FT PARTNERS FINTECH INDUSTRY RESEARCH

October 14, 2019



CoStar Group (Nasdaq:CSGP) Acquires STR for \$450 million





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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CoStar Group



Transaction Summary

Transaction Summary

- CoStar Group, Inc. (NASDAQ: CSGP) a provider of commercial real estate information, analytics and online marketplaces, announced on October 1, 2019, that it plans to acquire STR for \$450 million in cash
- CoStar provides data and insights on commercial real estate through a variety of product suites for brokers and property owners
- While CoStar already provides basic hotel information, the deal will help it capture further market share in the hospitality sector
 - Currently, only about 30 hotel chains are customers of CoStar's commercial real estate products, but the acquisition of STR will open the opportunity for CoStar to sell to hotel developers and service providers with STR integrated into its platform
- CoStar is planning to use its large sales force to expand STR's reach geographically and further develop new capabilities including a service that enables hotels to make forecasts by comparing future bookings with those of peers
- STR's benchmarking expertise will allow CoStar to offer an expanded product line to owners and investors in office buildings, stores, apartment buildings and other properties
 - This move will help CoStar compete against recent unicorn data firm VTS, which is being backed by several big landlords and has started testing a benchmarking system in Houston and Atlanta (2)
- CoStar's management reports that the opportunity after integrating STR into CoStar could represent threefold growth, valued at up to \$500 million
 - CoStar expects that STR will contribute \$3 4 million in revenue in the fourth quarter of 2019
- The transaction is expected to close in the fourth guarter of 2019, subject to customary closing conditions

Transaction Commentary

"The STR team has built an extraordinary company that partners with the hotel industry to create benchmarks and analytics that are the primary tools hotel management and investors rely on to optimize and improve their assets. STR brings an unrivaled reputation within the global hospitality industry for their data integrity, reliability and strict confidentiality, and we look forward to continuing to build on these core values in the next chapter of STR's growth."



Andrew Florance Founder, Chief Executive Officer

"STR's share for providing benchmarking analytics in hospitality is in the very high double digits of those people purchasing. They are well saturated in the U.S., the overwhelming majority of hotels in the U.S. contribute their operating data to STR. Outside the U.S., they have been very successful but one-fifth as penetrated as they are in the U.S. There's revenue growth [for us] in launching new products as well as forecasting forward booking and operating numbers. One of the biggest opportunities is moving [STR's] content into CoStar on an aggregated basis... so [customers] can see super-timely revenue and occupancy data; we see a lot of our customers buying that from STR and renewing in the high 90 digits."(1)



Scott Wheeler Chief Financial Officer

"We are very excited to become part of CoStar. CoStar brings leading technologies, analytics, and sales capabilities that we believe will enable STR to accelerate growth and increase the value and insights we provide to our hospitality clients. This combination also represents an outstanding career opportunity for all of our employees around the world."



Amanda Hite President, Chief Executive Officer

CoStar Acquires STR for \$450 million

Transaction Metrics and Acquisition History



Transaction Metrics

- CoStar provides a different but complementary data set of building information on 80,000 hotels, 45,000 hotel sale comparables and 4,500 hotels currently offered for sale
 - CoStar's management outlined its plan to integrate STR's aggregated data to create new products that provide building data, income and occupancy information, sales comps and for-sale information
- Upon closing, CoStar Group will have over 4,400 employees in 17 countries with over 500 employees working outside the United States
 - CoStar will pick up its first offices in Singapore, Australia, China, Colombia, Brazil, UAE, Indonesia, Italy, India, South Africa and Japan
- CoStar expects that within the next 3 to 4 years, the
 investments in new products and growth of the combined
 business will generate annual revenue growth above 20%,
 approximately 2x the current growth rate and profit margins
 in line with CoStar's long-term goal of 40% adjusted EBITDA
 margins by 2023
 - Management expects the transaction to be slightly dilutive to CoStar's non-GAAP earnings per share in the fourth quarter due to the integration efforts and purchase accounting adjustments
- STR will continue to be led by its experienced management team with Amanda Hite, President; Elizabeth Winkle, Chief Strategy Officer; and Robin Rossmann, Managing Director for STR Global

Transaction Multiples

EV / 2019E Revenue: 7.0x EV / 2019E EBITDA: 28.1x

2019E EBITDA Margin: 25%

CoStar Selected Acquisition History

(\$ in millions)

Date	Target	Amount
10/1/2019	STR, Inc.	\$450
11/5/2018	Cozy	68
10/12/2018	Realla	16
11/28/2018	ForRent	385
5/10/2017	LandWatch.com	31
6/1/2015	Network Communications	173
4/1/2014	Apartments.com	585
10/19/2009	Loopnet	624
2/11/2000	Comps.com	132

CoStar Acquires STR for \$450 million

STR Overview





Company Overview



President & CEO:	Amanda Hite
Headquarters:	Hendersonville, TN

Founded: 1985

- Founded in 1985, STR created the global industry-leading benchmarks and analytics that are the primary information tools that hotel management investors rely on to monitor and optimize their assets
- The cash flow intelligence STR provides is the fundamental value driver in the \$3 trillion hospitality sector of commercial real estate
- Lodging owners and hotel companies, including Marriott International Inc. and Wyndham Hotels & Resorts Inc., use STR data to compare their own performance with competitors
- Hotels electronically submit their revenue and occupancy data to STR on a weekly basis

Key Metrics

- STR aggregates data from over 65,000 hotels worldwide, representing nearly 9 million guest rooms in over 180 countries
- STR revenue for 2019 is expected to be approximately \$64 million, and adjusted EBITDA is estimated at approximately \$16 million, with an EBITDA margin of 25%
- STR's flagship product, the STARreport, provides hotel brands, owners and management companies with vital performance benchmark information with more than 1.2 million reports distributed each month

Selected Products & Services Overview

Competitive Benchmarking

dSTAR: Competitor analysis, data solutions

Hotel Survey: Local marketplace analysis

Forward STAR: Forward-looking data

insights

F&B STAR: Food & beverage performance

analysis



Industry Trends

Trend Report: Customizable monthly/yearly performance outline

Hotel Reviews: Performance overview of

key markets and regions

Global Hotel Study: Yearly international

hotel landscape analysis



Profit and Loss Reports

HOST Almanac: In-depth profitability and

expense overview

Custom P&L Report: Customized profitability insights in local markets

Profitability Spectrum: Profitability guide

by hotel types

ROI Model: ROI for new hotel builds and

potential purchases



\$1,609

15.9%

2020E

CoStar Overview



\$1,389

16.6%

2019E

\$1,192

23.5%

2018

\$965

15.2%

2017



\$1,861

15.7%

2021E

Company Overview



Founder and CEO:	Andrew Florance
Headquarters:	Washington, D.C.
Founded:	1987

Financial Metrics (LTM as of 6/30/2019)

Ticker: NasdaqGS:CSGP

Market Cap: \$21.4 bn (1)

LTM Revenue: \$1,293.3 mm

LTM EBITDA: \$425.7 mm

LTM NI: \$290.7 mm

- CoStar Group, Inc. (NASDAQ: CSGP) is a leading provider of commercial real estate information, analytics and online marketplaces
- The Company's platform enables clients to analyze, interpret and gain insight on commercial property values, market conditions and current availabilities
 - Headquartered in Washington, DC, CoStar maintains offices throughout the U.S. and in Europe and Canada with a staff of over 3,900 worldwide

CoStar Real Estate Ecosystem

2016

\$838

17.7%

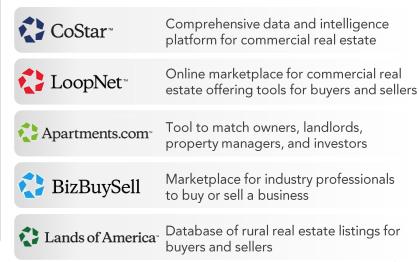
Revenue / % Growth

(\$ in millions)

\$712

23.6%

2015



Stock Performance



FT Partners is Pleased to Announce

its Role as Strategic and

Financial Advisor to

n better.com

FT Partners – Focused Exclusively on FinTech

Selected FT Partners Research - Click to View



GreenSky Raises \$1 billion in its IPO



Porch Acquires Serviz

FT PARTNERS FINTECH INDUSTRY RESEARCH

olend

Blend Raises \$130 million in Series E Financing

Led by Temasek and General Atlantic TEMASEK @ GENERAL ATLANTIC

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Blend Raises \$130 million in

Series E Financing



First Associates' Majority Recapitalization and Merger with **Portfolio Financial Services**



FT PARTNERS

ANSACTION ANNOUNCEMENT



SoFi Raises \$500 million in



Financing



QuintoAndar Raises \$250 million in Series D Financing



Compass Raises \$370 million in Series G Financing

VIEW MORE FT PARTNERS RESEARCH

Track Record of Success Across the Real Estate Tech Sector

Digital Mortgage Origination



Real Estate Invoicing & Payments



Mortgage Technology



Online Home Services Platform



Consumer Home Improvement Financing



Mortgage Technology

Financial Technology Partners LP FTP Securities LLC is pleased to announce its exclusive role as Capital Markets & IPO Advisor to Elice Viae in its \$45,000,000 Initial Public Offering valuing the equity at approximately

\$ 146,000,000

FINANCIAL TECHNOLOGY PARTNERS

The Only Investment Bank

Focused Exclusively on Financial Technology

Property Insurance Solutions



enservio

in its sale to



FINANCIAL TECHNOLOGY PARTNERS

The Only Investment Bank Focused Exclusively on Financial Technology

SaaS-based Real Estate Loan Origination



PARTNERS

The Only Investment Bank
Focused Exclusively on Financial Technology

Listing Management Solutions



Real Estate Payments



FT Partners Advises Better.com on its \$160 million Series C Financing

Overview of Transaction

- On August 19, 2019, Better.com announced it has closed its Series C financing round for a total of \$160 million
 - The round included new investors Activant Capital, Ping An Global Voyager Fund, Ally Financial, Citi, AGNC, American Express Ventures and Healthcare of Ontario Pension Plan, as well as existing investors Goldman Sachs, Pine Brook and Kleiner Perkins
 - Better.com initially closed its Series C round in January 2019 for a total of \$70 million, but expanded the round due to high demand
 - The Company has now raised \$254 million in total financing
- Better.com is one of the fastest growing homeownership platforms in the U.S. and has funded more than \$4 billion in loans since its founding in 2016
 - The Company has reconstructed the process of buying and financing a home, step-by-step, using technology and automation to create the most efficient, cost-effective and user-friendly experience in the market
 - Better.com has grown 3x year-over-year (vs. -15% for the industry) and is currently funding \$375 million in mortgages a month, which puts the Company on track to lend over \$4 billion in 2019 alone

Significance of Transaction

- With strong investor demand including from high profile strategics, this financing round positions Better.com as a market leader in streamlining and digitizing the home loan process
- The additional capital will enable Better.com to enhance its offerings, grow its strategic partnerships, as well as expand its team by hiring an additional 400 people in sales and technology by the end of 2019

FT Partners' Role

- FT Partners served as strategic and financial advisor to Better.com
- This transaction highlights FT Partners' deep domain expertise in the Alt Lending / Real Estate Tech space as well as our successful track record generating highly favorable outcomes for leading FinTech companies globally

Financial Technology Partners LP FTP Securities LLC

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



on its Series C financing from new investors















along with participation from existing investors

for total consideration of

\$160,000,000



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FT Partners Advises Porch on its Acquisition of Serviz

Overview of Transaction

- On August 22, 2018, Porch announced its acquisition of Serviz
- Founded in 2012, Serviz is a Los Angeles-based home services company that allows users to discover and book appliance repair, plumbing, electric, handyman and carpet cleaning services through its online and mobile platform
 - Serviz's pros operate in 25 markets and have performed more than 40,000 jobs to date
 - The Company received backing from investors such as Groupon and PointGuard Ventures
- Headquartered in Seattle, Porch is an online platform that connects homeowners with local home repair services; the Company offers consumers access to over 300,000 home service professionals
 - Porch has raised over \$100 million since its inception in 2012 and is partnered with leading brands and retailers including Lowe's, Walmart, Overstock.com, Wayfair and Google

Significance of Transaction

- Through the acquisition of Serviz, Porch will reach more customers and accelerate its growth in service types such as plumbing, electric, appliance repair and more
- Porch will integrate Serviz's mobile application technology within its existing online platform, providing consumers and service providers with a seamless, high-touch experience

FT Partners' Role

- FT Partners served as sole strategic and financial advisor to Porch
- This transaction highlights FT Partners' success advising leading high-growth companies across the Home Services / Real Estate technology space

Financial Technology Partners LP

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



in its acquisition of





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FT Partners Advises Optimal Blue on its Sale

Overview of Transaction

- Optimal Blue has agreed to sell to GTCR, a leading private equity firm
- Backed by Serent Capital, Optimal Blue is one of the largest SaaS providers of enterprise services to mortgage originators & investors
- The Company created the first cloud-based Product & Pricing Engine ("PPE") and is now the largest independent provider of pricing solutions in the mortgage ecosystem
- GTCR has committed up to \$350 million of equity capital to the investment to pursue growth initiatives at Optimal Blue as well as complementary acquisitions to provide information and other digital services to the \$14 trillion mortgage marketplace

Significance of Transaction

- Represents one of the largest Mortgage Technology M&A transactions in recent times
- Represents a highly favorable outcome to Optimal Blue management and Serent Capital, its private equity backer

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Optimal Blue and its Board of Directors
- FT Partners leveraged its deep knowledge, extensive experience and broad industry relationships to help bring in a knowledgeable partner with deep domain expertise in financial services
- Transaction demonstrates FT Partners' continued success advising top-tier financial technology companies

Financial Technology Partners LP FTP Securities LLC

is pleased to announce its exclusive role as financial advisor to



in its sale to





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FT Partners Advises GreenSky on its \$1 billion Initial Public Offering

Overview of Transaction

- On May 23, 2018, GreenSky (Nasdaq: GSKY) priced its IPO at \$23 per share, raising approximately \$1.01 billion
- Due to strong demand, the deal priced at the high end of the initial \$21 \$23 filing range and the number of shares was increased by 3.9 million, or 11%
- GreenSky will use the IPO proceeds to purchase Holdco units and Class A common stock from its CEO and other officers as well as early equity investors
- GreenSky is a leading FinTech company that powers commerce at the point of sale; the Company's technology platform facilitates merchants sales, while reducing the friction, and improving the economics, associated with a consumer making a purchase and a bank extending financing for that purchase
 - GreenSky has approximately 12,000 active merchants on its platform and the Company has enabled 1.7 million consumers to finance over \$12 billion of transactions since its inception through March 31, 2018

Significance of Transaction

- GreenSky's IPO is the largest U.S. Technology IPO of 2018 and is also the largest U.S. FinTech IPO in over two years¹
- This transaction further supports FT Partners' continued success advising leading FinTech growth companies and also highlights the long-term nature of many of the Firm's advisory relationships

FT Partners' Role

- FT Partners served as IPO Advisor to GreenSky on this transaction
- FT Partners previously advised GreenSky on its \$300 million investment by TPG, Iconiq, Wellington, and DST in 2014, its \$2 billion loan purchase agreement and \$50 million investment by Fifth Third Bank in 2016, and its \$200 million investment by PIMCO in 2017
- FT Partners has leveraged its deep industry knowledge, extensive transaction expertise, and broad scope of relationships to consistently achieve favorable outcomes for GreenSky

Financial Technology Partners LP FTP Securities LLC

is pleased to announce its role as IPO Advisor to



in its

\$1,010,000,000
Initial Public Offering

for a total enterprise value of

\$4,500,000,000

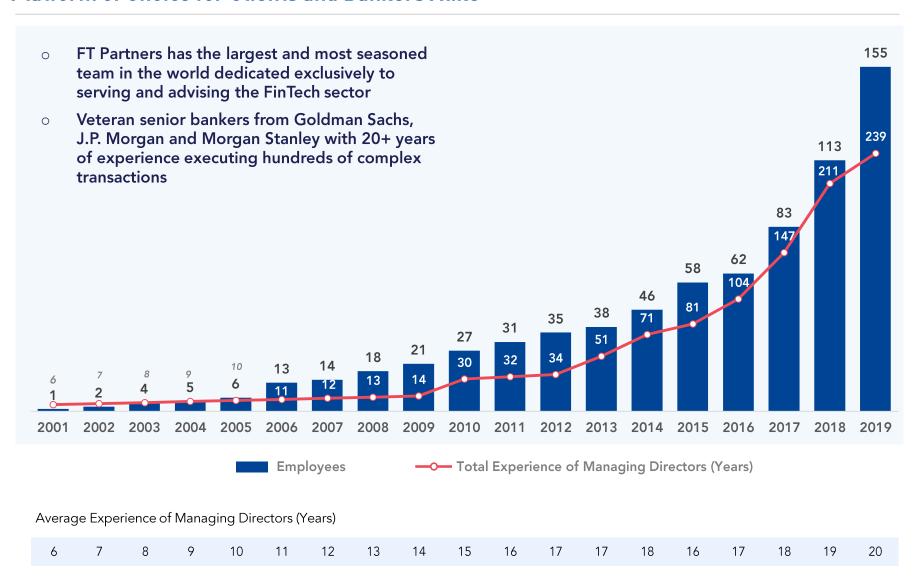


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Award-Winning Investment Banking Franchise Focused on Superior Client Results

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+			

Platform of Choice for Clients and Bankers Alike



The FT Partners Senior Banker Team

Name / Position	Prior Background	Experience / Education	Years of Experience
Steve McLaughlin Founder, CEO and Managing Partner	Goldman Sachs	 Formerly with Goldman Sachs in New York and San Francisco from 1995-2002 Former 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 12+ 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
Andrew McLaughlin Managing Director	Deloitte.	 20+ years experience executing / implementing financial and operational strategy Formerly with Deloitte Consulting 	13
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
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. 	17