FT PARTNERS FINTECH INDUSTRY RESEARCH

August 28, 2019



Temenos Acquires Kony for up to \$580 million





The Only Investment Bank Focused Exclusively on FinTech

Overview of FT Partners

- Financial Technology Partners ("FT Partners") was founded in 2001 and is the only investment banking firm focused exclusively on FinTech
- FT Partners regularly publishes research highlighting the most important transactions, trends and insights impacting the global Financial Technology landscape. Our unique insight into FinTech is a direct result of executing hundreds of transactions in the sector combined with over 17 years of exclusive focus on Financial Technology

FT Partners' Advisory Capabilities



FT Partners' FinTech Industry Research





Named Silicon Valley's #1 FinTech Banker (2016) and ranked #2 Overall by The Information



Ranked #1 Most Influential Person in all of FinTech in Institutional Investors "FinTech Finance 40"



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

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FT PARTNERS RESEARCH

Transaction Summary





Transaction Summary





- On August 28, 2019, Temenos (SIX: TEMN) announced that it has agreed to acquire Kony, a developer of enterprise applications and platforms such as digital banking, for \$580 million
 - The purchase price for Kony includes an enterprise value of \$559 million and an earn-out of \$21 million
- The acquisition significantly improves Temenos' scale and capabilities in the U.S., and expands upon Temenos Infinity, the Company's digital front office product, which has over 500 banking clients
- Thomas E. Hogan, Chairman and CEO of Kony, will become President of Temenos North America and join Temenos' Executive Committee
- The combined company will cover all banking verticals offering customer acquisition and onboarding, omnichannel banking, customer retention and marketing, and modules supporting payments, wealth advisory, financial crime, risk and compliance and analytics
- Temenos also recently acquired Avoka, a CRM banking software provider, for \$245 million in December 2018 (more details here)

Transaction Commentary

"The acquisition of Kony, the US #1 digital banking SaaS company is highly strategic and will allow us to grow both our US and our digital front office business faster, while being highly accretive and synergistic to the rest of our business. We are acquiring a digital front office product that has already been successful in the U.S. market and is connected to most thirdparty cores."



Max Chuard Chief Executive Officer



"I could not be more excited about joining Temenos and the combined value we will bring to financial institutions around the world. The power of the Temenos portfolio, combined with Kony's digital banking applications and multi-experience development platform, will bring the industry's most robust suite of applications for delivering service, value, and efficiencies from the digital edge to the modern core. The strength, scale, and commitment of Temenos will also help protect and extend our market-leading innovation."



Thomas E. Hogan Chief Executive Officer. Chairman



Transaction Multiples

\$559 mm **Enterprise Value** \$115 mm 2020E Revenue

4.9x EV / 2020E Revenue

Transaction Rationale



Strategic Overview

| Rationale | Highlights | |
|---|--|--|
| Significantly Expands U.S. Presence | Enhances Temenos' U.S. operations Increases U.S. client base to over 1,300 banks and credit unions Strengthens U.S. management team with Thomas E. Hogan, Chairman and CEO of Kony, becoming President of Temenos North America | |
| Creates Revenue and Cost Synergies | Optimizes General and Administrative expenses Cross-sells the KonyDBX and Quantum platforms to the Temenos client base globally Accelerates the sales of these products by leveraging a larger combined sales force | |
| Strengthens Dominant Position and Competitiveness | Places the company in a strategic position to capture the growing digital front office banking software addressable market, estimated at \$9 billion in the U.S. and \$23 billion worldwide Resonates with the two entities' several awards as first class digital banking innovators | |

granted by media and top analyst houses

Financial Overview

- Temenos is acquiring Kony for an Enterprise Value of \$559 million and an earn-out of \$21 million
 - The acquisition is being funded through cash and debt
 - Temenos is using a combination of its existing revolving credit facility and a bridge loan
 - Leverage will be below 2.5x net debt to EBITDA by year end 2019, and below 1.5x by year end 2020
- Timeframe:
 - The acquisition is expected to close in early Q4 2019
 - It is currently subject to U.S. anti-trust approvals
 - The acquisition is expected to be non-IFRS EPS neutral in 2020, accretive in 2021 and to reach group margins within 3 years
- One-time total integration and restructuring costs of \$10-12 million and acquisition related costs of \$3 million

Kony Overview





Company Overview



Thomas E. Hogan

Headquarters:

CEO:

Austin, TX

Founded:

2007

- Kony, Inc. offers enterprise mobility solutions to design, build, integrate, deploy, and manage applications for business leaders/users, IT sectors, and developers and designers
- Kony has about 1,500 employees around the world
 - Includes a large R&D center of 1,100 employees in Hyderabad, India
 - Employs 230 people across the U.S.
- The company also positions itself as a global leader in digital banking and low-code development platforms
- Kony has a global client base of over 100 banks across the U.S., Europe, Middle East and Asia, and strong traction with the largest U.S. Banks
 - Most of its U.S. clients have assets above \$10 Billion

Selected Recent Funding History

| Date | Buyers/Investor(s) | Amount (\$ in mm) |
|----------|---|----------------------|
| 07/24/18 | ORIX | 27 |
| 05/22/17 | Diebold Nindorr | 28 |
| 06/17/14 | SoftBank Capital Georgian Partners Georgian | 50 |

By the Numbers

Financial Overview

- The Company was valued at \$559 million
- Kony has approximately \$50 million of debt on balance sheet
- Kony is expected to generate total revenues of \$115 million in 2020
- Over 60% of total 2020 revenue is expected to be recurring, mostly through a SaaS model with a low attrition rate

Transformative Banking Results

Kony's banking clients have been able to transform the banking experience, with some achieving:

- Over 20% increase in mobile deposits
- 64% increase in mobile credit card payments
- Significantly reducing abandonment rate from 20% to 3%

Product Overview: Digital Banking Experience (DBX)

Technology Stack

- **Conversational Interfaces**
- Artificial Intelligence
- **Augmented Reality**
- Wearable Technologies

Business Segments

- Retail Banking
- **Account Opening**
- **Customer Engagement**
- Consumer Lending
- **Business Banking**













Temenos Overview





Company Overview



CEO: Max Chuard

Geneva, Switzerland **Headquarters:**

1993 Founded:

- Temenos (SWX:TEMN) develops, markets and sells integrated banking software primarily to banks and other financial services institutions worldwide
- Temenos' software enables its clients which include commercial, private and retail banks, asset managers, brokers and other financial institutions - to manage and process in real time transactions across the business
- Serving 3,000 firms across the globe, including 41 of the top 50 banks, Temenos supports daily interactions of more than 500 million banking customers

Management Team



Max Chuard Chief Executive Officer



Mark Winterburn Chief Product Officer



Jean-Michel Hilsenkopf Chief Operating Officer



Takis Spiliopoulos Chief Financial Officer



André Loustau Chief Technology Officer

Products / Services Overview



Corporate Banking

CorporateSuite, with its scalable, innovative technology, provides features for corporate banks, supporting profitability, customer acquisition and retention



Fund Management

FundSuite gives clients the capability to manage all asset classes and jurisdictions, both now and in the future, from a single accounting and investor servicing platform



Islamic Banking

IslamicSuite services the Islamic banking community with Shari'ah compliant, flexible solutions that have been specifically designed to support wealth, retail, corporate and treasury bank needs



Lifecycle Management

The Lifecycle Management Suite provides common services such as dashboards, views, reports, workflows, business rules and security that are packaged with business-specific functionality to create solutions for origination, service, collection, recovery and profitability



Inclusive Banking

The InclusiveBankingSuite is an integrated banking software solution that helps community banks and financial institutions of all sizes, active in both group and individual lending and member deposit holding



Retail Banking

RetailSuite is an integrated banking software solution for retail banks of all sizes across the globe



Wealth Management

WealthSuite is an integrated software solution for wealth managers that is a highly scalable technology offering integrated, multi-channel, front-to-back office capabilities



Front Office

The Temenos Front Office Suite is a customer-centric, open, omni-channel, packaged digital engagement platform which equips banks with the ability to offer consistent, personalized and responsive digital banking journeys to their customers and clients irrespective of a bank's core banking solution

Temenos Overview (cont.)







LTM (6/30/19) Company Financials

| Market Cap ⁽¹⁾ | CHF 11,500 million |
|---------------------------|--------------------|
| Revenue | CHF 892 million |
| EBITDA | CHF 273 million |
| Net Income | CHF 186 million |
| Diluted EPS | CHF 2.55 |

Stock Performance (SIX:TEMN)



Selected Recent M&A Activity

| Announce Date | Company | Description | Amount (\$ in mm) |
|------------------|--|--|----------------------|
| 08/28/19 | kony. ** Stay Ahead | Banking Software | \$580 |
| 12/12/18 | AVOKA | CRM Banking Software | 245 |
| 02/14/17 | Rub ik | Cloud-based Banking System | 50 |
| 03/04/15 | ▲ MULTIFONDS ° | Fund Administration Software | 331 |
| 02/10/15 | alcelerant' | Financial Software | 50 |
| 01/05/15 | TriNevus | SaaS Banking Technology | 26 |
| 09/20/12 | edge IPK | User Experience Platform (UXP) | NA |
| 02/07/12 | MISYS FINANCIAL SOFTWARE | Financial Software | NA |
| 07/27/11 | PRIMI YN | Business Intelligence Software | NA |
| 09/27/10 | ODYSSEY a member of the Tennenos group of companies ; | Private Banking & Wealth Management | 101 |
| 05/10/10 | fe-mobile security, banking, payments | Mobile Banking | NA |
| 12/24/09 | viveo° | Banking Software | NA |
| 07/18/08 | FINANCIAL OBJECTS | Wealth Management & Risk Management | 54 |

Selected FT Partners' Research - Click to View



GreenSky Raises \$1 billion in its IPO



MoneyLion's \$100 million Series C Financing



Deserve's Series C Financing Led by Sallie Mae



Vitruvian Partners' Investment in Deposit Solutions



Alkami Raises \$55 million in Series E Financing



Atom Bank Raises ~\$62 million in Financing



Curve Raises \$55 million in Series B Financing



Tally Raises \$50 million in Series C Financing Led by Andreessen Horowitz

VIEW MORE FT PARTNERS RESEARCH

Track Record of Success Across the Banking Technology Space











































FT Partners Advises Margeta on its Series E Financing

Overview of Transaction

- On May 21, 2019, Margeta announced it has raised \$260 million in Series E financing led by Coatue Management
 - The round includes participation from several new investors including Vitruvian Partners, Spark Capital, Lone Pine Capital and Geodesic
- Founded in 2010, Margeta is the leading global modern card issuer, powered by the most advanced issuer processor platform built in over two decades
- Margeta's open APIs allow a new generation of businesses, such as Square, Affirm, DoorDash, Kabbage and Instacart, to build innovative payment programs and experiences to meet the unique needs of their customers

Significance of Transaction

- Margeta, which has doubled its revenue for three straight years and experienced dramatic increases in spending activity on its platform, is now valued at nearly \$2 billion
- The funding will be used to accelerate Margeta's expansion plans, both domestically and in key global markets
 - With 300 employees, the Company recently expanded internationally, opening a European office headquartered in London

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Margeta and its board of directors
- FT Partners previously advised Margeta on 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, Margeta's valuation has grown over 20x
- 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 Series E financing led by

with participation from new investors



LONE PINE CAPITAL

for total consideration of

\$260,000,000



FT Partners Advises Vitruvian on its Investment in Deposit Solutions

Overview of Transaction

- On August 15, 2018, Vitruvian Partners ("Vitruvian") announced it has made a \$100 million minority investment in Deposit Solutions with participation from Kinnevik and existing shareholders including e.ventures
 - The investment values Deposit Solutions in excess of \$500 million
- Vitruvian is an independent European private equity firm that invests in high growth companies in Europe and beyond (more details here)
- Headquartered in Hamburg, Germany, Deposit Solutions provides an international Open Banking platform for savings deposits
- Deposit Solutions' Open Banking platform transforms the value chain in the savings deposit market to the benefit of banks and savers alike
 - Deposit Solutions now connects more than 70 banks from 16 countries to more than 30 million savers through a wide variety of Points-of-Sale including renowned financial institutions such as Deutsche Bank and Fidelity's FFB

Significance of Transaction

Through this investment, Deposit Solutions plans to accelerate the
expansion of its business, while ultimately trying to achieve its mission of
making Open Banking the new standard for the global \$50 trillion market for
savings deposits

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Vitruvian
- This transaction underscores FT Partners' deep FinTech expertise and its continued success in providing buy side advisory to top-tier financial sponsors

Financial Technology Partners LP

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



PARTNERS

on its minority investment in



with participation from new and existing investors

for total consideration of

\$100,000,000



FT Partners Advises MoneyLion on its \$100 million Series C Financing

Overview of Transaction

- On July 23, 2019, MoneyLion announced it has raised \$100 million in Series C financing, which included strategic investments from Capital One and MetaBank in addition to participation from Edison Partners, Greenspring Associates and FinTech Collective
- MoneyLion is a mobile banking platform that allows members to conveniently borrow money, manage and aggregate finances, as well as invest in future goals through a proprietary digital advisor
- MoneyLion serves over 5 million members, and in 2018 the Company helped its members avoid over \$7 million in traditional banking fees, in addition to helping 70% of members improve their credit scores by 30 points

Significance of Transaction

- MoneyLion will use the latest round of financing to accelerate its customer growth in the U.S., and to expand its product offerings to include 0% APR daily cash advances, high-yield cash accounts and a stock trading platform
- With this latest round, MoneyLion has now raised a total of over \$200 million in equity financing

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to MoneyLion and its board of directors on its \$100 million in Series C financing
- FT Partners previously advised MoneyLion on its \$82 million Series B financing in 2018
- This transaction highlights FT Partners' deep domain expertise in the banking technology sector, and its successful track record generating highly favorable outcomes for high growth FinTech companies globally

FIP Securities LLC.

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



MoneyLion

in its Series C financing with participation from new strategic investors





along with participation from





GREENSPRING ASSOCIATES

for total consideration of

\$100,000,000



FT Partners Advises Zafin on its Series B Financing

Overview of Transaction

- On January 23, 2019, Zafin announced it has raised \$17.2 million in Series B financing led by Vistara Capital Partners, Beedie Capital and Accenture Ventures
- Headquartered in Toronto, Zafin is a global leader in financial services software that drives relationship pricing, bundling and rates management strategies for global financial institutions
 - The Company's technology platform is designed to modernize and augment legacy IT infrastructures that underpin the financial services industry
 - Its solutions enable banks to increase revenue generation, drive customer transparency and aid in regulatory compliance, ultimately enhancing the customer experience

Significance of Transaction

- The new funding will be used to expand sales and marketing growth along with continued product innovation
- Following its strategic alliance with Accenture in December 2018, the two
 companies will continue to work together in the fields of open banking, core
 transformation, AI and machine learning

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Zafin
- FT Partners recently advised Zafin on its strategic alliance with and sale of select professional services assets to Accenture
- This transaction underscores FT Partners' versatility and expertise across the FinTech universe and highlights its position as the "Advisor of Choice" to leading FinTech companies

FTP Securities LLC

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



in its Series B Financing led by



for total consideration of

\$17,200,000



FT Partners Advises Deserve on its Series C Financing

Overview of Transaction

- On August 27, 2018, Deserve announced it has raised \$17 million in a Series
 C financing round led by Sallie Mae
 - Accel, Aspect Ventures, Pelion Ventures, Mission Holdings, Alumni
 Venture Group and GDP Venture also participated in the round
- Deserve is a venture-backed FinTech company that helps people build credit and achieve financial independence
 - The Company has helped tens of thousands of customers from over 160 countries at over 1,800 universities across all 50 states
 - Deserve uses non-traditional data points and advanced machine learning algorithms to determine credit eligibility
- Sallie Mae offers products that promote responsible personal finance, including private education loans, free scholarship search tools, free college financial planning tools, and online retail banking

Significance of Transaction

- Deserve will use the financing to further scale its platform and infrastructure to achieve its mission of helping the 40 million college students and young adults in the U.S. gain financial independence through access to fair credit
- The Company also plans to expand its "perks" program by offering exclusive offers from a number of new partners including Amazon Prime, T-Mobile, Lemonade, Feather, and Wikipedia

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Deserve
- This transaction underscores FT Partners' deep Alternative Lending and Banking Tech domain expertise and its successful track record generating highly favorable outcomes for high growth FinTech companies globally

FTP Securities LLC

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



on its Series C financing led by



for total consideration of

\$17,000,000



FT Partners Advises First Associates on its Recapitalization and Merger

Overview of Transaction

- On July 16, 2019, First Associates Loan Servicing, LLC (First Associates)
 announced that funds managed by Stone Point Capital LLC (Stone Point) have
 acquired a majority interest in the Company, and that it has subsequently
 merged with Portfolio Financial Servicing Co. (PFSC)
- Based in San Diego, CA, First Associates is among the fastest growing servicers of loan and lease portfolios in the United States
- First Associates offers a breadth of primary, backup, call center support, and third-party collection agency services, to a wide mix of underlying asset classes through its leading, compliant technology platform
- PFSC is a third-party private label servicer of commercial and consumer leases, loans and annuity type transactions

Significance of Transaction

- This transaction positions First Associates well to continue to build upon years
 of partnerships with industry-leading clients, an ongoing commitment to
 excellence and a track record of delivering outstanding growth and
 performance
- The combination of First Associates and PFSC will enable a superior experience for clients as a result of enabling access to complementary services and expanded asset class expertise within consumer and commercial finance

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to First Associates
- This transaction highlights FT Partners' versatility and expertise across the FinTech universe and represents a highly successful outcome for First Associates and its shareholders

FTP Securities LLC

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



in its recapitalization by

STONE POINT CAPITAL

and merger with





FT Partners Advises Nomis on its Minority Financing

Overview of Transaction

- On May 23, 2017, Nomis Solutions Inc. ("Nomis" or the "Company")
 announced a minority financing round and strategic alliance with Accenture
- Headquartered in San Bruno, California, Nomis is a leading provider of analytics-driven pricing and profitability-management solutions to retail banks
 - Nomis provides cutting-edge solutions to support big data, advanced modeling and analytics, optimizing nearly \$1 trillion in banking transactions annually
- Accenture is a leading global professional services company providing a range of strategy, consulting, digital, technology and operations services and solutions across the globe
 - Accenture's core banking services help banks enhance, upgrade and transform their products, services and processes for efficiency and growth

Significance of Transaction

- The investment by Accenture enhances Nomis' ability to pursue its global growth strategy
- Under the alliance agreement, Accenture will be the preferred systems integrator for Nomis' profitability-management solutions, extending Accenture's capabilities in analytics pricing and providing Nomis with access to Accenture's financial services expertise and global scale

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Nomis in this transaction
- This transaction demonstrates FT Partners' continued success advising leading FinTech companies and generating highly successful outcomes in the Banking Technology space

Financial Technology Partners LP FTP Securities LLC

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

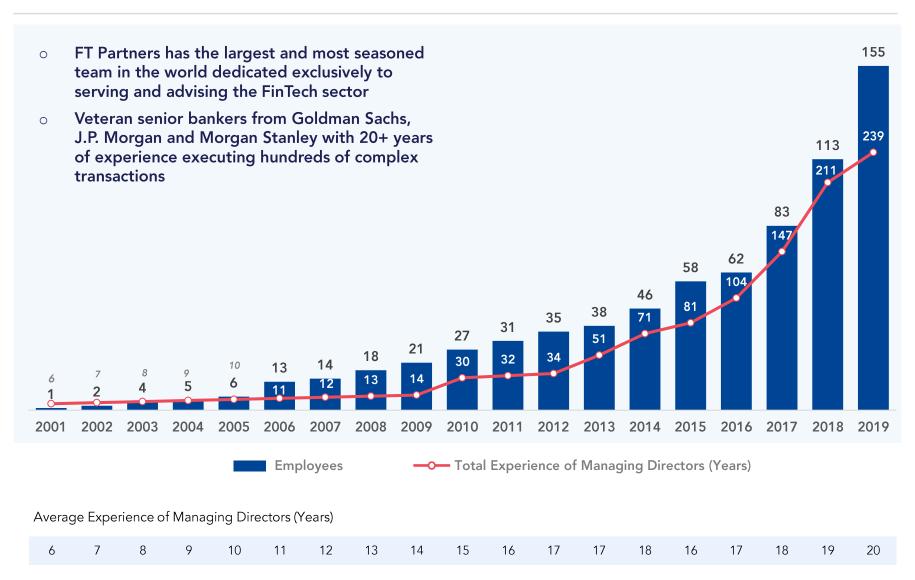


in its strategic minority financing from





Platform of Choice for Clients and Bankers Alike



The FT Partners Senior Banker Team

| Name / Position | Prior Background | Experience / Education | Years of Experience |
|---|-------------------------------|--|---------------------|
| Steve McLaughlin Founder, CEO and Managing Partner | Goldman Sachs | Formerly with Goldman Sachs in New York and San Francisco from 1995-2002 Former Co-Head of Goldman Sachs' Financial Technology Group (#1 market share) Wharton M.B.A. | 24 |
| Mohit Agnihotri Managing Director | J.P.Morgan | Formerly Managing Director and Global Head of Payments Investment Banking at J.P. Morgan Wharton M.B.A | 17 |
| Kate Crespo Managing Director | RAYMOND JAMES* | Formerly with Raymond James' Technology & Services investment banking 12+ years of FinTech transaction execution experience Dartmouth M.B.A. | 17 |
| Larry Furlong Managing Director | Goldman Sachs | Formerly with Goldman Sachs in New York, London and Los Angeles from 1995-2004 Wharton M.B.A. | 23 |
| Osman Khan Managing Director | pwc | Formerly Managing Director and Head of FIG M&A at Alvarez & Marsal 15+ years FIG deal, consulting and assurance experience at PwC 40 Under 40 M&A Advisor Award Winner in 2013 | 22 |
| Andrew McLaughlin Managing Director | Deloitte. | 20+ years experience executing / implementing financial and operational strategy Formerly with Deloitte Consulting | 13 |
| Mike Nelson Managing Director | SunTrust | Formerly head of FinTech M&A at SunTrust Robinson Humphrey Kellogg M.B.A. | 19 |
| Timm Schipporeit Managing Director | Morgan Stanley Index Ventures | Formerly with Morgan Stanley as Senior Executive Director of European Technology Investment Banking Team in London Formerly a Venture and Growth Investor focused on FinTech at Index Ventures | 16 |
| Greg Smith Managing Director | Merrill Lynch J.P.Morgan | Formerly award winning Equity Research Analyst at Merrill Lynch, J.P. Morgan and Hambrecht & Quist 20+ years of experience covering FinTech as both an Analyst and Investment Banker | 23 |
| Tim Wolfe Managing Director | Goldman Sachs | Formerly with Goldman Sachs from 2000-2002 40 Under 40 M&A Advisor Award Winner 2013 Harvard M.B.A. | 17 |