

August 19, 2020

FT PARTNERS TRANSACTION ANNOUNCEMENT

FINANCIAL
TECHNOLOGY
PARTNERS

The Only Investment Bank
Focused Exclusively
on FinTech

San Francisco • New York • London

FT Partners is Pleased to Announce
its Role as Exclusive Strategic and
Financial Advisor to



on its sale to



Motionsoft's Sale to Daxko



Overview of Transaction

- On August 19, 2020, Daxko, a portfolio company of GI Partners, announced that it acquired Motionsoft, a thought leader in member management software that powers some of the largest brands in the club industry
- Motionsoft provides an all-in-one technology, giving its customers a more transparent, efficient, and controllable club management and payment processing system
 - With more than 1,200 customer locations serving over 8 million gym members, Motionsoft is utilized by marquee brands such as Equinox, Blink Fitness, Crunch Fitness, Town Sports International, and Gold's Gym

Significance of Transaction

- The addition of Motionsoft gives Daxko a new software platform and expanded payment processing capabilities, allowing it to grow in both the Enterprise and Franchise markets
- This is Daxko's third acquisition in 2020, which demonstrates its continued dedication to expanding its capabilities and presence in the Health and Wellness industry
- Daxko will be able to gather real-time data and insights to provide business intelligence to its clients and help better serve its members in an ever-changing environment

FT Partners' Role

- FT Partners served as the exclusive strategic and financial advisor to Motionsoft and its board of directors on this transaction
- This transaction highlights FT Partners' expertise and knowledge in the Integrated Payments and SaaS verticals with Motionsoft operating at the intersection of both worlds within the Health and Wellness industry

Financial Technology Partners LP FTP Securities LLC

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



on its sale to



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Focused Exclusively on Financial Technology*



Motionsoft Overview

Company Overview



Founder:	Al Noshirvani
CEO:	Rick Auletta
CFO:	Tom Hopkins
Headquarters	Rockville, MD

- Motionsoft provides the leading gym management software bundle in the Health and Wellness industry with location-based pricing intended to help gyms manage financial operations
 - Through a cloud-based SaaS platform, which allows for a high degree of configuration and customization, Motionsoft is able to serve universities, hospitals, hotels, and spas, in addition to gyms
 - Motionsoft grants customers industry-leading billing and payment processing, provides accounts receivable management, back office support, or full-service member management solutions

Selected Customers



Customer Testimonial

"Why do we use Motionsoft? It's simple. They have the best club software. We felt Motionsoft has four distinct advantages: the people, the support system, the applications that run in the software, and the platform that runs everything."

- Trevor Zak, Owner of Fitness Inc.

Solutions Overview



Member Engagement

- Ability to engage core audiences through seamless account management, social media integration, and targeted outreach
- Track customers using data analytics, client behavior profiles, and trend analysis and reporting
- Fuel stronger retention with an accessible user interface and data driven business decisions
- Software applications / modules include front desk check-in, lockers, scheduling, and day care



Operational Efficiency

- Improved profitability through streamlined operations
- Club management software provides comprehensive revenue management features and flexible, customizable modules for ancillary services
- Customer support and online or in-person training, helps gyms be more responsive to members
- Data-rich analytics allows for increased business intelligence



Payments & Infrastructure

- Payment processing capabilities allow for front desk payments, recurring payments, and accounts receivable management
- Tokenized member data reduces compliance burdens and ensures that there are no data breaches
- Extensible APIs connect data to the clubs' websites and mobile apps, as well as integrate third party tools for accounting, CRM and more
- Payments software applications for billing, POS, and series sales



Daxko Overview

Company Overview



CEO:	Ron Lamb
CFO:	Winston Gillum
Founded:	1998
Headquarters	Birmingham, AL

- Daxko, a portfolio company of GI Partners, provides SaaS, integrated payments solutions, and consultative marketing services to the health, fitness, and wellness industry
- Daxko’s portfolio of brands targets serving non-profit health and wellness centers, multi-purpose fitness facilities and boutique organizations

Management Team



Ron Lamb
CEO



Winston Gillum
CFO



Bjorn Bjerkoe
CTO



Joe Grieshop
CMO



Stefani Thornton
Chief Revenue Officer



Jeff VanDixhorn
Chief Revenue Officer



Brittany Richards
Senior Vice President
of Services



Nathan Bobbin
Senior Vice President
of Product



Matt Popinski
Senior Vice President
of Payments



Concetta Lewis
Vice President
of People Development

Daxko Commentary on the Motionsoft Acquisition

“We are excited to welcome Motionsoft to the Daxko family. Leveraging our shared experience, passion, and commitment to empowering the industry, we will be able to better serve health, fitness, and wellness centers to thrive in a constantly evolving landscape.”

- Ron Lamb, CEO of Daxko

Core Platforms



ClubAutomation



daxko

Motionsoft

zenplanner

Key Company Stats

10,000+
Customer

140+
Countries

17K+
Facilities

500+
Team Members

25M+
Members Served

11 Acquisitions
since 2014

Route 66 Ventures Overview – Motionsoft Investor

Overview



Ryan Katz
Founding Partner



Stuart Fox
Chief Financial Officer



Benjamin Britt
General Partner



Pat Wilson
Partner

Locations

- Alexandria, VA (HQ)

About

- Founded in 2012, Route 66 Ventures is a private investment firm focused on helping entrepreneurs shape the financial services landscape of tomorrow
- Route 66's Venture Capital team invests globally in early and growth stage disruptors, incumbents and service providers throughout various sectors in the financial services ecosystem
- Upon investment, firm provides board leadership, market expertise and management know-how to give companies an edge to succeed

Investment Preferences

Investment Criteria

Fund Size:	\$450 mm
Fund Raised:	NA
Investment Range:	\$2 – 40mm
Revenue:	NA
EBITDA:	\$1 – 10 mm

General Preferences ¹

Control:	Minority
Geography:	U.S., Europe, Asia/ Pac
Transaction Type:	Seed, Venture, Growth
Industry Focus:	Alternative Lending, Capital Markets, Asset Mgmt, Payment Services, Insurance, Financial Services, Energy, Real Estate, Manufacturing

Selected Recent Investments / Exits

Date	Company	Deal Amt.	Board Rep.	Sector
08/20	Till (Seed)	\$8 mm	NA	Banking / Lending
12/19	Ripple Labs (Series C)	\$200 mm	NA	Payments
10/19	Quantemplate	\$12 mm	NA	InsurTech
1/19	AccessPay	\$9 mm	NA	Payments
11/18	Payzer	\$9 mm	NA	SaaS
10/18	Zebit (Debt)	\$75 mm	NA	Banking / Lending
10/18	Clearmatics (Series A)	\$12 mm	NA	Cap Markets Tech
4/18	Qwil (Debt)	\$102 mm	NA	Payments
4/18	DriveWealth (Series B)	\$21 mm	NA	WealthTech
1/18	NextCapital (Series C)	\$30 mm	NA	WealthTech
12/17	Maxwell	\$3 mm	NA	Banking / Lending
9/17	Vemo (Seed)	\$7 mm	NA	Banking / Lending
7/17	Compare Asia Group (Series B)	\$50 mm	NA	Banking / Lending
5/17	Bunker Protect (Series A)	\$6 mm	NA	InsurTech

Edison Partners Overview – Motionsoft Investor

Overview



edisonpartners



Ryan Ziegler
General Partner



Gary Golding
General Partner



Chris Sugden
Managing Partner



Kelly Ford Buckley
General Partner

Locations

- Princeton, NJ (HQ)

About

- Through a unique combination of growth capital and the Edison Edge platform, consisting of operating centers of excellence, the Edison Director Network, and executive education programs, Edison employs a truly integrated approach to accelerating growth and creating value for businesses
- Edison Partners focuses on companies growing at an annual rate of ~30%+

Investment Preferences

Investment Criteria

Fund Size:	\$365 mm
Fund Raised:	2017
Investment Range:	\$5 – 20 mm
Revenue:	\$5 – 25 mm
EBITDA:	NA

General Preferences ¹

Control:	Minority
Geography:	U.S., focused on the east coast
Transaction Type:	Venture, Growth
Industry Focus:	Financial Technology, Healthcare IT, Interactive Marketing, Enterprise Technology

Selected Recent Investments / Exits

Date	Company	Deal Amt.	Board Rep.	Sector
2/20	Houwzeer	\$10 mm	NA	Real Estate Tech
1/20	Ringmaster Technologies	\$5 mm	NA	HealthTech
11/19	Clearpool	NA	Chris S	Cap Markets Tech
9/19	Predata (Series A)	\$7 mm	NA	AI
8/19	Fund That Flip	\$11 mm	NA	Banking / Lending
8/19	PurpleLab	\$3 mm	NA	HealthTech
7/19	MoneyLion (series C)	\$100 mm	NA	Banking / Lending
7/19	Capital Rx	\$12 mm	NA	HealthTech
6/19	Virtual Health (series B)	NA	NA	HealthTech
3/19	NS8	\$26 mm	NA	Fraud
2/19	YieldStreet (Series B)	\$62 mm	NA	WealthTech
2/19	TraderTools (series F)	\$5 mm	NA	WealthTech
1/19	BipSync	\$7 mm	NA	WealthTech
1/19	GAN Integrity	\$15 mm	NA	SaaS

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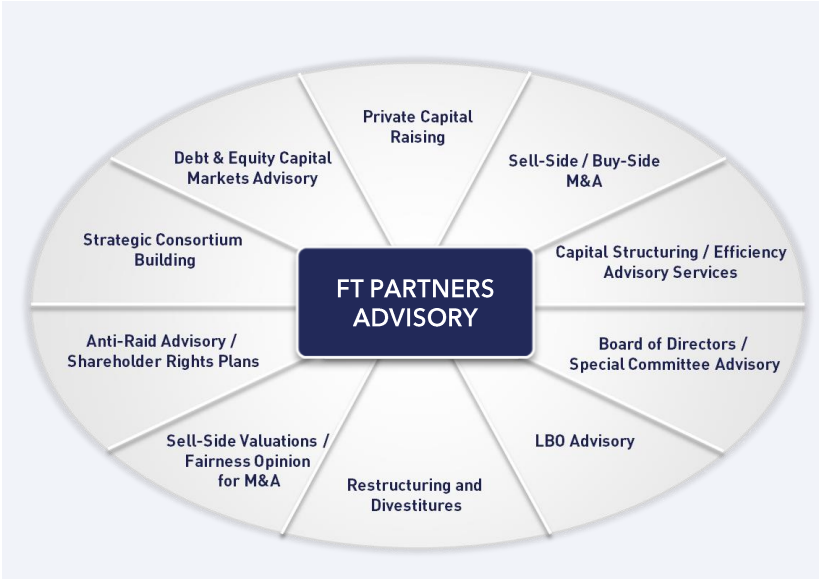
FT PARTNERS ADVISES



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 18 years of exclusive focus on Financial Technology

FT Partners' Advisory Capabilities



FT Partners' FinTech Industry Research

In-Depth Industry Research Reports

Proprietary FinTech Infographics

Monthly FinTech Market Analysis

FinTech M&A / Financing Transaction Profiles



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"

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SUBSCRIBE



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Selected FT Partners Deal Announcements Since the Onset of COVID-19



FT Partners is continuing to deliver great outcomes for FinTech companies and investors during these challenging times

August 19, 2020

August 17, 2020

August 12, 2020

August 5, 2020

July 30, 2020

July 30, 2020

July 29, 2020

July 27, 2020

Financial Technology Partners LP
FTP Securities LLC

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

Motionsoft

on its sale to

daxko

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Financial Technology Partners LP
FTP Securities LLC

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

Kabbage

on its proposed sale to

**AMERICAN
EXPRESS**

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Financial Technology Partners LP
FTP Securities LLC

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

TRUMID

on its financing led by
DRAGONER
with participation from
TPG

A firm and secure transaction
BLACKROCK T.RowePrice
for a total amount of
\$200,000,000

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Financial Technology Partners LP
FTP Securities LLC

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

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on its acquisition of

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Financial Technology Partners LP
FTP Securities LLC

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

JetClosing
A TITLE COMPANY

on its Series B financing led by
T.RowePrice

for a total amount of
\$9,000,000

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Financial Technology Partners LP
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is pleased to announce its role as
exclusive financial advisor to

CIRCLE

on its financing from
DIGITAL CURRENCY GROUP

for a total amount of
\$25,000,000

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Financial Technology Partners LP
FTP Securities LLC

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

Remitly

on its growth financing
led by
PayU

for a total amount of
\$85,000,000

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Financial Technology Partners LP
FTP Securities LLC

is pleased to announce its role
advising on the sale of:

optimalblue

to
BLACK KNIGHT

for total consideration of
\$1,800,000,000

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June 23, 2020

June 17, 2020

June 10, 2020

May 28, 2020

May 28, 2020

May 12, 2020

May 12, 2020

April 23, 2020

Financial Technology Partners LP
FTP Securities LLC

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

Finicity

on its sale to

mastercard

for total consideration of up to
\$1,000,000,000

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Financial Technology Partners LP
FTP Securities LLC

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

upgrade

on its Series D financing led by
**Santander
Innovations**

for a total amount of
\$40,000,000
at a valuation of
\$1,000,000,000+

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Financial Technology Partners LP
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is pleased to announce its exclusive role as
strategic and financial advisor to

OpenLending

on its merger with
**Nebula Acquisition Corporation
(NASDAQ: NEBU)**

sponsored by
TRUE WIND

for total consideration of up to approximately
\$1,700,000,000

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Financial Technology Partners LP
FTP Securities LLC

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

MARQETA

in its growth financing from
one of the world's largest
asset managers

for a total amount of
\$150,000,000

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

vesta

on its growth equity investment from
PIVOT

for a total amount of
\$125,000,000

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

Forge

on its merger with
**SP
SHARESPOST**

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TECHNOLOGY
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Financial Technology Partners LP
FTP Securities LLC

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

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on its sale to
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Financial Technology Partners LP
FTP Securities LLC

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

x davidxchange

on its growth financing
with new investors
**NEUBERGER BERMAN LONE PINE CAPITAL
SCHONFELD**

for a total amount of
\$ 388,000,000

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FT PARTNERS ADVISES

Ground-Breaking Payments Transactions Pioneered by FT Partners



<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its role as exclusive strategic and financial advisor to</p> <p>checkout.com</p> <p>in its Series A Financing led by INSIGHT DST</p> <p>with participation from GIC INDEAVOR BLACKBURN</p> <p>for total consideration of \$230,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its role as strategic and financial advisor to</p> <p>cardconnect.</p> <p>in its sale to First Data</p> <p>for total consideration of approximately \$ 750,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its role as strategic and financial advisor to</p> <p>Heartland</p> <p>in its sale to globalpayments</p> <p>for total consideration of \$ 4,500,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its role as exclusive strategic and financial advisor to</p> <p>MARQETA</p> <p>in its Series E financing led by COATUE</p> <p>with participation from new investors VITRUVIAN SPARK GEODESIC LONE PINE CAPITAL</p> <p>for total consideration of \$260,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its role as exclusive strategic and financial advisor to</p> <p>Interswitch</p> <p>on its strategic minority investment from VISA</p> <p>for a total enterprise value of \$1,000,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its role as exclusive strategic and financial advisor to</p> <p>CentralPayment</p> <p>in the sale of its remaining stake to TSYS</p> <p>for a total valuation of \$ 840,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>
Largest FinTech Series A financing round in Europe	Landmark transaction following successful sale of CardConnect to a SPAC only a year earlier	Largest U.S. strategic merchant acquiring acquisition in over the last decade	Significant capital raise for next gen processor serving commerce startups and disruptors	Significant strategic investment for one of the most valuable FinTech companies in Africa	Unique process that began with 60% sale in 2012 followed by series of subsequent sales
<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its role as exclusive IPO Advisor to</p> <p>stone^{co.}</p> <p>in its \$1,400,000,000 Initial Public Offering</p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its exclusive role as sole strategic and financial advisor to</p> <p>CAYAN</p> <p>in its 100% cash sale to TSYS</p> <p>for total consideration of approximately \$1,050,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its exclusive role as sole strategic and financial advisor to</p> <p>MERCURY</p> <p>in its approximately 60% Growth SILVERLAKE</p> <p>for a value up to \$ 900,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its exclusive role as sole strategic and financial advisor to</p> <p>VERUS</p> <p>in its sale to sage</p> <p>for cash consideration of approximately \$ 325,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its exclusive role as sole strategic and financial advisor to</p> <p>lynk</p> <p>in its sale to The Royal Bank of Scotland</p> <p>for cash consideration of approximately \$ 525,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its role as Exclusive Financial and Strategic Advisor to</p> <p>fawry</p> <p>on its ~\$100,000,000 Combined Offering</p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>
Successful international IPO for a leading payments company in Brazil	Highly successful outcome following long-term advisory relationship through initial recap, rebranding and multiple acquisitions	First large-scale transaction for an integrated merchant acquirer	First sale of a U.S. merchant acquirer to an international software company; became Sage Payments	First sale of a U.S. merchant acquirer to a large international financial institution; became Worldpay U.S.	Largest FinTech IPO in Egypt ever; Largest electronic payment network in Egypt

FT Partners – Focused Exclusively on FinTech

Deep Experience Advising SaaS Companies

FT PARTNERS ADVISES



FT Partners has extensive knowledge of SaaS business models and key valuation drivers

<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its role advising on the sale of</p> <p>to</p> <p>for total consideration of</p> <p>\$1,800,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its role as exclusive strategic and financial advisor to</p> <p>in the merger of</p> <p>valued in excess of</p> <p>\$1,000,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its role as exclusive strategic and financial advisor to</p> <p>in its sale to</p> <p>for total consideration of</p> <p>\$445,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its role as exclusive strategic and financial advisor to</p> <p>on its sale to</p> <p>for total consideration of</p> <p>\$405,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its role as exclusive strategic and financial advisor to</p> <p>on its growth financing with new investors</p> <p>for a total amount of</p> <p>\$388,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>
<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its role as strategic and financial advisor to</p> <p>in its sale to</p> <p>for total consideration of</p> <p>\$ 215,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its exclusive role as sole strategic and financial advisor to</p> <p>in its minority financing from</p> <p>\$ 60,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its role as exclusive strategic and financial advisor to</p> <p>on its Series B Financing from</p> <p>for total consideration of</p> <p>\$50,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its role as exclusive strategic and financial advisor to</p> <p>in its merger with</p> <p>\$50,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its exclusive role as sole strategic and financial advisor to</p> <p>in its sale to</p> <p>\$50,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>

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 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

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certify

valued in excess of

\$1,000,000,000

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FT Partners Advises REPAY on its Merger with Thunder Bridge



Overview of Transaction

- On January 22, 2019, REPAY announced a definitive merger agreement with Thunder Bridge Acquisition Ltd. (NASDAQ: TBRG), a special purpose acquisition company ("SPAC")
- Upon completion and approval of the business combination on July 10, 2019, Thunder Bridge changed its name to Repay Holdings Corporation, and its common stock and warrants commenced trading on the Nasdaq Stock Market under "RPAY" and "RPAYW", respectively, on July 12, 2019
 - The company is valued at an implied enterprise value of ~\$665 million
- Under the terms of the agreement, REPAY's management team will continue to lead the Company and its existing majority equity holder, Corsair Capital, is expected to remain the Company's largest stockholder
- Headquartered in Atlanta, GA, REPAY is a leading provider of vertically-integrated payment solutions
 - REPAY's proprietary, integrated payment technology platform reduces the complexity of electronic payments for merchants, while enhancing the overall experience for consumers
- Thunder Bridge is a blank check company formed for the purpose of effecting a merger, or similar business combination with one or more businesses
 - In June 2018, Thunder Bridge completed a \$258 million IPO

Significance of Transaction

- As a publicly-listed company, REPAY now has access to capital to further support its acquisition strategy and invest in technology, while continuing to develop software integration partners

FT Partners' Role

- FT Partners served as sole strategic and financial advisor to REPAY
- This transaction underscores FT Partners' deep expertise in the Payments space and highlights our strong track record in consistently generating great outcomes for our clients and their shareholders
- This transaction builds on FT Partners' expertise in navigating the process to sell companies to SPACs; prior experience includes the sale of CardConnect

Financial Technology Partners LP FTP Securities LLC

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exclusive strategic and financial advisor to*

REPAY[®]

Realtime Electronic Payments

in its merger with

**Thunder Bridge Acquisition
(NASDAQ: TBRG)**

for a total implied enterprise value of

\$665,000,000

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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*



for a total amount of

\$ 388,000,000



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Overview of Transaction

- On May 2, 2019, Checkout.com announced it has raised \$230 million in Series A financing led by Insight Partners and DST Global with participation from GIC, Endeavor Catalyst, Blossom Capital and other strategic investors
- This is the first financing round for Checkout.com since its foundation in 2012
- Headquartered in London, UK, Checkout.com offers the world's most comprehensive cross-border payment solution for digital commerce
 - The Company specializes in accepting, acquiring and processing international and local payments and also provides fraud management tools, analytics and comprehensive reporting features for merchants
 - Checkout.com is a direct acquirer of all major card schemes, accepting international cards, local card schemes and many of the most popular global alternative payment methods
 - Checkout.com handles every step of the payment process on a proprietary technology platform, so merchants benefit from feature parity across regions, faster processing speeds, greater reliability, and full data visibility

Significance of Transaction

- This financing will enable Checkout.com to continue its rapid growth in Europe, the US and the Middle East, with further expansion into Asia and Latin America
- This transaction is the largest ever Series A Financing round for a Technology or FinTech company in Europe

FT Partners' Role

- FT Partners served as sole strategic and financial advisor to Checkout.com
- This transaction underscores FT Partners' unparalleled track record in the Payments space and highlights the Firm's strong capabilities in finding the best investors for our clients worldwide

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



in its Series A Financing led by



with participation from



for total consideration of

\$230,000,000

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FT Partners Advises Marqeta on its \$150 million Financing



Overview of Transaction

- On May 28, 2020, Marqeta announced it has raised \$150 million in financing from one of the world's largest asset managers
 - The round values the Company at \$4.3 billion
 - This financing comes on the heels of Marqeta's \$260 million Series E financing round in May 2019 led by Coatue Management
- Founded in 2010, Marqeta is the leading global modern card issuer, powered by the most advanced issuer processor platform built in over two decades
- Marqeta's open APIs allow a new generation of businesses, such as Square, Affirm, DoorDash, Klarna and Instacart, to build innovative payment programs and experiences to meet the unique needs of their customers
 - With market-leading innovations like Just-in-Time Funding and Instant Issuance, Marqeta's platform has helped to re-architect what is possible for enterprises issuing cards at scale

Significance of Transaction

- This new capital helps Marqeta accelerate its mission as the Company is well-positioned to support the current surge in demand for digital payments following COVID-19 lockdowns

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Marqeta and its board of directors
- FT Partners previously advised Marqeta on its [\\$260 million Series E financing led by Coatue](#) in 2019, its [\\$45 million financing led by ICONIQ](#) in 2018, its [strategic \\$25 million financing led by Visa](#) in 2017, and its [\\$25 million Series C financing](#) in 2015 -- over this time period, Marqeta's valuation has grown over 40x
- This transaction demonstrates the long-term nature of many of FT Partners' client relationships and highlights our deep domain expertise and transactional excellence across FinTech and the Payments sector

Financial Technology Partners LP FTP Securities LLC

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



in its growth financing from

***one of the world's largest
asset managers***

for a total amount of

\$150,000,000



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FT Partners’ Recent Awards and Recognition

Bloomberg

Bloomberg

- FT Partners’ Steve McLaughlin was featured on Bloomberg / Bloomberg TV
- View the [full article](#) and watch the live [TV interview](#)



M&A Advisor Awards

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



LendIt FinTech Industry Awards 2018:

- FT Partners wins Top Investment Bank in FinTech

Institutional Investor



The FinTech Finance 40:

- Steve McLaughlin ranked #1 in 2017 and 2018

The Information

Silicon Valley's Most Popular Dealmakers

Rank	Name	Firm
1	Steve McLaughlin	FT Partners
2	Michael Bishop	FT Partners
3	Paul Rosen	FT Partners
4	Quincy Smith	FT Partners

The Information's “Silicon Valley's Most Popular Dealmakers”

- Ranked as the #2 top Technology Investment Banker by The Information subscribers (2016)
- Only FinTech focused investment banking firm and banker on the list

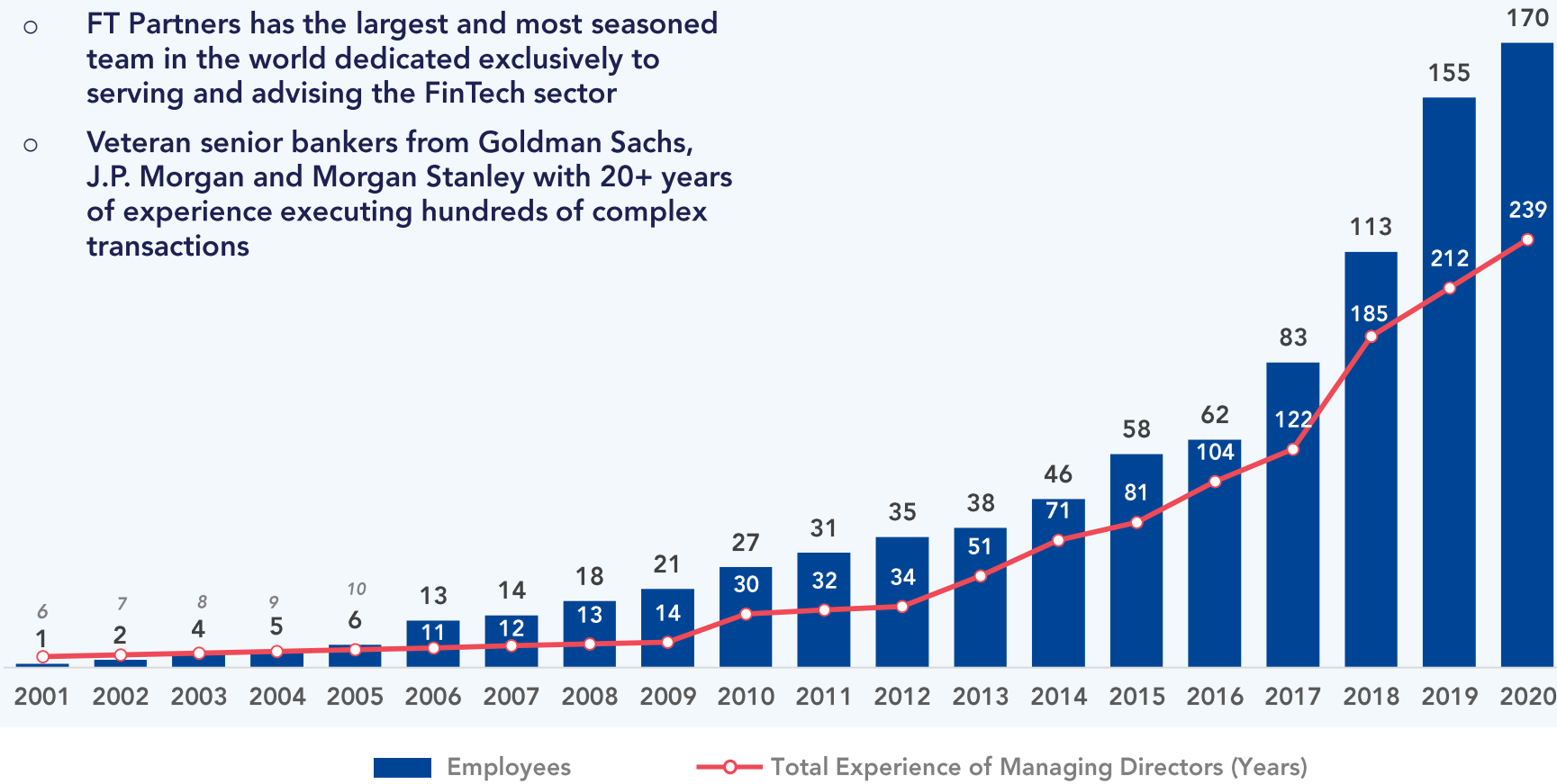
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FT PARTNERS ADVISES

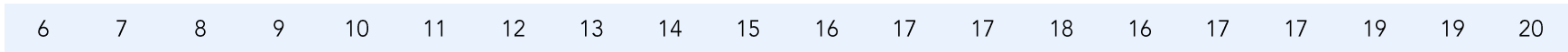


The Largest FinTech Advisory Practice in the World

- FT Partners has the largest and most seasoned team in the world dedicated exclusively to serving and advising the FinTech sector
- Veteran senior bankers from Goldman Sachs, J.P. Morgan and Morgan Stanley with 20+ years of experience executing hundreds of complex transactions



Average Experience of Managing Directors (Years)



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FT PARTNERS ADVISES



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 in New York and San Francisco from 1995-2002 Formerly Co-Head of Goldman Sachs' Financial Technology Group (#1 market share) Wharton M.B.A. 	25
Mohit Agnihotri <i>Managing Director</i>	J.P.Morgan	<ul style="list-style-type: none"> Formerly Managing Director and Global Head of Payments Investment Banking at J.P. Morgan Wharton M.B.A. 	18
Kate Crespo <i>Managing Director</i>	RAYMOND JAMES®	<ul style="list-style-type: none"> Formerly with Raymond James' Technology & Services investment banking 14+ years of FinTech transaction execution experience Dartmouth M.B.A. 	18
Larry Furlong <i>Managing Director</i>		<ul style="list-style-type: none"> Formerly with Goldman Sachs in New York, London and Los Angeles from 1995-2004 Wharton M.B.A. 	24
Osman Khan <i>Managing Director</i>		<ul style="list-style-type: none"> 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 	23
Randall Little <i>Managing Director</i>	J.P.Morgan	<ul style="list-style-type: none"> 12 years as FIG / Capital Markets FinTech investment banker at J.P. Morgan 10 years as financial services technology consultant at Sun Microsystems and Ernst & Young NYU Stern M.B.A. (MBA w/Distinction) 	23
Andrew McLaughlin <i>Managing Director</i>	Deloitte.	<ul style="list-style-type: none"> 20+ years experience executing / implementing financial and operational strategy Formerly with Deloitte Consulting 	14
Amar Mehta <i>Managing Director</i>	J.P.Morgan	<ul style="list-style-type: none"> Formerly with J.P. Morgan's Technology (FinTech & Technology Services) team in New York 7+ years of FinTech transaction execution experience MBA from IIM-K (India), Bachelor's in Computer Engineering from NTU (Singapore) 	15
Mike Nelson <i>Managing Director</i>		<ul style="list-style-type: none"> Formerly head of FinTech M&A at SunTrust Robinson Humphrey Kellogg M.B.A. 	20
Timm Schipporeit <i>Managing Director</i>		<ul style="list-style-type: none"> 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 	17
Greg Smith <i>Managing Director</i>		<ul style="list-style-type: none"> 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 	24
Tim Wolfe <i>Managing Director</i>		<ul style="list-style-type: none"> Formerly with Goldman Sachs from 2000-2002 40 Under 40 M&A Advisor Award Winner 2013 Harvard M.B.A. 	18