

FT PARTNERS FINTECH INDUSTRY RESEARCH

October 23, 2017

First Data®

**First Data Acquires BluePay
for \$760 million**



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 15 years of exclusive focus on Financial Technology

FT Partners' Advisory Capabilities



FT Partners' FinTech Industry Research

FINTECH RESEARCH & INSIGHTS

- In-Depth Industry Research Reports
- Proprietary FinTech Infographics
- Monthly FinTech Market Analysis
- FinTech M&A / Financing Transaction Profiles



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



Ranked #4 Most Influential Person in all of FinTech in *Institutional Investor* "FinTech Finance 35"



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

Steve McLaughlin: *Founder & CEO*

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First Data Acquires BluePay for \$760 million



Transaction Overview

Transaction Summary

- On October 20, 2017, First Data announced that it has entered an agreement to acquire BluePay, a current portfolio company of TA Associates, for \$760 million in cash
 - According to Himanshu Patel, CFO of First Data, the deal represents an EBITDA multiple in the "mid-teens"
- BluePay offers payment processing solutions for merchants and suppliers throughout the United States and Canada
 - The Company processes POS, mobile and e-commerce payments for merchants of various sizes
 - Through 77,000 clients, the Company processes \$19 billion annually
- First Data is a global leader in commerce-enabling technology, serving approximately six million business locations and 4,000 financial institutions in more than 100 countries around the world.
 - First Data processes about 2,800 transactions per second for an annual total of \$1.9 trillion
- Before synergies, this transaction is expected to be modestly accretive to First Data by the end of 2018
- The deal is expected to close in the fourth quarter of 2017

Transaction Commentary

"BluePay is a long-standing First Data distribution partner with an excellent track record of innovation and growth. We are pleased to add BluePay's unique capabilities and its talented team to the First Data family. We believe BluePay's best-in-class integrated Card-Not-Present solutions, combined with CardConnect's cutting-edge ISV product suite acquired earlier this year, clearly sets First Data apart from the competition in the high growth integrated payments space."

First Data

Frank Bisignano
Chairman and CEO



"This is an exciting day for BluePay as this transaction presents a great opportunity to join an outstanding global organization like First Data."



John Rante
Executive Chairman



"We believe First Data can accelerate our software-driven payments strategy and provide value to clients and partners through the combination of First Data's payment facilitation capabilities, global processing expertise and an unparalleled distribution network."



Bala Janakiraman
CEO



First Data Acquires BluePay for \$760 million

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BluePay Overview

Company Overview



CEO:	Bala Janakiraman
H.Q. Location:	Oak Brook, IL
Founded:	1987
Employees	228

- BluePay is a leading payment processing provider for merchants in North America
 - The Company offers secure solutions for POS, online and mobile payment processing
 - Solutions include real-time settlement, reporting and reconciliation
- The Company's solutions are integrated in over 450 software platforms and process nearly \$19 billion in annual transactions for over 77,000 merchants

Selected Acquisition History

Date	Size (\$ mm)	Target	Description
08/22/17	na	 SECURITY CARD SERVICES	Merchant services and credit card processing for regional banks
02/08/16	na		Offers a cloud-based financial management platform
09/14/17	na		Mid-Atlantic firm focused on merchant processing services

Products & Services Overview



Payment Gateway

Secure online gateway with advanced fraud management



POS Systems

Range of POS solutions for all business needs



PCI Compliant

PCI compliance and advanced risk management with P2PE services



Mobile Processing

Mobile solutions for Android, iPhone and tablets



E-Commerce

Fast and secure online payment acceptance



Payment Packages

Starter, professional and enterprise packages to suit all types of businesses

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First Data Overview

Company Overview

First Data®

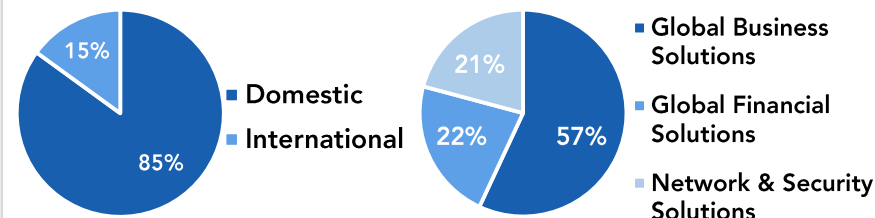
CEO: Frank Bisignano
Headquarters: Atlanta, GA
Founded: 1989

- First Data is a global leader in commerce-enabling technology and solutions
- The Company provides solutions for small businesses, large merchants, global and national financial institutions, community financial institutions, government and other industries
 - Other industries include healthcare provider and payer solutions, gambling and gaming solutions, education solutions and financial analyst solutions
- First Data serves approximately six million business locations and 4,000 financial institutions in more than 100 countries around the world
- The Company processes about 2,800 transactions per second and a total of \$1.9 trillion per year
- In 2007, First Data was acquired by Kohlberg Kravis Roberts & Co. becoming a privately held corporation; the Company then went public again in October 2015, in one of the largest U.S. FinTech IPOs ever

First Data (NYSE: FDC) Stock Chart



Revenue Breakdown



Management Team



Frank Bisignano
Chairman, CEO



Chris Foscett
EVP, Head of Corp Dev



Guy Chiarello
President



Himanshu Patel
EVP, CFO

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Selected First Data Acquisition / Financing / Spin-off History

Date	Target	Amount (\$ in mm)	Type
10/19/17	BluePay	\$760	M&A
05/30/17	CardConnect	750	M&A
03/16/17	Acculynk	85	M&A
10/14/15	First Data IPO	2,560	IPO
07/20/15	Spree Commerce	na	M&A
07/14/15	Transaction Wireless	65	M&A
07/30/14	Gyft	30	M&A
10/29/13	Perka	26	M&A
03/19/13	Clover	56	M&A
08/20/12	Merchant Solutions	na	M&A
12/24/09	ICICI Merchant Services	80	M&A
08/18/09	Cash Axxess	na	M&A
05/21/08	EUFISERV Payments	na	M&A
04/16/07	FundsXpress Financial Networks	na	M&A
04/02/07	First Data Acquired by KKR	28,700	LBO by KKR
01/25/07	Size Technologies	na	M&A
09/29/06	First Data spins-off Western Union	na	Spin-off
07/12/06	Peace Software	na	M&A
04/30/06	OmniPay	na	M&A
06/09/05	EuroProcessing International	122	M&A
05/12/05	Vigo Remittance Corp	na	M&A
06/10/04	Delta Singular Outsourcing	320	M&A

Source: FT Partners' Proprietary Transaction Database, S&P Capital IQ, PitchBook

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Selected Merchant Acquirer / Payment Processor Transactions

Selected FT Partners Deals Noted	Seller	Buyer	Date	Transaction Value (\$ in mm)	Research Profile
	BluePay	First Data	10/20/17	\$760	
	PIVOTAL PAYMENTS POWERING YOUR SUCCESS	NOVACAP	09/26/17	430	VIEW
	nmi	FP FRANCISCO PARTNERS	09/07/17	NA	VIEW
	worldpay	vantiv	07/2017	11,680	VIEW
	sage Payment Solutions	GTCR	06/2017	260	VIEW
	cardconnect.	First Data	05/2017	750	VIEW
	total merchant services	North American BANCARD	05/2017	NA	VIEW
	CentralPayment	TSYS	02/2017	700 ⁽¹⁾	VIEW
	HARBORTOUCH	SEARCHLIGHT	06/2016	NA	VIEW
	cardconnect.	FinTech Acquisition Corp (NASDAQ : FNTC)	03/2016	438	VIEW
	TRANSFIRST	TSYS	01/2016	2,350	VIEW
	Heartland	globalpayments	12/2015	4,300	VIEW
	Direct Connect	BEEKMAN GROUP	01/2015	NA	VIEW
	securenet GET PAID. GET SMART.	worldpay	11/2014	NA	
	TRANSFIRST	V Vista Equity Partners	10/2014	1,500	VIEW
	FIRST AMERICAN PAYMENT SYSTEMS	TEACHERS' PENSION PLAN	07/2014	700	
	MERCURY	vantiv	05/2014	1,650	VIEW








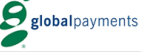
















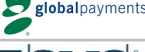




















(1) [TSYS 2016 10-K](#)

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Selected Merchant Acquirer / Payment Processor Transactions (cont.)

Selected FT Partners Deals Noted	Seller	Buyer	Date	Transaction Value (\$ in mm)	Research Profile
			05/2014	NA	VIEW
			03/2014	\$250 ⁽¹⁾	
			01/2014	420	
			09/2013	NA	VIEW
			09/2013	200	VIEW
			09/2013	NA	
			07/25/13	163	
			11/15/12	135	VIEW
			10/31/12	361	
			08/15/12	413	
			08/09/12	110 ⁽²⁾	
			07/06/12	670	
			07/05/12	NA	VIEW
			08/24/11	NA	VIEW
			06/07/11	50	VIEW
			04/14/10	900	VIEW
			01/09/06	325	VIEW

(1) [TSYS 2016 10-K](#)

(2) [TSYS 2012 10-K](#)

Selected FT Partners' Research – Click to View



Global Money Transfer



Transaction Security



Heartland's Sale to Global Payments



Adyen's Rise to One of the Most Valuable Payments Companies



CardConnect's \$750 million to First Data



Central Payment's Strategic Investment from TSYS



Marqeta's \$25 million Financing Led by Visa



NMI's Majority Investment From Francisco Partners



JPMorgan Chase & Co Acquires WePay



Raise Secures \$60 million in Series C Financing



TNG Raises \$115 million in Series A Financing



Blackstone and CVC Capital Partners Acquire Paysafe for \$3.8 billion

[VIEW MORE FT PARTNERS RESEARCH](#)

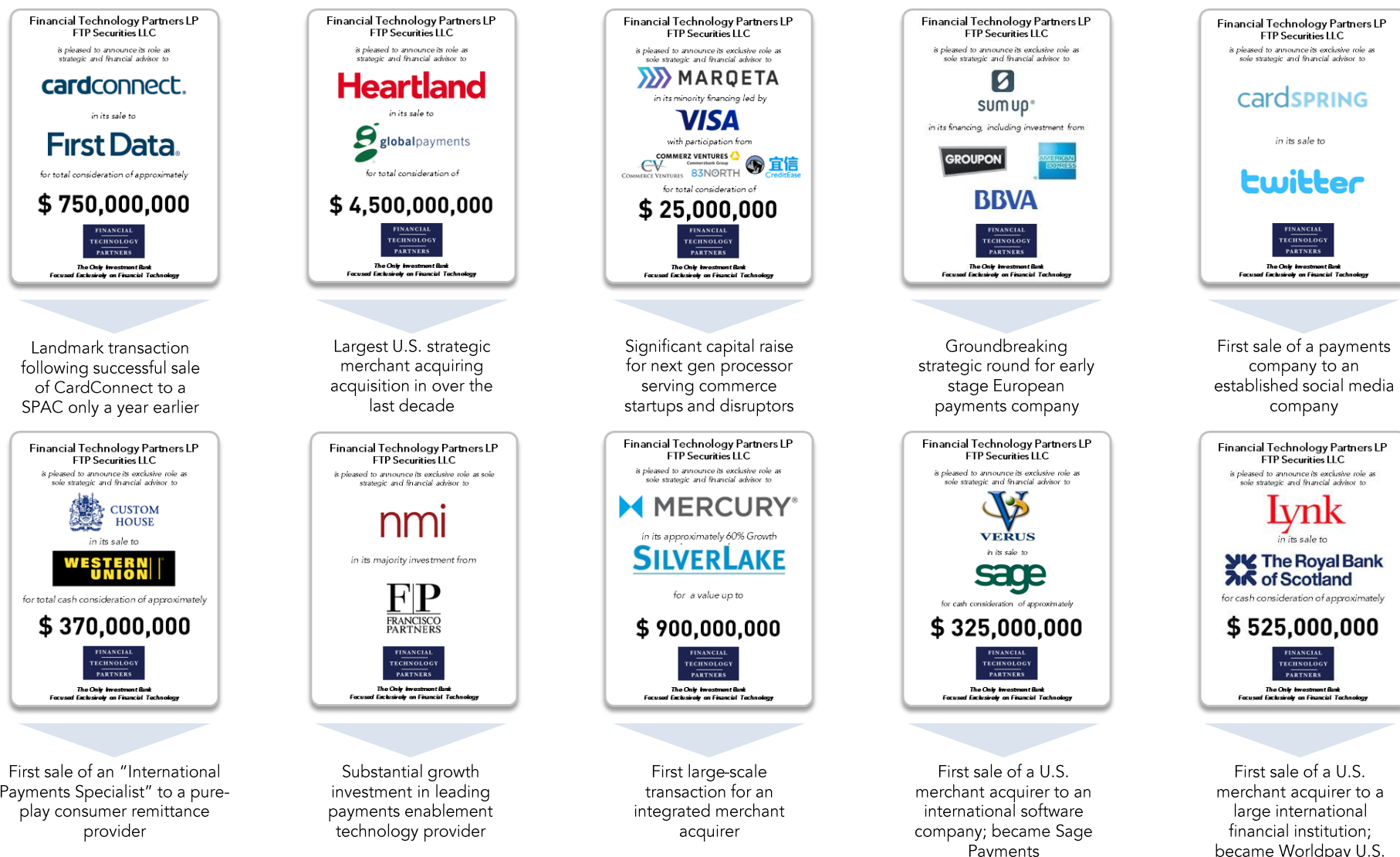
FT Partners – Focused Exclusively on FinTech

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Strong Domain Expertise in Payments Investment Banking

<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</p> <p>globalpayments</p> <p>for total consideration of</p> <p>\$ 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 strategic and financial advisor to</p> <p>MERCURY®</p> <p>in its cash sale to</p> <p>vantiv™</p> <p>for total consideration of</p> <p>\$ 1,650,000,000</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>TRANSFIRST™</p> <p>in its sale to</p> <p>Vista Equity Partners from WCAS</p> <p>for total consideration of</p> <p>\$ 1,500,000,000</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 exclusive role as sole strategic and financial advisor to</p> <p>GiftCards.com</p> <p>in its sale to</p> <p>BLACKHAWK NETWORK</p> <p>for total consideration of</p> <p>\$ 120,000,000</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>CAYAN®</p> <p>in its Significant Growth Recapitalization by</p> <p>PARthenon CAPITAL PARTNERS</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</p> <p>SILVERLAKE</p> <p>for a value up to</p> <p>\$ 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>cardsPRING</p> <p>in its sale to</p> <p>twitter</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>CARDINAL® COMMERCE</p> <p>in its sale to</p> <p>VISA</p> <p>for total consideration of</p> <p>\$ 300,000,000</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>MARQETA</p> <p>in its Series C minority financing from</p> <p>COMMERZ VENTURES Commerzbank Group</p> <p>83NORTH EV CAPITAL GROUP</p> <p>for total consideration of</p> <p>\$ 25,000,000</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>YAPSTONE™ ePayments as a Service</p> <p>in its minority investment led by</p> <p>ACCEL PARTNERS</p> <p>for total consideration of approximately</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>VERUS</p> <p>in its sale to</p> <p>sage</p> <p>for cash consideration of approximately</p> <p>\$ 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>SOLVERAS PAYMENT SOLUTIONS™</p> <p>in its sale to</p> <p>TRANSFIRST™</p> <p>for total consideration of approximately</p> <p>\$ 51,000,000</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</p> <p>The Royal Bank of Scotland</p> <p>for cash consideration of approximately</p> <p>\$ 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 exclusive role as sole strategic and financial advisor to</p> <p>PROPAY™</p> <p>in its sale to</p> <p>TSYS®</p> <p>for total consideration of approximately</p> <p>\$ 135,000,000</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>nmi</p> <p>in its growth investment by</p> <p>Bregal Sagemount</p> <p>for total consideration of approximately</p> <p>\$ 200,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>

Ground-Breaking Payments Transactions Pioneered by FT Partners



FT Partners Advises NMI on its Majority Financing

Overview of Transaction

- On September 7, 2017, NMI announced it has received a majority investment from Francisco Partners
 - As part of the transaction, Bregal Sagemount will be exiting its investment in the Company, while existing investor Great Hill Partners will remain a significant shareholder
- Headquartered in Roselle, IL, NMI is a leading provider of payments enablement technology for ISOs, VARs, ISVs and payment facilitators
- Francisco Partners is a global technology-focused private equity firm that has invested in over 200 technology companies since its founding

Significance of Transaction

- The majority investment will provide NMI with new capital to drive product innovation and expansion of its enablement capabilities.
- NMI has grown substantially in recent years as ISOs, VARs, ISVs and payment facilitators increasingly demand white label payment gateway and other enablement solutions; the new capital from Francisco Partners will allow NMI to continue to expand its core capabilities and customer service levels

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to NMI and its Board of Directors
- FT Partners previously advised NMI on its [growth investment from Bregal Sagemount in 2013](#) and its [growth investment from Great Hill Partners in 2014](#)
- This transaction underscores FT Partners' successful track record generating highly favorable outcomes for leading Payments companies

Financial Technology Partners LP FTP Securities LLC

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

nmi

in its majority investment from

FP
FRANCISCO
PARTNERS

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FT Partners Advises CardConnect on its \$750,000,000 Sale to First Data

Overview of Transaction

- On May 29, 2017, CardConnect (NASDAQ: CCN) announced that it has entered into a definitive agreement to be acquired by First Data (NYSE: FDC) for \$15.00 per share in cash, for an aggregate transaction value of approximately \$750 million
 - The transaction is expected to close in 3Q17, subject to customary closing conditions
- Headquartered in King of Prussia, PA, CardConnect is an innovative provider of payment processing and technology solutions
 - CardConnect processes approximately \$26 billion of volume annually from 67,000 merchant customers
- First Data is a global leader in commerce-enabling technology and solutions
- FT Partners also represented [CardConnect on its sale to FinTech Acquisition Corp for \\$438 million](#), which closed in July 2016

Significance of Transaction

- The CardConnect transaction is consistent with First Data's strategy of integrating and scaling innovative technologies across its distribution footprint; CardConnect is one of First Data's largest distribution partners
- CardConnect brings First Data innovative partner management technology, accelerates the Company's integrated solutions initiative and provides it with an ERP-integrated payment solution set

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to CardConnect and its board of directors
- 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
strategic and financial advisor to*

cardconnect.

in its sale to

First Data.

for total consideration of approximately

\$ 750,000,000

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FT Partners Advises Central Payment on its Recapitalization / Investment

Overview of Transaction

- On February 9, 2017, Central Payment completed a sale of an additional 10% equity stake to TSYS at a valuation of \$700mm⁽¹⁾ and extended a put call agreement on the remaining 15% of equity that's exercisable until April 2018
- Headquartered in San Rafael, CA, Central Payment is one of the fastest growing payment processors in the country
 - Through Central Payment's innovative approach, the Company provides processing services to over 70,000 businesses across several electronic transaction categories and industries
- TSYS provides electronic payment processing and other services to card-issuing and merchant acquiring institutions worldwide
- FT Partners also represented Central Payment on its initial 60% strategic growth investment with TSYS in 2012 and its subsequent recap in 2014

Significance of Transaction

- The transaction provides TSYS with a high-growth and very successful independent agent channel, which supports ongoing growth in its merchant acquiring business
- Additionally, the transaction reiterates Central Payment's ability to leverage TSYS' strategic relationships, processing capabilities and expertise in the sector to further scale the business and pursue additional growth opportunities

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Central Payment and its owners
- This transaction highlights FT Partners' continued dominance 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 exclusive role as
sole strategic and financial advisor to*



*in its recapitalization and strategic
investment by*



for a total valuation of

\$ 700,000,000

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FT Partners Advises CardConnect in its \$438 million Sale

Overview of Transaction

- FT Partners served as strategic and financial advisor to CardConnect in its \$438 million acquisition by FinTech Acquisition Corp (NASDAQ: FNTC)
- CardConnect will become the sole direct subsidiary of FinTech Acquisition Corp ("FinTech") and immediately following the merger will trade on the NASDAQ stock exchange as "CCN"
- Total consideration is \$438mm, which includes the satisfaction of \$62mm of CardConnect borrowings currently outstanding
- The merger is expected to close in June 2016, pending FNTC stockholder approval, the receipt of proceeds from the proposed financing activities and other customary closing conditions
- The deal represents the largest technology special purpose acquisition company (SPAC) of the year
- This transaction underscores FT Partners' continued leadership position as "advisor of choice" to the highest-quality companies in the FinTech space

Financial Technology Partners LP
FTP Securities LLC

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

cardconnect.

in its sale to

FinTech Acquisition Corp
(NASDAQ: FNTC)

for total consideration of

\$ 438,000,000

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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



Middle Market Financing Awards

2016	<ul style="list-style-type: none"> Investment Banking Firm of the Year Cross Border Deal of the Year
2015	<ul style="list-style-type: none"> Dealmaker of the Year Technology Deal of the Year
2014	<ul style="list-style-type: none"> Equity Financing Deal of the Year Professional Services Deal of the Year, Above \$100mm
2012	<ul style="list-style-type: none"> Dealmaker of the Year Professional Services Deal of the Year, Above \$100mm
2011	<ul style="list-style-type: none"> Boutique Investment Bank of the Year Deal of the Decade 10 Deal of the Year Nominations Across 9 Categories
2010	<ul style="list-style-type: none"> Upper Middle Market Deal of the Year, Above \$500 mm IT Services Deal of the Year, Below \$500mm Cross-Border Deal of the Year, Below \$500mm
2007	<ul style="list-style-type: none"> Dealmaker of the Year – Steve McLaughlin Business to Business Services Deal of the Year Computer and Information Technology Deal of the Year, Above \$100mm Financial Services Deal of the Year, Above \$100mm
2015	<ul style="list-style-type: none"> Steve McLaughlin ranked #4 in Institutional Investor's FinTech 35 List
2006 - 2008	<ul style="list-style-type: none"> Consecutively ranked (2006, 2007 and 2008) among the top Bankers in Financial Technology
2008	<ul style="list-style-type: none"> Equity Financing Dealmaker of the Year – Steve McLaughlin Information Technology Deal of the Year Financial Services Deal of the Year
2006	<ul style="list-style-type: none"> Financing Professional of the Year – Steve McLaughlin Financing Deal of the Year - Equity Financing Deal of the Year - Debt