FT PARTNERS FINTECH INDUSTRY RESEARCH

May 9, 2019



Mastercard Acquires Transactis





The Only Investment Bank Focused Exclusively on FinTech

San Francisco • New York • London

Overview of FT Partners

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

FT Partners' Advisory Capabilities



FT Partners' FinTech Industry Research





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



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



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

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Mastercard Acquires Transactis

Transaction Overview





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Transaction Summary

- On May 3, 2019, Mastercard (NYSE: MA) announced that it entered into a definitive agreement to acquire Transactis, a digital platform that helps businesses deliver bills and receive payments
- With the acquisition of Transactis, Mastercard will now be able to address bill payment needs in online bank applications as well as in biller websites with enhanced end user interfaces, expanded payment options and digital bill presentment capabilities
- The acquisition is expected to close in Q2 2019
- The acquisition follows the debut last fall of Mastercard Bill Pay Exchange, a platform that lets consumers set up bill payments for mortgages, utilities, rent, credit cards and other bills
 - The exchange will fully launch later this year

Transactis Financing History

Date	Size (\$ mm)	Round Type	Investor(s)	
04/17/16	\$30	Series E	Capital One Financial; PNC Financial Services Group; TD Bank; Wells Fargo; Fifth Third Bancorp; Safeguard Scientifics	
08/21/14	11	Series D	Safeguard Scientifics; StarVest Partners	
11/13/12	8	Series C	Harland Financial Solutions	
11/30/10	7	Series B-1	StarVest Partners	
03/19/10	2.5	Series B	Compound	
02/01/07	11	Series A	Opus8; Compound; ff Venture Capital; Vermont Information Processing	

Management Commentary

"We see Transactis as strengthening our support of the bill payments space. Transactis' technical and commercial know-how, combined with our reach and comprehensive payment options will greatly simplify the entire process. We'll be able to deliver a better real-time consumer experience, from sign-up to viewing and paying bills, leveraging the investments that have been made in the core infrastructure."



mastercard

Colleen Taylor EVP, North America

"Mastercard has been a great partner and pushed the industry forward in this space. Historically, neither the Bank Bill Pay nor Biller Direct models has delivered the ideal experience or the complete solution. We see this as a unique opportunity to bring our complementary technologies together to deliver a better bill pay experience accelerating the migration of paper bill and checks to these online channels."



Joe Proto



Mastercard Acquires Transactis

Transactis Overview





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Company Overview



CEO: Joe Proto **Headquarters:** New York, NY, USA 2001 Founded:

- Transactis is a provider of an electronic billing and payment processing platform designed to provide customers with secure, configurable, white-label SaaS services
- The Company's platform delivers a broad and deep suite of sales, marketing, technical and operational support, allowing businesses of all sizes to replace paper bills, statements, invoices, payments and documents with efficient, cost-effective digital alternatives

Selected Partners

Transactis partners with financial institutions, business process outsourcers, print / mail companies and technology providers allowing them to integrate Transactis' billing and payments technology with current offerings to give clients a complete receivables solution































Solutions Overview

Advanced Billing & Payment Technology

Transactis provides an electronic bill presentment and payment platform that allows businesses to distribute customer bills, accept and process payments, and automatically track and reconcile billing

Features







B2C & B2B



Mobile Friendly



Advanced Integrations



Cost Effective



Secure & Compliant

Industries Served

- Healthcare
- Insurance
- Manufacturing & Distribution
- Real Estate
- Government

- **Professional Services**
- **Financial Services**
- Utilities
- Memberships & Non-Profit
- Education

Mastercard Acquires Transactis

Mastercard Overview





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Company Overview

Headquarters:

CEO:

mastercard.

Ajaypal Singh Banga Purchase, NY

1966

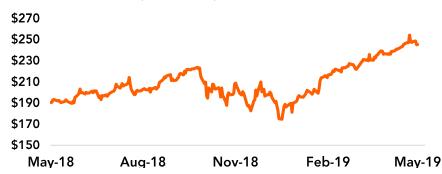
Founded:

- Mastercard manages several payment brands and an "open loop" global payment network, which allows it to provide authorization, clearing, and settlement of electronic payment transactions
- Mastercard generates revenue by charging fees to its customers (issuers and acquirers) based on the dollar volume of card activity and the number of transactions processed through the network

Key Metrics

- \$15.0 billion of revenue in 2018
- \$5.9 billion of net income in 2018

Stock Performance (NYSE:MA) [1]



Financial Snapshot

Market Cap / Balance Sheet (\$ in mm, except share price)				
· ·	Current	LTM High	LTM Low	
Share Price (1)	\$245.33	\$257.43	\$171.89	
Median Analyst Price Target	\$276.50			
Market Cap (1)			\$250,585	
Total Debt (2)			\$6,705	
Gross Cash (2)			\$7,174	
EV			\$250,211	

MasterCard's Selected Acquisition History

Announce Date	Acquisition Targets	Amount (\$ in mm)
05/03/19	TRANSACTIS	na
04/16/19	⊘ vyze	na
03/12/19	ethoca ⁻	na
03/08/19	TRANSFAST 🕏	na
03/06/18	O oltio	na
07/17/17	Br [®] ghterion.	na
03/29/17	NU Data Security	na
07/21/16	W VOCALINK	\$920
04/27/15	APT AMAZERIAN COMPANY	600

Financial Management Solutions Sector

FT Partners has the experience and capabilities to generate outstanding outcomes for a wide breadth of companies that provide Financial Management Solutions



Selected FT Partners' Research (click to view)



AvidXchange's \$300 million Series F Financing Led by Mastercard



Bill.com Raises \$88 million in Financing



Billtrust's \$50 million Minority Financing



Bridgepoint Acquires Majority Stake in Kyriba



ContaAzul's \$30 million Series D Financing



Divvy Raises \$200 million in Series C Financing



Feedzai's Series C Financing



General Atlantic Acquires
Majority Stake in Invoice Cloud

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Selected Transactions - Superior Software Industry Knowledge and Execution History





































FT Partners Advises AvidXchange in its Series F Financing

Overview of Transaction

- On June 8, 2017, AvidXchange announced a minority \$300mm Series F financing round
 - Mastercard, CDPQ and Temasek co-led the equity round with participation from Thiel Capital
- As part of this financing, Colleen Taylor of Mastercard and Nicolas Westphal of CDPQ joined AvidXchange's Board of Directors
- In addition to the equity investment, AvidXchange also announced a strategic partnership with Mastercard to deliver accounts payable and payment automation to midsize businesses; the offering will be marketed as The Mastercard B2B Hub powered by AvidXchange
- 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
 - The Company focuses on serving mid-market clients and spans multiple industries including Real Estate, Financial Services, Energy and Construction

Significance of Transaction

- The transaction will further help AvidXchange expand as the leading independent business-to-business invoice and payment solution provider
- Strategic relationship with Mastercard expected to fuel additional growth in driving forward Avid's existing bank channel
- Firmly positions the Company to continue to grow the core business, invest in infrastructure and product development and pursue opportunistic acquisitions

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to AvidXchange and its Board of Directors
- FT Partners leveraged its deep knowledge, extensive experience and broad industry relationships to help achieve a highly favorable outcome for the Company
- Transaction demonstrates FT Partners' continued success advising \$100mm+ financings

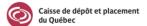
Financial Technology Partners LP

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



in its Series F minority investment from





TEMASEK

THIEL

for total consideration of

\$ 300,000,000



FT Partners Advises Chrome River Technologies on its \$100 million Financing

Overview of Transaction

- On June 30, 2015, Chrome River announced a \$100mm Series D financing round from Great Hill Partners
- Chrome River is a leading, independent, enterprise-grade SaaS corporate expense control solution provider
- The Company's integrated expense and invoice offerings are built on a scalable, flexible platform that delivers best-in-class solutions to mid-size and multinational corporations
- Great Hill Partners is a leading middle market private equity firm with over
 \$3.8 bn in capital under management
- Bain Capital Ventures maintains a significant ownership stake in the Company

Significance of Transaction

- The transaction will further help Chrome River expand as the leading independent solution provider in the space and help fund international development and product innovation
- Firmly positions the Company to capitalize on strong traction in the large enterprise space and to continue to bring much needed efficiency and financial controls to the market

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Chrome River and its Board of Directors
- FT Partners leveraged its deep knowledge of the Company, extensive experience and broad industry relationships to help achieve a highly favorable outcome for the Company
- Transaction demonstrates FT Partners' continued success advising top-tier financial technology companies

Financial Technology Partners LP

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



in its Series D investment from



for total consideration of approximately

\$ 100,000,000



FT Partners Advises Billtrust on its Minority Financing

Overview of Transaction

- On May 25, 2017 Billtrust announced it has raised \$50 million in a minority financing round from Riverwood Capital
 - Riverwood joins existing investors, Edison Partners, Goldman Sachs and Bain Capital Ventures
- As part of this financing, Francisco Alvarez-Demalde of Riverwood joined Billtrust's Board of Directors
- Billtrust is the pioneer of payment cycle management, helping clients automate and accelerate their accounts receivable (AR) processes to increase cash flow, improve operational efficiency and increase customer satisfaction
- Riverwood Capital is a private equity firm that invests in high growth technology companies

Significance of Transaction

- The transaction will further help Billtrust expand as the leading independent provider of payment cycle management solutions
- Firmly positions the Company to continue to grow its core business (Quantum Payment Cycle Management) with expanded services as well as pursue opportunistic acquisitions and continue global expansion

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Billtrust and its Board of Directors
- FT Partners leveraged its deep knowledge, extensive experience and broad industry relationships to help achieve a highly favorable outcome for the Company
- Transaction demonstrates FT Partners' continued leadership in the Financial Management Solutions space

FIP Securities LLC

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



in its minority financing led by



for a total consideration of

\$ 50,000,000



FT Partners Advises KUBRA on its Sale to Hearst

Overview of Transaction

- On September 3, 2014, KUBRA announced its 80% sale to the Hearst Corporation ("Hearst")
- Backed by Clairvest, KUBRA provides billing and payment solutions to customers across multiple industry verticals via electronic and physical channels
- The Company has grown to be a leader in the emerging Customer Interaction Management industry

Significance of Transaction

- The acquisition increases Hearst's presence in both the billing and payments space (already owning CDS Global), while strengthening its foothold in the utilities vertical
- CDS Global provides customer relationship management solutions to publishers, direct marketing firms, etc.
- Clairvest realized proceeds equal to 13.5x invested capital and an internal rate of return ("IRR") of over 40% over eight years

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to KUBRA and its Board of Directors
- FT Partners leveraged its deep knowledge, extensive experience (understanding all the unique aspects of the Company's billing, payments, outsourcing, customer interaction and electronic commerce businesses) and broad industry relationships to help achieve a highly favorable outcome for stakeholders
- Successfully helped find a unique acquirer
- Transaction demonstrates FT Partners' continued success advising top-tier financial technology companies

Financial Technology Partners LP

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



in its 80% majority sale to





Award-Winning Investment Banking Franchise Focused on Superior Client Results

LendIt	2018	Top Investment Bank in FinTech			
	2018	Steve McLaughlin Ranked #1 for the Second Year in a Row on Institutional Investor's FinTech 40 List			
Institutional Investor	2017	Ranked #1 on Institutional Investor's FinTech 40 List			
Institutional Investor Annual Ranking	2015 & 2016	Ranked Top 5 on Institutional Investor's FinTech 35 List			
Ailluai Kalikilig	2006 – 2008	Consecutively Ranked (2006, 2007 and 2008) among the Top Bankers on Institutional Investor's "Online Finance 40"			
The Information	2016	Ranked #2 Top Technology Investment Banker on The Information's "Silicon Valley's Most Popular Dealmakers"			
2018 -2004 ANNUALAWARDS WINNER M&A Advisor Awards	2018	Corporate / Strategic Deal of the Year	2011	Boutique Investment Bank of the Year	
	2018	Cross Border Deal of the Year	2011	Deal of the Decade	
	2017	Investment Banker of the Year	2010	Upper Middle Market Deal of the Year, \$500 mm+	
	2016	Investment Banking Firm of the Year	2010	IT Services Deal of the Year, Below \$500 mm	
	2016	Cross Border Deal of the Year	2010	Cross-Border Deal of the Year, Below \$500 mm	
	2015	Dealmaker of the Year	2007	Dealmaker of the Year – Steve McLaughlin	
	2015	Technology Deal of the Year	2007	Business to Business Services Deal of the Year	
	2014	Equity Financing Deal of the Year	2007	Computer & Information Tech Deal of the Year, \$100 mm+	
	2014	Professional Services Deal of the Year, \$100 mm+	2007	Financial Services Deal of the Year, \$100 mm+	
	2012	Dealmaker of the Year	2004	Investment Bank of the Year	
	2012	Professional Services Deal of the Year, \$100 mm+			

The FT Partners Senior Banker Team

Name / Position	Prior Background	Experience / Education	Years of Experience
Steve McLaughlin Founder, CEO and Managing Partner	Goldman Sachs	 Formerly with Goldman Sachs in New York and San Francisco from 1995-2002 Former Co-Head of Goldman Sachs' Financial Technology Group (#1 market share) Wharton M.B.A. 	24
Kate Crespo Managing Director	RAYMOND JAMES®	 Formerly with Raymond James' Technology & Services investment banking 12+ years of FinTech transaction execution experience Dartmouth M.B.A. 	17
Larry Furlong Managing Director	Goldman Sachs	 Formerly with Goldman Sachs in New York, London and Los Angeles from 1995-2004 Wharton M.B.A. 	23
Osman Khan Managing Director	pwc	 Formerly Managing Director and Head of FIG M&A at Alvarez & Marsal 15+ years FIG deal, consulting and assurance experience at PwC 40 Under 40 M&A Advisor Award Winner in 2013 	22
Andrew McLaughlin Managing Director	Deloitte.	 20+ years experience executing / implementing financial and operational strategy Formerly with Deloitte Consulting 	13
Mike Nelson Managing Director	SunTrust	 Formerly head of FinTech M&A at SunTrust Robinson Humphrey Kellogg M.B.A. 	19
Timm Schipporeit Managing Director	Morgan Stanley Index Ventures	 Formerly with Morgan Stanley as Senior Executive Director of European Technology Investment Banking Team in London Formerly a Venture and Growth Investor focused on FinTech at Index Ventures 	16
Greg Smith Managing Director	Merrill Lynch J.P.Morgan	 Formerly award winning Equity Research Analyst at Merrill Lynch, J.P. Morgan and Hambrecht & Quist 20+ years of experience covering FinTech as both an Analyst and Investment Banker 	23
Steve Stout Managing Director	J.P.Morgan Fırst Data	 Formerly Global Head of Strategy at First Data Formerly Led J.P. Morgan Payments Investment Banking Practice Former Equity Research Analyst at UBS and former Economist at the Federal Reserve Bank 	21
Tim Wolfe Managing Director	Goldman Sachs	 Formerly with Goldman Sachs from 2000-2002 40 Under 40 M&A Advisor Award Winner 2013 Harvard M.B.A. 	17