FT PARTNERS FINTECH INDUSTRY RESEARCH

November 18, 2016



Nutmeg Raises £30 million (~\$37.8 million) in Series D Financing Led by Convoy Financial





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 #4 Most Influential Person in all of FinTech in *Institution Investors*"FinTech Finance 35"



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

Steve McLaughlin: Founder & CEO

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Nutmeg Raises \$37.8 million in Series D Financing

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nutmeg

Transaction Summary

Transaction Summary

- On November 14, 2016, Nutmeg announced that it has raised £30 mm (approximately \$37.8 mm) in a Series D financing led by Convoy Financial
 - Convoy will provide £24 mm while existing investors will contribute the rest
 - Nutmeg's existing investors include Schroders, Balderton Capital, Pentech and Armada Investment Group
 - The financing round is subject to regulatory approval from the UK's Financial Conduct Authority
- This transaction represents the largest financing round for a European digital wealth manager
- Nutmeg will use the funds to accelerate its growth and expand its product offering
 - The Company has acquired more than 10,000 new customers in 2016 YTD
 - Nutmeg is now 4x its size in 2014, which is the last time the Company raised capital
 - Nutmeg manages more than £500 mm with a growing customer base of 20,000 customers
 - Specific focus will be on innovation for new investing options, tax wrappers and advisory offerings
 - The partnership with Convoy also serves as a gateway into the Asian marketplace
- Johnny Chen, a Senior Advisor to Convoy, will become a board member of Nutmeg

Transaction Commentary

"We are delighted to welcome our friends at Convoy to our board. Convoy shares our huge ambition for the Nutmeg Business and, with these new funds, we will be able to further scale and expand our business, bringing smart online investing and advice to more people. Disrupting an exclusive industry was always going to be a tough challenge, but it is one that we relish. Nutmeg is successfully enabling people from all walks of life to get their money working hard."



Martin Stead CEO



"What we're most excited about is Nutmeg's mission to democratize wealth management while delivering sustained investment performance and a seamless customer experience. We look forward to supporting Nutmeg's continuous product innovation and are confident they will deliver the Nutmeg experience to an even greater number of customers in the near future. In line with the Hong Kong Government's commitment to promote the development of Fintech in Hong Kong and in view of the disruptive potential of digital wealth management, Convoy has led an investment into the leading UK digital wealth management platform with a view to future collaboration in Asia. Nutmeg has an outstanding operating model and highly ambitious shareholder base, two key factors which lay a strong foundation for future synergies as we look towards availing customers in Asia to an industry leading digital wealth management experience"



Ng Wing Fai Group President, Executive Director



nutmeg

Nutmeg Overview

Company Overview



CEO:

Martin Stead

Headquarters:

London, UK

Founded:

2011

- Nutmeg is an online discretionary investment management company based in the United Kingdom
 - Regulated by the Financial Conduct Authority and endorsed by the UK Government
- The Company focuses on diversifying investments in ETFs and bonds, while also investing in more global options at higher levels of risk
 - Manages 10 portfolios, from "cautious" to "aggressive" and invests across different ETFs
- Nutmeg ISAs can be started for as low as \$£500
- Nutmeg also offers the ability to start and manage personal pensions on the platform

Financing History				
Date	Size (\$ mm)	Investor(s)		
06/25/14	\$32	Schroders; Balderton Capital		
11/11/13	8	Undisclosed Investors		
06/18/12	7	Pentech Ventures; Draper Associates; Armada Investment Group		

Nutmeg Product Suite



Diversified

Nutmeg builds a robust, diversified investment portfolio that spreads risk across various asset classes, geographies and industry sectors



Low Cost

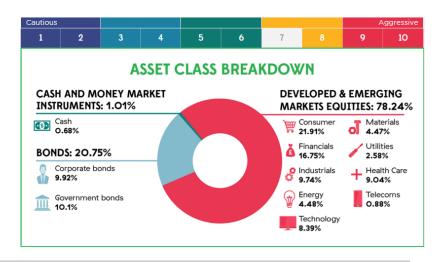
Keep investments simple and transparent by using exchange-traded funds (ETFs) that are low cost, highly liquid, and track indices



Expertly Managed

Investment experts on the Nutmeg team monitor and rebalance portfolios to keep investment goals on track

Nutmeg's platform determines which of the 10 risk-based portfolios fits best with the customer based on amount to be invested, degree of risk tolerance and time horizon



Source: Company website

Nutmeg Raises \$37.8 million in Series D Financing

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nutmeg

Convoy Overview

Company Overview



CEO:	Daniel Chong
Headquarters:	Hong Kong

Founded: 1993

- Convoy Financial is a diversified finance navigator in Hong Kong, providing services to institutional clients as well as individual clients
 - Provides tailored financial planning advice through a comprehensive product coverage platform
- The Company offers financial planning, insurance, MPF consulting, asset management, corporate finance, securities services, international property services, investments and loan services
- Convoy's vision is to help customers reach their financial goals and to become Asia's leading financial services provider
- The future growth strategy of Convoy is comprised of two parts:
 - Expand product offerings
 - Operate in new territories in Asia
- The Company currently has operations in Hong Kong, Macau, and China

Convoy Products / Services



Financial Planning



Insurance



Asset Management

Ş

International Property Investment



Securities Service



Consulting

Corporate Finance



Loan Service

Executive Team



Daniel Chong
Group CEO



Henry Shin Kin Man CEO, Convoy Financial Services, Convoy China



Eric Ng Ka Wai
CEO, Convoy Asset
Management

Nutmeg Raises \$37.8 million in Series D Financing

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Selected Robo Advisor & Related Financing Transactions

FINANCINGS				
Announced Date	Company	Selected Investors	Amount (\$mm)	Fintech Database
11/14/16	nutmeg	Convoy Financial; Undisclosed Investors	\$38	<u>Details</u>
05/19/16	III PERSONAL CAPITAL	IGM Financial	75	<u>Details</u>
05/16/16	SIGFIG	UBS; Comerica, Inc.; Santander Innoventures; New York Life Insurance Co; Eaton Vance Corp.; DCM; Union Square Ventures; Bain Capital Ventures; NYCA Partners	40	<u>Details</u>
04/21/16	 acorns •	Rakuten Fintech Fund; PayPal	30	<u>Details</u>
03/29/16	Betterment	Investment AB Kinnevik; Bessemer Venture Partners; Anthemis Group; Menlo Ventures; Francisco Partners	100	<u>Details</u>
04/09/15	Wealthsimple	Power Financial	30	<u>Details</u>
02/19/15	Betterment	Francisco Partners; Northwestern Mutual Capital; Menlo Ventures; Bessemer Venture Partners; Undisclosed Investors	60	<u>Details</u>
01/20/15	motif	Renren	40	<u>Details</u>
10/29/14	III PERSONAL CAPITAL	Corsair Capital; Propel Venture Partners; USAA Investment Management Company; IVP; Venrock; Crosslink Capital	50	Details
10/28/14	wealthfront	Spark Capital; Dragoneer Investment Group; Index Ventures; DAG Ventures; Greylock Partners; Ribbit Capital; The Social+Capital Partnership	64	<u>Details</u>
06/25/14	nutmeg	Schroders; Balderton Capital; Undisclosed Investors	32	Details
05/08/14	motif	JP Morgan Chase & Co; Wicklow Capital; Balderton Capital; Goldman Sachs; Foundation Capital; Ignition Partners; Norwest Venture Partners	35	Details

Selected FT Partners Research - Digital Wealth Management

Are the Robots Taking Over? The Emergence of Automated Digital Wealth Management Solutions



Click to View

FT Partners' 140-page report provides a comprehensive overview of key industry trends driving innovation in the wealth management space and how the industry is reacting to the emergence of Robo Advisors and other Digital Wealth Management disruptors.

Additional highlights of the report include:

- A discussion of the different Automated Digital Wealth Management platforms and business models
- The responses of incumbents in the wealth management space, including the innovations, partnerships and acquisitions being made to stay ahead of the game
- Interviews with eight CEOs of leading Digital Wealth pioneers including Betterment, Link Pacific Advisors, MyVest, NextCapital, Nutmeg, Riskalyze, SigFig and Vanare
- A detailed industry landscape of Digital Wealth Management providers as well as other innovative, tangential companies, profiles of 28 companies and a comprehensive list of private equity financing and M&A transactions in the space

Selected FT Partners Research - Click to View



Research Report: Innovations in Capital Markets Technology



Riskalyze's \$20 mm growth financing



Axial's \$14 mm growth financing



AlphaSense's \$33 mm growth financing



Thomson Reuters Acquires REDI



CBOE Acquires Bats for \$3.2 bn



Morningstar Acquires Pitchbook for \$225 mm



TD Ameritrade Acquires Scottrade for \$4 bn

VIEW MORE FT PARTNERS RESEARCH

Selected Transactions - Superior Industry Knowledge and Execution History

Wealth Management

Data / Analytics

High Frequency Trading



















Selected Transactions - Superior Industry Knowledge and Execution History

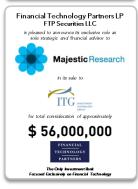
Trading Technology

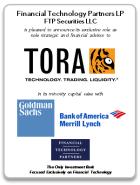
Trading Venues

Other Capital Markets Technology



















FT Partners Advises Riskalyze in its \$20 mm Financing

Overview of Transaction

- On October 31, 2016, Riskalyze announced it closed a \$20 million minority growth equity investment led by FTV Capital
- Headquartered in Auburn, CA, Riskalyze invented the Risk Number[®], which
 powers the world's first Risk Alignment Platform and empowers advisors to
 execute a digital advice business model with Autopilot; Riskalyze also enables
 compliance teams to spot issues, develop real-time visibility and navigate
 changing fiduciary rules with Compliance Cloud
- FTV Capital is a growth equity investment firm that has raised over \$2.7 billion to invest in high-growth companies within the enterprise technology & services, financial services and payments & transaction processing sectors

Significance of Transaction

- The transaction capitalizes on Riskalyze's strong growth and traction within the advisor market and demonstrates the need for quantified risk alignment
- With the investment, Riskalyze will look to bolster and expand its line of digital offerings

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Riskalyze and its Board of Directors
- Transaction demonstrates FT Partners' continued success advising on financings for top-tier FinTech companies

Financial Technology Partners LP

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



in its growth equity investment led by



for total consideration of

\$ 20,000,000



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FT Partners Advises BlackRock in its Acquisition of FutureAdvisor

Overview of Transaction

- On August 26, 2015, BlackRock (NYSE: BLK) announced a definitive agreement to acquire 100% of FutureAdvisor
- FutureAdvisor is a leading digital wealth management platform with technology-enabled investment advice capabilities
- BlackRock offers investment management, risk management and advisory services to institutional and retail clients worldwide and has over \$4.7tn in assets under management⁽¹⁾
- Following the transaction, FutureAdvisor will operate as a business within BlackRock Solutions ("BRS"), BlackRock's investment and risk management platform
- The transaction is expected to close in Q4 2015

Significance of Transaction

- Combines FutureAdvisor's tech-enabled advice capabilities with BRS' investment and risk management solutions
- Enables BlackRock to provide a B2B digital advice platform, which helps financial institution partners both improve their clients' investment experiences and grow advisory assets
- Empowers partners to meet the growing demand among consumers to engage with technology to gain insights on their investment portfolios
 - Demand is particularly strong among the mass-affluent, who account for \sim 30% of investable assets in the U.S.

FT Partners' Role

- FT Partners served as exclusive advisor to BlackRock
- Highlights FT Partners' continued success 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

BLACKROCK

in its 100% acquisition of





The Only Investment Bank Focused Exclusively on Financial Technology

FT Partners Advises Envestnet on its \$300 million IPO

Overview of Transaction

- Envestnet completed an initial public offering of 7,705,825 shares at \$9.00 per share and began trading on the NYSE under the symbol ENV
- The net proceeds of the offering were be used for general corporate purposes, including selective strategic investments, acquisitions, alliances or other transactions
- Envestnet provides a comprehensive platform of wealth management solutions for professional investment advisors, including a range of fee-based investment products, analytic tools, reporting utilities, and other practice management applications

Significance of Transaction

- Envestnet's IPO enhanced its ability to continue growing and better serve its financial advisor client base
- The offering represented one of several successful public offerings in the investment management and wealth management solutions space

FT Partners' Role

- FT Partners served as strategic, financial and IPO advisor to Envestnet and its Board of Directors
- FT Partners assisted in managing the entire IPO process, enabling management to focus on growing the business

Financial Technology Partners LP FTP Securities LLC

is pleased to announce its exclusive role as Capital Markets and IPO advisor to



in its

\$ 69,000,000 Initial Public Offering

valuing the equity at approximately

\$ 300,000,000



The Only Investment Bank Focused Exclusively on Financial Technology

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

2016	 Investment Banking Firm of the Year Cross Border Deal of the Year
2015	 Dealmaker of the Year Technology Deal of the Year
2014	 Equity Financing Deal of the Year Professional Services Deal of the Year, Above \$100mm
2012	 Dealmaker of the Year Professional Services Deal of the Year, Above \$100mm
2011	 Boutique Investment Bank of the Year Deal of the Decade 10 Deal of the Year Nominations Across 9 Categories
2010	 Upper Middle Market Deal of the Year, Above \$500 mm IT Services Deal of the Year, Below \$500mm Cross-Border Deal of the Year, Below \$500mm
2007	 Dealmaker of the Year – Steve McLaughlin Business to Business Services Deal of the Year Computer and Information Technology Deal of the Year, Above \$100mm Financial Services Deal of the Year, Above \$100mm
2015	Steve McLaughlin ranked #4 in Institutional Investor's FinTech 35 List
2006 - 2008	 Consecutively ranked (2006, 2007 and 2008) among the top Bankers in Financial Technology
2008	 Equity Financing Dealmaker of the Year – Steve McLaughlin Information Technology Deal of the Year





Middle Market Financing Awards

- Financial Services Deal of the Year

2006

- Financing Professional of the Year Steve McLaughlin
 - Financing Deal of the Year Equity
- Financing Deal of the Year Debt

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 Formerly Co-Head of Goldman Sachs' Financial Technology Group (#1 market share) Wharton M.B.A. 	21
Larry Furlong Managing Director	Goldman Sachs	 Formerly with Goldman, Sachs & Co. in New York, London and Los Angeles beginning in 1995 Wharton M.B.A. 	21
Greg Smith Managing Director	Merrill Lynch J.P.Morgan	 Formerly award winning Equity Research Analyst at Merrill Lynch / J.P. Morgan / Sterne Agee Recent coverage included V, MA, TSS, GPN, HPY DST, ENV, FISV, FIS, JKHY, WU & EEFT among others 	20
Steve Stout Managing Director	J.P.Morgan	Formerly with J.P. Morgan and UBSFormerly Global Head of Strategy at First Data	18
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. 	14
Andrew McLaughlin Managing Director, Research & Business Development	Deloitte.	 Leads FT Partners' Research and Business Development Team Formerly with Deloitte Consulting 	10