

April 21, 2015

Financial Technology Partners LP

FTP Securities LLC

Transaction Profile:



acquires



Courtesy of:



The Only Investment Bank
Focused Exclusively on Financial Technology

www.ftpartners.com



Financial Technology Partners LP
555 Mission St., 23rd Floor
San Francisco, CA 94105
Tel: 415.512.8700

Steve McLaughlin
Managing Partner
Tel: 415.992.8880
steve.mclaughlin@ftpartners.com

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Early Warning Acquires Authentify

Transaction Summary

Transaction Summary

- On April 7, 2015 Early Warning announced that it signed a definitive agreement to acquire Authentify
 - Terms of the acquisition were not disclosed
- The acquisition will enable Early Warning to offer organizations digital, multi-factor authentication and the ability to integrate, manage and prioritize multiple digital channel authentication methods through one platform
 - Reduces fraud and risk, while improving the consumer experience
- Authentify provides real-time, automated multi-factor authentication services for online business enterprises
- Early Warning is a provider of fraud prevention and risk management tools through collaboration and sharing of information within the industry to respond quickly to evolving fraud challenges

As organizations strive to provide consumers with an online experience that is both seamless and secure, managing authentication factors and methods is crucial. With the acquisition of Authentify, Early Warning is well on its way to realizing its vision of providing both the powerful multi-faceted authentication needed today plus the advanced authentication needs of the future.

- Paul Finch, CEO, Early Warning

Transaction Rationale

- The acquisition of Authentify combined with Early Warning's 2013 equity investment and exclusive agreement with Payfone creates a differentiated digital channels authentication solution suite that augments Early Warning's identity and payment solutions
- The digital channels authentication solution suite offers the following benefits:
 - Improved mobile security and reduced consumer friction by leveraging innovation in biometric and behavioral authentication
 - Strengthened authentication events
 - Supports the integration, delivery, prioritization and management of current and future digital authentication technologies enabled by a Software Development Kit
 - Offers a true, persistent identifier that is authenticated in real time

Guarding businesses and consumers from fraud is becoming more critical each day, and this acquisition represents two companies with a common objective uniting to reinforce that goal. Our customers have come to trust Authentify to better secure their online environments, and we are pleased to see their ability to authenticate with ease and accuracy only strengthened.

Peter Tapling, CEO, Authentify

Early Warning Acquires Authentify

Authentify Overview

Authentify Overview



CEO: Peter G. Tapling

Headquarters: Chicago, IL

Founded: 1999

- **Authentify provides intuitive and consistent multi-factor authentication services for protecting user accounts or key information from unauthorized access**
 - Services enable organizations that need strong security to quickly and cost-effectively add 2-factor or 3-factor authentication layers to user logon, transaction verifications or critical changes such as adding a payee to an e-pay or wire account
- **Solutions include transaction verification, remote user access, token issuance, password reset, risk management, SMS password delivery and telephone data services**
- **The Company's patented technology employs service-oriented message architecture to seamlessly integrate into existing security processes**
- **Customers include financial services firms, corporate security professionals and e-merchants**
- **The Company currently serves over 1,200 financial institutions and e-commerce companies**

Products

Authentify xFA – Takes advantage of a smartphone's sensors, processing power and data channels to offer flexible authentication

Two-Factor Authentication for VPN – Ensure secure access from anywhere or anytime; users seeking to log on are authenticated via an out-of-band channel using a second device.

Authentify 2CHK – Protect your customers from man-in-the-middle and man-in-the-browser attacks; offers a secure communication channel to customers via their phones, or a secure second channel to the user's desktop

Identify and Access Management - Safeguard user accounts or key information from unauthorized access

Password Reset - The password reset application combines true out-of-band safeguards with real-time delivery to produce the most secure and convenient method of resetting account access

Two-Factor Authentication - Phone-based two-factor authentication that works with any phone from anywhere

Transaction Verification – Authenticate legitimate online account activities against sophisticated attacks and fraud



Early Warning Acquires Authentify

Early Warning Overview



CEO: Paul Finch

Headquarters: Scottsdale, AZ

Founded: 1995

- **Early Warning provides innovative risk management solutions, enabling businesses and consumers to transact with security and convenience**
 - The Company's suite of solutions uses collaborative data contributed by an array of financial services organizations and advanced analytical modeling
- **Early Warning is a regulated credit reporting agency specializing in consumers' bank records**
- **Serves a network of 1,100 financial institutions, government entities and payment companies**
- **The Company is owned by Wells Fargo, Bank of America, JP Morgan Chase, BB&T and Capital One**
 - These banks as well as hundreds of others across the country exchange information to obtain a single view of fraud activity and manage fraud on a cross-institution basis
- **In 2014, Early Warning's solutions identified nearly \$24 bn in high-risk deposits and payments**

Solutions

Authentication Solutions



Identity Solutions – Improve account openings while reducing fraud with accurate, comprehensive and customizable identity solutions



Mobile Solutions - Deterministic mobile authentication solutions to optimize banking apps, browsers, mobile payments, contact centers and more

Payment Solutions



Deposit Payment Solutions – Mitigate deposit payment fraud with advance notification of high-risk deposits and high-risk payments from DDA accounts



Card Payment and Lending Solutions – Identify potential common points of purchase compromises faster and more accurately to reduce the risk of card data exposure

Regulatory Solutions



Asset Search and Verification Service – Efficient Solution for Government Asset Inquiries




Internal Fraud Prevention Service - Applicant screening solution for Financial Service Organizations

Overview of FT Partners


Leader in Financial Technology Investment Banking

Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to



in its sale to

MOELIS CAPITAL PARTNERS



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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to

ShareholderInSite

in its sale to

IPREO



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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to




in its Series D financing, including investment from
QUESTMARK PARTNERS
BBVA **edbi**
for total consideration of approximately
\$ 40,000,000




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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to



in its 80% majority sale to

HEARST corporation



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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to

customcredit@systems
a portfolio company of
Triton Pacific
Capital Partners, LLC
in its sale to
MISYS
a portfolio company of
Vista Equity Partners



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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to

Performant

in its debt financing led by
MARSHALL CAPITAL
FUNDING
totaling approximately
\$ 148,000,000



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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to

jack henry
& ASSOCIATES INC.
in its acquisition of
iPay Technologies

for total consideration of approximately
\$ 300,000,000



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Focused Exclusively on Financial Technology

Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
strategic and financial advisor to



in its cash sale to

vantiv

for total consideration of approximately
\$1,650,000,000



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Focused Exclusively on Financial Technology

Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to

YAPSTONE
ePayments as a Service
in its its minority investment led by

ACCEL
PARTNERS

For total consideration of approximately
\$ 50,000,000



The Only Investment Bank
Focused Exclusively on Financial Technology

Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to



in its sale to

WESTERN UNION

For total cash consideration of approximately
\$ 370,000,000



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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to


avidxchange
in its agreement of financing with
BOATHOUSE
CAPITAL



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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to

ATD
Automated Trading Desk, LLC
in its sale to
citi
for cash and stock consideration
of approximately
\$ 700,000,000



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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to

FLEET ONE
in its cash sale to
wex

for total consideration of approximately
\$ 369,000,000



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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to

ACCRETIVE HEALTH
RESULTS PROVIDERS TRUST
in its
\$138,000,000
Initial Public Offering
valuing the equity at approximately
\$ 1,200,000,000




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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
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in its sale to

ZYWAVE



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Financial Technology Partners LP
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is pleased to announce its exclusive role as
sole strategic and financial advisor to

lynk
in its sale to
The Royal Bank
of Scotland

for cash consideration of approximately
\$ 525,000,000



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

Performant

in its
\$93,000,000
Initial Public Offering
valuing the equity at approximately
\$ 465,000,000



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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to

VeriFone
THE WAY TO PAYSM
in its
\$177,000,000
Initial Public Offering
valuing the equity at approximately
\$ 650,000,000



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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to

VERUS
in its sale to
sage

for cash consideration of approximately
\$ 325,000,000



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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to


AmWINS
Group, Inc.
in its recapitalization by
NMC
NEW MOUNTAIN CAPITAL LLC
valued at approximately
\$ 1,300,000,000



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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as
sole strategic and financial advisor to

square
trade^{protection}
in its recapitalization by
BainCapital
BainCapital Ventures
of approximately
\$ 238,000,000



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Overview of FT Partners

Award-Winning Investment Banking Franchise Focused on Superior Client Results



M&A Advisor
Awards

- | | |
|------|--|
| 2014 | <ul style="list-style-type: none"> ■ Equity Financing Deal of the Year ■ Professional Services Deal of the Year, Above \$100mm |
| 2012 | <ul style="list-style-type: none"> ■ Dealmaker of the Year ■ Professional Services Deal of the Year, Above \$100 mm |
| 2011 | <ul style="list-style-type: none"> ■ Boutique Investment Bank of the Year ■ Deal of the Decade ■ <i>10 Deal of the Year Nominations Across 9 Categories</i> |
| 2010 | <ul style="list-style-type: none"> ■ 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 | <ul style="list-style-type: none"> ■ 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 |



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|-----------|---|
| 2006-2008 | ■ Steve McLaughlin consecutively ranked (2006, 2007 and 2008) among the top Bankers in Financial Technology |
|-----------|---|



Middle Market
Financing Awards

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