

May 6, 2016

Financial Technology Partners

FT Partners Research – Transaction Profile



&



Vista Equity Partners

acquire



Vertafore®

Courtesy of:



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

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Steve McLaughlin
Managing Partner
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Bain Capital & Vista Equity Partners Acquire Vertafore

Transaction Overview

Transaction Summary

- On May 2, 2016, Bain Capital Private Equity and Vista Equity Partners entered into a definitive agreement to jointly acquire Vertafore from TPG Capital
- The sale is expected to close during the third quarter; additional terms of the transaction were not disclosed
- The acquisition of Vertafore comes just a month after Vertafore expanded its reach and capabilities by acquiring Keal Technology and QQSolutions
 - Both are providers of cloud software to independent insurance agencies
- The Company delivered over 250 new product releases in 2015, bringing new technology and innovation to the industry's largest customer base, including agencies, carriers, MGAs, MGUs and over half the U.S. state regulatory agencies
- This acquisition is one of the largest insurance deals since Vista Equity Partners' \$6.5 billion acquisition of Solera in September 2015
 - Solera is a provider of consulting services, outsourced claims processing services and technology solutions for auto physical damage insurance claims processing
 - While Solera offers claims management solely in the auto industry; Vertafore offers agency management, data services and CRM for agencies, carriers and MGAs/MGUs across the insurance industry

Transaction Commentary

"We are thrilled to be working with two great private investors like Bain Capital Private Equity and Vista Equity Partners to fuel the future growth of Vertafore, and are looking forward to a great partnership that will benefit our customers, our employees, and our industry. We are also thankful for the strong leadership and support from TPG over the past six years and appreciate all they've done to prepare us for the next phase of our company's growth."



Jeff Hawn
Chairman and CEO

"Vertafore is a market leader with mission critical product offerings for insurance brokers and a compelling business model. The company has been at the forefront of product innovation and bundling solutions to help make agency management more efficient. We look forward to partnering with Vertafore to drive further growth and customer satisfaction."



Ian Ioring
Managing Director

"Vista is enthusiastic about Vertafore's software and information solutions, employees, and the vast customer base they serve today. We're eager to work with the team to continue to develop best-in-class products and services for the insurance industry, grow the business, and expand market share."



Brian Sheth
Co-Founder & President

Bain Capital & Vista Equity Partners Acquire Vertafore

Vertafore Overview

Vertafore Overview

Headquarters:	Bothell, WA
Founded:	1969
Employees:	1,208

Vertafore is a provider of specialized software services and information for the insurance industry, delivering solutions to facilitate independent agent productivity and carrier/agent connectivity

Vertafore M&A Transactions

Date	Size (\$ mm)	Type	Commentary
02/29/16	NA	M&A	Acquired: 
06/16/15	NA	M&A	Acquired: 
07/19/11	NA	M&A	Acquired: 
06/10/10	\$1,400	M&A	Acquired By: 
06/13/08	NA	M&A	Acquired: 
04/12/07	NA	M&A	Acquired: 
08/29/06	NA	M&A	Acquired: 
02/03/05	NA	M&A	Acquired: 

Product Overview

Vertafore Comprehensive Agency Solutions

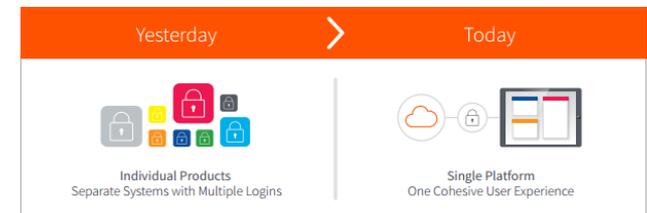
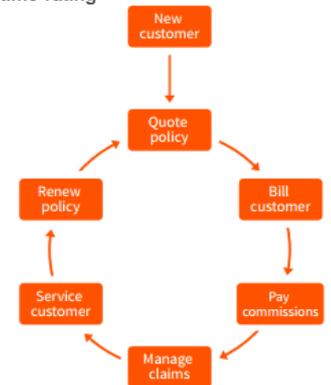
Vertafore Agency Platform	Vertafore Mobile
My Agency Reports	Vertafore Desktop as a Service
DocuSign	Vertafore Client Portal

Vertafore Agency Platform

Vertafore Agency Platform is an advanced management system designed to handle customers, policy management and offer agency licensing, reference materials and real-time rating

Key Advantages:

- Configurable user dashboard provides an immediate view into the user's tasks
- Access to the insurance industry's leading real-time rater
- Ability to search for clients across products
- Easy access to detailed content from industry leading publications such as Rough Notes, IRMI, ISO, and many others
- Configurable QuickNavs guide users through steps in a business process
- Send documents for electronic signatures quickly, easily and securely with optional integration to DocuSign, the global standard for secure digital transaction management



Bain Capital & Vista Equity Partners Acquire Vertafore

Vista Equity Partners Overview

Firm Overview



Vista Equity Partners



Robert Smith
Co-Founder,
Chairman & CEO



Brian Sheth
Co-Founder &
President

Location(s)

- Austin, TX (HQ)
- Chicago, IL
- San Francisco, CA

About

- Founded in 1999 by Robert Smith and Brian Sheth
- \$14 bn in combined assets under management
- Ideal target company is well-positioned with best-in-class software products and related services, has an experienced management team, potential for high margins, reference-able customers, and attractive market dynamics
- Firm only makes a limited number of investments per year and focuses on companies that can be operationally improved to create additional value and increase efficiency
- In addition to main \$5.8 bn flagship fund, also have \$1 bn Foundation fund focused on small and mid-cap software companies

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Investment Preferences

Investment Criteria

Fund Size: \$5,800mm (VEPF V)
\$1,100mm (VFF II)

Fund Raised: 2014 (VEPF V)
2013 (VFF II)

Investment Range: \$20-700mm (VEPF V)
\$30-100mm (VFF II)

Revenue: NA

EBITDA: NA

General Preferences ¹

Control: *Majority*, Minority

Geography: North America,
Europe

Transaction Type: Growth, Buyout,
Spinoff, MBO/LBO,
Recapitalization,
Divestiture

Industry Focus: Software, SaaS,
Tech-Enabled
Services, Tech-
Enabled Information
Services, Fintech

Select Recent Investments / Exits

FinTech / Financial Services Investments ²

Date	Company	Deal Amt. ³	Board Rep.	Sector
01/16	Fiverun (<i>Buyout</i>)	NA	Robert Smith	Pymts
09/15	Solera (<i>Buyout</i>)	\$6,500	Robert Smith	Ins
09/15	Tritech (<i>Growth</i>)	NA	Rob Rogers	FMS
03/15	Lone Wolf (<i>Growth</i>)	NA	Alan Cline	Bnkg
11/14	Advanced Computer Software (<i>Buyout</i>)	1,140	Brian Sheth	FMS
10/14	Navex Global (<i>Buyout</i>)	NA	Robert Smith	FTBPO
10/14	TransFirst Holdings (Total System Services)*	NA	Robert Smith	Pymts
06/14	Autotask (<i>Buyout</i>)	NA	Alan Cline	FTBPO
11/13	Zywave's Insurance Solutions Division (<i>Buyout</i>)	NA	NA	Ins
11/12	Sovos Compliance (<i>Buyouts</i>)	NA	Brian Sheth	FMS
06/12	Bullhorn (<i>Buyout</i>)	NA	Brian Sheth	FMS
03/12	Misys (<i>Buyout</i>)	NA	NA	Bnkg
09/11	Greenway Health (<i>Buyout</i>)	320	Vincent Burkett	HCIT
12/09	MRI Software (<i>Buyout</i>)	128	Brian Sheth	Bnkg
07/09	MicroEdge (<i>Buyout</i>)	NA	Rob Rogers	FMS
05/09	SumTotal Systems (<i>Buyout</i>)	160	Brian Sheth	FMS
11/08	Aderant (<i>Buyout</i>)	NA	Robert Smith	FMS
01/08	Accero (<i>Buyout</i>)	NA	Robert Smith	Ins

1) *Italics* indicate preferred control / geography.
2) * denotes M&A exit; ** denotes IPO exit.
3) Deal Amount in mm.

Bain Capital & Vista Equity Partners Acquire Vertafore

Bain Capital Private Equity Overview

Firm Overview



Luca Bassi
Managing Director



Phil Loughlin
Managing Director



Robin Marshall
Managing Director

Location(s)

- Boston, MA (HQ)
- London, UK
- Mumbai, India
- Shanghai, China
- New York, NY
- Munich, Germany
- Hong Kong
- Tokyo, Japan

About

- Founded in 1984, Bain Capital is a global private equity firm that focuses on control-oriented buyouts
- Has made 280 investments since inception, with combined portfolio company revenue growth of more than \$105 bn
- Partners with management to provide additional capital, acquisition of talent, IT support, global market expansion and operating assistance

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Investment Preferences

Investment Criteria

Fund Size:	\$7,300mm
Fund Raised:	2014
Investment Range:	NA
Revenue:	NA
EBITDA:	NA

General Preferences¹

Control:	Majority
Geography:	Global
Transaction Type:	Growth, Buyout, MBO
Industry Focus:	Consumer, Retail & Dining, Industrial & Energy, Healthcare, TMT, Financial Services, Business Services

Select Recent Investments / Exits

FinTech / Financial Services Investments²

Date	Company	Deal Amt. ³	Board Rep.	Sector
10/15	WorldPay (IPO)**	\$3,340	NA	Pymts
09/15	L&T Finance (Secondary)	200	NA	Bnkg
06/15	ICBPI (Buyout)	\$2,411	Luca Bassi	Bnkg
12/14	SecureNet (Buyout)	NA	NA	Pymts
10/14	Lion Bridge (Buyout)	163	Jonathan Jia Zhu	Bnkg
07/14	Nets (Buyout)	3,089	Robin Marshall	Pymts
03/14	SunGard (Buyout)	2,000	NA	CapMkts
11/13	WorldPay (Secondary)**	402	Humphrey Battcock	Pymts
12/12	Genpact (Secondary)	172	Mark Nunnally	BPO
12/12	Atento (Buyout)	1,377	Melissa Bethell	BPO
01/12	SquareTrade (PE Growth)	238	Phil Loughlin	Ins
09/11	MYOB (Buyout)	1,300	Walid Sarkis	FMS
12/08	CeBi (Buyout)	719	NA	Bnkg
09/06	Applied Systems (Hellman & Friedman, JMI Equity)*	675	Andrew Balson	Ins
06/06	MEI Conlux (Crane)*	500	NA	Pymts
07/05	FleetCor (PE Growth)**	75	Andrew Balson	Pymts
01/01	Finacity (Buyout)	NA	NA	CapMkts

1) *Italics* indicate preferred control / geography.
 2) * denotes M&A exit; ** denotes IPO exit.
 3) Deal Amount in mm.

Overview of FT Partners

FT Partners is the Leader in Financial Technology Investment Banking

FT Partners has advised on some of the most prominent transactions in the Insurance and Healthcare IT sectors

Financial Technology Partners LP
FTP Securities LLC

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



in its sale to



for a total consideration of

\$ 80,000,000



The Only Investment Bank
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Financial Technology Partners LP
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is pleased to announce its exclusive role as Capital Markets & IPO Advisor to



in its

\$138,000,000
Initial Public Offering

valuing the equity at approximately

\$ 1,200,000,000



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Financial Technology Partners LP
FTP Securities LLC

is pleased to announce its exclusive role as Capital Markets & IPO Advisor to



in its

\$93,150,000
Initial Public Offering

valuing the equity at approximately

\$ 453,000,000



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



in its growth recapitalization by



valued at approximately

\$ 1,300,000,000



The Only Investment Bank
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in its sale of

Zywave Insurance Solutions
to



The Only Investment Bank



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



in its \$30mm equity capital raise led by



\$ 31,000,000



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in its sale to





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in its recapitalization by



BainCapital Ventures

of approximately

\$ 238,000,000



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on its sale to an Affiliate of





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in its acquisition of



a subsidiary of





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Overview of FT Partners

FT Partners Advises Zywave / Vista on the Sale of Zywave Insurance Solutions

Transaction Overview and Rationale

Overview of Transaction

- On November 4, 2013, Zywave, Inc., the leading provider of insurance and financial planning software solutions, announced the sale of its Insurance Solutions business to Aurora Capital Group ("Aurora")
- Zywave Insurance Solutions provides technology-enabled content and communication, agency automation, business intelligence and analytics tools to the employee benefits and P&C insurance distribution industry
 - The business will retain the "Zywave" name post-close
- Aurora is a Los Angeles-based private equity firm managing over \$2 billion of capital across multiple funds
- Vista Equity Partners ("Vista"), a U.S.-based private equity firm with offices in San Francisco, Chicago and Austin, will retain ownership of the Zywave Financial Solutions business, which will be renamed Advicent Solutions ("Advicent")
- The transaction is expected to close in the next 30 days; terms of the transaction were not disclosed

Significance of Transaction

- Transaction represents a highly attractive outcome for Vista and other shareholders of Zywave, Inc.
- Positions the Insurance Solutions business well to pursue additional growth opportunities and continue to enhance its market leading platform
- Provides Aurora the opportunity to leverage its extensive industry experience and partner with a leading insurance technology provider

FT Partners' Role

- FT Partners served as exclusive Strategic and Financial advisor to Zywave and Vista, the Company's controlling shareholder
- FT Partners leveraged its deep knowledge, extensive experience and broad insurance industry relationships to help achieve a highly favorable outcome for all stakeholders
- Transaction demonstrates FT Partners' continued success in achieving highly attractive outcomes for leading insurance, benefits and healthcare IT and services firms in the financial technology landscape

Financial Technology Partners LP FTP Securities LLC

*is pleased to announce its role as
exclusive Strategic and Financial advisor to*

The logo for Zywave, featuring the word "ZYWAVE" in a sans-serif font. The letter "Y" is stylized with a green arrow pointing to the right, integrated into its structure.

in its sale of
Zywave Insurance Solutions

to

The logo for Aurora Capital Group, consisting of the word "AURORA" in a large, serif font above the words "CAPITAL GROUP" in a smaller, sans-serif font, all contained within a dark blue rectangular box.The logo for Financial Technology Partners, consisting of the words "FINANCIAL", "TECHNOLOGY", and "PARTNERS" stacked vertically in a sans-serif font, all contained within a dark blue rectangular box.

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Overview of FT Partners

FT Partners Advises Insureon on its \$31 Million Financing

Transaction Overview and Rationale

Overview of Transaction

- On October 21, 2015 Insureon (“Insureon” or the “Company”) announced a \$31mm Series B minority investment round
 - Investment round led by Oak HC/FT (“Oak”)
 - Existing investor Accretive LLC (“Accretive”) also participated
- Insureon is the leading insurance online marketplace for small and micro businesses
 - Serves retail clients directly and also supports banks, brokerages and insurance companies through a wholesale offering
 - Coverage provided for 175,000+ small businesses
- Oak HC/FT is a \$500mm venture capital fund focused on investing in healthcare and financial services technology companies
- Accretive is a leading private investment firm specializing in the creation of disruptive technology companies

Significance of Transaction

- Creates opportunity for Insureon to accelerate its growth in the small business insurance sector
- Enables Insureon to increase its investment in technology development, and enhance its sales and marketing capabilities

FT Partners’ Role

- FT Partners served as exclusive strategic and financial advisor to Insureon and its Board of Directors
 - Follows FT Partners’ role advising Insureon on its 2014 acquisition of Insurance Noodle from Willis
- Transaction demonstrates FT Partners’ continued success advising top-tier companies and achieving outstanding results within the Insurance IT and Services sector

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as exclusive strategic and financial advisor to*



in its \$30mm equity capital raise led by

**OAK
HC/FT**

\$31,000,000

**FINANCIAL
TECHNOLOGY
PARTNERS**

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Overview of FT Partners

FT Partners Advises SquareTrade on its \$238 Million Growth Investment

Transaction Overview and Rationale

Overview of Transaction

- SquareTrade entered into an agreement whereby Bain Capital and Bain Capital Ventures, the private equity and venture capital affiliates of Bain Capital, LLC (“Bain Capital”), invested approximately \$238 million
- SquareTrade is the largest independent warranty provider for consumer electronics and major appliances
- Bain Capital is a global private equity firm with approximately \$60 billion in assets under management
 - Select previous investments include LinkedIn, SunGard, WorldPay and FleetCor

Significance of Transaction

- SquareTrade is well positioned to pursue additional growth opportunities by leveraging Bain’s strategic relationships and expertise in consumer-related businesses

FT Partners’ Role

- FT Partners served as exclusive strategic and financial advisor to SquareTrade and its Board of Directors
- Transaction highlights FT Partners’ ability to rapidly and confidentially execute complex transactions
- FT Partners developed a detailed and comprehensive set of financial materials to highlight the unique value proposition of SquareTrade and to enable efficient and thorough investor diligence

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in its recapitalization by

BainCapital

BainCapital Ventures

of approximately

\$ 238,000,000

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Overview of FT Partners

Selected FT Partners' Research (click to view)

October 21, 2015
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insureon
 in its \$31,000,000 equity capital raise led by



OAK HC/FT
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Sara McLaughlin
 Managing Partner
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Insureon Raises \$31 million in Series B Led by Oak HC/FT

October 15, 2015
FINANCIAL TECHNOLOGY PARTNERS
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is pleased to announce its exclusive role as sole strategic and financial advisor to



benaissance
 in its sale to



wex
 for a total consideration of
\$80,000,000

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Benaissance's Sale to WEX for \$80 million

March 1, 2016
Financial Technology Partners LP
 FT Partners Research – Transaction Profile



oscar
 raises

\$400,000,000
 Led by



Fidelity
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Oscar Raises \$400 million in Financing

November 15, 2015
Financial Technology Partners
 FT Partners Research – Transaction Profile



AWM
 acquires



insurancequotes
 for
\$165 million

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All Web Leads Acquires InsuranceQuotes.com from Bankrate

September 29, 2015
Financial Technology Partners
 FT Partners Research – Transaction Profile



CoverHound
 Raises \$33 mm in Series C Financing Led by



AKE
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CoverHound Raises \$33 million in Series C Financing

September 15, 2015
Financial Technology Partners
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Vista Equity Partners
 Acquires



Solera
 For \$6.5 billion

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Vista Equity Partners Acquires Solera for \$6.5 billion

August 13, 2015
Financial Technology Partners
 FT Partners Research – Transaction Profile:



THOMA BRAVO
 Acquires



iPIPELINE
 INSURANCE ACCELERATED
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Thoma Bravo Acquires iPipeline

July 16, 2015
Financial Technology Partners
 FT Partners Research: Transaction Profile



Willis & Towers Watson
 combine in a merger of equals
 valued at \$18 billion

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Willis and Towers Watson Combine in a Merger of Equals

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 13 years of exclusive focus on Financial Technology. Please visit our [subscription form](#) to subscribe to our exclusive monthly newsletter and receive our research reports.

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

	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 ■ <i>10 Deal of the Year Nominations Across 9 Categories</i>
	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
<p>Institutional Investor Annual Ranking</p>	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
<p>Middle Market Financing Awards</p>	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 ■ <i>Financing Deal of the Year - Equity</i> ■ <i>Financing Deal of the Year - Debt</i>

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

Overview of FT Partners

The FT Partners Senior Banker Team

Name / Position	Prior Background	Experience / Education	Years of Experience
Steve McLaughlin <i>Founder, CEO and Managing Partner</i>		<ul style="list-style-type: none"> Formerly with Goldman, Sachs & Co. in New York and San Francisco from 1995-2002 Formerly Co-Head of Goldman Sachs' Financial Technology Group (#1 market share) Wharton M.B.A. 	21
Larry Furlong <i>Managing Director</i>		<ul style="list-style-type: none"> Formerly with Goldman, Sachs & Co. in New York, London and Los Angeles beginning in 1995 Wharton M.B.A. 	21
Greg Smith <i>Managing Director</i>		<ul style="list-style-type: none"> Formerly award winning Equity Research Analyst at Merrill Lynch / J.P. Morgan / Sterne Agee Recent coverage included WU, EEFT, DST, ENV, FISV, FIS, V, MA, GPN & HPY among others 	20
Phil Olson <i>Managing Director</i>		<ul style="list-style-type: none"> Formerly with William Blair & Company in the Technology & Financial Services group Northwestern University – Kellogg M.B.A. 	15
Tim Wolfe <i>Managing Director</i>		<ul style="list-style-type: none"> Formerly with Goldman, Sachs & Co. beginning in 2000 40 Under 40 M&A Advisor Award Winner 2013 Harvard M.B.A. 	14
Andrew McLaughlin <i>Managing Director, Research & Business Development</i>		<ul style="list-style-type: none"> Leads FT Partners' Research and Business Development Team Formerly with Deloitte Consulting 	10