

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

# smart2pay

on its sale to



### Smart2Pay's Sale to Nuvei

#### Overview of Transaction

- On November 2, 2020, Nuvei Corporation (TSX: NVEI and NVEI.U), the global payment technology partner of thriving brands, today announced it has completed the previously announced acquisition of Coöperatieve Vereniging Smart2Pay Global Services U.A. ("Smart2Pay")
- Headquartered in Amsterdam, Netherlands, Smart2Pay provides merchants, marketplaces, banks and PSPs access to a broad suite of alternative and international payment methods through its one stop shop payment solution
  - Smart2Pay's API connection allows customers to seamlessly integrate with its platform and get access to 200+ payment methods globally and collect funds in 80+ countries
- Nuvei is a global provider of payment technology solutions to merchants and partners in North America, Europe, Asia Pacific and Latin America
  - Nuvei's proprietary platform offers direct connections to all major payment card schemes and alternative payment methods in nearly 150 currencies, processing more than \$35 billion transactions annually for its 50,000 customers

#### Significance of Transaction

- The acquisition is highly strategic and will strengthen Nuvei's presence in highgrowth digital commerce verticals and further expands the Company's geographic footprint in additional regions
- Furthermore, the transaction creates one of the largest and most complete alternative payment method (APM) solution providers in the world, with 450 APMs supporting online merchants in more than 200 global markets.

#### FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Smart2Pay
- This transaction underscores FT Partners' deep Payments domain expertise and its successful track record advising cross-border transactions

## Financial Technology Partners LP

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



on its sale to





#### FT PARTNERS ADVISES

### **Smart2Pay Overview**

### smart2pay

#### **Company Overview**

## smart2pay

Headquarters: Amsterdam, Netherlands

Founded: 2002

- Smart2Pay is a one stop shop payment solution for merchants, marketplaces, banks and PSPs providing them access to a broad suite of alternative and international payment methods, collection, reconciliation, settlement, and reporting / risk management
- Smart2Pay offers these services to three main types of customers:
  - i. Merchants that want to offer online payments and give their customers access to Smart2Pay's suite of payment methods
  - ii. Banks and PSPs with limited online or APM capabilities to support worldwide collection and processing of payments of their merchants (white label solution)
  - iii. Online marketplaces that encompass many individual merchants

Select Merchants & Partners















#### Select Payment Methods Offered

























### Offering Overview:



## Online payment processing

- Single API for merchants to connect with 200+ global payment methods
- Processing services for merchants, Banks, PSPs and marketplaces
- Recurring and direct debit functionality
- Multi (local) card acquiring routing functionality



#### Integration

- o 1 contract
- 1 week of integration; <1 week via plug-in or direct
- Marketplace automated boarding
- Instant API onboarding for merchants of banks and PSPs
- HPP/semi-hosted/host2host simultaneously via 1 API for all methods



## Security & monitoring

- Fraud prevention
- Customizable anti-fraud engine
- Machine learning transaction monitoring
- o Dynamic 3D Secure
- Conversion analytics
- Secure processing



## Additional services

- Dynamic currency conversion
- o Customizable UI
- Tokenization
- Collection and reconciliation
- Shopping cart plugins
- Refund functionality
- White label / localized Marketplace platform
- Flexible invoicing

#### **FT PARTNERS ADVISES**

### **Nuvei Overview**

### smart2pay

#### **Company Overview**



CEO: Philip Fayer
Headquarters: Montreal, Canada

Founded: 2003

- Nuvei is a global provider of payment technology solutions to merchants and partners in North America, Europe, Asia Pacific and Latin America
- The Company's proprietary technology platform provides a single point of connectivity for in-app, eCommerce, in-store and mobile payments
- The Company has 450+ local and alternative payment methods, 150+ currencies and connections to 200+ global acquiring partners
- Nuvei serves industries such as Financial Services, Social Gaming, Digital Media, Online Marketplaces, Regulated Gaming and Travel

### **Key Metrics**

200 50,000 Global Markets Customers

450 150
Payment Methods Currencies

800+ Employees

\$35 billion
Annual Total Volume

#### Solutions Overview

### Nuvei's Fully Integrated Payments Engine



#### **Global Gateway**

- ✓ Gateway
- ✓ Global Tokenization
- ✓ Smart Routing Tool



#### **Payout**

- ✓ Payout
- ✓ Instant Disbursement



Risk Management & Compliance

- ✓ Identity Manager
- ✓ Fraud Management Tools
- ✓ Smart 3Ds
- ✓ Chargeback Management



**Acquiring & APMs** 

- ✓ Front-End Processing
- ✓ Alternative Payment Methods
- ✓ PayLink
- ✓ Back-End Processing



#### **Currency Management**

- ✓ Multi-Currency Pricing
- Dynamic Currency Conversion



#### Other Value-Added Services

- ✓ Recurring Billing Tools
- ✓ Decline Recovery
- ✓ Split Funding
- ✓ Reconciliation Manager

#### FT PARTNERS ADVISES

### **Novacap Overview**

### smart2pay

#### **Overview**





Pascal Tremblay President, Managing Partner



Francois LaFlamme Senior Partner



**Michel Cote** Senior Partner



**Ted Mocarski** Senior Partner



**David Lewin** Partner



David Brassard Vice President

#### Locations

Quebec City, Quebec (HQ)

• Toronto, Canada

#### **About**

- Founded in 1981, Novacap is a buyout and growth equity firm based in Montreal with \$1.6 billion in AUM
- Novacap considers almost all industries as well as having a specialized group focused solely on TMT
- Employs a strict value-add approach with each of its portfolio companies in everything from global market expansion and building a strong management team to maximizing operations and growth
- The investment team commits to long term capital support in order to fully realize maximum growth potential for portfolio companies

#### **Investment Preferences**

#### Investment Criteria

Fund Size: \$840mm

Fund Raised: 2017

**Investment Range:** \$25 – 120mm

Revenue: NA

EBITDA: \$8mm+

#### General Preferences 1

Control: Majority, Minority

Geography: North America

Transaction Type: Growth, Buyout

Industry Focus: Technology, Media,

Telecommunication, Consumer Services, Healthcare Services,

Logistics,

Chemicals, Energy, Software, Retail, Restaurants, IT

Services

#### Selected Recent Investments / Exits

#### FinTech / Financial Services Investments<sup>2</sup>

Date	Company	Deal Amt. <sup>3</sup>	Board Rep.	Sector
12/19	Nuvei (Growth)**	\$270	NA	Pymts
09/17	Nuvei (Growth)**	NA	NA	Pymts
07/16	Firmex (BDC Capital, VERTU Capital)*	NA	NA	ВРО
10/05	Tenrox (Early)	4	NA	FMS

#### Other Notable Investments<sup>2</sup>

Date	Company	Deal Amt. <sup>3</sup>	Board Rep.	Sector
01/19	EmeraldCube Solutions (LBO)	NA	NA	Software
11/18	Clario (LBO)	NA	NA	Software
06/18	Horizon Telecom (LBO)	NA	NA	TMT
02/18	Mailhot Industries (LBO)	NA	NA	Energy
04/17	Core Services (MBO)	NA	NA	IT
06/16	Syntax Systems (Growth)	NA	NA	Cloud Platform
02/16	Intelerad Medical Systems (Growth)	NA	Pascal Tremblay	HCIT
12/15	Host.net (Secondary)	NA	Samuel Nasso Stephane Tremblay	Cloud Platform
11/15	Onstream Pipeline Inspection Services (Growth)	NA	David Lewin Pascal Tremblay	Comm Services
09/15	Smyth Companies (Growth)	NA	NA	Design

**FT PARTNERS ADVISES** 

### smart2pay

### Caisse de dépôt et placement du Québec (CDPQ) Overview

#### **Overview**



Caisse de dépôt et placement du Québec



**Michael Sabia** President & CEO



Charles Émond
Executive VP,
Private Equity and
Strategic Planning



**Jean Potvin** Managing Director, Funds, Private Equity



Stephanie Desrosiers Managing Director, Strategy & Execution

#### Locations

- Quebec City, Quebec (HQ)
  - New York, NY •
- Dongcheng, China
- Montreal, Quebec
- Paris, France
- Mumbai, India

#### **About**

- Founded in 1965 by the Quebec government to manage the funds of the Quebec Pension Plan
- Employs a wide investment mandate with strategies including private and public equities, fixed-income and real estate
- Manages more than \$300 bn in total assets and has invested in nearly 4,000 companies
- Participates and leads transactions across all stages of company development, from late-stage venture to large buyout

#### **Investment Preferences**

#### Investment Criteria

**AUM:** \$309,500 mm

Fund Raised: NA

**Investment Range:** \$75 – 150mm

(Growth),

\$750mm+ (Buyout)

Revenue: NA

EBITDA: NA

General Preferences 1

Control: Minority, Majority

Geography: Global

Transaction Type: Venture, Growth,

Buyout/LBO, PIPE,

Secondary

Industry Focus: Agnostic

#### Selected Recent Investments / Exits

FinTech / Financial Services Investments 2

Date	Company	Deal Amt. <sup>3</sup>	Board Rep.	Sector
12/19	Nuvei (Growth)**	\$270	NA	Pymts
10/19	Constellation Insurance Holdings (Platform Creation)	500	NA	Ins
09/19	Element AI (Series B)	151	NA	Ins
07/19	<b>AlayaCare</b> (Secondary - Private)	14	NA	HCIT
07/19	AlayaCare (Later VC)	25	NA	HCIT
06/19	Dialogue (Series B)	30	NA	HCIT
11/18	Plusgrade (Growth)	152	NA	FMS
12/17	Innocap (Buyout)	NA	NA	CapMkts
12/17	Hyperion Insurance Group (Minority)	400	NA	Ins
10/17	<b>LightSpeed POS</b> (Later VC)**	166	NA	Pymts
09/17	Nuvei (Growth)	NA	NA	Pymts
06/17	AvidXchange (Growth)	300	NA	FMS
09/16	Sedgwick Claims Management Services (Growth)	500	NA	Ins
09/15	LightSpeed POS (Growth)**	61	NA	Pymts
05/12	CGI Group (Late Stage)	1,000	NA	ВРО

### FT Partners Advises Pivotal Payments (nka Nuvei) on its Investment

#### Overview of Transaction

- On September 26, 2017, Pivotal Payments announced that it has received a strategic investment from Novacap and Caisse de Depot et Placement du Quebec (CDPQ) which values the Company at approximately C\$525 million
- Founded in 2003 and headquartered in Montreal, Canada, Pivotal Payments is a leading provider of technology-driven, end-to-end payment processing solutions
  - With operations throughout North America and Europe, Pivotal serves more than 50,000 merchants and enables over \$14 billion in transactions on its various platforms every year
- Novacap is a leading Canadian private equity firm with \$2.26 billion of assets under management
- Caisse de dépôt et placement du Québec (CDPQ) is a long-term institutional investor that manages funds primarily for public and parapublic pension and insurance plans

#### Significance of Transaction

- The new shareholders, who have extensive expertise in international business expansion, will enable Pivotal to pursue its plan to acquire new payment and FinTech solutions and expand into new markets
- Pivotal Payments represents the second transaction completed between FT Partners and CDPQ in 2017 and represents CDPQ's ongoing investment in tech-enabled businesses

#### FT Partners' Role

- FT Partners has served as the exclusive strategic and financial advisor to Pivotal Payments and its board of directors for over eight years, advising the Company through several acquisitions and other financial processes
- This transaction further supports FT Partners' continued success advising prominent companies in the Payments and Merchant Acquiring space and highlights the long-term nature of many of the Firm's advisory relationships

## FTP Securities LLC

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



in its strategic investment from





valuing the company at approximately

C \$525,000,000



**Nuvei IPO Case Study: Executive Summary** 

## nuvei

- On September 17, 2020, Nuvei raised \$700 million in its IPO
  - The Company priced the offering at \$26 per share, above the initial filing range of \$20 22 per share, valuing the Company at approximately \$3.3 billion
  - The Company's stock soared roughly 31% on its first day of trading and closed at \$34.14, valuing the company at approximately \$4.3 billion
- Nuvei listed its stock on the Toronto Stock Exchange under the ticker NVEI
  - The Company plans to use net proceeds from the offering to repay debt
  - Nuvei's IPO is the largest Canadian technology IPO in the history of the TSX
- Nuvei completed a \$270 million equity financing deal in December from its existing shareholders, Canadian private equity firm Novacap and Caisse de dépôt et placement du Québec, one of the largest Canadian institutional investors
  - The deal valued the Company at \$2 billion and enabled Nuvei to accelerate its growth

### **Nuvei IPO Case Study: IPO Overview**

#### **Key IPO Statistics**

CEO:	Philip Fayer
Headquarters:	Montreal, Canada
Founded:	2003
Employees:	765
Prospectus File Date:	September 1, 2020
Ticker:	TSX:NVEI
Proceeds:	\$625 million (including \$75 million Secondary Offering) <sup>(1)</sup>
Shares:	26,923,077
Filing Range	\$20.00 – \$22.00
Listing Date:	September 17, 2020
Offer Price:	\$26.00

#### **Use of Proceeds**

Nuvei intends to use the net proceeds to deleverage the Company's financial position by repaying term loans under the First Lien Credit Facilities and Second Lien Credit Facility and repaying indebtedness outstanding under its revolving credit facility.

The Stock Exchange of Toronto Limited

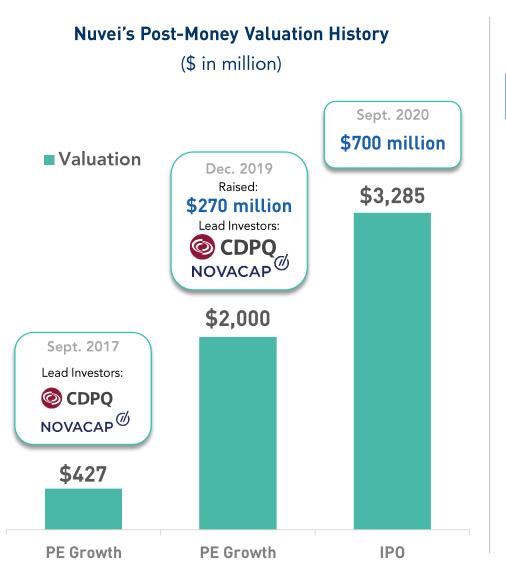
**Application Proof of** 

Nuvei Corp.



Philip Fayer
Chief Executive Officer
1100 René-Lévesque Blvd W,
Montreal, Quebec H3B 4N4
Canada

### **Nuvei IPO Case Study: Selected Transaction History**



## Nuvei's Selected Recent FinTech Acquisitions

Country	Company	Amount (\$ mm)	Date
	smart2pay	NA	May 2020*
*	SafeCharge	\$889	August 2019
	cpn	NA	March 2014
	VISION BANKCARD.	NA	January 2010
*	Tangerine*	12	March 2009

<sup>\*</sup>Expected to close in the second half of 2020

### Nuvei IPO Case Study: Management Team

### Philip Fayer Chief Executive Officer



- Philip Fayer founded Nuvei, then called Pivotal Payments, in 2003 to make payment processing more accessible to small and mid-sized businesses
- Philip Fayer was named one of Canada's Top 40 Under 40 for 2009 and received the Ernst & Young award for Emerging Business in 2003

**David Schwartz**Chief Financial Officer



- David Schwartz joined Nuvei in 2018 to serve as Chief Financial Officer
- Prior to Nuvei, David held multiple CFO positions, first at Optimal Payments, then TouchTunes Music Corporation, then Aldo Group until 2018
- Before that, he served as a Director of M&A at BCE Emergis and Manager of Financial Advisory services at PWC.

Mark Pyke President, North America



- Mark Pyke is responsible for Nuvei's revenue, product and M&A activities in North America
- Prior to joining Nuvei in 2018, Mark held multiple President positions at Strategic Consulting, TSYS, Payments Acquisitions Management and Bank of America Merchant Services
- Mark graduated from Northeastern University with a BSBA in Finance Accounting and received his MBA from the University of Michigan

**Yuval Ziv**Managing Director, Digital Payments



- Yuval Ziv currently services as Managing Director of Digital Payments in the Bulgaria office
- Prior to his current role, Yuval served as the Managing Director of Global Acquiring, COO, VP of Business Development at Nuvei
- Before Nuvei, Yuval was the VP of Operations & Business Development at Gate2shop

Keith Birdsong Chief Technology Officer



- Keith Birdsong has served as Nuvei's Chief Technology Officer for the last 10 years
- Prior to joining Nuvei, Keith held roles at United American Insurance, KLJC and Heartland Payment Systems
- Keith started his career at EDS, where he developed his skills as a Systems Engineer

Phil Atherton
Global Compliance Officer



- Phil Atherton serves as the Global Compliance Officer at Nuvei
- Prior to his current role, Phil served as the Chief Risk Officer
- Before joining Nuvei in 2016, Phil was the Payments Networks Director at Barclaycard, the Head
  of Scheme Compliance & Management at WorldPay and the Head of Compliance & Scheme
  Management at RBS Worldpay

### **Nuvei IPO Case Study: Market Opportunity**

#### Accelerated Growth in Mobile Commerce and **eCommerce**

The global mobile commerce and eCommerce market is expected to increase from \$3.4 trillion in 2019 to \$6.3 trillion in 2024, representing a CAGR of ~13% (1)



#### Dominance of Online Marketplaces and the Globalization of Commerce

- Sales on marketplace websites accounted for 57% of global online sales in 2019
- The top 100 online marketplaces, including Amazon, eBay and Alibaba, among others, accounted for approximately \$2.0 trillion in sales globally
- Nuvei is one of the only payment providers with an end-toend suite of solutions for online marketplaces that includes global payout, split funding and currency management

### Multiple Catalysts of Growth in Regulated Online **Gaming and Other Regulated Verticals**

- The growth in regulated online gaming is accelerating due to the ongoing shift away from brick and mortar casinos and betting shops towards online and mobile platforms
- According to Grand View Research, the regulated online gaming market is expected to grow at a CAGR of 15.8% from 2020 to exceed \$173 billion by 2027
- Payment technology providers who can address the evolving needs of merchants in these verticals and serve merchants that are planning to expand into the U.S. and other new markets, are well positioned to continue to win market share

### IV. Global Expansion of the Social Gaming Market

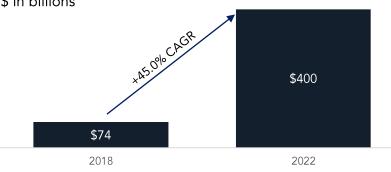
- The global social gaming market is large and growing, and is expected to generate ~\$159 billion in revenue in 2020, representing a 9.3% increase compared to 2019, according to Newzoo's Global Games Market Report
- According to Newzoo, by the end of 2020, there are expected to be 2.7 billion players across the globe, an increase of 135 million players compared to 2019
- Nuvei's expertise in the social gaming vertical and its ability to seamlessly and securely process in-app purchases, global ticket sales and membership fees and other related transactions can attract more software, game developers and other related merchants to its platform

### Nuvei IPO Case Study: Market Opportunity (cont.)

#### V. Rise of Alternative Payment Methods

- New technology developments are resulting in a proliferation of alternative payment methods (APMs) that are transforming the customer experience
- New APMs, including e-Wallets such as Apple Pay, Google Pay, WeChat Pay, Alipay and Paytm, and functionalities such as NFC, QR codes and zero- or oneclick checkouts, are fueling global commerce today
- A 2018 report from McKinsey estimated that in-person use of digital wallets in the United States will increase at a 45% compound annual growth rate to reach \$400 billion in annual flows by 2022
- Nuvei's omnichannel technology platform, which provides access to 450 APMs, enables merchants to capitalize on these emerging commerce opportunities

## Annual Transactions by Digital Wallets \$ in billions



#### VI. Increasing Demand for Integrated Payments Solutions

- The software-as-a-service ("SaaS") delivery model has led to lower cost and easier access to complex technology solutions, including payment solutions, for businesses of varying forms and sizes
- At the same time, the proliferation of APIs has enabled integration between platforms offering payments and broader software offerings
- Businesses can now rely on a single integrated solution to manage various stages of the transaction cycle and backend operations

#### VI. Continued Consolidation in the Payments Industry

- Benefits of scale have led to an increasing level of M&A activity in the electronic payments industry, involving both small and large-scale payments technology providers
- Strategic, financial and non-traditional buyers have been active in the payments sector, targeting businesses that provide access to new verticals and markets, expand distribution and add new solutions and capabilities
- Nuvei has a successful record of identifying, executing and integrating acquisitions, and intends to continue to pursue acquisitions through a highly disciplined approach

### **Nuvei IPO Case Study: Competitive Strengths**





Full Stack
Technology
Platform with a
Single Integration

Through a single integration to the technology platform, Nuvei merchants can securely accept payments for goods and services sold online in nearly 150 currencies and settle locally in over 200 markets using its multi-currency pricing and processing solutions.





Modular Architecture with Open Access to Third Party Providers





Deep Domain Expertise and Thought Leadership in Mobile Commerce and eCommerce





Leadership in Serving Merchants Globally in Complex and Regulated Verticals





Technology-First Culture Driving Continuous Innovation

This allows Nuvei to offer merchants the flexibility to utilize its solutions on an ondemand, as-needed basis. As its merchants grow and expand its businesses globally, the Company can cross-sell services with minimal, if any, additional integration effort.

Nuvei offers a broad range of integrated payment solutions embedded with robust risk management and security tools that are designed to meet the precise use-case requirements of its eCommerce merchants selling goods and services globally.

Nuvei is part of a select group of payment providers that can serve complex verticals, including regulated online gaming, regulated FX trading and regulated financial services. Nuvei's technology-first culture is a key to its success as the Company seeks to innovate, differentiate and enhance its solutions on an ongoing basis to meet its merchants' current and future needs and maintain its competitive advantages.

**Nuvei IPO Case Study: Growth Strategies** 



### **Grow with Existing Merchants in High Growth Verticals**

Nuvei intends to grow alongside existing merchants and expect to benefit from sales growth and strong retention within selected high-growth end-markets, including regulated online gaming / sports betting, regulated FX trading, social gaming and online marketplaces. Nuvei merchants will adopt more solutions from the Native Commerce Platform as they enter into new markets and expand across emerging commerce channels. This provides Nuvei with significant cross-selling opportunities and should allow the Company to win more wallet share.



### Win New Merchants in Existing and New Geographies

Nuvei has significant experience in serving SMBs in North America and large enterprises in Europe. The Company intends to capture more market share in these merchant segments, as well as broaden its merchant base to include SMBs in Europe and large enterprises that have a presence in multiple markets.





### **Accelerate Pace of Product Innovation**

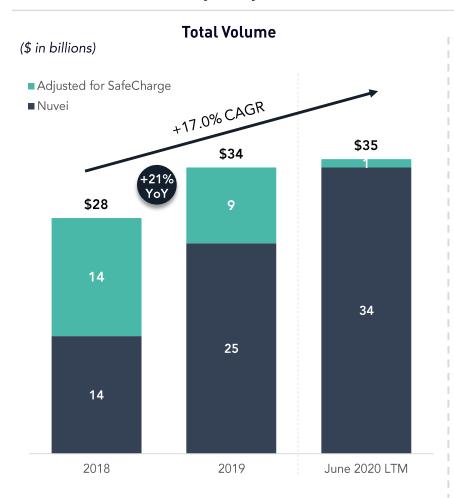
Nuvei plans to maintain its position as a leading provider of global payments solutions by offering innovative and comprehensive technology-driven solutions to its merchants.



#### **Pursue Strategic Acquisitions**

Nuvei has an established track record of successfully identifying, acquiring and integrating highly complementary businesses through a highly disciplined approach. The Company intends to target businesses that enhance its existing solutions, increase its presence within existing markets and verticals, add new resources and capabilities, grant the Company access to new markets and verticals, and expand its global direct and indirect distribution.

### **Nuvei IPO Case Study: Key Metrics**

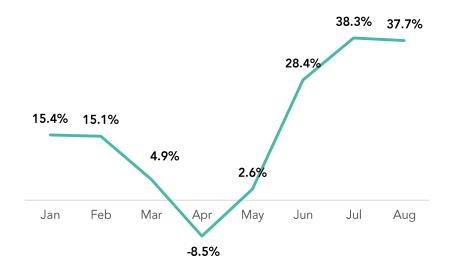


Mobile + eCommerce transactions account for 71% of the \$35 bn LTM total transaction volume

### Impact of COVID-19:

As a result of the COVID-19 pandemic and its impact on many of Nuvei's customers, the Company's year-over-year volume growth slowed in March 2020. However, the Total Volume growth recovered in June 2020 and stabilized at a rate well above the prior year's YoY growth.

### YoY Change in Total Volume (Jan 2020 – Jul 2020) (1)

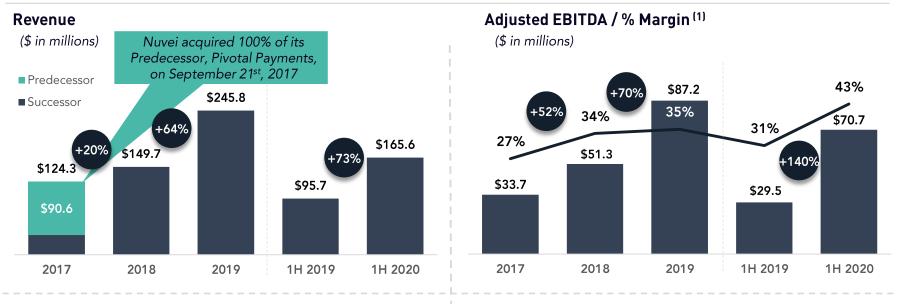


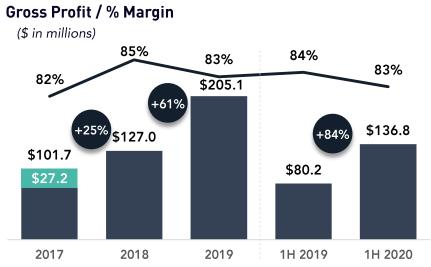
Source: Company prospectus

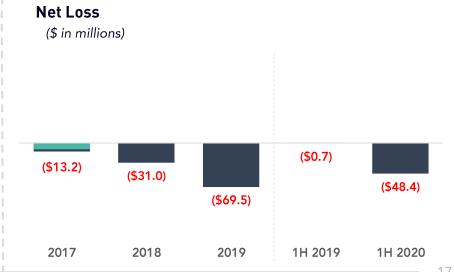
#### **FT PARTNERS ADVISES**

### **Nuvei IPO Case Study: Financial Overview**

### smart2pay







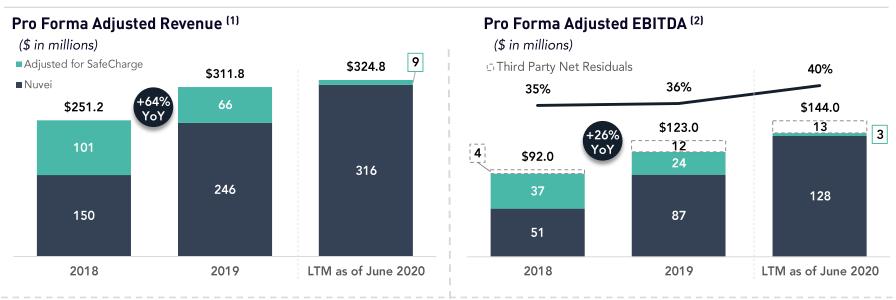
Source: Company prospectus; Fiscal year ends on December 31

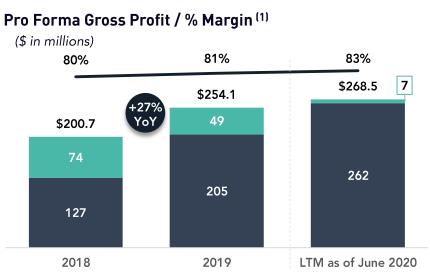
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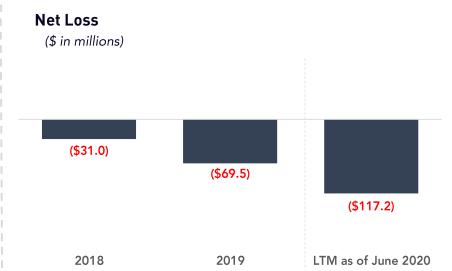
#### **FT PARTNERS ADVISES**

### Nuvei IPO Case Study: Pro Forma Financial Overview

### smart2pay







Source: Company prospectus; Fiscal year ends on December 31

<sup>1)</sup> Pro Forma Transaction Adjusted metrics are shown on a combined basis, including the Company's 2019 acquisition of SafeCharge as if it had occurred at the beginning of each period.

### **Overview of FT Partners**

### smart2pay

- 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





The Information



THE M&A ADVISOR **Numerous Awards for Transaction** Excellence including "Deal of the Decade"

Ranked #1 Most Influential Person in all of FinTech in Institutional Investors "FinTech Finance 40"

relies upon a variety of public sources, the accuracy of which cannot be guaranteed. No persons or entities should use the information in decision making without independent investigation or professional advice. This communication should not



### FT Partners - Focused Exclusively on FinTech

## FT Partners' International / Cross-Border Capabilities (Selected Examples) **smart2pay**

FT Partners' global presence offers capabilities reaching far beyond North America, as demonstrated by our numerous international clients and successful transactions with international firms & investors

Target	Buyer / Investor	International Aspect
smart2pay	nuvei	*
KSNET	payletter. STONEBRIDGE	# <b>*</b>
Currencycloud	VISA	
Interswitch	VISA	
Ebury	<b>♦</b> Santander	
<b>Fawry</b>	actis Malional Bank of Egin 📊 🐽 Banque Misr	
payworks	VISA	
iyzico	Pay <b>u</b> "	C*
allpago	bblo	
	NSIGHT DST	
GOCARDLESS	ADAMS STREET 6/	
nutmeg	CONVOY康宏	*
stone <sup>co.</sup>	ANT ANTAL	**
DEPOSIT SOLUTIONS	VITRUVIAN	
bblo	CÎTÎ VENTURES PayPal HPEGrowth Capital.	
<b>⊘</b> moneyfarm	Allianz (ii)   — endeavor   iii ardigen	
ContaAzul	TIGERGLOBAL @ endeavor	
PAYVISION Global Card Processing	ING 🦺	

### **Strong Presence Across EMEA**

### FT Partners has advised on a number of landmark transactions across EMEA

















































### Advisor of Choice for Leading FinTech Companies and Strategics

FT Partners has an extensive history advising on multi-billion dollar transactions, as well as representing numerous FinTech "Unicorns" with \$1 billion+ valuations

Selected Billion Dollar + Clients

#### Selected Transactions with Multi-Billion-Dollar Valuations

### **BLACKROCK**









sq<mark>u</mark>are trade

Finicity

avidxchange

**OpenLending** 









CAYAN





























Financial Technology Partners LP

FTP Securities LLC

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

OpenLending

Nebula Acquisition Corporation

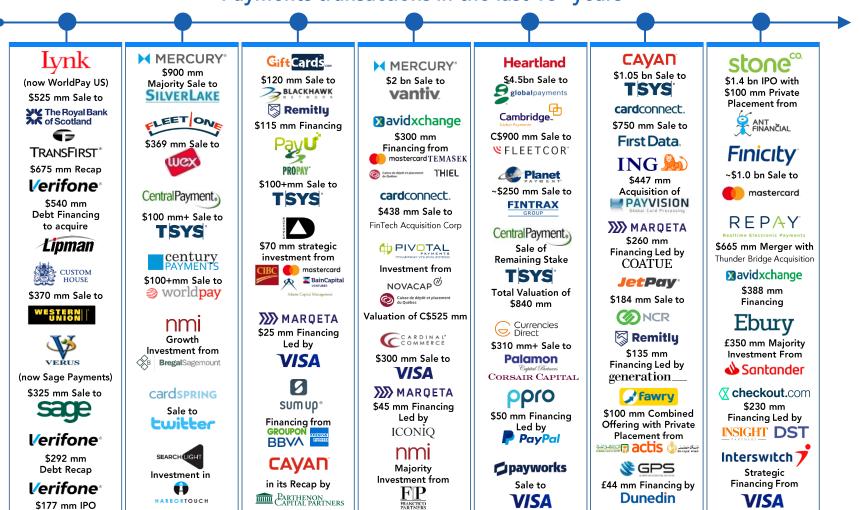
(NASDAQ: NEBU)

TRUE WIND



### **Timeline of Selected FT Partners Payments Transactions**

FT Partners has a history of executing on many of the most ground-breaking Payments transactions in the last 15<sup>+</sup> years



### **Ground-Breaking Payments Transactions Pioneered by FT Partners**

### smart2pay









One of the largest

strategic FinTech M&A

exits in EMEA

Financial Technology Partners LP

FTP Securities LLC

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

VERUS

\$ 325,000,000

The Only Investment Bank Fecused Exclusively on Financial Technolog

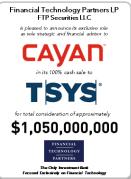




Largest FinTech Series A financing round in Europe



Landmark transaction following successful sale of CardConnect to a SPAC only a year earlier



Largest U.S. strategic merchant acquiring acquisition in over the last decade



First large-scale

transaction for an

integrated merchant

acquirer

First sale of a U.S. international software

Significant strategic investment for one of the most valuable FinTech companies in Africa



Unique process that began with 60% sale in 2012 followed by series of subsequent sales



Successful international IPO for a leading payments company in Brazil

Highly successful outcome following long-term advisory relationship through initial recap, rebranding and multiple acquisitions

merchant acquirer to an company; became Sage **Payments** 

First sale of a U.S. merchant acquirer to a large international financial institution; became Worldpay U.S.

Largest FinTech IPO in Egypt ever; Largest electronic payment network in Egypt

## FT Partners Advises Interswitch on its Strategic Minority Investment by Visa **smart2pay**

#### Overview of Transaction

- On November 12, 2019, Interswitch, an Africa-focused integrated digital
  payments company, and Visa (NYSE: V), announced a strategic partnership that
  will further advance the digital payments ecosystem across Africa
- As part of the agreement, Visa will acquire a significant minority equity stake in Interswitch at a total company valuation of \$1 billion
- Headquartered in Lagos, Nigeria, Interswitch is a leading tech-driven company focused on the digitization of payments in Nigeria and other African countries
- Founded in 2002, Interswitch disrupted the traditional cash-based payments value chain in Nigeria by introducing electronic payments processing and switching services
- Today, Interswitch is a leading player in Nigeria's developing financial ecosystem with omni-channel capabilities across the payments value chain, processing over 500 million transactions per month in May 2019
- In addition to its switching and processing services, Interswitch owns Verve, the largest domestic debit card scheme in Africa with more than 19 million cards activated on its network as of May 2019; Interswitch also operates Quickteller, a leading multichannel consumer payments platform, driving financial inclusion across Nigeria

#### Significance of Transaction

- The investment makes Interswitch one of the most valuable FinTech companies in Africa
- The partnership will create an instant acceptance network across Africa to benefit consumers and merchants and facilitate greater connectivity for communities

#### FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Interswitch
- This transaction underscores FT Partners' unparalleled domain expertise in the Payments space and successful track record of executing deals in emerging markets

### Financial Technology Partners LP FTP Securities LLC

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



on its strategic minority investment from



for a total enterprise value of

\$1,000,000,000



### 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

NEUBERGER BERMAN LONE PINE CAPITAL



for a total amount of

\$ 388,000,000



### FT Partners Advises Checkout.com on its \$230 million Series A Financing

#### **Overview of Transaction**

- On May 2, 2019, Checkout.com announced it has raised \$230 million in Series A financing led by Insight Partners and DST Global with participation from GIC, Endeavor Catalyst, Blossom Capital and other strategic investors
- This is the first inancing round for Checkout.com since its foundation in 2012
- Headquartered in London, UK, Checkout.com offers the world's most comprehensive cross-border payment solution for digital commerce
  - The Company specializes in accepting, acquiring and processing international and local payments and also provides fraud management tools, analytics and comprehensive reporting features for merchants
  - Checkout.com is a direct acquirer of all major card schemes, accepting international cards, local card schemes and many of the most popular global alternative payment methods
  - Checkout.com handles every step of the payment process on a proprietary technology platform, so merchants benefit from feature parity across regions, faster processing speeds, greater reliability, and full data visibility

#### Significance of Transaction

- This financing will enable Checkout.com to continue its rapid growth in Europe, the US and the Middle East, with further expansion into Asia and Latin America
- This transaction is the largest ever Series A Financing round for a Technology or FinTech company in Europe

#### FT Partners' Role

- FT Partners served as sole strategic and financial advisor to Checkout.com
- This transaction underscores FT Partners' unparalleled track record in the Payments space and highlights the Firm's strong capabilities in finding the best investors for our clients worldwide

## FTP Securities LLC.

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



in its Series A Financing led by



with participation from







for total consideration of

\$230,000,000



### FT Partners - Focused Exclusively on FinTech

### FT Partners Advises iyzico on its \$165 million Sale to PayU

### smart2pay

#### Overview of Transaction

- On June 11, 2019, PayU announced the acquisition of iyzico for a total consideration of \$165 million
  - The transaction is expected to close in the coming months, subject to regulatory approval
- Headquartered in Istanbul, Turkey, iyzico provides secure payments to over 300 marketplace merchants (with over 400,000 subsellers of different sizes) as well as 30,000 online merchants which are using its checkout solution
- PayU, the FinTech and electronic payments arm of internet and media conglomerate Naspers (JSE: NPN), is the leading online payment service provider in 18 high growth markets, dedicated to creating a fast, simple and efficient payment process for merchants and buyers
- With more than 250 payment methods, PayU has more than 1,800 payment specialists based in local markets supporting PayU's 300,000+ merchants and the millions of consumers making online payments

#### Significance of Transaction

- Complementing PayU's own digital offering, the deal will allow PayU to not only strengthen its presence in Turkey but accelerate its SMB business with iyzico's automated solutions and cross-border product suite
- The acquisition, which adds to PayU's \$500 million investment portfolio, is a further step in the Company's mission to become both the number one payments provider in every market in which it operates and the world's leading FinTech investor
- The acquisition will also allow PayU to consolidate its position as a leader in the Turkish payments space and accelerate scale and efficiency across its payments business in Europe, the Middle East and Africa (EMEA)
- iyzico's Series A round investors, including Speedinvest, realized an 11x return on their investment through the acquisition

#### FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to iyzico
- The transaction highlights FT Partners' continued success advising leading Payments companies across emerging markets

## Financial Technology Partners LP FTP Securities LLC

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



in its sale to



for total consideration of

\$165,000,000



### FT Partners Advises Currencycloud on its \$80 million Series E Financing

#### Overview of Transaction

- On January 27, 2020, Currencycloud announced it has raised \$80 million in a Series E financing round with new investors including Visa, IFC, BNP Paribas, SBI Group, and Siam Commercial Bank
  - Existing investors Notion Capital, GV, Sapphire Ventures, Accomplice, Anthemis and others also participated in the round
- Launched in 2012, Currencycloud is a comprehensive B2B cross-border infrastructure solution with 85 different APIs across four modules - collect, convert, manage and pay
- Currencycloud is headquartered in London and regulated in Europe, the U.S. and Canada and has processed more than \$50 billion to over 180 countries
  - With innovative APIs and a full-stack technology platform, Currencycloud removes the complexity from international transactions and allows businesses to focus on their core operations
  - Currencycloud serves more than 400 institutional clients including the largest traditional banks, digital challenger banks, FinTech and FX firms and has recently added Visa, Bottomline, and Dwolla as customers

#### Significance of Transaction

- The new capital will enable Currencycloud to strengthen its position as the market leader in embedded cross-border payments, by expanding its portfolio of emerging payment methods and developing its partner ecosystem
- The transaction demonstrates strong recognition for Currencycloud across the industry from payment leaders, traditional banks and technology investors

#### FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Currencycloud
- This transaction underscores FT Partners' strong domain expertise and unrivaled track record in the FX / Cross Border Payments space

### Financial Technology Partners LP FTP Securities LLC

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



on its Series E Financing with new investors including







for a total amount of

\$80,000,000



### FT Partners Advises GoCardless on its \$75.5 million Series E Financing

#### **Overview of Transaction**

- On February 18, 2019, GoCardless announced it has raised \$75.5 million in Series E financing led by Adams Street Partners and GV (Google Ventures) with participation from new investor Salesforce Ventures along with existing investors Accel, Balderton Capital, Notion Capital, and Passion Capital
  - This financing brings GoCardless's total funding to \$122.5 million
- Headquartered in London, UK, GoCardless is a global payments platform offering cloud-based solutions that enable customers to seamlessly take recurring payments through bank debit
  - With clients ranging from small businesses to household names such as Thomas Cook, TripAdvisor and the Guardian, GoCardless brings together a range of bank debit schemes globally
  - GoCardless's API-based software platform makes it easy for customers to take online recurring payments, such as invoices, subscriptions and installments through bank debit

#### Significance of Transaction

 This financing will enable GoCardless to expand into new markets across North America, Europe, and Australia and New Zealand, grow its talent base, and invest in product and partner development as the Company executes on its vision to become the global leader in recurring payments

#### FT Partners' Role

- FT Partners served as sole strategic and financial advisor to GoCardless
- This transaction underscores FT Partners' unparalleled track record in the Payments space with another great outcome for our client and highlights the Firm's strong capabilities in finding the right investors for our clients worldwide

## Financial Technology Partners LP

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

## **GO**CARDLESS

in its Series E Financing led by





for total consideration of

\$75,500,000



### FT Partners Advises Marqeta on its Financial Investment From Mastercard

### smart2pay

#### Overview of Transaction

- On October 8, 2020, Marqeta announced it has secured a financial investment from Mastercard in conjunction with an extended global partnership between the two companies to expand into new geographies, open access to new products, and launch additional card programs together
  - Since 2014, Marqeta and Mastercard have been working together to help FinTech companies, digital banks and commerce disruptors across North America and Europe bring innovative card products and programs to market
- Founded in 2010, Marqeta is the first global modern card issuer, powered by an issuer processor platform

#### Significance of Transaction

- Beginning in Asia Pacific, the two companies will expand their collaboration into multiple new geographies, optimizing for global scale and driving efficiencies across their businesses to better serve the market
- Additionally, Mastercard will help expedite Marqeta's international expansion by streamlining its global network certification process

#### FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Marqeta and its board of directors
- This transaction demonstrates the long-term nature of many of FT Partners' client relationships and highlights our deep domain expertise and transactional excellence across FinTech and the Payments sector

## FTP Securities LLC

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



on its financial investment from





### FT Partners' Recent Awards and Recognition

### **Bloomberg**

### **Bloomberg**

- o 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

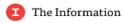
## Institutional Investor





### The FinTech Finance 40:

Steve McLaughlin ranked #1 in 2017 and 2018





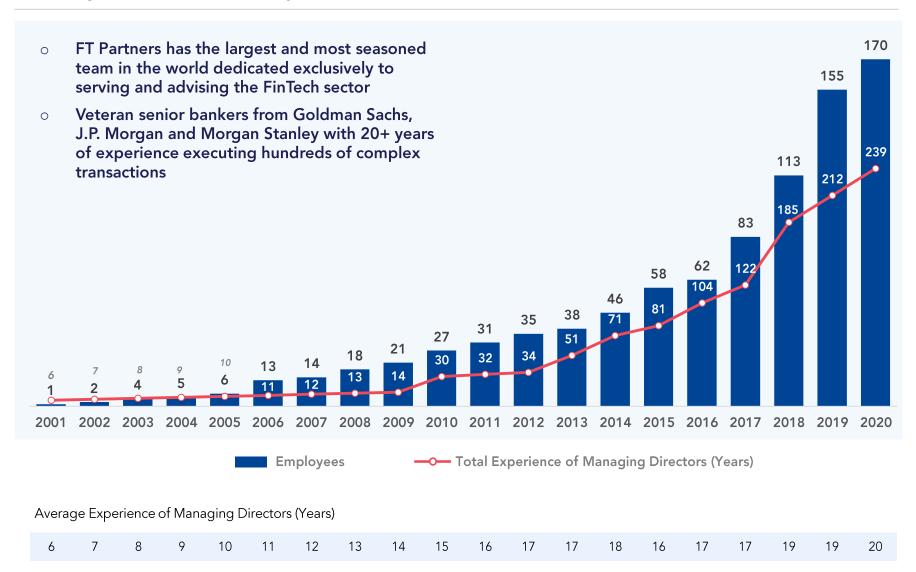
### The Information's "Silicon Valley's Most Popular Dealmakers"

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

### FT Partners - Focused Exclusively on FinTech

### The Largest FinTech Advisory Practice in the World

smart2pay



## FT Partners – Focused Exclusively on FinTech

### The FT Partners Senior Banker Team

### smart2pay

Name / Position	Prior Background	Experience / Education	Years of Experience
<b>Steve McLaughlin</b> Founder, CEO and Managing Partner	Goldman Sachs	<ul> <li>Formerly with Goldman Sachs in New York and San Francisco from 1995-2002</li> <li>Formerly Co-Head of Goldman Sachs' Financial Technology Group (#1 market share)</li> <li>Wharton M.B.A.</li> </ul>	25
<b>Mohit Agnihotri</b> Managing Director	J.P.Morgan	<ul> <li>Formerly Managing Director and Global Head of Payments Investment Banking at J.P. Morgan</li> <li>Wharton M.B.A</li> </ul>	18
<b>Kate Crespo</b> Managing Director	RAYMOND JAMES®	<ul> <li>Formerly with Raymond James' Technology &amp; Services investment banking</li> <li>14+ years of FinTech transaction execution experience</li> <li>Dartmouth M.B.A.</li> </ul>	18
<b>Larry Furlong</b> Managing Director	Goldman Sachs	<ul> <li>Formerly with Goldman Sachs in New York, London and Los Angeles from 1995-2004</li> <li>Wharton M.B.A.</li> </ul>	24
<b>Osman Khan</b> Managing Director	pwc	<ul> <li>Formerly Managing Director and Head of FIG M&amp;A at Alvarez &amp; Marsal</li> <li>15+ years FIG deal, consulting and assurance experience at PwC</li> <li>40 Under 40 M&amp;A Advisor Award Winner in 2013</li> </ul>	23
Randall Little Managing Director	J.P.Morgan	<ul> <li>12 years as FIG / Capital Markets FinTech investment banker at J.P. Morgan</li> <li>10 years as financial services technology consultant at Sun Microsystems and Ernst &amp; Young</li> <li>NYU Stern M.B.A. (MBA w/Distinction)</li> </ul>	23
Andrew McLaughlin Managing Director	Deloitte.	<ul> <li>20+ years experience executing / implementing financial and operational strategy</li> <li>Formerly with Deloitte Consulting</li> </ul>	14
<b>Amar Mehta</b> Managing Director	J.P.Morgan	<ul> <li>Formerly with J.P. Morgan's Technology (FinTech &amp; Technology Services) team in New York</li> <li>7+ years of FinTech transaction execution experience</li> <li>MBA from IIM-K (India), Bachelor's in Computer Engineering from NTU (Singapore)</li> </ul>	15
<b>Mike Nelson</b> Managing Director	SUNTRUST	<ul> <li>Formerly head of FinTech M&amp;A at SunTrust Robinson Humphrey</li> <li>Kellogg M.B.A.</li> </ul>	20
<b>Timm Schipporeit</b> Managing Director	Morgan Stanley Index Ventures	<ul> <li>Formerly with Morgan Stanley as Senior Executive Director of European Technology Investment Banking Team in London</li> <li>Formerly a Venture and Growth Investor focused on FinTech at Index Ventures</li> </ul>	17
<b>Greg Smith</b> Managing Director	Merrill Lynch J.P.Morgan	<ul> <li>Formerly award winning Equity Research Analyst at Merrill Lynch, J.P. Morgan and Hambrecht &amp; Quist</li> <li>20+ years of experience covering FinTech as both an Analyst and Investment Banker</li> </ul>	24
<b>Tim Wolfe</b> Managing Director	Goldman Sachs	<ul> <li>Formerly with Goldman Sachs from 2000-2002</li> <li>40 Under 40 M&amp;A Advisor Award Winner 2013</li> <li>Harvard M.B.A.</li> </ul>	18