

December 1, 2014

# Financial Technology Partners LP FTP Securities LLC

## Transaction Profile:

**Centerbridge Partners Acquires IPC Systems for \$1.2 billion**

Centerbridge



*acquires*



*Courtesy of:*



***The Only Investment Bank  
Focused Exclusively on Financial Technology***

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# Centerbridge Partners Acquires IPC Systems for \$1.2 billion

## Transaction Overview

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- On December 1, 2014, IPC Systems, a global provider of network services and trading communication technology to the financial markets community, announced that it has entered into an agreement to be acquired by Centerbridge Partners, a leading private investment firm, from Silver Lake Partners for \$1.2 bn in total deal value
  - Silver Lake originally acquired IPC in 2006 from Goldman Sachs' Merchant Banking Division for \$800 mm
  - Neil Barua, CEO of IPC and former Silver Lake operating partner who joined the company in February, has agreed to stay as the permanent CEO
- The transaction is expected to be completed in January 2015 following the satisfaction of customary closing conditions and approvals

### IPC Commentary

*"This transaction follows what has been one of IPC's best years and will help accelerate our continued momentum. Centerbridge has a proven track record of driving long-term sustainable growth and we look forward to building on our successes with our new owners. I want to thank all of our dedicated employees for their continued efforts in driving value creation. We are a trusted advisor to our customers and will continue to provide the industry-leading service and expertise they've come to expect from us."*

- Neil Barua, CEO of IPC

### Centerbridge Partners Commentary

*"Having followed the Company for a number of years, we are excited to back IPC and its management team through its next phase of growth and development. IPC is uniquely positioned to deliver tailored, state-of-the-art solutions to serve the complex needs of the financial services community. We look forward to continuing to support IPC's momentum."*

- Jared Hendricks, Senior Managing Director at Centerbridge











### Silver Lake Partners Commentary

*"The IPC team, led by former Silver Lake Operating Partner Neil Barua, has been instrumental to the Company's recent impressive growth and has been an invaluable partner in achieving its leading market position. We look forward to IPC's continued success and believe Centerbridge will be highly supportive owners."*

- Greg Mondre, Managing Partner at Silver Lake

# Centerbridge Partners Acquires IPC Systems for \$1.2 billion

## IPC Systems Overview

IPC Systems Overview		Notable M&A Activity			
		Date	Size (\$ mm)	Acquirer	Target
CEO:	Neil Barua				
Headquarters:	Jersey City, NJ	03/28/07	na		
Founded:	1973				
<ul style="list-style-type: none"> <li>IPC Systems provides trading communication systems to investment banks, hedge funds and investment managers</li> <li>The Company provides customers with integrated solutions that support traders and participants across the trade lifecycle including sell-side and buy-side financial institutions, inter-dealer brokers, liquidity venues, clearing and settlement firms, independent software vendors, corporate finance departments, financial information exchange providers and market data providers</li> <li>IPC's global reach extends to more than 60 countries – including a network of 5,000 customer sites over 700 cities and an installed base of approximately 120,000 trading positions deployed worldwide</li> </ul>		08/01/06	\$800		
		10/04/04	18		
		11/19/01	360		
		02/22/00	3,600 <sup>(1)</sup>		
IPC Systems Product Coverage					
Financial Markets Network	<ul style="list-style-type: none"> <li><b>Data Connectivity:</b> Connexus Extranet and Direct Connect brings fast, reliable data connectivity to all aspects of the trade cycle</li> <li><b>Voice Connectivity:</b> Offers Voice Enhanced Services and Trade Voice Services to buy-side, sell-side firms, traders and brokers</li> <li><b>Enterprise Connectivity:</b> IPC's managed Virtual Private Network provides financial firms with private and secure intranet connectivity</li> </ul>				
	<ul style="list-style-type: none"> <li><b>Unified Trading Communications:</b> Unigy Platform offers devices and applications that serve the entire trading workflow</li> <li><b>Applications:</b> Blue Wave allows third party developers to create applications designed specifically for their business needs</li> <li><b>Dealerboards and Turrets:</b> IQ / MAX provides control over call history, contacts, speakers, intercoms and private lines</li> <li><b>Hoot and Intercom:</b> UnigyTM Pulse suite allows full PC and mobile integration for teams to quickly connect on the trading floor</li> </ul>				
	<ul style="list-style-type: none"> <li><b>Voice Recording Management:</b> IPC's VRM service is a fully outsourced solution for administration and compliance records</li> <li><b>Active Monitoring Service:</b> IPC's AMS provides monitoring of trading and communication infrastructures for most major vendors</li> <li><b>Managed Services:</b> Delivers professional services that's flexible and adaptable to new technology and regulatory changes</li> </ul>				
Enhanced Services					

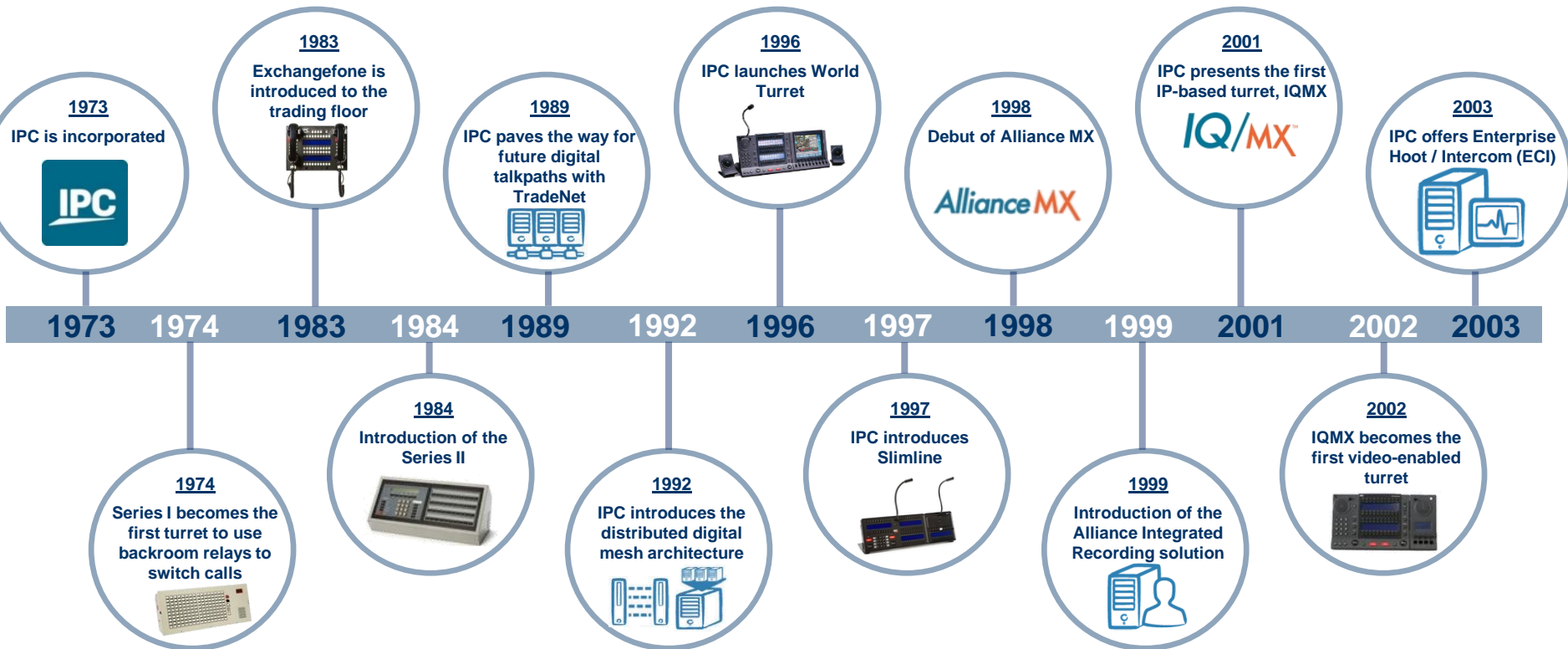
Source: Company website and Capital IQ.

1) Wall Street Journal: February, 2000. Global Crossing acquired IXnet and IPC Communications for \$3.6 bn in stock.



# Centerbridge Partners Acquires IPC Systems for \$1.2 billion

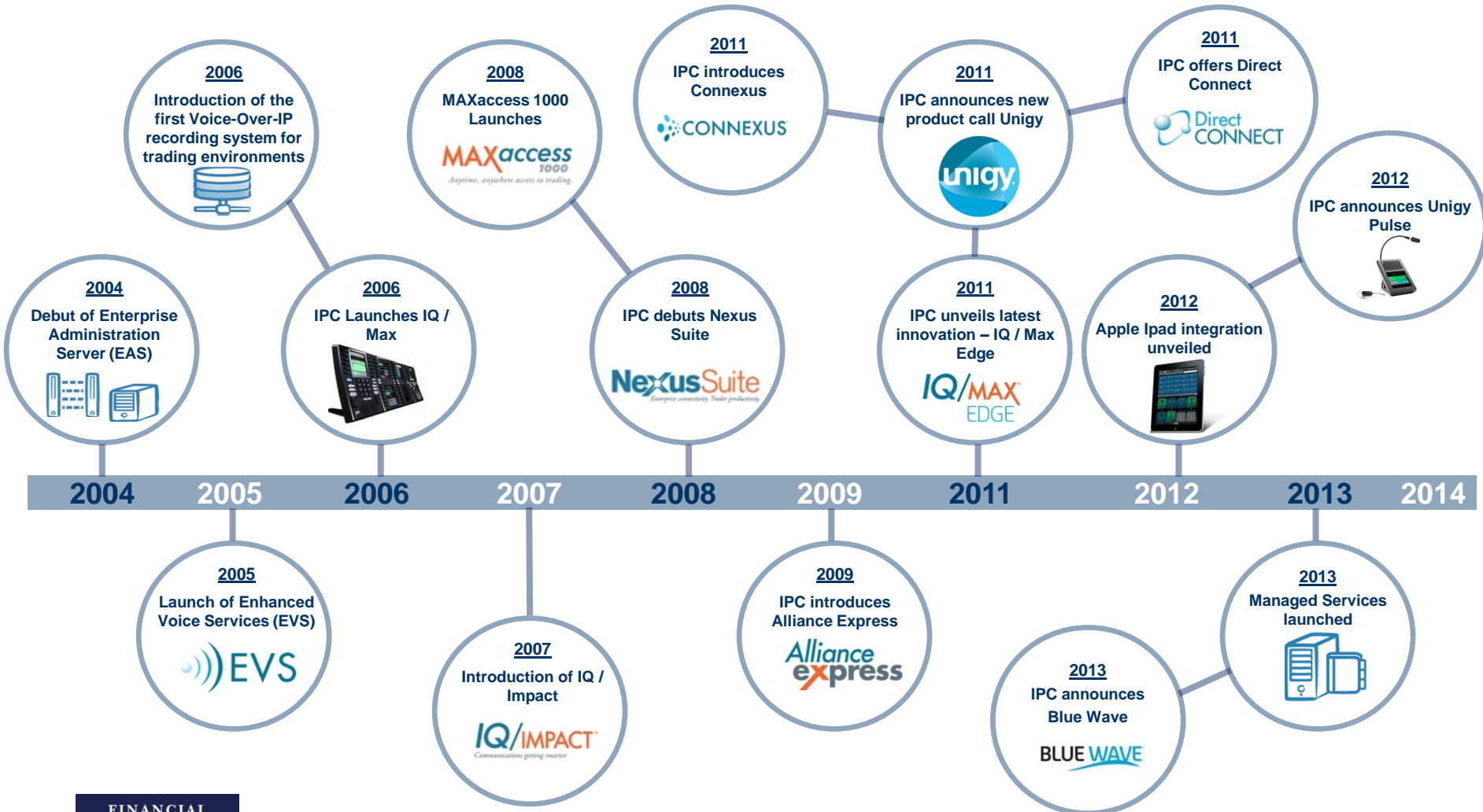
## IPC Systems Product History





# Centerbridge Partners Acquires IPC Systems for \$1.2 billion

## IPC Systems Product History (cont.)










# Centerbridge Partners Acquires IPC Systems for \$1.2 billion

## Centerbridge Partners Overview

### Centerbridge Partners Overview

<b>Founders &amp; Managing Principals:</b>	Jeffrey Aronson & Mark Gallogly
<b>Founded:</b>	2005
<b>Headquarters:</b>	New York, NY
<b>Capital Under Management:</b>	\$25 bn
<ul style="list-style-type: none"> <li>■ <b>Centerbridge Partners is a private equity firm specializing in leveraged buyouts, credit investing and distressed debt securities opportunities</b> <ul style="list-style-type: none"> <li>– The Firm makes investments in companies based in North America and Europe</li> <li>– Typical investments range between \$50 to \$300 mm</li> </ul> </li> <li>■ <b>Centerbridge has approximately \$25 bn in capital under management on behalf of pension funds, university endowments and other wealthy investors</b></li> <li>■ <b>The Firm finished raising a \$6 bn private-equity fund, Centerbridge Capital Partners III, in October 2014</b></li> </ul>	

### Investment Funds

Funds	Size	Selected Active Investments
Centerbridge Capital Partners I	\$3.2 bn	 
Centerbridge Capital Partners II	4 bn	   
Centerbridge Capital Partners III	6 bn	

### Selected Recent Investments

Announce Date	Target	Size (\$ mm)	Description
03/06/14		\$5	Operates as a real estate investment company focused on the management of commercial real estate assets and businesses
07/15/13		216	Provides wealth management, benefit and investment consulting services to individuals, families, employers and institutions
12/06/12		130	A servicing company that provides integrated solutions for mortgage and property management; serves financial institutions, investors, public and private organizations in Spain
05/01/12		1,109	An Asian-themed U.S. casual dining restaurant chain; as of October 2014, the Company operates 204 restaurants in the U.S. and 56 in international markets
10/20/11		1,160 <sup>(1)</sup>	A specialized consumer finance company that provides vehicle finance and unsecured consumer lending products in the United States; operates as a subsidiary of Santander Holdings

Source: Capital IQ and PitchBook.

1) Investment by Centerbridge Partners, KKR and Warburg Pincus

# Overview of FT Partners

## FT Partners is the Leader in Financial Technology Investment Banking

**FT Partners has advised on the most prominent transactions in the Securities and Capital Markets Technology sector**

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

**ShareholderInSite**

in its sale to

**IPREO**

FINANCIAL TECHNOLOGY PARTNERS  
The Only Investment Bank  
Focused Exclusively on Financial Technology

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

**Alpha**

in its acquisition by

**TMX Maple Group**

valued at approximately

**\$ 175,000,000**

FINANCIAL TECHNOLOGY PARTNERS  
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Financial Technology Partners LP  
FTP Securities LLC  
is pleased to announce its exclusive role as sole strategic and financial advisor to

**THE MARKETS.com**

in its sale to

**Capital IQ**  
A Division of Standard & Poor's

for total consideration of approximately

**\$ 300,000,000**

FINANCIAL TECHNOLOGY PARTNERS  
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Financial Technology Partners LP  
FTP Securities LLC  
is pleased to announce its exclusive role as sole strategic and financial advisor to

**Zephyr**  
ASSOCIATES, INC.

in its sale to

**informa**

for total cash consideration of

**\$ 62,000,000**

FINANCIAL TECHNOLOGY PARTNERS  
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Focused Exclusively on Financial Technology

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

**WOMBAT**  
FINANCIAL SOFTWARE

in its sale to

**NYSE Euronext**

for total consideration of approximately

**\$ 225,000,000**

FINANCIAL TECHNOLOGY PARTNERS  
The Only Investment Bank  
Focused Exclusively on Financial Technology

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

**MERGENT**

in the sale of its 100% business to

**NASDAQ OMX**

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The Only Investment Bank  
Focused Exclusively on Financial Technology

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

**TORA**  
TECHNOLOGY, TRADING, LIQUIDITY,™

in its minority capital raise with

**Goldman Sachs Bank of America Merrill Lynch**

FINANCIAL TECHNOLOGY PARTNERS  
The Only Investment Bank  
Focused Exclusively on Financial Technology

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

**liquidnet**

in its financing for approximately

**\$ 250,000,000**

valued at approximately

**\$ 1,800,000,000**

FINANCIAL TECHNOLOGY PARTNERS  
The Only Investment Bank  
Focused Exclusively on Financial Technology

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

**chi-x**

in its sale of a minority stake to

**Bank of America Merrill Lynch GETCO Goldman Sachs Morgan Stanley QUANTLIB FINANCIAL LLC**

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The Only Investment Bank  
Focused Exclusively on Financial Technology

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

**MarketAxess**

in its minority capital raise with

**TCV**  
TECHNOLOGY CROWDFUND VENTURES

for approximately

**\$ 35,000,000**

FINANCIAL TECHNOLOGY PARTNERS  
The Only Investment Bank  
Focused Exclusively on Financial Technology

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

**TradingScreen**  
SIMPLIFYING GLOBAL MARKETS™

in its minority recapitalization for

**\$ 110,000,000**

FINANCIAL TECHNOLOGY PARTNERS  
The Only Investment Bank  
Focused Exclusively on Financial Technology

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

**ENVESTNET**

in its

**\$69,000,000 Initial Public Offering**

valuing the equity at approximately

**\$ 300,000,000**

FINANCIAL TECHNOLOGY PARTNERS  
The Only Investment Bank  
Focused Exclusively on Financial Technology

FINANCIAL  
TECHNOLOGY  
PARTNERS



# Overview of FT Partners

## Award-Winning Investment Banking Franchise Focused on Superior Client Results

*FT Partners has been recognized as Investment Banking Firm of the Year and regularly achieves Merger and Financing Deal of the Year recognition*



M&A Advisor Awards

- |      |  |
|------|--|
| 2014 | <ul style="list-style-type: none"> <li>■ <b>Equity Financing Deal of the Year</b></li> <li>■ Professional Services Deal of the Year, Above \$100mm</li> </ul>  |
| 2012 | <ul style="list-style-type: none"> <li>■ <b>Dealmaker of the Year</b></li> <li>■ Professional Services Deal of the Year, Above \$100 mm</li> </ul>   |
| 2011 | <ul style="list-style-type: none"> <li>■ <b>Boutique Investment Bank of the Year</b></li> <li>■ Deal of the Decade</li> <li>■ <i>10 Deal of the Year Nominations Across 9 Categories</i></li> </ul>  |
| 2010 | <ul style="list-style-type: none"> <li>■ <b>Upper Middle Market Deal of the Year, Above \$500 mm</b></li> <li>■ IT Services Deal of the Year, Below \$500mm</li> <li>■ Cross-Border Deal of the Year, Below \$500mm</li> </ul>   |
| 2007 | <ul style="list-style-type: none"> <li>■ <b>Dealmaker of the Year – Steve McLaughlin</b></li> <li>■ Business to Business Services Deal of the Year</li> <li>■ Computer and Information Technology Deal of the Year, Above \$100mm</li> <li>■ Financial Services Deal of the Year, Above \$100mm</li> </ul> |



- |           |   |
|-----------|---|
| 2006-2008 | <ul style="list-style-type: none"> <li>■ Steve McLaughlin consecutively ranked (2006, 2007 and 2008) among the top Bankers in Financial Technology</li> </ul> |
|-----------|---|



Middle Market Financing Awards

- |      |  |
|------|--|
| 2008 | <ul style="list-style-type: none"> <li>■ <b>Equity Financing Dealmaker of the Year – Steve McLaughlin</b></li> <li>■ <b>Information Technology Deal of the Year</b></li> <li>■ <b>Financial Services Deal of the Year</b></li> </ul> |
| 2006 | <ul style="list-style-type: none"> <li>■ <b>Financing Professional of the Year – Steve McLaughlin</b></li> <li>■ <i>Financing Deal of the Year - Equity</i></li> <li>■ <i>Financing Deal of the Year - Debt</i></li> </ul>           |

Note: **Bold** represents awards that FT Partners has won, *italics* represents nominations.