

FT PARTNERS FINTECH INDUSTRY RESEARCH

December 22, 2021

Featuring:
In-Depth B2B Payments
Landscape



Thoma Bravo Acquires Bottomline Technologies (Nasdaq: EPAY) for \$2.6 billion



Thoma Bravo Acquires Bottomline Technologies

FT PARTNERS RESEARCH



Transaction Overview

Transaction Summary

- On December 17, 2021, Bottomline Technologies (Nasdaq: EPAY), a B2B payments company, announced that it has entered into a definitive agreement to be acquired by software investment firm Thoma Bravo in an all-cash transaction which values the Company at ~\$2.6 billion
 - Under the terms of the agreement, Bottomline Technologies shareholders will be paid \$57.00 per share, representing a 40%+ premium to the Company's volume-weighted average price (VWAP) as of October 19, 2021
- Thoma Bravo has entered into voting agreements with Bottomline Technologies' directors and with Clearfield Capital Management, a major institutional shareholder, representing approximately 4% of outstanding shares
 - These shareholders have agreed to vote in favor of the transaction and against any competitive bid subject to certain terms and conditions
- The transaction is expected to close in Q2 2022, and upon completion, Bottomline's common stock will no longer be listed publicly
- Bottomline Technologies provides domestic and international payment, processing, cash management, workflow automation, fraud detection and other related services to corporations and banks
- On October 20, 2021, the Company announced the appointment of three new board directors and the formation of a strategy committee specifically responsible for evaluating and making recommendations regarding Bottomline's market position and strategy

Transaction Commentary

"This transaction is an exciting next chapter for our company, our customers and our employees, and is a testament to the hard work and dedication of the entire Bottomline team. We have been executing against our strategy of establishing competitive advantage with a product set designed to transform business payments for companies and financial institutions around the world. Our partnership with Thoma Bravo will provide additional resources and greater flexibility to build on our leadership position, invest in continued innovation and accelerate go-to-market efforts to deliver increased value to customers. Additionally, the transaction will allow Bottomline to benefit from the operating capabilities, capital resources and sector expertise of one of the most experienced and successful software and financial technology investors."



Rob Eberle
CEO



"As the digital transformation of business accelerates, we see tremendous opportunity for Bottomline to continue capitalizing on its unique position, particularly in the large and growing B2B payments market, and successfully deliver its diverse portfolio of products that intelligently digitize the way businesses pay and get paid."



Holden Spaht
Managing Partner



Thoma Bravo Acquires Bottomline Technologies

FT PARTNERS RESEARCH



Bottomline Technologies Overview

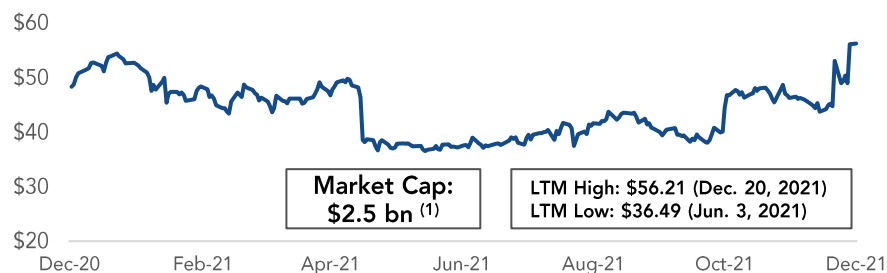
Company Overview



CEO:	Rob Eberle
Headquarters:	Portsmouth, NH
Founded:	1989

- Bottomline Technologies facilitates B2B electronic payments and accounts payable automation services, as well as relationship management, fraud detection, and connectivity solutions to corporate and bank clients
- The Company's products include Paymode-X, a SaaS solution which allows businesses to transform legacy invoice-to-pay processes; PTX, a payment platform that offers clients various ways to pay and get paid; and financial messaging solutions for risk management
- Bottomline also offers Digital Banking IQ, an intelligent engagement platform, in addition to other related products
- The Company supports over 600k businesses with operations in 92 countries across 6 continents

Stock Performance (Nasdaq: EPAY)



Source: Company website, CapitalIQ
(1) As of 12/20/21

Products & Services Overview



Paymode-X: Make and facilitate secure and convenient electronic payments using a solution trusted by 475k+ member businesses



Accounts Payable Automation: Streamline invoice receipt, automate workflows, accelerate approvals and make electronic payments using a single solution



Digital Banking: Digital banking and payment platform to engage with customers and acquire, deepen and grow profitable relationships



Financial Messaging and Bank Connectivity: Securely communicate, reconcile and manage financial transactions across the global financial supply chain



Fraud and Financial Crime Management: Gain protection from internal fraud and external financial crime and meet compliance / regulations with ease



Global Payments and Cash Management: Consolidate banking and payments departmentally or around the global with a streamlined comprehensive solution



TreasuryXpress: Economic, easy-to-implement and easy-to-use cloud-based enterprise treasury management software



Legal Spend Management: Gain insight into data, improve bill review process, increase efficiency, enable better decision making, enhance vendor relationships and deliver improved program results

Selected Partners



Thoma Bravo Acquires Bottomline Technologies

FT PARTNERS RESEARCH



Bottomline Technologies Overview (cont.)

Implied Transaction Multiples

Enterprise Value \$2,580 mm⁽¹⁾

\$482.6 million

Revenue
(LTM Sept. 30, 2021)

5.3x

EV / LTM Revenue

\$96.9 million

EBITDA
(LTM Sept. 30, 2021)

26.6x

EV / LTM EBITDA

Key Stats

Growth

15%

5-year Revenue CAGR
of Subscription Business

Reach

92

Number of Countries
Operated In

Scale

10,000+

Corporate Customers

Subscription-Based Model

82%

Percentage mix of
Subscription Revenue

Recurring Revenue

94%

Percentage mix of
Recurring Revenue

Profitability

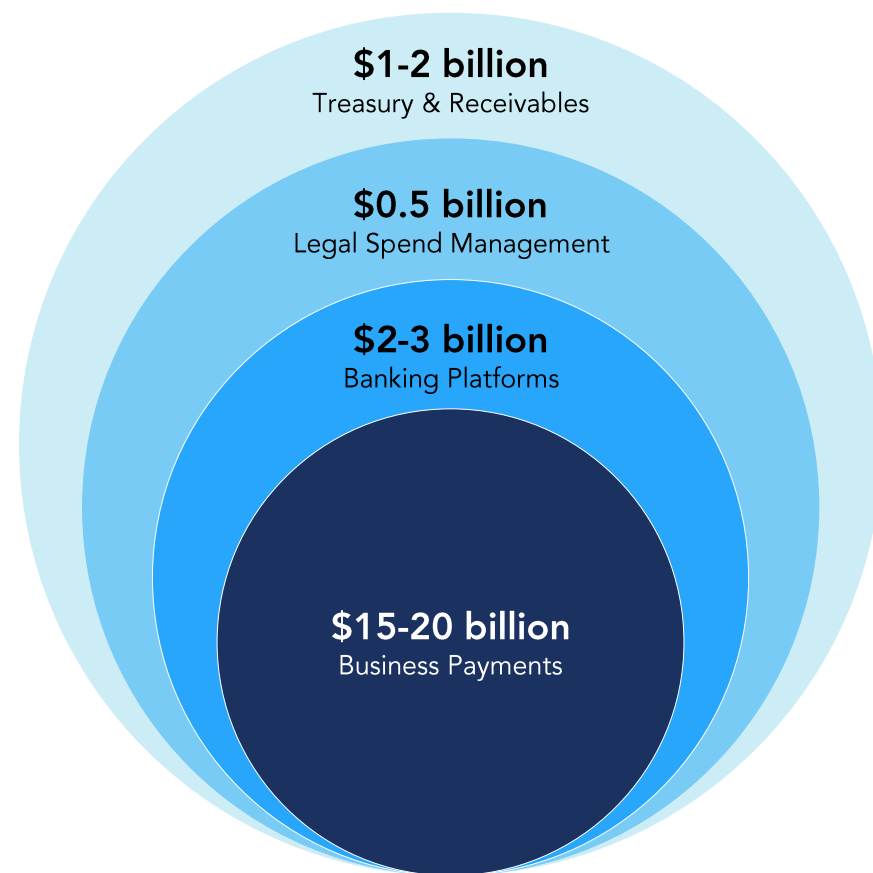
21%

EBITDA Margin

Market Opportunity

\$20-25 billion

Total Addressable Market



Source: Bottomline Technologies Q1-FY22 Investor Presentation

(1) Enterprise Value calculated by multiplying the number of fully-diluted shares outstanding by the indicated purchase price (\$57.00) plus Net Debt

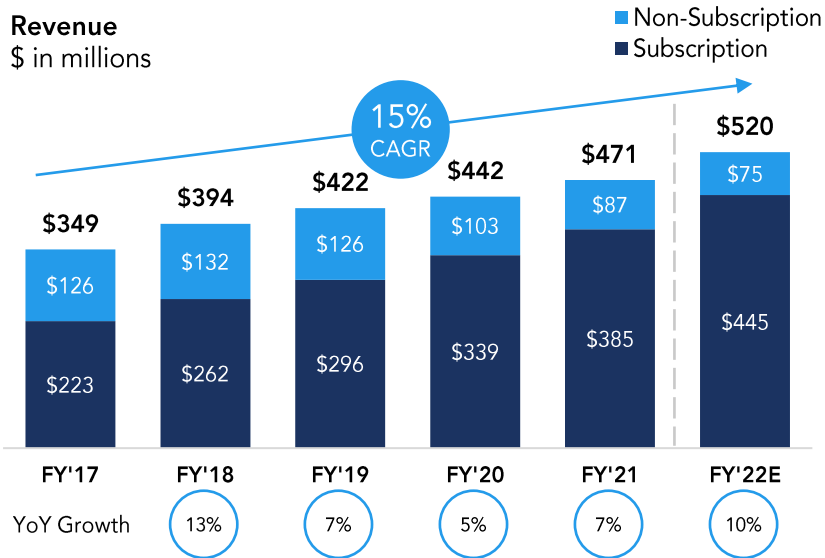
Thoma Bravo Acquires Bottomline Technologies

FT PARTNERS RESEARCH

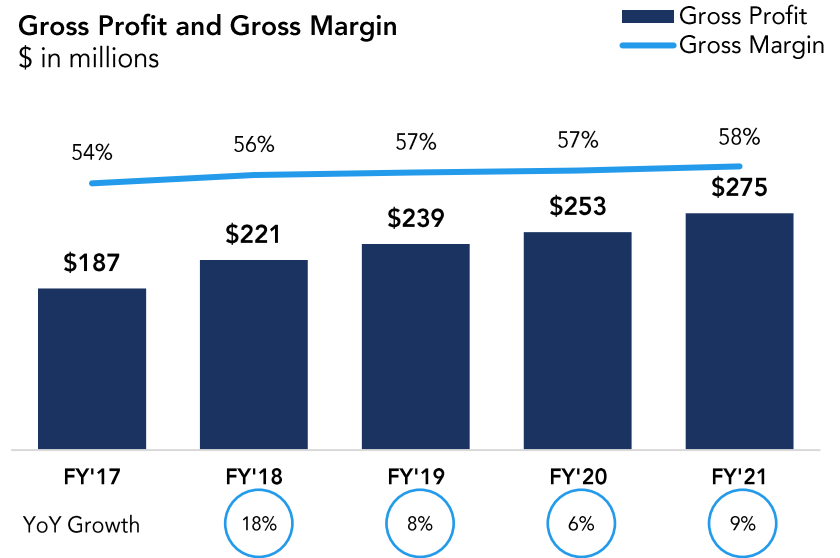


Bottomline Financial Overview

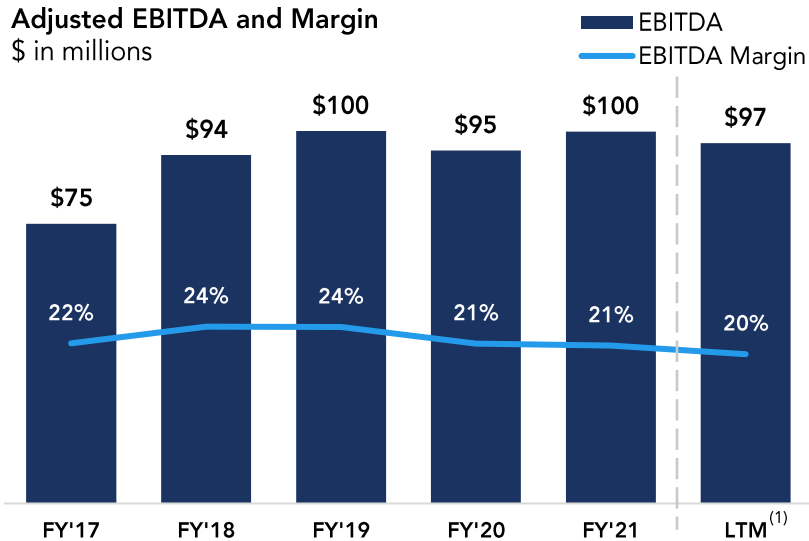
Revenue
\$ in millions



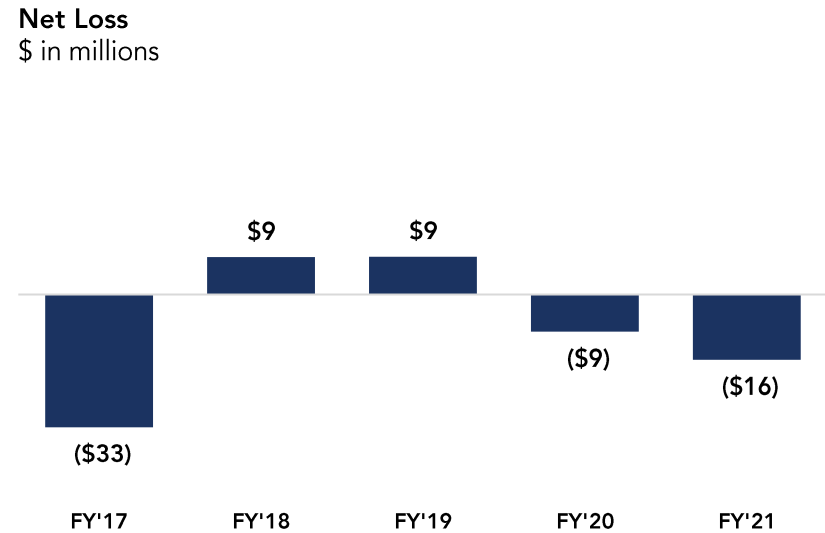
Gross Profit and Gross Margin
\$ in millions



Adjusted EBITDA and Margin
\$ in millions



Net Loss
\$ in millions



Source: Company financial presentation.

Note: Fiscal Year End June 30

(1) LTM as of September 30, 2021

Thoma Bravo Acquires Bottomline Technologies

FT PARTNERS RESEARCH



Thoma Bravo Overview

Company Overview



Headquarters: Chicago, IL

Founded: 1989

- Thoma Bravo is a private equity firm with more than \$91 billion in assets under management as of September 30, 2021
- The firm invests in growth-oriented companies operating in the software and technology sectors
- Thoma Bravo has acquired more than 325 companies representing over \$155 billion in enterprise value in the past 20 years
- The Company has offices in Chicago, Miami and San Francisco

Selected Team Members



Carl Thoma
Co-Founder &
Managing Partner



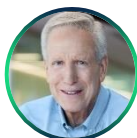
Orlando Bravo
Co-Founder &
Managing Partner



Holden Spaht
Managing Partner



Scott Crabill
Managing Partner



Lee Mitchell
Managing Partner



Seth Boro
Managing Partner

Selected FinTech Investments

Company	Overview
Bottomline Technologies	Provider of cloud-based digital banking, fraud prevention, payment, financial document, and healthcare solutions
motus	Workforce management software designed to simplify the reimbursement and management of vehicle, device and remote work costs
FTX	Cryptocurrency derivative exchange created to address the common challenges faced by traders every day
ServiceTitan	CRM software solution for residential home services companies
CALYPSO	Integrated suite of trading and risk management processing systems for derivatives and treasury products
REALPAGE <small>OUTPERFORM</small>	Provider of multifamily property management software and data analytics services to the real estate industry
zipari	Developer of a consumer experience technology intended to serve the health insurance sector
AXIOMSL <small>PLATFORM FOR CHANGE</small>	Provider of regulatory reporting, capital adequacy, risk management, liquidity, compliance and data management services
FOUNDATION <small>software</small>	Developer of construction accounting software and payroll services for small- to mid-sized specialty contractors
MAJESCO	Cloud insurance platform designed for property and casualty and life and annuity insurance markets
SYNTELLIS <small>PERFORMANCE SOLUTIONS</small>	Enterprise performance management software designed for healthcare, higher education and financial institutions
solifi <small>Formerly IDS</small>	Equipment finance software designed for financial institutions and equipment-leasing companies
EllieMae	Software solution which streamlines and automates the process of originating and funding new mortgage loans and facilitating regulatory compliance

Thoma Bravo Acquires Bottomline Technologies

B2B Payments Market Landscape

FT PARTNERS RESEARCH



Parent / Acquirer logo shown on top

FT Partners – Focused Exclusively on FinTech

FT PARTNERS RESEARCH

Selected FT Partners' Research – *Click to View*



Brazil's Emerging
FinTech Ecosystem



Buy Now Pay Later



FinTech in Africa
Gaining Momentum



Bolt's \$393 million Growth
Financing



SpotOn's \$300 million
Series E Financing



Revolut's \$800 million
Financing



CloudWalk's \$150 million
Series C Financing



Mollie's \$800 million
Growth Financing



Podium Raises \$201 million
in Series D Financing



Chipper Cash Raises \$150
million in Series C Extension



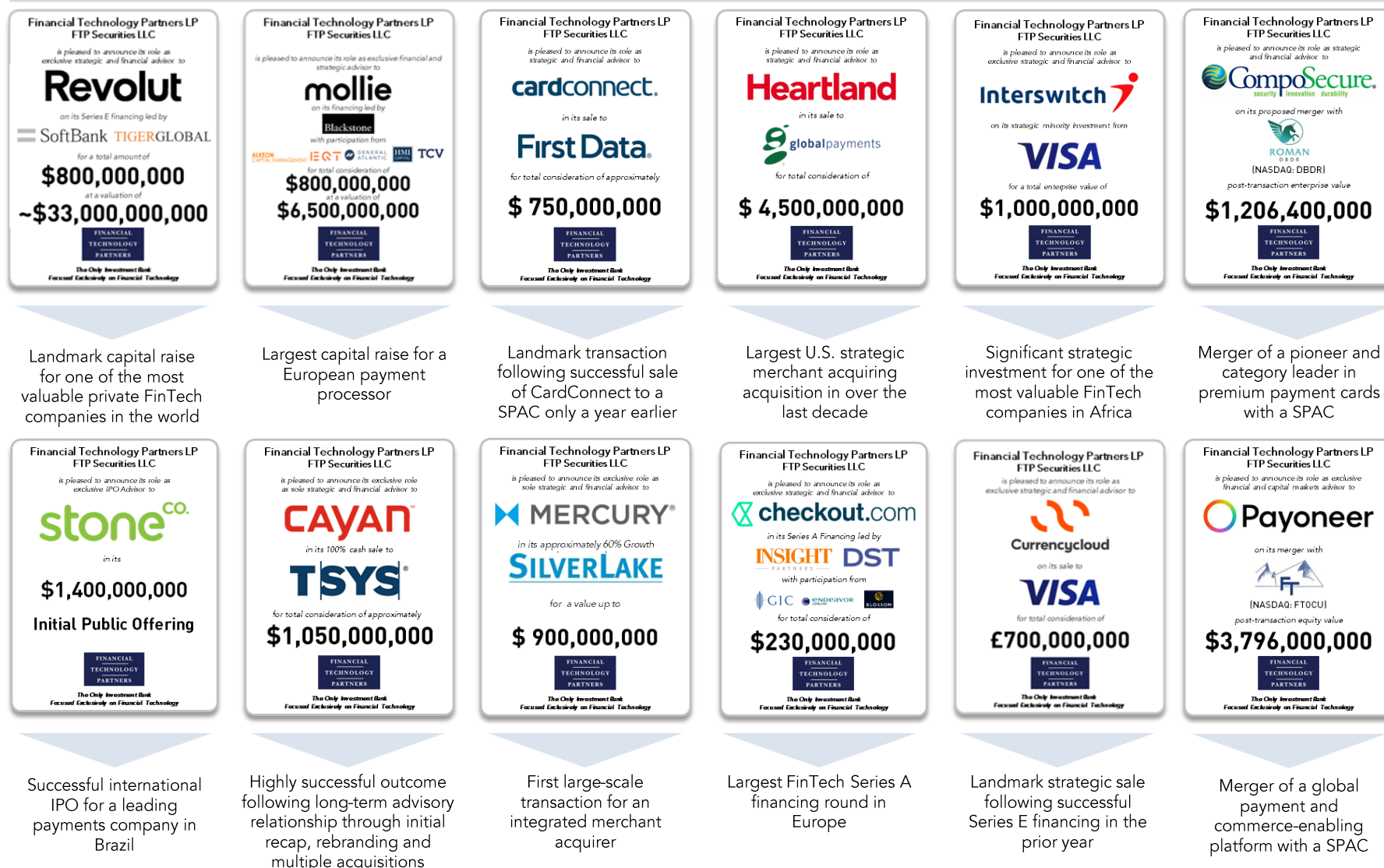
Presto Merges with Ventoux
CCM Acquisition Corp.



Tipalti Raises \$270 million
in Series F Financing

[VIEW MORE FT PARTNERS RESEARCH](#)

Ground-Breaking Payments Transactions Pioneered by FT Partners



FT Partners Advises Payoneer on its \$3.8 billion Merger with FTOC

Overview of Transaction

- On February 3, 2021, Payoneer Inc. ("Payoneer") and FTAC Olympus Acquisition Corp. ("FTOC"), a special purpose acquisition company ("SPAC"), announced they have entered into a definitive agreement and plan of reorganization
- Upon closing of the reorganization, the newly created holding company will be renamed Payoneer Global Inc. and the combined company (the "Company") will operate as Payoneer, a U.S. publicly listed entity
 - Estimated post-transaction enterprise value of \$3.3 billion with up to \$563 million in cash, offering significant capital flexibility for continued organic and inorganic growth
 - Transaction includes commitments for \$300 million PIPE from investor group including existing investor Wellington Management, as well as funds and accounts managed by BlackRock, Dragonair Investment Group, Fidelity Management & Research Company LLC, Franklin Templeton, certain funds managed by Millennium Management, funds and accounts advised by T. Rowe Price Associates, Inc., and Winslow Capital Management, LLC
- Payoneer is a global payment and commerce-enabling platform which powers growth for millions of digital businesses worldwide – Payoneer's mission is to democratize access to financial services and drive growth for digital businesses of all sizes from around the world

Significance of Transaction

- While creating significant liquidity for existing shareholders, Payoneer's Management team will continue to lead the merged Company as over 68% of existing Payoneer equity is expected to be rolled as part of the transaction
- The net proceeds raised from the transaction will be used to support Payoneer's multi-pronged growth strategy, including extending leadership with marketplace ecosystems, accelerating strategic and channel partnerships, ramping of developing products and services and pursuing targeted strategic M&A

FT Partners' Role

- FT Partners served as exclusive financial and capital markets advisor to Payoneer
 - FT Partners previously advised Payoneer on its [acquisition of optile](#) in 2019
- Builds on FT Partners' expertise in navigating the unique process in selling companies to SPACs, and follows highly successful sales of FT Partners' clients [Porch](#), [Open Lending](#), [CardConnect](#) and [REPAY](#)

Financial Technology Partners LP FTP Securities LLC

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



on its merger with



(NASDAQ: FTOCU)

post-transaction equity value

\$3,796,000,000



*The Only Investment Bank
Focused Exclusively on Financial Technology*

FT Partners Advises Divvy on its \$2.5 billion 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



*The Only Investment Bank
Focused Exclusively on Financial Technology*

FT Partners Advises Mollie on its \$800 million Financing

Overview of Transaction

- On June 22, 2021, Mollie announced that it raised \$800 million in financing from global investors including Blackstone Growth (BXG), EQT Partners, General Atlantic, HMI Capital and Alkeon Capital Management
- TCV who led the Series B investment in September 2020 also participated in the funding round
- Mollie is one of the fastest growing and largest PSPs in Europe, serving more than 120,000 monthly active merchants across the continent
- In 2020, Mollie processed more than 10 billion Euros in transactions and is on track to handle more than 20 billion Euros during 2021
- Mollie's best-in-class products, simple and transparent pricing and excellent customer service, alongside its no lock-in contracts, have driven rapid growth both during the pandemic and the months following relaxation of lockdown restrictions across Europe
- Today, Mollie has around 480 employees and plans to hire 300 new team members in the next six-to-nine months

Significance of Transaction

- The funding will fuel Mollie's continuous expansion within Europe and beyond, and support the investments in its technology platform and expansion of its product portfolio beyond payments into financial services for SMEs
- Mollie is now one of the top five most valuable FinTechs in Europe, and one of the top 20 most valuable FinTechs in the world

FT Partners' Role

- FT Partners acted as exclusive financial and strategic advisor to Mollie
- This transaction underscores FT Partners' deep Payments domain expertise and successful track record of generating favorable outcomes for leading companies in the space

Financial Technology Partners LP FTP Securities LLC

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

mollie

on its financing led by

Blackstone

with participation from

ALKEON
CAPITAL MANAGEMENT

EQT

GENERAL
ATLANTIC

HMI
CAPITAL

TCV

for total consideration of

\$800,000,000

at a valuation of

\$6,500,000,000

**FINANCIAL
TECHNOLOGY
PARTNERS**

*The Only Investment Bank
Focused Exclusively on Financial Technology*

FT Partners Advises Currencycloud on its £700 million Sale to Visa

Overview of Transaction

- On July 22, 2021, Visa announced it has signed a definitive agreement to acquire Currencycloud for £700 million (~\$960 million), inclusive of cash and retention incentives
- Launched in 2012, Currencycloud is a comprehensive B2B cross-border infrastructure product that enables clients to build their own “platform” by offering different APIs across five modules – collect, convert, manage, pay, and Currencycloud spark
- Currencycloud is headquartered in London with offices in New York, Amsterdam, Cardiff & Singapore. Since 2012, the company has processed more than \$100 billion to over 180 countries

Significance of Transaction

- Currencycloud will strengthen Visa’s existing foreign exchange capabilities by extending them to better serve financial institutions, FinTechs and partners while enabling new use cases and payment flows
- Currencycloud will accelerate the time-to-market and improve payment transparency for clients looking to offer flexible, digital-first, international payment services that provide better visibility and control to consumers and businesses around the world
- The addition of Currencycloud’s capabilities to Visa’s network will widen access to innovative international payment products that help businesses meet their cross-border needs

FT Partners’ Role

- FT Partners served as exclusive strategic and financial advisor to Currencycloud
- FT Partners previously advised Currencycloud on its \$80 million [Series E financing](#) in 2020
- This transaction underscores FT Partners’ deep domain expertise and unrivaled track record in the FX / Cross Border Payments space

Financial Technology Partners LP FTP Securities LLC

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



on its sale to

VISA

for total consideration of

£700,000,000



*The Only Investment Bank
Focused Exclusively on Financial Technology*

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



*The Only Investment Bank
Focused Exclusively on Financial Technology*

FT Partners Advises Nium on its \$200 million Financing

Overview of Transaction

- On July 27, 2021, Nium announced it has raised a US\$200+ million Series D round led by Riverwood Capital – a U.S.-based growth-stage investment firm. Temasek, Visa, Vertex Ventures, Atinum Group of Funds, Beacon Venture Capital, Rocket Capital Investment, and other notable angel investors, including DoorDash executive, Gokul Rajaram; Chief Product Officer at FIS, Vicky Bindra; and, Co-Founder of Tribe Capital, Arjun Sethi also contributed to the round
- Total funding raised, including this Series D round, stands at nearly USD\$300 million, propelling Nium's current valuation above US\$1 billion and making it the first B2B payments unicorn from Southeast Asia
- Through a single API, Nium provides access to the world's payment infrastructure, including technologies for pay-outs, pay-ins, card issuance, and banking-as-a-service. Once connected, Nium customers can send funds to more than 100 countries (most in real-time), pay out in more than 60 currencies, and issue cards in more than 40 countries. Foundational to Nium is its license portfolio, owning the most complete set of money transfer, card issuance and banking licenses in fintech, with services available in 11 jurisdictions.

Significance of Transaction

- Nium will use the Series D funds to expand its payment network infrastructure, drive innovative product development, attract top industry talent, and acquire strategic technologies and companies
- With revenues split almost equally across EMEA and APAC, Nium will also use funds from this round to accelerate growth in the United States and Latin America

FT Partners' Role

- FT Partners served as exclusive financial and strategic advisor to Nium
- This transaction highlights FT Partners' deep domain expertise in cross border payments infrastructure and BaaS vertical, as well as its successful track record generating highly favorable outcomes for high-growth 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 led by



*with participation from new and existing investors
for a total amount of*

\$200,000,000+

at a valuation of

\$1,000,000,000+



*The Only Investment Bank
Focused Exclusively on Financial Technology*

FT Partners Advises Veem on its \$31 million Financing

Overview of Transaction

- On September 16, 2020, Veem announced the closing of a \$31 million capital raise, led by Truist Ventures, the corporate venture capital division of Truist Financial Corporation (NYSE: TFC) — the 6th largest commercial bank in the U.S.
 - Round participants include MUFG Innovation Partners Co. Ltd., the corporate venture arm of Mitsubishi UFG Banking Group, as well as AB Ventures, the venture arm of Arab Bank
 - Existing investors that participated in this round include GV (formerly Google Ventures), Goldman Sachs, Kleiner Perkins, Silicon Valley Bank, National Australia Bank Ventures and Trend Forward Capital
- International transfers are built on an outdated, 40-year-old system based on processes and technology that have left small businesses underserved and overcharged; with more than 225,000 customers and counting, sending and receiving money in more than 100 countries, Veem's proprietary technology combines the best of traditional systems with the flexibility and speed that blockchain technology and digital wallets can provide
- Through world-class integrations with QuickBooks, Xero and NetSuite, Veem has built a path for business owners and their accountants to collaborate and build a global network

Significance of Transaction

- This investment will go towards the development of a robust channel partner program that will widen Veem's geographic footprint; as the company focuses on its scaling efforts, Veem is also committed to further improving and expanding its product suite and capabilities

FT Partners' Role

- FT Partners served as exclusive financial and strategic advisor to Veem and its Board of Directors
- This transaction underscores FT Partners' deep Payments domain expertise and successful track record of deals with cross-border and FX payments companies

Financial Technology Partners LP FTP Securities LLC

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



on its financing led by



with participation from



for a total amount of

\$31,000,000

FINANCIAL
TECHNOLOGY
PARTNERS

*The Only Investment Bank
Focused Exclusively on Financial Technology*

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

A screenshot of a list titled "Silicon Valley's Most Popular Dealmakers" from The Information. The list includes names, titles, and firms. Steve McLaughlin is listed as Managing Director at FT Partners.

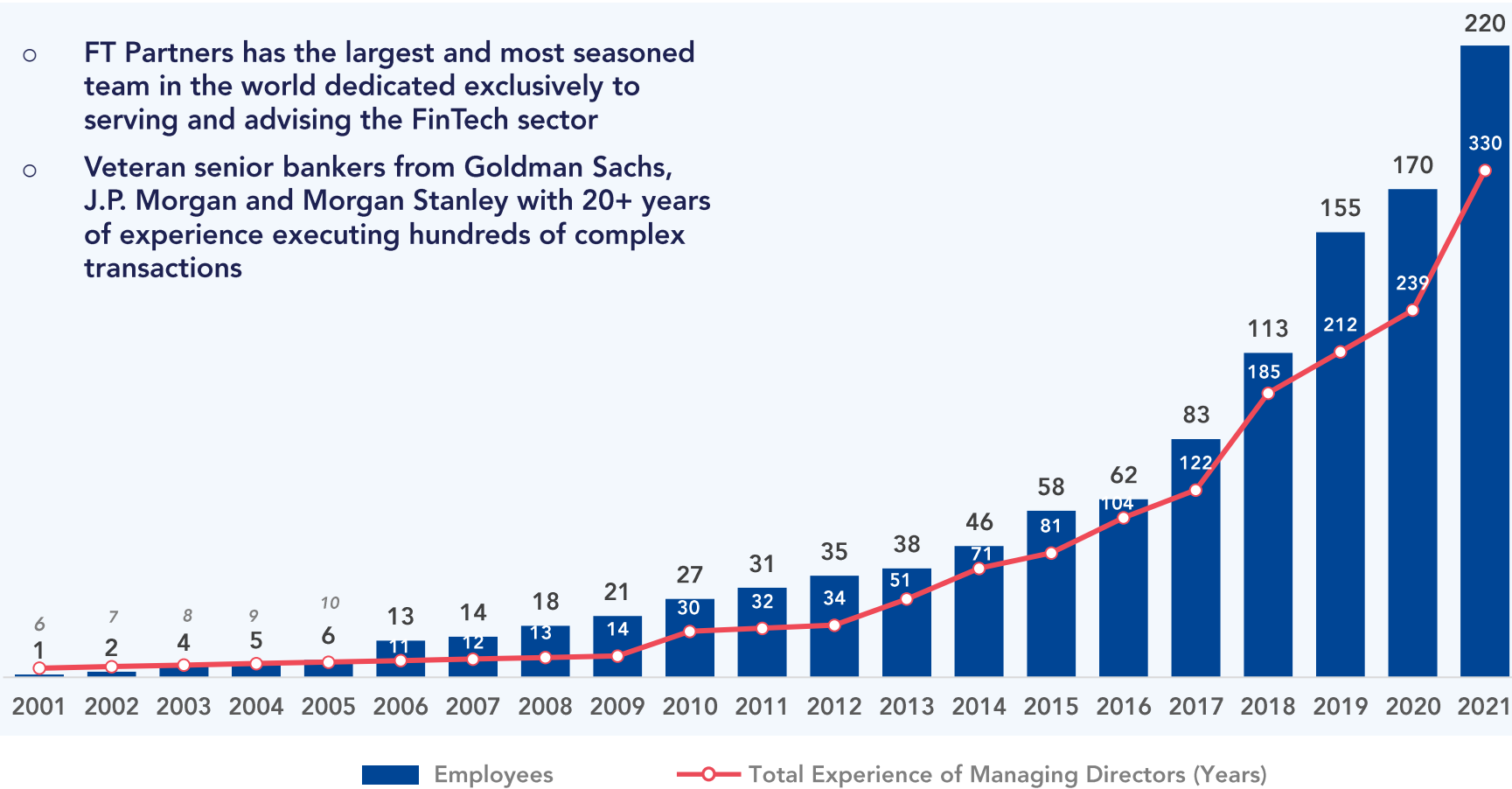
Name	Title	Firm
Steve McLaughlin	Managing Director	FT Partners
Markus Heide	Managing Director	FT Partners
Paul Rosen	Managing Director	FT Partners
Quincy Smith	Partner	Goldman Sachs

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

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)



Highly proprietary information. Unauthorized distribution without prior consent from Financial Technology Partners LP, FTP Securities LLC or FinTech Partners Limited (together "FT Partners") is strictly prohibited. The information in this report relies upon a variety of public sources, the accuracy of which cannot be guaranteed. No persons or entities should use the information in decision making without independent investigation or professional advice. This communication should not be regarded as an offer to sell or as a solicitation of an offer to buy any financial product or service, nor is it an official confirmation of any transaction, or representative of an official position or statement of Financial Technology Partners LP, FTP Securities LLC or any other related entity. FTP Securities LLC is a FINRA registered broker-dealer and FinTech Partners Limited is an FCA appointed representative. © 2021