### FT PARTNERS FINTECH INDUSTRY RESEARCH

**August 12, 2021** 



# Gusto Raises \$175 million in Series E Financing Led by T. Rowe Price





The Only Investment Bank Focused Exclusively on FinTech

### Gusto Raises \$175 million in Series E Financing

#### **FT PARTNERS RESEARCH**

# gusto

### **Transaction Summary**

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- On August 10, 2021, Gusto, a provider of a payroll, HR and benefits software platform, announced that it has raised \$175 million in Series E financing led by T. Rowe Price Associates
  - New and existing investors participated in the round including, Sands Capital, Fidelity, Durable Capital Partners, Generation Investment Management, Emerson Collective, Glynn Capital, Cross Creek, 137 Ventures, Dragoneer, and Franklin Templeton
- The fundraise comes approximately two years after Gusto's \$200 million Series D round and brings its total capital raised to over \$690 million
- According to Forbes, this round values Gusto at \$9.5 billion, post-money, up from \$3.8 billion in 2019 (1)
  - According Gusto CEO Josh Reeves, the Company generates "several hundred million dollars" in annual revenue and has been growing steadily at 50% year-over-year (1)
- The Company also recently acquired Ardius, an Alpowered R&D tax credit solution, and Symmetry, a payroll infrastructure technology provider
- Gusto also announced the addition of two new independent board members, Lori Dickerson Fouché, prior CEO of Fireman's Fund Insurance Company, and Vicki Fuller, previously Chief Investment Officer at NY State Common Retirement Fund

#### **Management Commentary**

"The economy is reopening, but the complexities of owning a business aren't going away. Our new \$175 million Series E funding, which was led by T. Rowe Price Associates, Inc., enables us to collapse time to impact, so that we can work to unblock obstacles and unlock more opportunities that allow entrepreneurs to take care of their teams and grow their businesses for the long term. Gusto continues to receive backing from leading investors that are committed to our long-term vision."

gusto

Josh Reeves CEO & Co-Founder

### **Investor Commentary**

"Sands Capital prioritizes investments in generational companies that are driving healthy, long-term innovation for broad ecosystems of stakeholders. The impact that Gusto has at the intersection of entrepreneurship, finance, and the modern workplace makes its growth and success exceptionally well-aligned with the success of its customers and society. We are proud to invest and support Gusto's team as they continue their work to create equitable solutions and inclusive economic growth for everyone."



Michael Clarke Managing Partner



### **Gusto Overview**

### Company Overview

gusto

CEO:	Josh Reeves
Headquarters:	San Francisco, CA
Founded:	2012

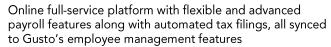
- Gusto provides a cloud-based payroll, benefits and human resource management platform designed for small businesses to offer employee benefits
- The platform provides functions such as payroll, hiring and onboarding, team management tools, health insurance benefits, 401(k), time-off requests, and time tracking and flexible pay
- The Company introduced Gusto Embedded Payroll in June 2021, which allows software developers to embed and customize payroll directly into their software

#### **Selected Financing History**

Date	Size (\$ mm)	Round Type	Selected Investor(s)
08/10/21	\$175	Series E	Sands Capital; Fidelity; Durable Capital Partners; Generation Investment Management; Emerson Collective; Glynn Capital; Cross Creek; 137 Ventures; Dragoneer; Franklin Templeton
07/24/19	200	Series D	Fidelity; Generation IM; T. Rowe Price; Dragoneer; General Catalyst
07/31/18	140	Series C	T. Rowe Price; MSD Capital; Dragoneer; Y Combinator Continuity; General Catalyst; CapitalG; Kleiner Perkins; 137 Ventures; Emergence Capital
03/23/16	90	Series B2	CapitalG; General Catalyst; Obvious Ventures; Pear; Pivot Investment Partners
04/06/15	60	Series B	CapitalG; Emergence Capital; Ribbit Capital; General Catalyst; Kleiner Perkins; GV
02/19/14	20	Series A	General Catalyst; Kleiner Perkins

#### **Products & Services Overview**

### **Payroll**





#### **Employee Benefits**

Health insurance benefits (dental, vision, etc.), automatic savings, 401(k)s, commuter benefits, and more



### Hiring and Onboarding

Modern tool built with time tracking, time-off requests, org charts, employee handbook builders, compliance, and workers' comp insurance capabilities



### **HR Experts**

Gusto concierge plan offers support from certified HR experts



### **Time Tracking Tools**

Time tracking with automation, including PTO policies and reporting, time off tracker, requests, and holiday pay linked directly to payroll



#### **Gusto Wallet**

A free employee app for tracking spending and automatic saving along with a Gusto debit card



### Selected FT Partners' Research (click to view)



AvidXchange's \$388 million Financing



Divvy's \$2.5 billion Sale to Bill.com



ContaAzul's \$30 million Series D Financing



Feedzai's Series D Financing



Socure Raises \$100 million in Series D Financing



Paymentus Raises \$210 million in its IPO



Trulioo Raises \$394 million in Series D Financing



**Riskified Completes its IPO** 

VIEW MORE FT PARTNERS RESEARCH

### 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, and representing numerous FinTech "Unicorns" above \$1 billion valuations

Company	<b>Amount Raised</b>	Selected Prominent Investors in FT Partners Led Rounds
GreenSky"	\$1,560,000,000 *	- Accel Temasek <b>Visa</b> Pimco
stone <sup>co.</sup>	1,545,000,000 *	
	956,000,000 *	RCP REVERENCE CAPITAL PARTNERS DST SANT ASSOCIATES INSIGHT
Revolut	800,000,000	PARTNERS STATE OF THE PARTNERS Great Hill
mollie	800,000,000	ICONIQ Premji Invest SoftBank
MERCURY <sup>®</sup>	420,000,000	Poin Comital LONI
Remitly	374,000,000 *	PRIVATE EQUITY CROSSOVER PARTNERS SUCCESSIVE PARTNERS
bblo	370,000,000 *	BainCapital Capital
Next	333,000,000 *	VENTURES LEGILLATIVE CALITAL
OakNorth	270,000,000	NVCa KeyBank OED ING ING
feedzai	267,500,000 *	INVESTORS
Liquidnet <b>~~</b>	250,000,000	BBVA ◆Santander BV WELLINGTON 乾源资本 YUAN GAPITAL
square trade * protection plans	238,000,000	InnoVentures Battery Ventures MANAGEMENT THEL
checkout.com	230,000,000	ADAMS STREET Flavon PayPol (1)
Forge	220,000,000 *	Elavoii
:TRUMID:	200,000,000	Redpoint PayU a G edisonpartners
Clearcover	200,000,000	NEUBERGER BERMAN KKR DRAGONEER Munich RE
MNIUM	200,000,000	CARRICK Converting more than capital ELDRIDGE edbi
cloudwalk	190,000,000	mastercard nabventures
dailypay.	175,000,000	QUESTMARK PARTNERS VALOR generation_
<b>\</b> * Divvy	165,000,000	EQUITY PARTNERS
Better	160,000,000	SILVERLAKE PARTHENON SUMMIT PARTNERS

<sup>\*</sup> Total includes multiple financing rounds

<sup>\*\*</sup> Primary amount

### FT Partners' Superior Industry Knowledge and Execution History





































### FT Partners Advises Divvy on its Sale to Bill.com

#### **Overview of Transaction**

- On May 6, 2021, Bill.com (NYSE:BILL) announced it has entered into a definitive agreement to acquire Divvy in a stock and cash transaction valued at approximately \$2.5 billion
  - Bill.com will acquire Divvy for \$625 million in cash and approximately \$1.875 billion of Bill.com Common Stock, subject to customary adjustments for transactions of this nature
- Divvy modernizes finance for business by combining expense management software and smart corporate cards into a single platform
- Bill.com is a leading provider of cloud-based software that simplifies, digitizes, and automates complex back-office financial operations for small and midsize businesses (SMBs)

#### **Significance of Transaction**

- The combination will expand the market opportunity for both companies
- Bill.com can offer expense management and budgeting software combined with smart corporate cards to its more-than 115,000 customer base and its network of 2.5 million members
- Divvy will be able to offer automated payable, receivables, and workflow capabilities to the more-than 7,500 active customers that it serves

#### FT Partners' Role

- FT Partners served as exclusive financial and strategic advisor to Divvy and its Board of Directors
- FT Partners previously advised Divvy on its <u>\$165 million Series D financing</u> in January 2021, demonstrating FT Partners' long-term commitment to its clients, and the repeat nature of many of FT Partners' advisory engagements
- This transaction underscores FT Partners' deep payments and software domain expertise, as well as our successful track record generating highly favorable outcomes for high-growth, unicorn FinTech companies globally

# Financial Technology Partners LP FTP Securities LLC

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



on its sale to



for total consideration of

~\$2,500,000,000



### FT Partners Advises Wave on its Sale to H&R Block

#### Overview of Transaction

- On June 11, 2019, H&R Block, Inc. (NYSE: HRB) announced that it has agreed to acquire Wave Financial Inc. for \$405 million in cash
- Headquartered in Toronto, Ontario, Wave provides award-winning accounting, invoicing, payroll, and payments software solutions, as well as bookkeeping services, built into a comprehensive platform
  - Wave has a low-cost customer acquisition model and currently serves over 400,00 monthly active global small businesses
- H&R Block is a global consumer tax services company, providing tax return
  preparation services through 11,000 company-owned and franchise retail tax
  offices worldwide as well as tax software for DIY consumers

#### **Significance of Transaction**

- This transaction will expand H&R Block's product and client portfolio as well as enhance its position in the small business space
- H&R Block estimates that the transaction will generate \$40 to \$45 million of revenue for fiscal 2020
- Following the closing of the transaction, Wave will maintain its leadership team, including Kirk Simpson, operating independently within H&R Block from its headquarters in Toronto, Ontario.

#### FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Wave
- FT Partners also previously advised Wave on its \$10 million Series C financing
- This transaction underscores FT Partners' expertise in sell-side advisory across a broad range of SaaS, financial management, and payments companies that target small businesses

# Financial Technology Partners LP FTP Securities LLC

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



on its sale to



for total consideration of approximately

\$405,000,000



### 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 Chrome River Technologies on its \$100 million Financing

#### Overview of Transaction

- On June 30, 2015, Chrome River announced a \$100mm Series D financing round from Great Hill Partners
- Chrome River is a leading, independent, enterprise-grade SaaS corporate expense control solution provider
- The Company's integrated expense and invoice offerings are built on a scalable, flexible platform that delivers best-in-class solutions to mid-size and multinational corporations
- Great Hill Partners is a leading middle market private equity firm with over \$3.8 bn in capital under management
- Bain Capital Ventures maintains a significant ownership stake in the Company

#### Significance of Transaction

- The transaction will further help Chrome River expand as the leading independent solution provider in the space and help fund international development and product innovation
- Firmly positions the Company to capitalize on strong traction in the large enterprise space and to continue to bring much needed efficiency and financial controls to the market

#### FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Chrome River and its Board of Directors
- FT Partners leveraged its deep knowledge of the Company, extensive experience and broad industry relationships to help achieve a highly favorable outcome for the Company
- Transaction demonstrates FT Partners' continued success advising top-tier financial technology companies

## FIP Securities LLC

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



in its Series D investment from



for total consideration of approximately

\$100,000,000



### FT Partners Advises ContaAzul on its Series D Financing

#### **Overview of Transaction**

- On April 3, 2018, ContaAzul announced a new round of equity financing of approximately US\$ 30 million led by Tiger Global Management, a New Yorkbased investment firm
- ContaAzul, founded in 2012, provides an innovative, modern and easy-to-use Cloud Accounting Platform tailored to the needs of Brazilian small businesses and their accountants
- With the transaction, Tiger Global which first invested in ContaAzul in 2015 –
  is now expanding its stake in the company
- Endeavor Catalyst, an innovative co-investment fund that invests exclusively in entrepreneurs in the Endeavor Global network, also participated in the round

#### Significance of Transaction

- The investment recognizes ContaAzul's strong momentum and will help the rapidly growing Company expand and broaden its product offerings and market presence
- The Company's growth strategy is focused on expanding its platform, aiming to improve collaboration between small businesses and their accountants, while also enhancing its connection capabilities with banks, apps, FinTech companies and government institutions

#### FT Partners' Role

- FT Partners served as sole strategic and financial advisor to ContaAzul and its Board of Directors
- This transaction highlights FT Partners' expertise in the Brazilian FinTech environment and continued success advising top-tier FinTech companies

# Financial Technology Partners LP

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

# **ContaAzul**

in its Series D financing led by

### **TIGERGLOBAL**

with participation from



for total consideration of approximately

\$ 30,000,000



### FT Partners' Recent Awards and Recognition

### **Bloomberg**

### **Bloomberg**

- o FT Partners' Steve McLaughlin was featured on Bloomberg / Bloomberg TV
- o View the full article and watch the live TV interview



#### **M&A Advisor Awards**

- Technology Deal of the Year (2019)
- o 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
- o Investment Banking Firm of the Year (2016) FT Partners



### **LendIt FinTech Industry Awards 2018:**

o FT Partners wins Top Investment Bank in FinTech

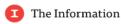
# Institutional Investor





### The FinTech Finance 40:

Steve McLaughlin ranked #1 in 2017 and 2018





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

- o 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

### The Largest FinTech Advisory Practice in the World

