FT PARTNERS FINTECH INDUSTRY RESEARCH

January 22, 2020

TRADESHIFT®

Tradeshift Raises \$240 million in Equity and Debt Financing



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 18 years of exclusive focus on Financial Technology

FT Partners' Advisory Capabilities



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"

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Tradeshift Raises \$240 million in Equity and Debt

Transaction Summary

TRADESHIFT

Transaction Summary

- On January 14, 2020, Tradeshift announced a financing round of up to \$240 million in equity and debt from new and existing investors
 - The Company has already closed more than two-thirds of the funding round
- This financing follows Tradeshift's \$250 million Series E round in May 2018, which valued the Company at \$1.1 billion post-money
- Tradeshift has reported more than two years of strong growth in quarterly revenue, and experienced its best year ever in 2019
 - In 2019, the Company's revenue grew by over 60% and it closed over 300 enterprise deals
 - Over 40% of the total cumulative transaction volume across its platform came in the last 12 months
- The new financing will be used to expand upon the strong momentum that the Company has seen across its core product lines
 - Tradeshift Pay was ranked as the strongest ePayables SaaS solution in the industry by Ardent Partners, and Tradeshift Go added over 200 new customers in 2019
 - The financing will also be used to accelerate the Company's large and growing network finance program, which provides liquidity to companies in 100+ countries

Transaction Commentary

"It's clear that the investor community has a strong focus on growth combined with profitability and they like our plan. As a network business, growth is always going to be a key part of our story. But it's also important that we manage that growth responsibly... As we reach the next phase in the maturity of our business, our focus for the coming year will be about doubling down in areas where we're seeing the greatest momentum, while continuing to ensure we have the necessary balance in place to fully capitalize on the enormous opportunities in front of us."

TRADESHIFF

Christian LanngCo-Founder and CEO



Selected Financing History

| | _ | • | |
|----------|-----------------|--------------------|---|
| Date | Size (\$ mm) | Financing Round | Investor(s) |
| 01/14/20 | \$240 | Growth | Gray Swan; Undisclosed Investors |
| 05/30/18 | 250 | Series E | Goldman Sachs; Public Sector Pension Investment Board; HSBC Holdings plc; Holding 14; GP Bullhound; Gray Swan |
| 06/09/16 | 75 | Series D | Data Collective; American Express Ventures; CreditEase; HSBC Holdings plc; Notion Capital; Pavillion Capital |
| 02/25/14 | 75 | Series C | Scentan Ventures; Anzen Private Equity; Kleiner Perkins Caufield & Byers; Megadon; PayPal |
| 01/23/13 | 33 | Series B | ru-Net; Kite Ventures; Intuit |
| 05/16/11 | 7 | Series A | Notion |

Tradeshift Overview

TRADESHIFF

Company Overview

TRADESHIFF

| CEO & Co-Founder: | Christian Lanng |
|-------------------|-------------------|
| Headquarters: | San Francisco, CA |
| Founded: | 2009 |

- Tradeshift provides supply chain payments and marketplaces, including alternatives for trade financing, spend & receivables management, lending & payments and private marketplaces
- The Company serves more than 2 million businesses worldwide including large enterprise brands such as Air France-KLM, DHL, Fujitsu, HSBC, Siemens, Societe Generale, Unilever and Volvo

Management Overview



Christian LanngCo-Founder & CEO



Sarika GargChief Strategy Officer



Mikkel Hippe Brun Co-Founder & SVP of China



Rinus Strydom
Chief Commercial Officer



Gert Sylvest Co-Founder & GM of Frontiers



Peter Van Pruissen Chief Financial Officer

Products Overview

Tradeshift Pay

- ✓ AP automation and e-invoicing
- Accounts payable as an end-to-end supply chain payments solution
- ✓ Customizable solution

Tradeshift Buy

- ✓ Modernizes procurement
- ✓ End-to-end cloud solution for company buying
- Marketplace Manager solution for all products and services

Tradeshift Go

- ✓ Procure-to-pay solution
- ✓ Virtual credit card for mobile payments
- Ability to remotely request, approve and make purchases

Financial Management Solutions Sector

FT Partners has the experience and capabilities to generate outstanding outcomes for a wide breadth of companies that provide Financial Management Solutions



Selected FT Partners' Research (click to view)



AvidXchange's \$300 million Series F Financing Led by Mastercard



Tipalti Raises \$76 million in Series D Financing

21/

The Only Investment Bank Focused Exclusively on FinTech



Billtrust's \$50 million **Minority Financing**



Ping Identity Raises \$188 mm in its IPO



ContaAzul's \$30 million Series D Financing



Bill.com Raises \$223 million in its IPO



Feedzai's Series C Financing



Greensill Raises \$655 million in **Financing from SoftBank**

VIEW MORE FT PARTNERS RESEARCH

FT Partners' Superior Industry Knowledge and Execution History



































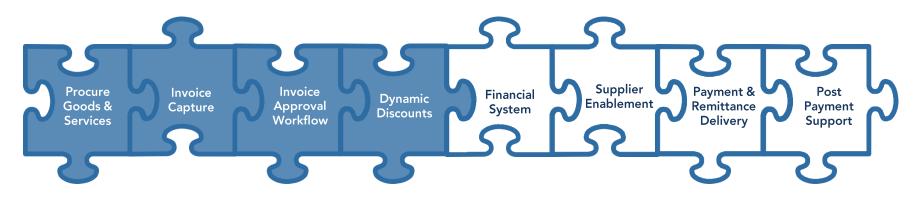








Extensive Transaction Experience Across the Procure-to-Pay Value Chain



PO + Invoice Mgmt + Pay





Invoice Mgmt + SCF





PO + Invoice + Expense Mgmt





Billing + Payment





Payment and Remittance





Significant Experience Advising Large Financing Rounds and "Unicorns"

FT Partners has a history of advising on some of the largest financing transactions in the FinTech space

Representing numerous FinTech "Unicorns" above \$1 billion valuations

| 3 | 3 | |
|---------------------------------|------------------|-----|
| Company | Amount Raised | Sel |
| GreenSky" | \$1,560,000,000* | |
| stone ^{cc.} | 1,545,000,000* | - |
| | 828,000,000 * | |
| MERCURY° | 420,000,000 | |
| >>>> MARQETA | 355,000,000 * | |
| NEXT | 333,000,000 * | |
| Remitly | 289,000,000 * | |
| Liquidnet ~~ | 250,000,000 | |
| square protection plans | 238,000,000 | (|
| | 230,000,000 | |
| • better.com | 160,000,000 | |
| nmi | 150,000,000 | |
| ADDEPAR | 140,000,000 | |
| Kabbage Kabbage | 135,000,000 | |
| \\BlueVine | 102,500,000 | |
| MoneyLion | 100,000,000 | |
| O POYNT | 100,000,000 | |
| CHROMERIVER | 100,000,000 | |
| Fawry | 100,000,000 | |
| | | |

| elected Prominent Investors in FT Partners Led Rounds |
|---|
| Accel DST VISA FINANCIAL |
| ICONÍQ RCP CAPITAL PARTNERS PIMCO |
| BainCapital TPG Premji Invest |
| BainCapital VENTURES CDPQ GREENSPRING ASSOCIATES GREENSPRING ASSOCIATES PARTNERS |
| capitalG Scotiabank® |
| nyca khosla ventures |
| KeyBank WELLINGTON MANAGEMENT 乾源资本 BBVA |
| Santander InnoVentures nabventures nab |
| ADAMS STREET Elavon Battery Ventures Munich RE Edbi |
| Redpoint Pavui |
| mastercard COATUE edisonpartners |
| QUESTMARK PARTNERS |

SILVERLAKE

SUMMIT PARTNERS

Parthenon Capital partners

FT Partners Advises on Chrome River's Merger with Certify

Overview of Transaction

- On March 5, 2019, Chrome River Technologies and Certify agreed to merge in a transaction valued at over \$1 billion
 - K1 Investment Management, which owns Certify, will hold a majority stake in the combined company
 - Existing shareholders, including the companies' founders and Chrome River investor Bain Capital Ventures, will retain minority stakes
- Chrome River is a leader in expense management, providing SaaS-based automation solutions for more than 1,000 organizations worldwide
- Certify is the world's largest independent provider of travel, expense and invoice management software serving more than 10,000 companies through its family of brands

Significance of Transaction

- The merger joins Chrome River to the existing Certify family of brands, which includes Nexonia, Tallie, Abacus, and Captio
 - The multi-brand strategy enables companies of all sizes and verticals to work with a single vendor, yet craft the solution that is best suited to their specific needs
- The companies will support all existing products and collaborate on accelerating investments in technology areas such as machine learning, artificial intelligence, analytics, and reporting, to provide customers with enhanced travel, expense, and invoice management capabilities

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Bain Capital Ventures and Great Hill Partners in this transaction
- FT Partners previously advised Chrome River on its \$100 million Series D Financing from Great Hill Partners in 2015
- This transaction underscores FT Partners' strong domain expertise and successful track record advising leading SaaS-based companies in the Financial Management Solutions space

FTP Securities LLC

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



in the merger of



Q,



valued in excess of

\$1,000,000,000



FT Partners Advises AvidXchange in its Series F Financing

Overview of Transaction

- On June 8, 2017, AvidXchange announced a minority \$300mm Series F financing round
 - Mastercard, CDPQ and Temasek co-led the equity round with participation from Thiel Capital
- As part of this financing, Colleen Taylor of Mastercard and Nicolas Westphal of CDPQ joined AvidXchange's Board of Directors
- In addition to the equity investment, AvidXchange also announced a strategic partnership with Mastercard to deliver accounts payable and payment automation to midsize businesses; the offering will be marketed as The Mastercard B2B Hub powered by AvidXchange
- 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
 - The Company focuses on serving mid-market clients and spans multiple industries including Real Estate, Financial Services, Energy and Construction

Significance of Transaction

- The transaction will further help AvidXchange expand as the leading independent business-to-business invoice and payment solution provider
- Strategic relationship with Mastercard expected to fuel additional growth in driving forward Avid's existing bank channel
- Firmly positions the Company to continue to grow the core business, invest in infrastructure and product development and pursue opportunistic acquisitions

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to AvidXchange and its Board of Directors
- FT Partners leveraged its deep knowledge, extensive experience and broad industry relationships to help achieve a highly favorable outcome for the Company
- Transaction demonstrates FT Partners' continued success advising \$100mm+ financings

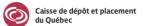
FTP Securities LLC

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



in its Series F minority investment from





TEMASEK

THIEL

for total consideration of

\$ 300,000,000



FT Partners Advises Billtrust on its Minority Financing

Overview of Transaction

- On May 25, 2017 Billtrust announced it has raised \$50 million in a minority financing round from Riverwood Capital
 - Riverwood joins existing investors, Edison Partners, Goldman Sachs and Bain Capital Ventures
- As part of this financing, Francisco Alvarez-Demalde of Riverwood joined Billtrust's Board of Directors
- Billtrust is the pioneer of payment cycle management, helping clients automate and accelerate their accounts receivable (AR) processes to increase cash flow, improve operational efficiency and increase customer satisfaction
- Riverwood Capital is a private equity firm that invests in high growth technology companies

Significance of Transaction

- The transaction will further help Billtrust expand as the leading independent provider of payment cycle management solutions
- Firmly positions the Company to continue to grow its core business (Quantum Payment Cycle Management) with expanded services as well as pursue opportunistic acquisitions and continue global expansion

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Billtrust and its Board of Directors
- FT Partners leveraged its deep knowledge, extensive experience and broad industry relationships to help achieve a highly favorable outcome for the Company
- Transaction demonstrates FT Partners' continued leadership in the Financial Management Solutions space

Financial Technology Partners LP

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



in its minority financing led by



for a total consideration of

\$ 50,000,000



FT Partners Advises Taulia in its Series E Financing

Overview of Transaction

- On January 14, 2016, Taulia (or "the Company") announced \$46mm in Series E financing led by Zouk Capital ("Zouk")
- New strategic and institutional investors joined the round, which included all existing institutional investors
- Taulia provides cloud-based invoice, payment, dynamic discounting and supplier finance solutions to corporations and their suppliers
- Zouk is a UK-based private equity and infrastructure fund manager with €600mm under management that seeks to capitalize on the global shift to greater resource efficiency

Significance of Transaction

- Taulia is seeing global demand increase exponentially; the Company will
 use this financing round to meet this demand and to further accelerate its
 rapid global expansion
- The funding follows another record year for Taulia, which continues to grow its top-line by more than 100%
- The Series E round brings Taulia's total funding to over \$130 million

FT Partners' Role

- FT Partners served as exclusive financial advisor to Taulia and its Board of Directors
- FT Partners continued its long-term relationship with Taulia, having previously advised Taulia on its Series D round
- FT Partners leveraged its deep knowledge of Taulia and the industry to help the Company manage investor interest and ensure a highly successful outcome

Financial Technology Partners LP

is pleased to announce its exclusive role as financial advisor to



in its Series E financing led by



for total consideration of approximately

\$46,000,000



FT Partners Advises KUBRA on its Sale to Hearst

Overview of Transaction

- On September 3, 2014, KUBRA announced its 80% sale to the Hearst Corporation ("Hearst")
- Backed by Clairvest, KUBRA provides billing and payment solutions to customers across multiple industry verticals via electronic and physical channels
- The Company has grown to be a leader in the emerging Customer Interaction Management industry

Significance of Transaction

- The acquisition increases Hearst's presence in both the billing and payments space (already owning CDS Global), while strengthening its foothold in the utilities vertical
- CDS Global provides customer relationship management solutions to publishers, direct marketing firms, etc.
- Clairvest realized proceeds equal to 13.5x invested capital and an internal rate of return ("IRR") of over 40% over eight years

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to KUBRA and its Board of Directors
 - FT Partners leveraged its deep knowledge, extensive experience (understanding all the unique aspects of the Company's billing, payments, outsourcing, customer interaction and electronic commerce businesses) and broad industry relationships to help achieve a highly favorable outcome for stakeholders
 - Successfully helped find a unique acquirer
- Transaction demonstrates FT Partners' continued success advising top-tier financial technology companies

Financial Technology Partners LP

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



in its 80% majority sale to

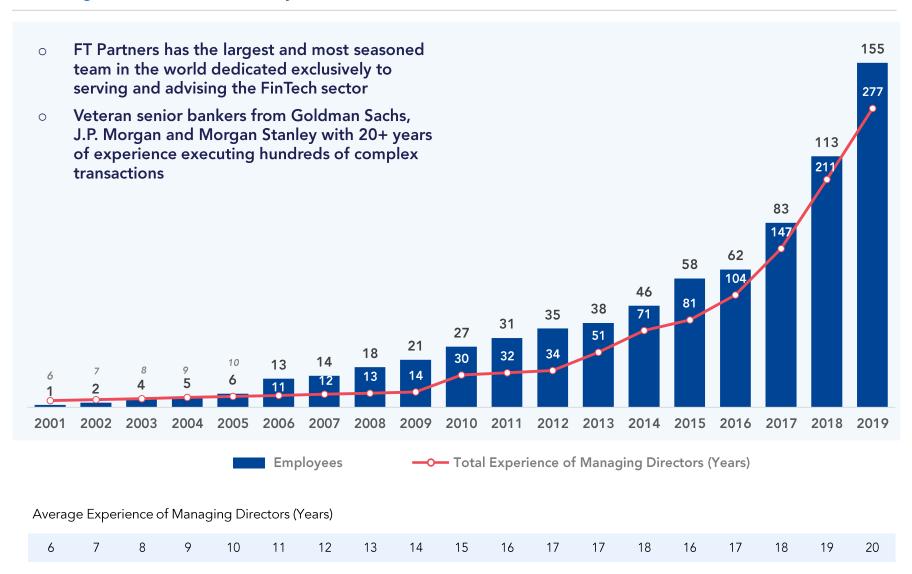




Award-Winning Investment Banking Franchise Focused on Superior Client Results

| LendIt | 2018 | Top Investment Bank in FinTech | | | |
|---------------------------|-------------|--|------------|--|--|
| | 2018 | Steve McLaughlin Ranked #1 for the Second Y | ear in a F | Row on Institutional Investor's FinTech 40 List | |
| Institutional Investor | 2017 | Ranked #1 on Institutional Investor's FinTech 40 List | | | |
| Institutional Investor | 2015 & 2016 | Ranked Top 5 on Institutional Investor's FinTech 35 List | | | |
| Annual Ranking | 2006 – 2008 | 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" | | | |
| | 2019 | Technology Deal of the Year | 2012 | Professional Services Deal of the Year, \$100 mm+ | |
| | 2018 | Corporate / Strategic Deal of the Year | 2011 | Boutique Investment Bank of the Year | |
| | 2018 | Cross Border Deal of the Year | 2011 | Deal of the Decade | |
| 2019 | 2017 | Investment Banker of the Year | 2010 | Upper Middle Market Deal of the Year, \$500 mm+ | |
| - 2004 ANNUAL AWARDS | 2016 | Investment Banking Firm of the Year | 2010 | IT Services Deal of the Year, Below \$500 mm | |
| WINNER M&A Advisor Awards | 2016 | Cross Border Deal of the Year | 2010 | Cross-Border Deal of the Year, Below \$500 mm | |
| | 2015 | Dealmaker of the Year | 2007 | Dealmaker of the Year – Steve McLaughlin | |
| | 2015 | Technology Deal of the Year | 2007 | Business to Business Services Deal of the Year | |
| | 2014 | Equity Financing Deal of the Year | 2007 | Computer & Information Tech Deal of the Year, \$100 mm | |
| | 2014 | Professional Services Deal of the Year, \$100 mm+ | 2007 | Financial Services Deal of the Year, \$100 mm+ | |
| | 2012 | Dealmaker of the Year | 2004 | Investment Bank of the Year | |

The Largest FinTech Advisory Practice in the World



The FT Partners Senior Banker Team

| Name / Position | Prior Background | Experience / Education | Years of Experience |
|---|-------------------------------|--|---------------------|
| Steve McLaughlin Founder, CEO and Managing Partner | Goldman Sactis | Formerly with Goldman Sachs 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. | 24 |
| Mohit Agnihotri Managing Director | J.P.Morgan | Formerly Managing Director and Global Head of Payments Investment Banking at J.P. Morgan Wharton M.B.A | 17 |
| Kate Crespo Managing Director | RAYMOND JAMES® | Formerly with Raymond James' Technology & Services investment banking 13+ years of FinTech transaction execution experience Dartmouth M.B.A. | 17 |
| Larry Furlong Managing Director | Goldman Sachs | Formerly with Goldman Sachs in New York, London and Los Angeles from 1995-2004 Wharton M.B.A. | 23 |
| Osman Khan Managing Director | pwc | Formerly Managing Director and 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 | 22 |
| Randall Little Managing Director | J.P.Morgan | 12 years as FIG / Capital Markets FinTech investment banker at J.P. Morgan 10 years as financial services technology consultant at Sun Microsystems and Ernst & Young NYU Stern M.B.A. (MBA w/Distinction) | 23 |
| Andrew McLaughlin Managing Director | Deloitte. | 20+ years experience executing / implementing financial and operational strategy Formerly with Deloitte Consulting | 13 |
| Amar Mehta Managing Director | J.P.Morgan | Formerly with J.P. Morgan's Technology (FinTech & Technology Services) team in New York 7+ years of FinTech transaction execution experience MBA from IIM-K (India), Bachelor's in Computer Engineering from NTU (Singapore) | 15 |
| Mike Nelson Managing Director | SUNTRUST | Formerly head of FinTech M&A at SunTrust Robinson Humphrey Kellogg M.B.A. | 19 |
| Timm Schipporeit Managing Director | Morgan Stanley Index Ventures | Formerly with Morgan Stanley as Senior Executive Director of European Technology Investment Banking Team in London Formerly a Venture and Growth Investor focused on FinTech at Index Ventures | 16 |
| Greg Smith Managing Director | Merrill Lynch J.P.Morgan | Formerly award winning Equity Research Analyst at Merrill Lynch, J.P. Morgan and Hambrecht & Quist 20+ years of experience covering FinTech as both an Analyst and Investment Banker | 23 |
| Fim Wolfe Managing Director | Goldman Sachs | Formerly with Goldman Sachs from 2000-2002 40 Under 40 M&A Advisor Award Winner 2013 Harvard M.B.A. | 17 |