

FT Partners 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



### Divvy's 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 \$165 million Series D financing 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



## FT Partners Previously Advised Divvy on its \$165 million Financing

#### **Overview of Transaction**

- On January 5, 2021, Divvy announced its \$165 million Series D round at a valuation of \$1.6 billion with investments from new investors Hanaco, PayPal Ventures, Schonfeld and Whale Rock
  - Existing investors that participated in this round include NEA, Insight Venture Partners, and Pelion
  - Divvy received strong investor interest leading the company to upsize the round from the initial target; nonetheless, the round remained oversubscribed at the new level
- By combining free expense management software with corporate credit cards, Divvy's centralized platform allows businesses to manage their spend with realtime visibility and control over their budgets
- A rapidly growing number of businesses are choosing Divvy, including tech companies like Noom, e-commerce merchants like Solo Stove and Rhone, vision care leaders like EyeCare Partners, LLC, and iconic sports franchises like the Utah Jazz and the Atlanta Dream

#### Significance of Transaction

- The valuation of \$1.6 billion and the addition of key investors validates Divvy's ambition to modernize financial processes by combining credit, vendor, and spend management into a single platform
- With the Series D funding, Divvy plans to invest heavily in product development and engineering to accelerate the Company's future roadmap

#### FT Partners' Role

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- 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 financing by new investors





with existing investor participation from





for a total amount of

\$165,000,000



#### **FT PARTNERS ADVISES**



FT Partners' Multi-Transaction Relationship with Divvy

FT Partners first advised Divvy on its \$165 million Series D financing and then less than half a year later on its \$2.5 billion sale to Bill.com increasing the Company's valuation



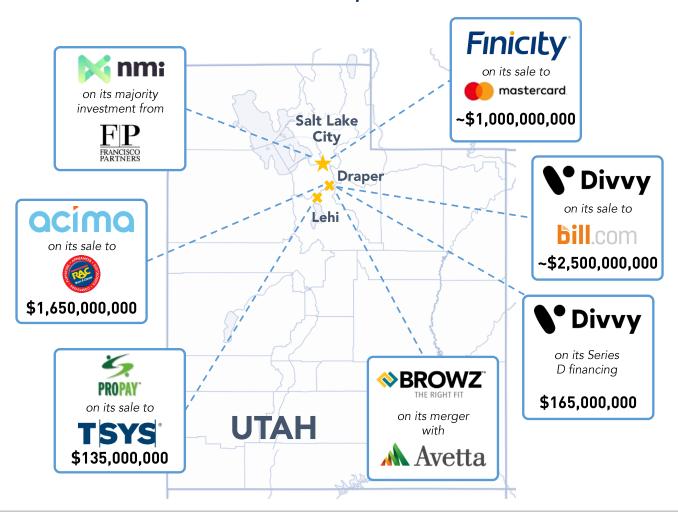




## Leading Advisor to FinTech Companies in Utah



# FT Partners has advised on numerous high-profile sales and capital raises for FinTech companies in Utah



#### **FT PARTNERS ADVISES**

### **Divvy Overview**



CEO:

Headquarters:

Founded:

**Employees:** 



Blake Murray Draper, UT 2016

~400

- Divvy has combined seamless expense management software with the world's smartest business card, so companies and employees never have to process another expense report
- With Divvy, every business purchase happens on a Divvy card, and employees categorize their transactions with a few taps
- Divvy's budgeting software syncs automatically with employee credit cards, which prevents overspending and provides real-time visibility into spend by department, team, project, or individual budget

### **Divvy's Primary Solutions**



**Expense Management** 

Directly syncs to Divvy's corporate card with every swipe



**Budgeting** 

Full visibility of spend, all in one place



**Business Credit** 

Flexible credit, not one size fits all

#### **Platform Features**

## Virtual Card

Allows for the management of subscription spend all in one place. With a unique card for every vendor, a business is better protected from over-charges and fraud.

### 7 Reimbursements

Allows for the tracking of out-ofpocket expenses and mileage. Rather than waiting to hand in receipts, spenders can submit for reimbursement right from the Divvy mobile app.

# Rewards

All customers qualify for Divvy's reward program. The program gives businesses flexible options for how fast you earn rewards and how you redeem them.



Cards are well integrated with Divvy's software. The platform allows for greater control and visibility into business spend.

# المجال Travel

Divvy and TripActions have partnered to provide a comprehensive travel and expense management experience to Divvy customers.

## :=॑\$Send and Request

Budget owners or admins can approve or deny requests from a push notification to their phone (or online).

## Integrations

Divvy mirrors a businesses chart of accounts, saving hours of manual data entry and reconciliation.





ORACLE' + NETSUITE

### 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 19 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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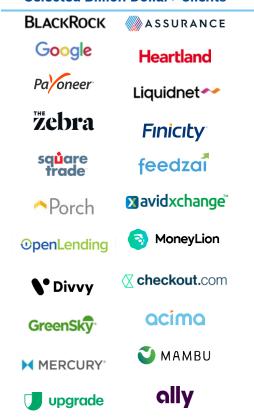
### Advisor of Choice for Leading FinTech Companies and Strategics



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

#### **Selected Billion Dollar+ Clients**

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



CAYAN

ppro

CompoSecure.































### FT Partners' Repeat Clients are Everywhere – Selected Examples Below



FT Partners has history of maintaining strong, long-term client relationships, often advising on multiple transactions

To the right are examples of FT Partners' role advising on a capital raise and then the client's subsequent sale





### Leading Advisor to Financial Management Solution Providers























FTP Securities LLC

in its minority financing led by

for total consideration of

\$ 50,000,000















#### **FT PARTNERS ADVISES**



## Significant Experience Across the Bank and Lending Tech Sector











































# **\**\* Divvy

### FT Partners Advises Open Lending on its Merger with Nebula Acquisition

#### Overview of Transaction

- On January 6, 2020, Nebula Acquisition Corporation "Nebula" (Nasdaq: NEBU), a special purpose acquisition company ("SPAC"), sponsored by True Wind Capital, announced a definitive merger agreement with Open Lending
- Upon completion of the business combination on June 10, 2020, Nebula changed its name to Open Lending, and its common stock is expected to begin trading on the Nasdaq Stock Market under the ticker symbol "LPRO", commencing June 11, 2020
  - Total consideration of the transaction is approximately \$1.7 billion \*
- Open Lending, through its flagship product, Lenders Protection, offers loan analytics, risk-based pricing, risk modeling and default insurance, ensuring profitable auto loan portfolios for financial institutions throughout the U.S.

#### Significance of Transaction

- While creating significant liquidity for existing shareholders, Open Lending's
  Management team will continue to lead the merged Company as over 70% of
  their existing equity is expected to be rolled as part of the transaction
- Open Lending's existing minority investor, Bregal Sagemount, a prominent growth equity firm, will continue as a public stockholder and participate on the board as well
- Open Lending will pursue significant growth opportunities within its existing customer base of credit unions, banks, and OEM Captives, as well as through new channels, asset classes, and geographies

#### FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Open Lending
- Exemplifies FT Partners' ability to deploy expertise for a complex business operating at the intersection of consumer finance, InsurTech, and Auto FinTech
- Builds on FT Partners' expertise in navigating the unique process in selling companies to SPACs, and follows highly successful sales of FT Partners' clients <u>CardConnect</u> and <u>REPAY</u>

# Financial Technology Partners LP FTP Securities LLC

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



on its merger with

# Nebula Acquisition Corporation (NASDAQ: NEBU)

sponsored by



TRUE WIND

for total consideration of up to approximately

\$1,700,000,000



### FT Partners Advises Finicity on its Sale to Mastercard



#### Overview of Transaction

- On June 23, 2020, Mastercard (NYSE: MA) announced it has entered into an agreement to acquire Finicity, a leading North American provider of real-time financial data access and insights
  - The acquisition is valued at up to ~\$1 billion in total consideration, which is comprised of \$825 million at close and up to \$160 million in earn-out consideration
- Finicity enables a secure and innovative financial data-sharing ecosystem
  through direct connectivity to thousands of North American financial institutions,
  including next generation open banking API connections with the largest banks
  in the US
  - Finicity helps power the programs of banks and FinTech companies, using approvals to securely access customer information to provide value-added services such as streamlined loan and mortgage processes, rapid account-based payment initiation and personal financial management solutions

### Significance of Transaction

 The addition of Finicity's complementary technology and innovative team strengthens the existing Mastercard open banking platform to enable and safeguard a greater choice of financial services, reinforcing the Company's longstanding partnerships with and commitment to financial institutions and FinTech companies across the globe

#### FT Partners' Role

- FT Partners served as the exclusive strategic and financial advisor to Finicity and its board of directors
- This transaction highlights FT Partners' deep domain expertise across the FinTech sector and further supports FT Partners' role as the Advisor of Choice to the highest quality FinTech companies

# Financial Technology Partners LP

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



on its sale to



for total consideration of up to

~\$1,000,000,000



### FT Partners Advises on Chrome River's Merger with Certify



#### Overview of Transaction

- On March 5, 2019, Chrome River Technologies and Certify agreed to merge in a transaction valued at over \$1 billion
  - K1 Investment Management, which owns Certify, will hold a majority stake in the combined company
  - Existing shareholders, including the companies' founders and Chrome River investor Bain Capital Ventures, will retain minority stakes
- Chrome River is a leader in expense management, providing SaaS-based automation solutions for more than 1,000 organizations worldwide
- Certify is the world's largest independent provider of travel, expense and invoice management software serving more than 10,000 companies through its family of brands

#### Significance of Transaction

- The merger joins Chrome River to the existing Certify family of brands, which includes Nexonia, Tallie, Abacus, and Captio
  - The multi-brand strategy enables companies of all sizes and verticals to work with a single vendor, yet craft the solution that is best suited to their specific needs
- The companies will support all existing products and collaborate on accelerating investments in technology areas such as machine learning, artificial intelligence, analytics, and reporting, to provide customers with enhanced travel, expense, and invoice management capabilities

#### FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Bain Capital Ventures and Great Hill Partners in this transaction
- FT Partners previously advised Chrome River on its \$100 million Series D
   Financing from Great Hill Partners in 2015
- This transaction underscores FT Partners' strong domain expertise and successful track record advising leading SaaS-based companies in the Financial Management Solutions space

# Financial Technology Partners LP FTP Securities LLC

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



in the merger of



certify **②** 

valued in excess of

\$1,000,000,000



### 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

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



# Divvy

## 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



avidxchange

in its acquisition of

## FT Partners' Long-Term Relationship with AvidXchange

We hired FT Partners back in 2009, and our Board feels that hiring FT Partners was one of the most strategic decisions we could have made along this journey. They have been tremendous partners for us, and we are delighted with them on every level. I would highly recommend FT Partners to any CEO or Board of Directors looking for a world-class investment bank – as they are much more than just a banking partner – they are truly a strategic partner in helping us grow our business."



Financing

Michael Praeger Chief Executive Officer and Co-Founder, AvidXchange



Avid's Valuation has Grown Almost 100x Since FT Partners Began Working with Avid in 2009!

avidxchange

avidxchange

avidxchange

in its growth

financing for

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



#### Overview of Transaction

- On January 7, 2021, Mambu announced it has raised \$135 million of new capital in its Series D financing at a valuation of ~\$2 billion. The investment is led by TCV with participation from existing investors, including Acton Capital Partners, Bessemer Venture Partners, Runa Capital, as well as new investors Arena Holding and Tiger Global
- Mambu is a SaaS cloud banking platform empowering its customers to easily
  and flexibly build and expand their banking products. Mambu is the originator
  of the composable banking approach, which prioritizes rapid, flexible assembly
  of independent, best-for-purpose systems
- Since launching in May 2011, Mambu has grown its client portfolio to more than 160 banks, FinTech providers, and corporates across more than 50 countries

#### Significance of Transaction

- The transaction values Mambu at ~\$2 billion, underscoring the company's leadership position in redefining the global core banking technology market
- With this new round of financing, Mambu will continue to accelerate its rapid growth by deepening its footprint in the more than 50 countries in which it already operates and continuing to expand both the breadth and depth of its platform

#### FT Partners' Role

- FT Partners served as exclusive financial and strategic advisor to Mambu
- This transaction highlights FT Partners' deep domain expertise in a broad range
  of Banking Tech companies, as well as its successful track record generating
  highly favorable outcomes for high-growth, unicorn FinTech companies globally

# Financial Technology Partners LP

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



on its Series D financing led by

TCV

with participation from new investors

ARENA TIGERGLOBAL

for a total primary amount of

\$135,000,000

~\$2,000,000,000



### FT Partners Advises Billtrust on its Minority Financing



#### **Overview of Transaction**

- On May 25, 2017 Billtrust announced it has raised \$50 million in a minority financing round from Riverwood Capital
  - Riverwood joins existing investors, Edison Partners, Goldman Sachs and Bain Capital Ventures
- As part of this financing, Francisco Alvarez-Demalde of Riverwood joined Billtrust's Board of Directors
- Billtrust is the pioneer of payment cycle management, helping clients automate and accelerate their accounts receivable (AR) processes to increase cash flow, improve operational efficiency and increase customer satisfaction
- Riverwood Capital is a private equity firm that invests in high growth technology companies

### Significance of Transaction

- The transaction will further help Billtrust expand as the leading independent provider of payment cycle management solutions
- Firmly positions the Company to continue to grow its core business (Quantum Payment Cycle Management) with expanded services as well as pursue opportunistic acquisitions and continue global expansion

#### FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Billtrust and its Board of Directors
- FT Partners leveraged its deep knowledge, extensive experience and broad industry relationships to help achieve a highly favorable outcome for the Company
- Transaction demonstrates FT Partners' continued leadership in the Financial Management Solutions space

# Financial Technology Partners LP

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



in its minority financing led by



for a total consideration of

\$ 50,000,000



# **\**\* Divvy

### FT Partners Advises Kabbage on its Sale to American Express

#### Overview of Transaction

- On August 17, 2020, American Express announced that it has signed a definitive agreement to acquire Kabbage
- Kabbage empowers small businesses through straightforward, flexible access to capital
  - Since inception, the Company extended more than \$16 billion directly to small business owners and powered automated funding for other organizations all over the globe
- Kabbage approved a landmark number of applications in the Paycheck Protection Program, demonstrating the true power, scale and reach of its technology platform
  - Over the three-month period of the program, Kabbage approved nearly 300,000 small businesses for ~\$7 billion, making it the second-largest PPP lender in the country by application volume, outperforming some of America's largest banks
- American Express will acquire Kabbage's team and its full suite of financial technology products, data platform and IP built for small businesses

#### **Significance of Transaction**

- The combination of Kabbage's and American Express' platforms can help small businesses succeed with a fully digital suite of financial products to help them run and grow their companies
- This acquisition accelerates American Express' plans to expand beyond its industryleading commercial card products to offer business customers a growing set of payments and working capital solutions

#### FT Partners' Role

- FT Partners served as exclusive financial and strategic advisor to Kabbage
- FT Partners previously advised Kabbage on its \$135 million Series E financing
- This transaction highlights FT Partners' deep domain expertise in the Banking
  Technology and Alternative Lending sectors, as well as our successful track record
  generating highly favorable outcomes for high-growth FinTech companies globally

# FTP Securities LLC

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



on its proposed sale to





# **\**\* Divvy

### 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



