

FT PARTNERS FINTECH INDUSTRY RESEARCH

June 25, 2018

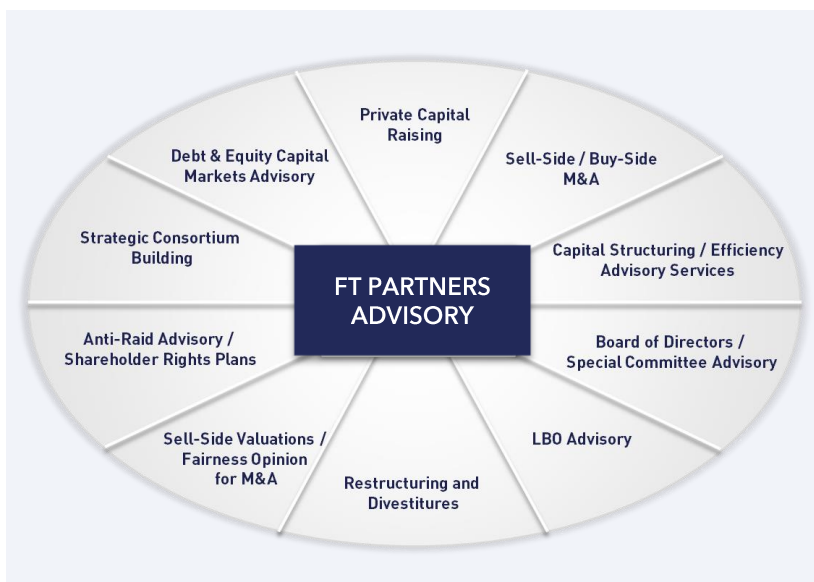


i3 Verticals Completes its IPO (Nasdaq:IIIV)

FT Partners Overview

- 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 15 years of exclusive focus on Financial Technology

FT Partners' Advisory Capabilities



FT Partners' FinTech Industry Research



The Information

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"



THE M&A ADVISOR

Numerous Awards for Transaction Excellence including "Deal of the Decade"

IPO Overview

Key IPO Statistics

CEO:	Greg Daily
Headquarters:	Nashville, TN
Founded:	2012
Employees:	200
<hr/>	
Prospectus File Date:	May 25, 2018
Ticker:	NASDAQ:IIIV
Gross Proceeds:	\$86 million
Shares:	6.7 million
Filing Range:	\$11.00 – \$13.00
Listing Date:	June 21, 2018
Offer Price:	\$13.00

The IPO priced at \$13.00, the high end of the range, and ended the first day of trading at \$18.35, up 41.2%.

Use of Proceeds

The Company intends to use the offering proceeds for working capital and general corporate purposes, while similarly repaying outstanding notes

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

FORM S-1

i3 Verticals



(NASDAQ:IIIV)

Paul Maple
General Counsel and Secretary
40 Burton Hills Blvd., Suite 415
Nashville, TN 37215

KeyBanc
Capital Markets **COWEN**



RAYMOND JAMES®

i3 Verticals Overview

Company Overview

- i3 Verticals delivers integrated payment and software solutions to small-and-medium-sized businesses and organizations in strategic vertical markets
 - The Company's primary strategic vertical markets include education, non-profit, public sector, property management, and healthcare
- In 2017, i3 Verticals processed approximately **\$10.3 billion** in total payment volume, growing at a compound annual growth rate of **67%** since 2014
- i3 sells its end-to-end integrated processing solutions to clients through 3 strong sales channels:
 - Direct Sales Force
 - Distribution Partners
 - Referral Partners
- The Company has a number of valuable partnerships throughout the world
 - i3 is supported by **22 partnerships** with ISVs, which produced an increase in average monthly payment volume of **155%**

Products and Services



Payment Processing

- Suite of processing solutions for various payment types



Gateway

- Secure integrated payment processing and simple reconciliation



K-12 Schools

- Accept payments and efficiently track student / parent information



Rental Property

- Solutions for issuing and accepting rental payments



Online Payment

- Handle E-commerce securely and effectively with integrated solutions



Gift & Loyalty Programs

- Electronic gifting and loyalty programs for businesses



Point-of-Sale

- An Omni-Commerce solution with integrated software and mobile POS



Event Management

- Electronic payment solutions and ticket sale management

Management Team

Greg Daily

Chief Executive Officer



- Greg founded iPayment in 2001 and served as its Chairman and Chief Executive Officer until his departure in 2011
- In 1984, he co-founded PMT Services, and served as its President until the Company was sold in 1998 to NOVA Corporation

Rick Stanford

President



- Prior to joining i3 Verticals, Rick was Chief Marketing Officer for Direct Connect from 2011 to 2012 and Senior Vice President of Sales for Sage Payment Solutions from 2009 to 2011

Clay Whitson

Chief Financial Officer



- Prior to joining i3 Verticals, Clay was the Chief Financial Officer at Edo Interactive from October 2010 to April 2014
- He also served as Chief Financial Officer and Treasurer of iPayment from 2002 to 2010 and as a member of its board of directors from 2002 to 2006

Rob Bertke

Chief Technology Officer



- Rob has served as i3 Verticals' Chief Technology Officer since March 2018 and previously served as Executive Vice President – Information Technology of i3 Verticals
- Prior to joining i3 Verticals, Rob held leadership positions as Senior Vice President of Research and Development at Sage Payment Solutions from December 2008 to January 2016

Scott Meriwether

Senior Vice President, Finance



- Scott previously served as the Vice President of Finance at Metro Medical Supply from December 2010 to April 2014, before which he served as the Assistant Treasurer of iPayment

Paul Maple

General Counsel and Secretary



- Prior to joining i3 Verticals, Paul served as Chief Compliance Officer and Assistant General Counsel at CLARCOR from May 2007 to May 2017

Electronic Payments Industry Overview

Purchase volume on credit, debit, and prepaid cards in the US growing at a **6.6% CAGR**

\$6.2 trillion → **\$8.5 trillion**
2016 Market Size 2021 Market Size

- ✓ Growth is fueled by powerful long-term trends that continue to increase the acceptance and use of electronic-based payments compared to paper-based payments
- ✓ The industry is serviced by numerous providers, including issuers, payment networks, and merchant acquires
- ✓ SMBs and other organizations are increasingly demanding bundled payment and software solutions



PayFac Model

\$513 bn **88% CAGR**
2021 PayFac Processing Volume 2016 – 2021 Volume

The Payment Facilitator (PayFac) model enables any business looking to accept credit cards to do so without establishing an individual merchant account, which can be costly and time-consuming for small merchants



B2B Payments

- B2B payments represent a large, high-growth opportunity with card-based payments gaining momentum in a market where checks still account for more than 45% of supplier-related payments



Merchant Acquiring Industry

- Merchant acquiring industry has grown significantly as more merchants and organizations accept card-based payments in response to their growing adoption by consumers
- More than 3,500 payments service providers registered with Visa in the US

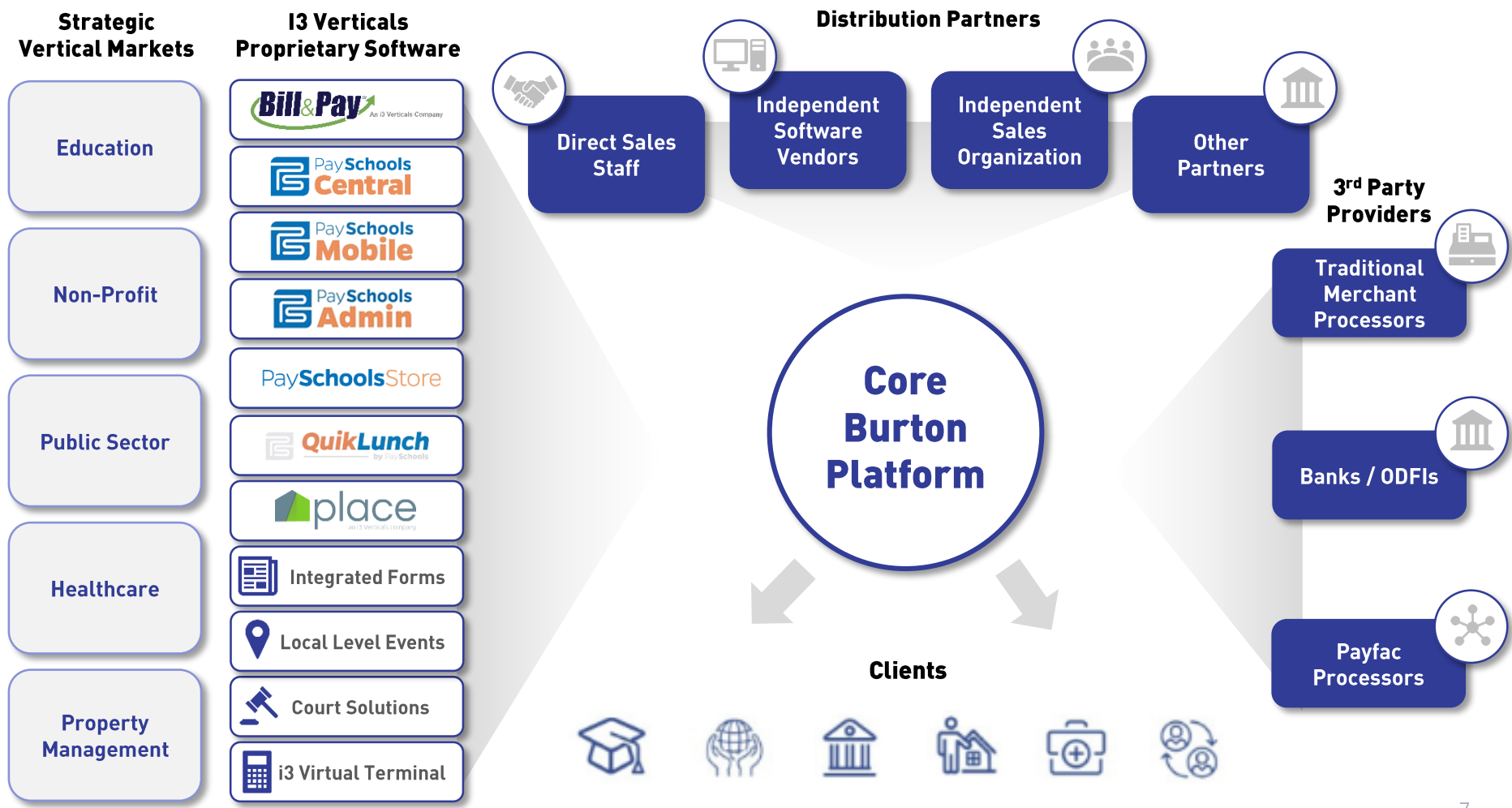


Merchant Client Base

- As potential customers, SMBs have many attractive characteristics
- SMBs generally lack the resources of large enterprises to invest heavily in technology and are more dependent on service providers

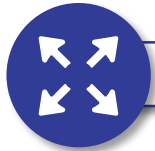
i3 Verticals Overview (cont.)

i3's Technology Framework: i3 provides a suite of proprietary solutions designed around horizontal and vertical market needs. The software suite includes eleven vertical software solutions and the Company's core "Burton Platform." The following graphic displays the relationship between i3's technologies as well as the interaction with third-party processing systems, clients and distribution partners.



Source: Company website, prospectus

Growth Strategies



Expand Network of Distribution Partners

- Currently seeing significant growth through network of 25 independent software vendors (ISV) distribution partners
- Intend to expand distribution network to reach new ISVs and other strategic partners within key verticals



Enhance Suite of Technology Solutions

- Continue strong track record of offering innovative solutions to increase convenience and offer greater functionality
- Take advantage of proprietary, integrated gateway to provide PayFax services within existing verticals



Grow Existing Distribution Partners and Clients

- Continue focusing on highly attractive, strategic vertical markets
- Grow organically with current distribution partners by cross-selling new and value-added services



Further Penetrate Installed Merchant Base of Distribution Partners

- Leverage distribution partnerships to continue actively pursuing new merchants
- Utilize extensive marketing capabilities and vertically-focused sales force to sign new merchants



Selectively Pursue Acquisitions

- Pursue strategic acquisitions of vertically-focused integrated payment and software solution providers
- Expand existing integrated platform, payment solutions and client reach



Financial Overview

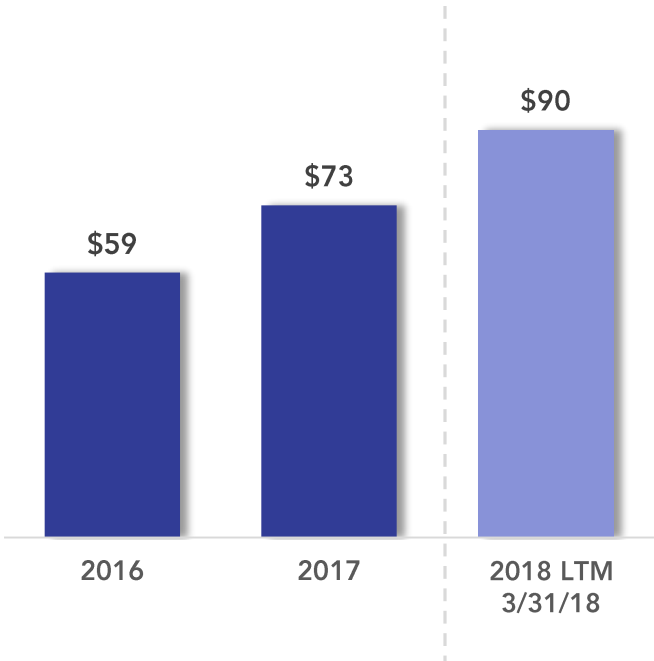


Payment Volume

Net Revenue

(\$ in mm)

Net revenue is calculated as revenue less
interchange and network fees



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Financial Overview (cont.)

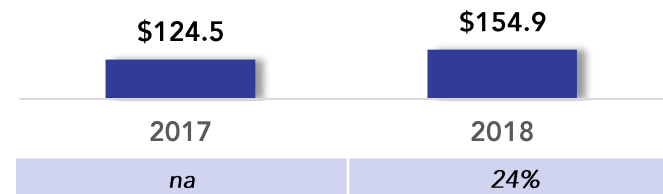
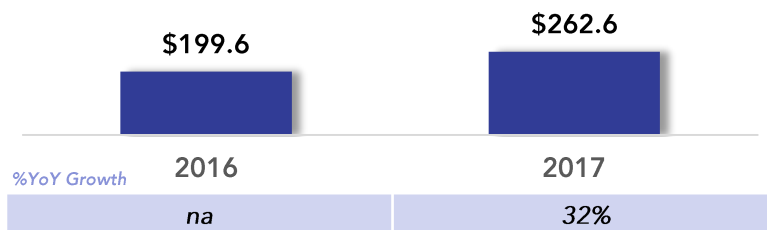
Annual

(\$ in mm)

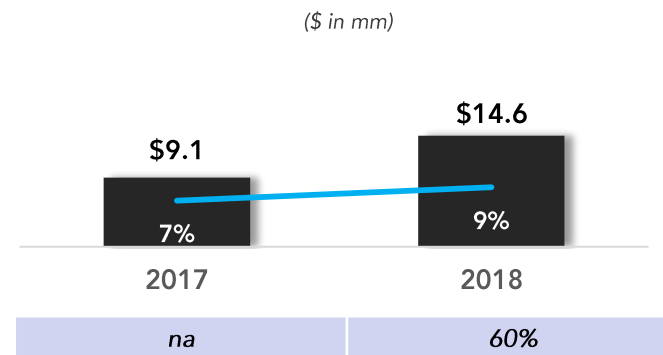
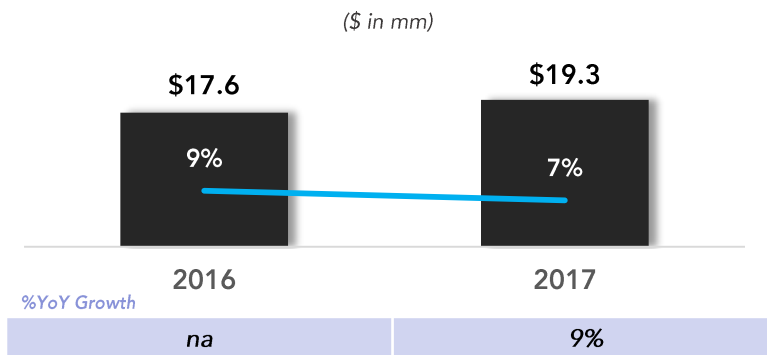
Six Months ended March 31

(\$ in mm)

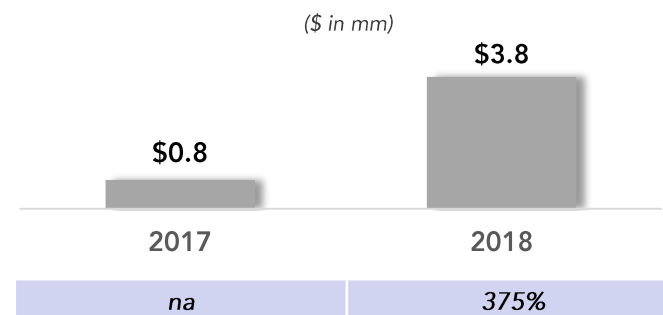
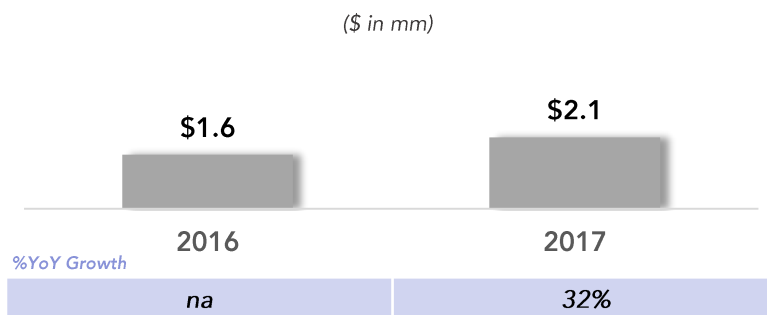
Revenue



Adj. EBITDA* % Margin



Adjusted Net Income^



Source: Company prospectus

Note: I3 Vertical's fiscal year ends September 30

*Adjusted EBITDA is equal to adj. net income before interest, income taxes, depreciation & amortization

^ Adj. net income is calculated as net income before certain non-cash changes in the fair value of contingent consideration, non-cash changes in the fair value of warrant liabilities, other non-core cash items and the other items

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Recent Acquisitions

Announce Date	Acquisition Target	Transaction Amount (in \$ mm)	Target Description
02/01/2017	randalldata.com	na	Provides custom accounting and inventory management solutions for the emerging microcomputer market
02/01/2017	CSC Links	na	Provides a number of payment solutions and methodologies centered around vertical markets
06/01/2016	Axia	na	Focuses exclusively on Credit Card and Payment Processing requirements of merchants
04/19/2016	ECR ESBER CASH REGISTER	na	Provides products that facilitate the needs of customers
04/19/2016	Bill&Pay	na	Invoicing and payment software solution
08/12/2015	NJOY Products	na	Develops electronic transaction processing solutions
08/12/2015	Innovative Financial Technologies	na	Provides credit and debit card payment processing services for chambers and associations

Merchant Acquirer Volumes

Merchant Acquirers in the U.S. Ranked by Total Transaction Volume

Rank 2017	Company	Volume ⁽¹⁾ (\$ in mm)
1	Worldpay	\$1,108,000
2	Chase Merchant Services	1,104,000
3	Bank of America	894,000
4	First Data	563,000
5	Wells Fargo Merchant Services	405,000
6	Global Payments	376,000
7	Elavon	301,000
8	Citi Merchant Services	160,000
9	TSYS	128,000
10	PNC Merchant Services	62,000
11	Merrick Bank	47,000
12	North American Bancard	43,000
13	SunTrust Merchant Services	41,000
14	Priority Payment Systems	39,000
15	EVO Payments	37,000
16	Intuit	36,000
17	First American Payment Systems	28,000
18	iPayment	28,000
19	Santander	26,000
20	BB&T	25,000
21	Paysafe	22,290
22	FIS	20,000
23	Merchant e-Solutions	20,000
24	Paya	20,000
25	Shift4 Payments	18,000
26	Cayan	18,000
27	Clearent	15,000
28	KeyBank	11,000
29	i3 Verticals	11,000
30	Electronic Payments	10,000

Source: Derived from data featured in the 2017 Nilson Report, Issue 1127

(1) Total transaction volumes rounded

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Publicly Traded Comparables

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Company Name	Price 06/25/18	% MTD Change	% LTM High	Market Value (\$ mm)	Enterprise Value (\$ mm)	Multiples						Growth Rates			Margins			P / E / G CY 18E			
						Price / Earnings			EV / EBITDA			EV / Revenue			Revenue		EPS		EBITDA		
						LTM	CY 18E	CY 19E	LTM	CY 18E	CY 19E	LTM	CY 18E	CY 19E	CY 18E	CY 19E	LT		CY 18E	CY 19E	
i3 Verticals	16.29	na	84 %	\$ 456	\$ 588	nm	na	na	25.5 x	na	na	2.0 x	na	na	na	na	na	na	na	na	
MERCHANT ACQUIRING / PROCESSING																					
First Data	\$ 21.22	11 %	96 %	\$ 20,435	\$ 41,786	37.0 x	14.6 x	13.0 x	14.3 x	12.5 x	11.8 x	5.0 x	5.3 x	5.1 x	6 %	5 %	12 %	42 %	43 %	1.2 x	
Worldpay (Vantiv)	83.29	5	97	25,177	33,598	35.8	21.9	18.4	33.6	18.2	15.7	8.5	8.7	7.9	na	10	15	48	50	1.4	
Square	61.57	4	89	26,961	26,386	nm	nm	77.1	nm	nm	58.5	10.9	17.9	13.4	50	34	50	17	23	na	
Global Payments	111.28	(2)	93	17,798	21,709	58.0	21.8	18.8	18.7	15.6	14.0	5.6	5.5	5.1	12	9	17	35	36	1.3	
TSYS	85.50	(1)	94	15,717	19,492	37.8	19.7	17.9	19.2	14.7	13.6	4.1	5.2	4.9	11	6	14	35	36	1.5	
Cielo	4.10	(10)	55	11,116	12,889	11.9	10.7	10.2	9.7	9.2	8.7	4.2	4.1	3.9	2	5	5	45	45	2.2	
Worldline	57.99	(0)	90	7,785	7,628	52.8	38.5	32.8	21.7	17.2	14.7	4.1	3.8	3.5	7	9	16	22	24	2.4	
EVO Payments	20.97	(4)	90	1,661	2,335	nm	37.4	26.2	19.2	15.8	13.8	4.5	4.1	3.8	na	9	39	26	27	0.9	
EVERTEC	22.20	2	97	1,552	2,102	38.9	13.4	12.3	14.7	10.9	10.2	5.1	4.8	4.6	7	5	9	44	45	1.5	
Net 1 Ueps Technologies	8.63	(12)	65	483	478	6.9	5.3	5.4	3.7	3.5	3.1	0.8	0.8	0.7	(1)	8	na	22	24	na	
Median		(0)%	91 %			37.4 x	19.7 x	18.1 x	18.7 x	14.7 x	13.7 x	4.7 x	5.0 x	4.7 x	7 %	8 %	15 %	35 %	36 %	1.4 x	
Mean		(1)	86			34.9	20.4	23.2	17.2	13.1	16.4	5.3	6.0	5.3	12	10	20	34	35	1.6	
ONLINE FOCUSED PAYMENTS																					
PayPal	\$ 81.98	(2)%	94 %	\$ 97,443	\$ 87,932	79.9 x	35.1 x	29.1 x	33.2 x	21.9 x	18.5 x	6.4 x	5.7 x	4.9 x	18 %	16 %	20 %	26 %	27 %	1.7 x	
Wirecard	163.10	5	88	20,153	18,982	84.9	48.5	36.6	38.1	29.8	22.9	9.7	8.3	6.7	32	24	32	28	29	1.5	
Shopify	154.20	2	88	17,371	15,791	nm	nm	nm	nm	nm	nm	20.8	15.5	11.3	51	37	40	4	7	na	
PagSeguro	29.39	(15)	na	9,037	8,257	52.9	28.0	19.5	nm	17.8	11.8	13.6	6.9	5.3	51	29	nm	38	45	na	
Afterpay	6.57	15	94	1,505	1,588	nm	88.7	49.1	nm	54.6	33.7	32.1	13.5	8.8	138	53	nm	25	26	na	
Pushpay	4.19	(3)	94	1,150	1,133	nm	nm	89.5	nm	nm	44.4	16.1	8.3	5.5	55	49	na	(6)	13	na	
SafeCharge	6.08	4	99	921	777	38.2	23.2	20.6	18.6	15.6	13.8	5.2	4.5	4.0	16	13	13	29	29	1.7	
Boku	0.97	(3)	88	218	201	nm	nm	35.0	nm	43.8	17.1	8.2	6.2	5.0	33	24	na	14	29	na	
Bango	2.28	1	61	154	147	nm	nm	34.3	nm	58.5	19.2	26.8	13.5	8.9	97	53	na	23	46	na	
JetPay	2.00	(2)	41	31	102	nm	nm	nm	27.9	14.3	11.2	1.3	1.5	1.3	(13)	17	na	11	12	na	
Earthport	0.12	5	31	64	23	nm	nm	nm	nm	nm	nm	0.6	0.5	0.4	13	22	na	nm	nm	na	
Median		1 %	88 %			66.4 x	35.1 x	34.6 x	30.6 x	25.9 x	18.5 x	9.7 x	6.9 x	5.3 x	33 %	24 %	26 %	24 %	28 %	1.7 x	
Mean		1	78			64.0	44.7	39.2	29.5	32.0	21.4	12.8	7.7	5.7	45	31	26	19	26	1.7	
PAYMENT NETWORKS																					
Visa	\$ 129.95	(1)%	95 %	\$ 291,986	\$ 302,367	39.4 x	27.7 x	23.8 x	22.9 x	20.3 x	17.8 x	15.6 x	14.3 x	12.9 x	12 %	11 %	18 %	71 %	73 %	1.5 x	
Mastercard	194.73	(0)	95	204,968	203,268	46.5	30.8	26.4	26.4	22.9	20.1	15.2	13.5	12.1	20	12	21	59	60	1.5	
Median		(1)%	95 %			29.3 x	25.1 x	24.7 x	21.6 x	19.0 x	15.4 x	13.9 x	12.5 x	16 %	11 %	19 %	65 %	66 %	1.5 x		
Mean		(1)	95			29.3	25.1	24.7	21.6	19.0	15.4	13.9	12.5	16	11	19	65	66	1.5		

Selected FT Partners' Research – Click to View



Global Money Transfer



Transaction Security



Klarna: An Online Payments and POS Lending Leader



Adyen's Rise to One of the Most Valuable Payments Companies



Cayan's \$1.05 billion Sale to TSYS



CardConnect's \$750 million to First Data



Remitly's \$115 million Financing Led By PayU



YapStone's \$71 million Series C Financing



PayPal Acquires iZettle for \$2.2 billion



Central Payment's Sale of its Remaining 15% Stake to TSYS



Francisco Partners Acquires Verifone for \$3.4 billion



Pine Labs Raises \$82 million in Financing

[VIEW MORE FT PARTNERS RESEARCH](#)

***FT Partners has a history of
executing on some of the
most ground-breaking
Payments transactions in the
last decade+***



Ground-Breaking Payments Transactions Pioneered by FT Partners

Financial Technology Partners LP
FTP Securities LLC

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

cardconnect.

in its sale to

First Data.

for total consideration of approximately

\$ 750,000,000

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The Only Investment Bank
Focused Exclusively on Financial Technology

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

Financial Technology Partners LP
FTP Securities LLC

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

Heartland

in its sale to

globalpayments

for total consideration of

\$ 4,500,000,000

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PARTNERS

The Only Investment Bank
Focused Exclusively on Financial Technology

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

Financial Technology Partners LP
FTP Securities LLC

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

MARQETA

in its minority financing led by

VISA

with participation from

COMMERZ VENTURES 83NORTH 宜信
EV COMMERCIAL VENTURES CREDITONE

for total consideration of

\$ 25,000,000

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PARTNERS

The Only Investment Bank
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Significant capital raise
for next gen processor
serving commerce
startups and disruptors

Financial Technology Partners LP
FTP Securities LLC

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

sum up®

in its financing, including investment from

GROUPON **AMERICAN EXPRESS**

BBVA

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The Only Investment Bank
Focused Exclusively on Financial Technology

Groundbreaking
strategic round for early
stage European
payments company

Financial Technology Partners LP
FTP Securities LLC

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

cardsPRING

in its sale to

twitter

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The Only Investment Bank
Focused Exclusively on Financial Technology

First sale of a payments
company to an
established social media
company

Financial Technology Partners LP
FTP Securities LLC

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

**CUSTOM
HOUSE**

in its sale to

**WESTERN
UNION**

for total cash consideration of approximately

\$ 370,000,000

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The Only Investment Bank
Focused Exclusively on Financial Technology

First sale of an "International
Payments Specialist" to a pure-
play consumer remittance
provider

Financial Technology Partners LP
FTP Securities LLC

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

CAYAN™

in its 100% cash sale to

TSYS®

for total consideration of approximately

\$1,050,000,000

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PARTNERS

The Only Investment Bank
Focused Exclusively on Financial Technology

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

Financial Technology Partners LP
FTP Securities LLC

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

MERCURY®

in its approximately 60% Growth

SILVERLAKE

for a value up to

\$ 900,000,000

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The Only Investment Bank
Focused Exclusively on Financial Technology

First large-scale
transaction for an
integrated merchant
acquirer

Financial Technology Partners LP
FTP Securities LLC

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

VERUS

in its sale to

sage

for cash consideration of approximately

\$ 325,000,000

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First sale of a U.S.
merchant acquirer to an
international software
company; became Sage
Payments

Financial Technology Partners LP
FTP Securities LLC

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

Lynk

in its sale to

**The Royal Bank
of Scotland**

for cash consideration of approximately

\$ 525,000,000

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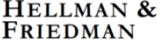





























First sale of a U.S.
merchant acquirer to a
large international
financial institution;
became Worldpay U.S.

FT Partners – Focused Exclusively on FinTech

FT PARTNERS RESEARCH

Leading Advisor to Merchant Acquirers / Payment Processors

Numerous prominent merchant acquirers have trusted FT Partners to advise them on their most strategic transactions


















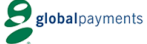

























Selected FT Partners Deals Noted	Seller	Buyer	Date	Transaction Value (\$ in mm)	Research Profile
			04/2018	\$840 ⁽¹⁾	VIEW
			02/2018	1,000	VIEW
			12/2017	1,050	VIEW
			10/2017	250	VIEW
			10/2017	760	VIEW
		 	09/2017	430	VIEW
			09/2017	5,300	VIEW
			09/2017	NA	VIEW
			07/2017	11,680	VIEW
			06/2017	260	VIEW
			05/2017	750	VIEW
			05/2017	NA	VIEW
			02/2017	700 ⁽²⁾	VIEW
			06/2016	NA	VIEW
			03/2016	438	VIEW
			01/2016	2,350	VIEW
			12/2015	4,300	VIEW
			01/2015	NA	VIEW

(1) [TSYS Q1'18 10-Q](#)

(2) [TSYS 2016 10-K](#)

Leading Advisor to Merchant Acquirers / Payment Processors (cont.)

Numerous prominent merchant acquirers have trusted FT Partners to advise them on their most strategic transactions

Selected FT Partners Deals Noted	Seller	Buyer	Date	Transaction Value (\$ in mm)	Research Profile
			11/2014	NA	
			10/2014	1,500	VIEW
			07/2014	\$700	
			05/2014	1,650	VIEW
			05/2014	NA	VIEW
			03/2014	250 ⁽¹⁾	
			01/2014	420	
			09/2013	NA	VIEW
			09/2013	200	VIEW
			09/2013	NA	
			07/2013	163	
			11/2012	135	VIEW
			10/2012	361	
			08/2012	413	
			08/2012	110 ⁽²⁾	
			07/2012	670	
			07/2012	NA	VIEW

(1) [TSYS 2016 10-K](#)

(2) [TSYS 2012 10-K](#)

FT Partners Advises Central Payment on its Sale of its Remaining Stake to TSYS

Overview of Transaction

- In April 2018, Central Payment completed a sale of its remaining 15% equity stake to TSYS at a valuation of \$840 mm ⁽¹⁾
- Headquartered in San Rafael, CA, Central Payment is one of the fastest growing payment processors in the country
 - Through Central Payment's innovative approach, the Company provides processing services to over 70,000 businesses across several electronic transaction categories and industries
- TSYS provides electronic payment processing and other services to card-issuing and merchant acquiring institutions worldwide
- FT Partners also represented Central Payment on its initial 60% strategic growth investment with TSYS in [2012](#) and its subsequent recap in 2014 and [2017](#)

Significance of Transaction

- The transaction provides TSYS with a high-growth and very successful independent agent channel, which supports ongoing growth in its merchant acquiring business
- Additionally, the transaction reiterates Central Payment's ability to leverage TSYS' strategic relationships, processing capabilities and expertise in the sector to further scale the business and pursue additional growth opportunities

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Central Payment and its owners
- This transaction highlights FT Partners' continued dominance in the Payments and Merchant Acquiring space and its leadership position as the "advisor of choice" to the highest quality FinTech Companies

Financial Technology Partners LP FTP Securities LLC

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



in the sale of its remaining stake to



for a total valuation of

\$ 840,000,000



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FT Partners Advises Cayan on its Sale to TSYS

Overview of Transaction

- On December 18, 2017, TSYS announced it has entered into an agreement to acquire Cayan in an all cash transaction valued at approximately \$1.05 billion
 - The transaction is expected to close in Q1 2018
- Cayan, a portfolio company of Parthenon Capital Partners, provides technology led acquiring services to more than 70,000 merchants and 100+ integrated partners in the U.S.
 - The Company's flagship Genius platform delivers a seamless and scalable unified commerce experience across channels
- TSYS (NYSE: TSS) is a leading global payments provider, offering innovative and secure solutions across the payments spectrum — from issuer processing and merchant acquiring to prepaid program management

Significance of Transaction

- The acquisition strategically complements TSYS' merchant goals to become a leading payment provider to small and medium size businesses in the U.S.
- The addition of Cayan's unified commerce solutions elevates TSYS' competitive position to jointly offer a broader set of value-add products and services to partners and merchants

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Cayan and its Board of Directors
- FT Partners also advised Cayan on its [recapitalization by Parthenon Capital Partners](#) along with numerous acquisitions made by the Company
- This transaction highlights FT Partners' continued success advising prominent companies in the Payments and Merchant Acquiring space and its leadership position as the "advisor of choice" to the highest quality FinTech Companies

Financial Technology Partners LP FTP Securities LLC

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

CAYANTM

in its 100% cash sale to

TSYS[®]

for total consideration of approximately

\$ 1,050,000,000

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FT Partners Advises Heartland Payment Systems on its \$4,500,000,000 Sale

Overview of Transaction

- FT Partners served as strategic and financial advisor to Heartland Payment Systems (NYSE: HPY) in its landmark \$4.5 billion sale to Global Payments (NYSE: GPN) for a combination of cash and stock
- Global Payments acquired Heartland for \$100 per share, representing a total transaction value of approximately \$4.5 billion at the closing of the deal
- Consideration for the transaction consisted of 0.6687 shares of Global Payments stock and \$53.28 for each share of Heartland stock at closing
- This transaction creates the leading global provider of integrated payments technology solutions
- This deal represents the largest U.S. strategic merchant acquiring acquisition in over a decade
- Also represents the single largest U.S. strategic payment processing deal in the last 8 years
- This transaction underscores FT Partners' continued leadership position as "advisor of choice" to the highest-quality companies in the FinTech space

Financial Technology Partners LP FTP Securities LLC

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

Heartland

in its sale to



for total consideration of

\$ 4,500,000,000



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FT Partners Advises CardConnect on its \$750,000,000 Sale to First Data

Overview of Transaction

- On May 29, 2017, CardConnect (NASDAQ: CCN) announced that it has entered into a definitive agreement to be acquired by First Data (NYSE: FDC) for \$15.00 per share in cash, for an aggregate transaction value of approximately \$750 million
 - The transaction is expected to close in 3Q17, subject to customary closing conditions
- Headquartered in King of Prussia, PA, CardConnect is an innovative provider of payment processing and technology solutions
 - CardConnect processes approximately \$26 billion of volume annually from 67,000 merchant customers
- First Data is a global leader in commerce-enabling technology and solutions
- FT Partners also represented [CardConnect on its sale to FinTech Acquisition Corp for \\$438 million](#), which closed in July 2016

Significance of Transaction

- The CardConnect transaction is consistent with First Data's strategy of integrating and scaling innovative technologies across its distribution footprint; CardConnect is one of First Data's largest distribution partners
- CardConnect brings First Data innovative partner management technology, accelerates the Company's integrated solutions initiative and provides it with an ERP-integrated payment solution set

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to CardConnect and its board of directors
- This transaction highlights FT Partners' continued success advising prominent companies in the Payments and Merchant Acquiring space and its leadership position as the "advisor of choice" to the highest quality FinTech Companies

Financial Technology Partners LP FTP Securities LLC

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

cardconnect.

in its sale to

First Data.

for total consideration of approximately

\$ 750,000,000

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FT Partners Advises on Strategic Sale of Mercury for \$1,650,000,000

Overview of Transaction

- Mercury announced its sale to Vantiv for \$1.65 billion in cash on May 12, 2014
- Vantiv will fund the acquisition with committed financing
- This transaction is Vantiv's largest acquisition to-date (~5x larger than its acquisition of Litle) and one of the largest strategic merchant acquiring M&A transactions consummated in over a decade

Significance of Transaction

- Vantiv's acquisition of Mercury accelerates the Company's growth in the integrated payment space by significantly expanding distribution channels and technology capabilities
- Expands Vantiv's reach into the SMB segment through Mercury's distribution network, complementary verticals and ability to design integrated, value-added POS innovations
- Enhances Vantiv's competitive position in the payments sector broadly on the basis of technology differentiation, leading processing scale and omni-channel presence while increasing penetration into high growth channels
- Expected to add one to two percentage points to Vantiv's net revenue growth per year while being modestly accretive to Vantiv's non-GAAP earnings per share in 2014 with accelerating accretion in 2015

FT Partners' Role

- FT Partners served as advisor to Mercury
- FT Partners was also Mercury's advisor in the Company's 60% sale to Silver Lake in April of 2010 at a \$700mm valuation

Financial Technology Partners LP FTP Securities LLC

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



in its cash sale to



for total consideration of

\$ 1,650,000,000



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Award-Winning Investment Banking Franchise Focused on Superior Client Results



2018

- 2018 Top Investment Bank in FinTech



Institutional Investor
Annual Ranking

2017

2015 - 2016

2006 - 2008

- Ranked #1 Most Influential Executive on Institutional Investor's FinTech 35 List
- Steve McLaughlin Ranked Top 5 on Institutional Investor's FinTech 35 List
- 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"



M&A Advisor
Awards

2015 - 2017

2010 - 2014

2004 - 2007

- Investment Banker of the Year – 2017
- Investment Banking Firm of the Year – 2016
- Cross Border Deal of the Year - 2016
- Dealmaker of the Year – 2015
- Technology Deal of the Year – 2015
- Equity Financing Deal of the Year - 2014
- Professional Services Deal of the Year, Above \$100 mm – 2014
- Dealmaker of the Year – 2012
- Professional Services Deal of the Year, Above \$100 mm – 2012
- Boutique Investment Bank of the Year – 2011
- Deal of the Decade – 2011
- Upper Middle Market Deal of the Year, Above \$500 mm – 2010
- IT Services Deal of the Year, Below \$500 mm – 2010
- Cross-Border Deal of the Year, Below \$500 mm – 2010
- Dealmaker of the Year – Steve McLaughlin – 2007
- Business to Business Services Deal of the Year - 2007
- Computer and Information Technology Deal of the Year, Above \$100 mm – 2007
- Financial Services Deal of the Year, Above \$100 mm – 2007
- Investment Bank of the Year – 2004



Middle Market
Financing Awards

2006 - 2008

- Equity Financing Dealmaker of the Year – Steve McLaughlin – 2008
- Information Technology Deal of the Year – 2008
- Financial Services Deal of the Year – 2008
- Financing Professional of the Year – Steve McLaughlin – 2006

The FT Partners Senior Banker Team

Name / Position	Prior Background	Experience / Education	Years of Experience
Steve McLaughlin <i>Founder, CEO and Managing Partner</i>		<ul style="list-style-type: none"> Formerly with Goldman, Sachs & Co. 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. 	23
Greg Smith <i>Managing Director</i>		<ul style="list-style-type: none"> Formerly award winning Equity Research Analyst at Merrill Lynch / J.P. Morgan / Hambrecht & Quist 20+ years of experience covering FinTech as both an Analyst and Investment Banker 	22
Osman Khan <i>Managing Director</i>		<ul style="list-style-type: none"> Former Managing Director / 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
Steve Stout <i>Managing Director</i>		<ul style="list-style-type: none"> Former Global Head of Strategy at First Data Formerly Led J.P. Morgan Payments Investment Banking Former Equity Research Analyst on #1 ranked team at UBS and Economist at the Federal Reserve Bank 	20
Tim Wolfe <i>Managing Director</i>		<ul style="list-style-type: none"> Formerly with Goldman, Sachs & Co. beginning in 2000 Started at FT Partners in 2002 40 Under 40 M&A Advisor Award Winner 2013 Harvard M.B.A. 	16
Timm Schipporeit <i>Managing Director</i>		<ul style="list-style-type: none"> 11+ years with Morgan Stanley, Senior Executive Director of European Technology Investment Banking Team in London Formerly a Venture and Growth Investor focused on FinTech at Index Ventures 	15
Andrew McLaughlin <i>Managing Director</i>		<ul style="list-style-type: none"> 20+ years experience executing / implementing financial and operational strategy Formerly with Deloitte Consulting 	12