FT PARTNERS FINTECH INDUSTRY RESEARCH

December 27, 2018



Carta Secures \$80 million in Series D Financing Led by Meritech and Tribe Capital





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 17 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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Carta Raises \$80 million in Series D Financing

FT PARTNERS RESEARCH



Transaction Summary

Transaction Summary

- On December 27, 2018, Carta announced that it has raised an \$80 million Series D funding round led by Meritech Capital Partners and Tribe Capital, with participation from existing investors
 - According to the Company, the latest round values Carta at \$800 million (1)
- Carta, formerly called eShares and founded in 2012, began by offering services for issuing electronic stock certificates instead of paper stock grants to employees and investors of private companies
- In 2017, the Company rebranded to Carta, as it continued to expand its product offering from electronic stock certificates
- With the new financing, Carta will continue to expand its focus on transforming how ownership management works for investors and companies
 - Carta plans to launch additional products for investors, particularly for collecting data from their portfolio companies and managing back office functions
 - Additionally, Carta plans to develop its transfer agent and equity administration products and services, which will help to ensure a smooth transition for its private clients that go public

Financing History

Date	Amount (\$ in mm)	Stage	Selected Investor(s)	
12/27/18	\$80	Series D Meritech Capital Partners, Tribe Capital		
10/11/17	42	Series C	Social Capital, Menlo Ventures	
08/18/15	17	Series B	Spark Capital, Union Square Ventures, Service Provider Capital, Anthemis Group	
11/07/14	7	Series A	Union Square Ventures, Spark Capital, Service Provider Capital	
08/13/13	2	Seed	Elefund, Draper Fisher Jurvetson, Expansion Venture Capital, K9 Ventures, Subtraction Capital, XG Ventures, Kima Ventures, Structure Capital, TEEC Angel Fund	

Transaction Commentary

"I don't know what an inverse of an onion is, but it's like, the more problems we solve, the more problems we get to solve. It's like every layer we peel open, we find more gold underneath, so the vision keeps expanding...In the public world there's so much liquidity. In private world there's zero. It's hard to think of examples where there's such an arbitrarily line, where a world that does exactly the same thing functions so differently...There are no great companies today that are tackling capital markets, that are truly taking on Wall Street financial infrastructure. We are going to be that company." (2)

"We don't know how many corporations, properties, investment vehicles, and partnerships exist in the world. But we do know if you mapped the entire ownership graph, the nodes would eventually represent every person in the world. There are 7+ billion people in the world. That is a lot of nodes. Who knew the cap table market could be so big?" (1)



Henry Ward CEO & Co-Founder



Key Stats

- Customers manage \$500 billion in equity on the Carta platform
- Completed more 409A valuations than any other provider
- Published a study on the gender gap in equity, covered in the Wall Street Journal, Fast Company, Bloomberg, and more than 60 other publications
- Approximately 450 employees

Source: Company website, FT Partners' Proprietary Transaction Database, PitchBook

⁽¹⁾ Carta blog: "Announcing our Series D"

⁽²⁾ Business Insider: "A company that came up with a clever solution to startup stock-options just raised \$80 million at a near \$1 billion valuation"

carta

Carta Overview

Company Overview



CEO:	Henry Ward
Headquarters:	Palo Alto, CA

Founded: 2012

- Carta, formerly eShares, is a developer of an ownership management and compliance platform designed to consolidate company ownership data onto one common electronic registry
- The Company helps private companies, public companies, investors, and employees manage their cap tables, valuations, portfolio investments, and equity plans
- Carta aims to create more owners, reduce income inequality, and pull more wage-earners out of the debt stack and into the equity stack
- Clients include Slack, MongoDB, Menlo Ventures, Union Square Ventures, Flexport, Funding Circle, and more

Products & Services Overview



Carta for Private Companies

- Cap Table Management: Cap tables update with every transaction
- 409A Valuations: A team of over 50 experienced analysts, who have valued hundreds of billions in assets
- Liquidity: Easy to give shareholders liquidity
- Board Management: Can plan and manage meetings, get resolutions approved, and securely share documents



Carta for Public Companies

- Transfer Agent: Includes annual meeting support, proxy services, and secure, online, 24/7 access to stockholder information and reports
- Equity Administration: Streamlines how to manage employee equity
- ESPP: Easy and fast for shareholders to log in, enroll in equity plans, and transact



Carta for Investors

- Safekeeping: Digitalize securities to make sure the portfolio information is up to date
- Portfolio Insights: Collect and track business and performance metrics from portfolio companies
- Fund Administration: Maintain accounting statements and provide analytics and reporting
- ASC 820: Increased accuracy and fast delivery
- LP Management: Issue capital calls, share capital statements, and distribute tax documents to investors

Selected FT Partners Research - Click to View



Moneybox's £14 million Series B Financing



Moneyfarm's £40 million Series B Financing



Backstop's \$20 million Financing



TCA's \$275 million sale to E*TRADE



Investor Group Acquires Dun & Bradstreet for \$6.9 billion



Trumid Raises \$53 million in Financing Led by Singapore Exchange



Nasdaq Acquires Cinnober for \$190 million



State Street Acquires Charles
River Development for \$2.6 billion

VIEW MORE FT PARTNERS RESEARCH

Selected FT Partners Capital Markets / WealthTech Transactions

M&A Transactions



















































FT Partners has advised on some of the most prominent and groundbreaking transactions in the Securities / Capital Markets / Wealth Technology sectors

FT Partners Advises Equidate on its \$50 million Series B Financing

Overview of Transaction

- On July 25, 2018, Equidate announced it has raised \$50 million in a Series B financing round led by Financial Technology Partners ("FT Partners"), Panorama Point Partners and Operative Capital
 - Equidate's existing investors include Peter Thiel, Tim Draper and Scott Banister
- Founded in 2014, Equidate is the leading stock market for private companies
 - The Company's global electronic trading platform connects individual and institutional investors with sellers like venture capitalists and shareholder employees, as well as some of the largest and most prominent private companies themselves

Significance of Transaction

- Responding to the current trend of growth companies staying private much longer, Equidate sees traditional institutional investors becoming significantly more active in the pre-IPO economy
 - Equidate's technology-centric approach is the key to unlocking the market's true potential
- Equidate believes its run-rate of \$1 billion of trade volume this year squarely
 places the company as both the market leader and the fastest growing player

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Equidate
- This transaction underscores FT Partners' domain expertise and its successful track record generating highly favorable outcomes for high growth FinTech companies globally

Financial Technology Partners LP

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



in its Series B financing led by







for total consideration of

\$50,000,000



FT Partners Advises Shareholder InSite on its Sale to Ipreo

Overview of Transaction

- On November 4th, 2014, Shareholder Insite, Inc. ("Shareholder Insite") was acquired by Ipreo
- Shareholder InSite is the premier provider of shareholder data management, analytics, reporting and valuation solutions and services for venture capital and private equity investors and private companies in their portfolios
- Financial terms of the transaction were not disclosed

Significance of Transaction

- Blackstone and Goldman Sachs, provides a foundation for Ipreo's new Alternative Assets business, leveraging its strengths in data management and capital-raising workflow with Shareholder InSite's industry expertise and complementary industry-leading solutions
- Shareholder InSite's marquee products, Qval and CapControls, are the
 industry standards for the administrative, deal modeling, and valuation
 needs for alternative asset managers; its suite of robust self-valuation
 solutions delivers financial insights, simplifies and accelerates audit
 processes, and improves the accuracy and defensibility of valuations

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Shareholder Insite and its Board of Directors
- FT Partners leveraged its deep knowledge and extensive experience to help navigate significant inbound interest to find the right strategic partners for the business and achieve a highly favorable outcome for stakeholders
- Transaction demonstrates FT Partners' continued success in achieving highly attractive outcomes for entrepreneurs across the financial technology industry

Financial Technology Partners LP

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



in its sale to





FT Partners Advises CVC Capital Partners on its Acquisition of OANDA

Overview of Transaction

- On May 2, 2018, the shareholders of OANDA announced a sale of the company to funds managed by CVC Capital Partners
- Founded in 1995, OANDA is a global online retail trading platform, currency data, analytics and money transfer company
 - OANDA combines its award-winning technology and institutionalgrade execution across a wide range of asset classes, enabling clients to trade currencies, equity indices, commodities, treasuries and precious metals
- CVC Capital Partners is a leading private equity and investment advisory firm managing over \$70 billion in assets

Significance of Transaction

- Under the new ownership, OANDA will continue to be led by Chief Executive Officer, Vatsa Narasimha, who was pivotal in the investment from CVC and instrumental in growing the business at a CAGR of over 25% since 2015
- CVC will support OANDA's continued growth including initiatives to make strategic acquisitions in Asia, and in investing to further broaden its product set

FT Partners' Role

- FT Partners served as sole strategic and financial advisor to CVC Capital Partners
- This transaction highlights FT Partners' expertise in the Capital Markets Tech space and continued success in providing buy side advisory to top-tier financial sponsors

Financial Technology Partners LP

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



in its acquisition of





FT Partners Advises Addepar on its Series D Financing

Overview of Transaction

- On June 8, 2017, Addepar announced it has raised \$140 million in Series D financing co-led by Harald McPike, the founder of QuantRes, along with Valor Equity Partners and 8VC
- Headquartered in Mountain View, CA, Addepar is a leading provider of portfolio management and reporting software and services that seeks to become the infrastructure that will connect all aspects of global finance
- Harald McPike is the founder of QuantRes, a quantitative trading firm, and a global private investor with a focus on the financial and technology sectors
- Valor Equity Partners is an operational growth investment firm that does both minority and majority investments in high growth companies at various stages of development
- 8VC is a venture capital firm that makes seed to later stage investments with a focus on the technology industry

Significance of Transaction

- The financing capitalizes on Addepar's unprecedented growth from \$300 billion to over \$650 billion assets on platform in less than 18 months as top wealth managers embraced Addepar's category-defining client reporting software
- With the new capital, Addepar will continue investing significantly in R&D, expanding its product, platform and tech-enabled services to unlock more value for its clients while also serving a wider range of wealth and asset management firms

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Addepar
- Transaction demonstrates FT Partners' continued leadership position as the "advisor of choice" to the highest quality FinTech companies as well as its deep domain expertise and experience in the WealthTech space

FTP Securities LLC

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



in its Series D financing co-led by



Harald McPike

for total consideration of

\$ 140,000,000



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 Year in a Row on Institutional Investor's FinTech 40 List				
Institutional Investor	2017	Ranked #1 on Institutional Investor's FinTech 40 List				
Institutional Investor Annual Ranking	2015 & 2016	Ranked Top 5 on Institutional Investor's FinTech 35 List				
Ailluai Kalikilig	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"				
2018 -2004 ANNUALAWARDS WINNER M&A Advisor Awards	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		
	2017	Investment Banker of the Year	2010	Upper Middle Market Deal of the Year, \$500 mm+		
	2016	Investment Banking Firm of the Year	2010	IT Services Deal of the Year, Below \$500 mm		
	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		
	2012	Professional Services Deal of the Year, \$100 mm+				

The FT Partners Senior Banker Team

Name / Position	Prior Background	Experience / Education	Years of Experience
Steve McLaughlin Founder, CEO and Managing Partner	r, CEO and • Former Co-Head of Goldman Sachs' Financial Technology Group (#		23
Kate Crespo Managing Director	RAYMOND JAMES®	RAYMOND JAMES* • Formerly with Raymond James' Technology & Services investment banking 12+ years of FinTech transaction execution experience • Dartmouth M.B.A.	
Larry Furlong Managing Director	Goldman Sachs	 Formerly with Goldman Sachs in New York, London and Los Angeles from 1995-2004 Wharton M.B.A. 	22
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 LSE (BSc w/Honors), MBS (MBA w/Distinction), ICAEW (FCA) 	21
Andrew McLaughlin Managing Director	Deloitte.	 20+ years experience executing / implementing financial and operational strategy Formerly with Deloitte Consulting 	12
Mike Nelson Managing Director	SunTrust	 Formerly head of FinTech M&A at SunTrust Robinson Humphrey Kellogg M.B.A. 	18
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 	15
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 	22
Steve Stout Managing Director	J.P.Morgan First Data	 Formerly Global Head of Strategy at First Data Formerly Led J.P. Morgan Payments Investment Banking Practice Former Equity Research Analyst on #1 ranked team at UBS Former Economist at the Federal Reserve Bank 	20
Tim 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. 	16