Partners LP FTP Securities LLC

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

REPAY[®]

Realtime Electronic Payments

in its merger with

**Thunder Bridge Acquisition
(NASDAQ: TBRG)**

for a total implied enterprise value of

\$665,000,000

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FT Partners Advises Heartland Payment Systems on its \$4.5 billion Sale

Overview of Transaction

- FT Partners served as strategic and financial advisor to Heartland Payment Systems (NYSE: HPY) in its landmark \$4.5 billion sale to Global Payments (NYSE: GPN) for a combination of cash and stock
- Global Payments acquired Heartland for \$100 per share, representing a total transaction value of approximately \$4.5 billion at the closing of the deal
- Consideration for the transaction consisted of 0.6687 shares of Global Payments stock and \$53.28 for each share of Heartland stock at closing
- This transaction creates the leading global provider of integrated payments technology solutions
- This deal represents the largest U.S. strategic merchant acquiring acquisition in over a decade
- Also represents the single largest U.S. strategic payment processing deal in the last 8 years
- This transaction underscores FT Partners' continued leadership position as "advisor of choice" to the highest-quality companies in the FinTech space

Financial Technology Partners LP FTP Securities LLC

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

Heartland

in its sale to



for total consideration of

\$ 4,500,000,000

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FT Partners Advises Payoneer on its Merger with FTAC Olympus Acquisition



Overview of Transaction

- On February 3, 2021, Payoneer Inc. ("Payoneer") and FTAC Olympus Acquisition Corp. ("FTOC"), a special purpose acquisition company ("SPAC"), announced they have entered into a definitive agreement and plan of reorganization
- Upon closing of the reorganization, the newly created holding company will be renamed Payoneer Global Inc. and the combined company (the "Company") will operate as Payoneer, a U.S. publicly listed entity
 - Estimated post-transaction enterprise value of \$3.3 billion with up to \$563 million in cash, offering significant capital flexibility for continued organic and inorganic growth
 - Transaction includes commitments for \$300 million PIPE from investor group including existing investor Wellington Management, as well as funds and accounts managed by BlackRock, Dragoneer Investment Group, Fidelity Management & Research Company LLC, Franklin Templeton, certain funds managed by Millennium Management, funds and accounts advised by T. Rowe Price Associates, Inc., and Winslow Capital Management, LLC
- Payoneer is a global payment and commerce-enabling platform which powers growth for millions of digital businesses worldwide – Payoneer's mission is to democratize access to financial services and drive growth for digital businesses of all sizes from around the world

Significance of Transaction

- While creating significant liquidity for existing shareholders, Payoneer's Management team will continue to lead the merged Company as over 68% of existing Payoneer equity is expected to be rolled as part of the transaction
- The net proceeds raised from the transaction will be used to support Payoneer's multi-pronged growth strategy, including extending leadership with marketplace ecosystems, accelerating strategic and channel partnerships, ramping of developing products and services and pursuing targeted strategic M&A

FT Partners' Role

- FT Partners served as exclusive financial and capital markets advisor to Payoneer
 - FT Partners previously advised Payoneer on its [acquisition of optile](#) in 2019
- Builds on FT Partners' expertise in navigating the unique process in selling companies to SPACs, and follows highly successful sales of FT Partners' clients [Porch](#), [Open Lending](#), [CardConnect](#) and [REPAY](#)

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*is pleased to announce its role as exclusive
financial and capital markets advisor to*

Payoneer®

on its merger with



(NASDAQ: FTOCU)

post-transaction equity value

\$3,796,000,000

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FT Partners Advises CompoSecure on its Proposed Merger with Roman DBDR

Overview of Transaction

- On April 19, 2021, CompoSecure, L.L.C. ("CompoSecure"), and Roman DBDR Tech Acquisition Corp. (NASDAQ: DBDR) ("Roman DBDR"), a special purpose acquisition company, announced they had entered a definitive merger agreement
- Upon closing of the transaction, the combined company (the "Company") will operate as CompoSecure, Inc. and plans to trade on the Nasdaq stock market
 - The combined Company will have an estimated post-transaction enterprise value of ~\$1.2 billion
 - Proceeds will consist of up to \$236 million (assuming no redemptions) of cash held in Roman DBDR's trust account and an additional \$175 million private placement financing⁽¹⁾ led by funds and accounts managed by BlackRock and Highbridge Capital Management, which will close concurrently with the merger

Significance of Transaction

- CompoSecure is a world-class platform for next generation payment technology, security, and cryptocurrency solutions
 - CompoSecure provides some of the world's largest financial institutions with innovative products that elevate their customers' experiences
- CompoSecure has a rare blend of technologies, expertise and team, that when combined with Roman DBDR's Silicon Valley entrepreneurship, create a springboard to launch CompoSecure into the Digital Asset revolution and become a premier platform in the massive and rapidly expanding cryptocurrency and broader Digital Asset markets

FT Partners' Role

- Financial Technology Partners and FTP Securities ("FT Partners") served as strategic and financial advisor to CompoSecure
- This transaction builds on FT Partners' expertise in navigating the unique process in selling companies to SPACs, and follows highly successful sales of FT Partners clients [Payoneer](#), [Porch](#), [Open Lending](#), [CardConnect](#) [REPAY](#), and [MoneyLion](#)

Financial Technology Partners LP FTP Securities LLC

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



on its proposed merger with



ROMAN
DBDR

(NASDAQ: DBDR)

post-transaction enterprise value

\$1,206,400,000



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FT Partners Advises Cayan on its Sale to TSYS

Overview of Transaction

- On December 18, 2017, TSYS announced it has entered into an agreement to acquire Cayan in an all cash transaction valued at approximately \$1.05 billion
 - The transaction is expected to close in Q1 2018
- Cayan, a portfolio company of Parthenon Capital Partners, provides technology led acquiring services to more than 70,000 merchants and 100+ integrated partners in the U.S.
 - The Company's flagship Genius platform delivers a seamless and scalable unified commerce experience across channels
- TSYS (NYSE: TSS) is a leading global payments provider, offering innovative and secure solutions across the payments spectrum — from issuer processing and merchant acquiring to prepaid program management

Significance of Transaction

- The acquisition strategically complements TSYS' merchant goals to become a leading payment provider to small and medium size businesses in the U.S.
- The addition of Cayan's unified commerce solutions elevates TSYS' competitive position to jointly offer a broader set of value-add products and services to partners and merchants

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Cayan and its Board of Directors
- FT Partners also advised Cayan on its [recapitalization by Parthenon Capital Partners](#) along with numerous acquisitions made by the Company
- This transaction highlights FT Partners' continued success advising prominent companies in the Payments and Merchant Acquiring space and its leadership position as the "advisor of choice" to the highest quality FinTech Companies

Financial Technology Partners LP FTP Securities LLC

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

CAYANTM

in its 100% cash sale to

TSYS[®]

for total consideration of approximately

\$ 1,050,000,000

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FT Partners Advises Central Payment on the Sale of its Remaining Stake

Overview of Transaction

- In April 2018, Central Payment completed a sale of its remaining 15% equity stake to TSYS at a valuation of \$840 mm ⁽¹⁾
- Headquartered in San Rafael, CA, Central Payment is one of the fastest growing payment processors in the country
 - Through Central Payment's innovative approach, the Company provides processing services to over 70,000 businesses across several electronic transaction categories and industries
- TSYS provides electronic payment processing and other services to card-issuing and merchant acquiring institutions worldwide
- FT Partners also represented Central Payment on its initial 60% strategic growth investment with TSYS in [2012](#) and its subsequent recap in 2014 and [2017](#)

Significance of Transaction

- The transaction provides TSYS with a high-growth and very successful independent agent channel, which supports ongoing growth in its merchant acquiring business
- Additionally, the transaction reiterates Central Payment's ability to leverage TSYS' strategic relationships, processing capabilities and expertise in the sector to further scale the business and pursue additional growth opportunities

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Central Payment and its owners
- This transaction highlights FT Partners' continued dominance in the Payments and Merchant Acquiring space and its leadership position as the "advisor of choice" to the highest quality FinTech Companies

Financial Technology Partners LP FTP Securities LLC

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in the sale of its remaining stake to



for a total valuation of

\$ 840,000,000



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FT Partners Advises AvidXchange on its \$388 million Growth Financing

Overview of Transaction

- On April 23, 2020, AvidXchange announced it has raised \$128 million in additional equity financing in an oversubscribed round, which brings it to a total of \$388 million, after raising \$260 million in January of this year
- Participating investors include a number of the foremost capital management firms, including new investors Neuberger Berman, on behalf of clients, Lone Pine Capital, and Schonfeld Strategic Advisors, along with existing investors
- AvidXchange is a best-in-class business-to-business payments company that is revolutionizing how companies pay their bills by automating the invoice and payment processes for middle market companies
 - The Company focuses on serving mid-market clients and spans multiple industries including Real Estate, Financial Services, Home Owners Associations (HOA), Healthcare Facilities / Social Services, and Construction

Significance of Transaction

- The new capital will fuel AvidXchange's continued growth and innovation, allowing the Company to invest in its solutions for both buyers and suppliers while reaching more customers in the middle market
- The transaction firmly positions the Company for its next phase of growth

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to AvidXchange
- FT Partners has been AvidXchange's advisor since 2009, working with the Company on multiple capital raises, as well as a number of acquisitions
- Transaction underscores the long-term nature of many of FT Partners' relationships, as well as our deep expertise in advising leading Financial Management Solution providers

Financial Technology Partners LP FTP Securities LLC

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



*on its growth financing
with new investors*



for a total amount of

\$ 388,000,000



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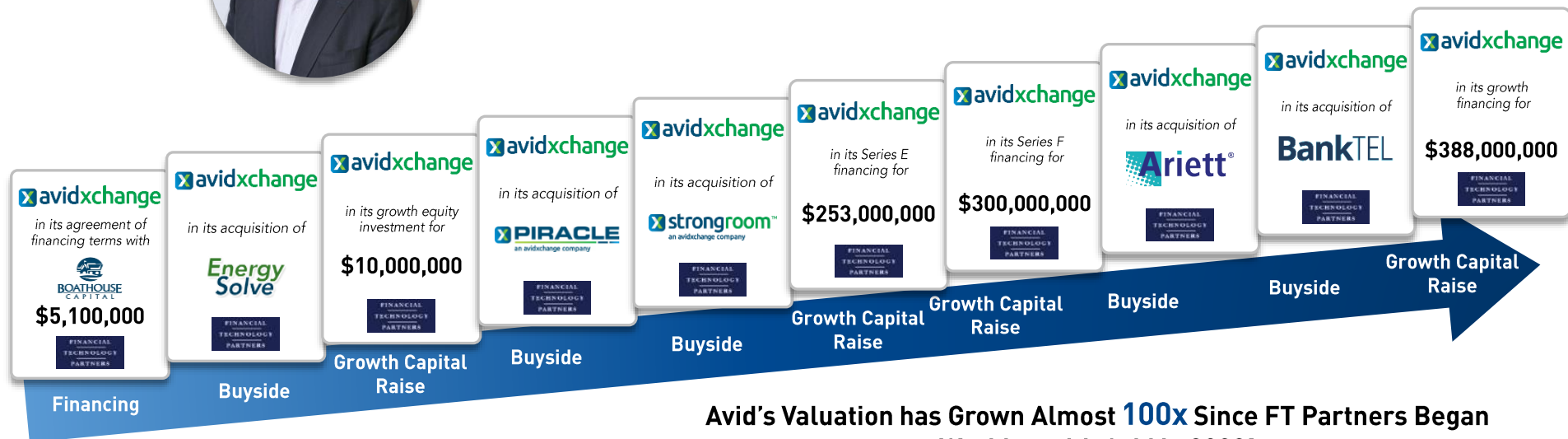
FT Partners' Long-Term Relationship with AvidXchange

We hired FT Partners back in 2009, and our Board feels that hiring FT Partners was one of the most strategic decisions we could have made along this journey. They have been tremendous partners for us, and we are delighted with them on every level. I would highly recommend FT Partners to any CEO or Board of Directors looking for a world-class investment bank – as they are much more than just a banking partner – they are truly a strategic partner in helping us grow our business."



Michael Praeger

Chief Executive Officer and Co-Founder, AvidXchange



Avid's Valuation has Grown Almost 100x Since FT Partners Began Working with Avid in 2009!

FT Partners Advises InstaMed on its Sale to JPMorgan Chase Bank

Overview of Transaction

- On May 15, 2019, InstaMed announced it has agreed to be acquired by JPMorgan Chase Bank, NA
- Headquartered in Philadelphia, PA, InstaMed is a leading healthcare payments network that connects providers, payers, and consumers on one platform to facilitate healthcare commerce
- Since its founding in 2004, InstaMed has offered a highly integrated experience and has grown to create a diverse solution set that meets the critical payments, engagement, and transaction processing needs of the healthcare industry
- InstaMed's secure, centralized platform alleviates a number of challenges in the healthcare payments industry, with particular focus on eliminating paper, improving the consumer financial experience, and reducing costs to collect payments

FT Partners' Role

- FT Partners leveraged its deep domain expertise and transactional experience in the Healthcare and Payments sectors to generate a highly successful outcome for InstaMed and its shareholders
- The transaction builds on FT Partners' strong Healthcare track record following advisory roles with [Eliza](#), [Benaissance](#), [Zywave](#), [AmWINS](#), and [R1 RCM](#), among others
- This transaction also demonstrates FT Partners' continued leadership position as the "Advisor of Choice" to the most prominent FinTech companies

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*is pleased to announce its role as
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InstaMed®

on its sale to

**JPMORGAN
CHASE & Co.**

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FT Partners' Recent Awards and Recognition

Bloomberg

Bloomberg

- 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:

- FT Partners wins Top Investment Bank in FinTech

Institutional Investor



The FinTech Finance 40:

- Steve McLaughlin ranked #1 in 2017 and 2018

The Information

A chart titled "Silicon Valley's Most Popular Dealmakers" showing the top 10 dealmakers in Silicon Valley. Steve McLaughlin is ranked #2.

| Rank | Name | Firm |
|------|------------------|-------------|
| 1 | Sam Altman | OpenMarket |
| 2 | Steve McLaughlin | FT Partners |
| 3 | Michael Bishop | FT Partners |
| 4 | Mark Winkler | FT Partners |
| 5 | Paul Rosen | FT Partners |
| 6 | Quincy Smith | FT Partners |
| 7 | John Smith | FT Partners |
| 8 | John Smith | FT Partners |
| 9 | John Smith | FT Partners |
| 10 | John Smith | FT Partners |

The Information's "Silicon Valley's Most Popular Dealmakers"

- Ranked as the #2 top Technology Investment Banker by The Information subscribers (2016)
- Only FinTech focused investment banking firm and banker on the list

FT Partners – Focused Exclusively on FinTech

FT PARTNERS ADVISES



The Largest FinTech Advisory Practice in the World

- FT Partners has the largest and most seasoned team in the world dedicated exclusively to serving and advising the FinTech sector
- Veteran senior bankers from Goldman Sachs, J.P. Morgan and Morgan Stanley with 20+ years of experience executing hundreds of complex transactions

