FT PARTNERS FINTECH INDUSTRY RESEARCH

August 8, 2018



Investor Group Acquires Dun & Bradstreet (NYSE:DNB) for Approximately \$6.9 billion









The Only Investment Bank Focused Exclusively, on FinTech

FT Partners Overview

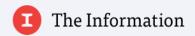
- Financial Technology Partners ("FT Partners") was founded in 2001 and is the only investment banking firm focused exclusively on FinTech
- FT Partners regularly publishes research highlighting the most important transactions, trends and insights impacting the global Financial Technology landscape. 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





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"

FT PARTNERS RESEARCH

dun & bradstreet

Transaction Summary

Transaction Summary

- On August 8, 2018, Dun & Bradstreet (NYSE:DNB) announced it has entered into a definitive agreement to be acquired by an investor group led by CC Capital, Cannae Holdings, and funds affiliated with Thomas H. Lee Partners, in an all cash transaction valued at \$6.9 billion
 - The purchase price includes the assumption of \$1.5 billion of Dun & Bradstreet's net debt and net pension obligations
 - Dun & Bradstreet shareholders will receive \$145.00 in cash for each share of common stock they own, representing a premium of approximately 30% over the Company's closing share price on February 12, 2018 of \$111.63 (the last day of trading prior to the Company's announcement of a strategic review for value creation)
- Dun & Bradstreet is a global leader in commercial data, analytics, and insights for businesses with product lines across Sales & Marketing, Credit & Risk, Master Data, Supply Chain Management and Compliance
- Closing is expected within six months, subject to regulatory and shareholder approval, with the Dun & Bradstreet board unanimously recommending shareholders vote to adopt the merger agreement
 - The merger agreement provides for a 45 day go-shop provision

Transaction Multiples

dun & bradstreet	EV / Revenue	EV / EBITDA	P/E	
2017	4.0x	15.1x	38.0x	
LTM ⁽¹⁾	3.8x	13.0x	22.8x	
2018E	3.9x	13.1	17.4x	

Transaction Commentary

"Today's announcement is the culmination of a thoughtful and comprehensive review of the value creation opportunities available to the Company as part of a full portfolio and business assessment and exploration of strategic alternatives with multiple financial sponsors. As a result of this process, the Dun & Bradstreet Board of Directors unanimously determined that this all-cash transaction with the Investor Group is in the best interest of our shareholders and our Company."



Thomas Manning Chairman & CEO

"Dun & Bradstreet is a high-quality business with a 177year history of serving its global customer base. We look forward to working with our partners and Dun & Bradstreet's talented team to unlock the immense potential within this venerable company."



Chinh Chu
Founder & Senior Managing Director



Key Company Stats

- ✓ Serves nearly 90% of the Fortune 500
- √ Nearly 5,000 employees on five continents
- ✓ Information on more than 300 million companies updated five million times per day

FT PARTNERS RESEARCH

dun & bradstreet

Dun & Bradstreet Overview

Company Overview



Headquarters:

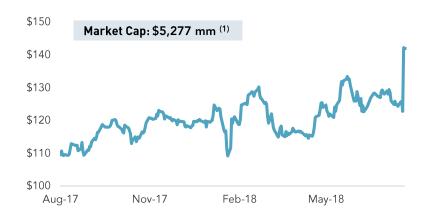
Short Hills, NJ

Founded:

1841

- Provider of commercial data, analytics, and insights for business and government customers - the Company maintains the largest global commercial database available
- The Company's platform enables accurate and timely investment decision support for institutional, wealth and alternative investment firms in relation to portfolio management, risk analytics, stock trading, data and position management

Stock Chart (NYSE:DNB)



Products & Services Overview

Master Data

- **D&B** Optimizer
- **D&B** Customer Integration Manager
- D&B Direct
- D&B Data Exchange
- **Optimizer for Data** Management

Sales and Marketing Solutions

- Hoovers intelligence and analytics
- Optimizer for Salesforce, Microsoft, Marketing
- **DataVision**
- **Audience Targeting**

Compliance Solutions

- **FATCA and CRS** Classifier
- ComplianceCheck
- D&B Onboard
- Beneficial Ownership
- Direct for Compliance

Supply Management Solutions

- Spend Intelligence
- Supplier Risk Manager
- Supply Data Services
- Human Trafficking Risk Index
- Supply Data Services

Finance, Credit, and Risk Solutions

- Credit Advantage
- **Enterprise Risk** Assessment Manager
- Direct for Finance real-time credit assessments

Management Team



Thomas Manning Chairman, Interim CEO



CFO

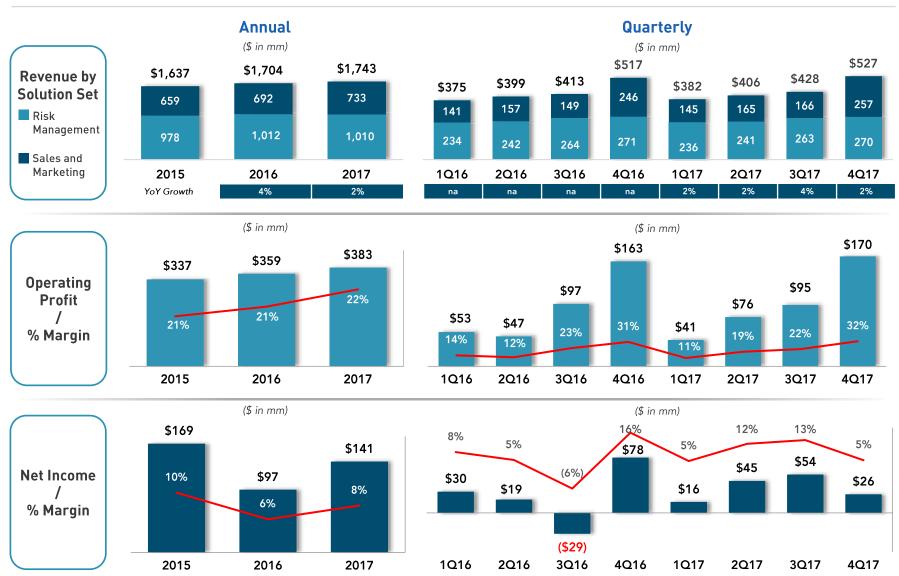


Curtis Brown Chief Content Officer

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dun & bradstreet

Financial Overview



Source: Company SEC Filings

Note: Dun & Bradstreet's fiscal year ends on December 31

FT PARTNERS RESEARCH

Thomas H. Lee Partners Overview

dun & bradstreet

Overview



THL Thomas H. Lee Partners



Ganesh Rao Managing Director



Soren Obera Managing Director



Vicente Piedrahita Director

Thomas Hagerty Managing Director

Locations

Boston, MA

About

- Founded in 1974 by Thomas H. Lee
- Has raised ~\$20 bn in equity capital since inception and has invested in more than 100 companies with an aggregate value of over \$150 bn
- Primarily makes large buyout investments in companies with EV of \$250 - 2,500 mm around the world

Investment Preferences

Investment Criteria

\$2,600 mm Fund Size:

Fund Raised: 2015

Investment Range: \$100 – 1,000 mm

Revenue: NA

EBITDA: NA

General Preferences 1

Control: Minority, Majority

Geography: Global, with a

focus on North America

Transaction Type: Growth, Buyout,

Recapitalizations, MBO / LBO, Divestitures, Public-

to-Private

Industry Focus: Business Services.

Financial Services, Consumer,

Healthcare, Media and Information

Services

Selected Recent Investments / Exits

FinTech / Financial Services Investments 2

	Date	Company	Deal Amt. ³	Board Rep.	Sector
	08/18	Dun & Bradstreet (Buyout)	\$6,900	NA	CapMkts
	12/17	Guaranteed Rate (PE Growth)	100	NA	CapMkts
	08/17	Ten-X (LBO)	NA	James Carlisle, Ganesh Rao, Jay Bhatt JD, Michael Kaczmarek	Bnkg
	10/16	System One Holdings (Secondary)	410	NA	ВРО
	03/16	Ceridian (SD Worx For Society – only UK and Ireland Units)**	150	Ganesh Rao, Soren Oberg, Thomas Hagerty	FMS
	03/15	Quid (Series D)	39	NA	CapMkts
	11/14	iOS Health Systems (Buyout)	NA	NA	CapMkts
	05/14	Prime Risk Partners (Buyout)	200	Ganesh Rao, James Martin	Ins
	01/14	Black Knight Financial Services (PE Growth)**	350	Ganesh Rao	Pymts
	01/14	ServiceLink (PE Growth)	350	Ganesh Rao, Thomas Hagerty	Bnkg
	01/14	Lender Processing Services (Buyout)	3,400	NA	Bnkg
	07/11	Agencyport (Apax Partners, Duck Creek Technologies)*	NA	James Carlisle, Julia Donelly, Seth Lawry, Charles Brizius	lns

Selected FT Partners' Research - Click to View



Moneybox's £14 million Series B Financing



Robinhood Raises \$363 million in Series D Financing



Moneyfarm's £40 million Series B Financing



Tiger Brokers Raises \$80 million in Series C Financing



CVC Capital Partners' Acquisition of OANDA



Hellman & Friedman Acquires Financial Engines for ~\$3 billion



TCA's \$275 million sale to E*TRADE



State Street Acquires Charles
River Development for \$2.6 billion

VIEW MORE FT PARTNERS RESEARCH

Selected FT Partners Capital Markets / WealthTech Transactions

M&A Transactions









































FT Partners has advised on some of the most prominent and groundbreaking transactions in the Securities / Capital Markets / Wealth Technology sectors

CVC Capital Partners' Acquisition of OANDA

Overview of Transaction

- On May 2, 2018, the shareholders of OANDA announced a sale of the company to funds managed by CVC Capital Partners
- Founded in 1995, OANDA is a global online retail trading platform, currency data, analytics and money transfer company
 - OANDA combines its award-winning technology and institutionalgrade execution across a wide range of asset classes, enabling clients to trade currencies, equity indices, commodities, treasuries and precious metals
- CVC Capital Partners is a leading private equity and investment advisory firm managing over \$70 billion in assets

Significance of Transaction

- Under the new ownership, OANDA will continue to be led by Chief Executive
 Officer, Vatsa Narasimha, who was pivotal in the investment from CVC and
 instrumental in growing the business at a CAGR of over 25% since 2015
- CVC will support OANDA's continued growth including initiatives to make strategic acquisitions in Asia, and in investing to further broaden its product set

FT Partners' Role

- FT Partners served as sole strategic and financial advisor to CVC Capital Partners
- This transaction highlights FT Partners' expertise in the Capital Markets Tech space and continued success in providing buy side advisory to top-tier financial sponsors

FTP Securities LLC

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



in its acquisition of





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FT Partners Advises Shareholder InSite on its Sale to Ipreo

Overview of Transaction

- On November 4th, 2014, Shareholder Insite, Inc. ("Shareholder Insite") was acquired by Ipreo
- Shareholder InSite is the premier provider of shareholder data management, analytics, reporting and valuation solutions and services for venture capital and private equity investors and private companies in their portfolios
- Financial terms of the transaction were not disclosed

Significance of Transaction

- Blackstone and Goldman Sachs, provides a foundation for Ipreo's new Alternative Assets business, leveraging its strengths in data management and capital-raising workflow with Shareholder InSite's industry expertise and complementary industry-leading solutions
- Shareholder InSite's marquee products, Qval and CapControls, are the
 industry standards for the administrative, deal modeling, and valuation
 needs for alternative asset managers; its suite of robust self-valuation
 solutions delivers financial insights, simplifies and accelerates audit
 processes, and improves the accuracy and defensibility of valuations

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Shareholder Insite and its Board of Directors
- FT Partners leveraged its deep knowledge and extensive experience to help navigate significant inbound interest to find the right strategic partners for the business and achieve a highly favorable outcome for stakeholders
- Transaction demonstrates FT Partners' continued success in achieving highly attractive outcomes for entrepreneurs across the financial technology industry

FTP Securities LLC

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



in its sale to





The Only Investment Bank Focused Exclusively on Financial Technology

FT Partners Advises AlphaSense in its \$33 million Growth Financing

Overview of Transaction

- On March 7, 2016, AlphaSense ("the Company") announced a financing round led by Triangle Peak Partners, Tribeca Venture Partners and Quantum Strategic Partners, a private investment vehicle managed by Soros Fund Management
- The round also includes notable individual investors, including Tom Glocer, former CEO of Thomson Reuters
- AlphaSense provides intelligent search and alerting capability across a vast library of disparate resources giving users an information edge
- The professional search functionality leverages sophisticated natural language processing and search technology that streamlines finding and tracking the most relevant information

Significance of Transaction

- AlphaSense will use the new capital to help fund its exceptional growth, as well as continue building out the platform with additional features and functionality
- Firmly positions the Company to expand its products and services and continue to disrupt the intelligent search / content aggregation space

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to AlphaSense and its Board of Directors
- Highlights FT Partners' continued success in achieving highly attractive outcomes for leading SaaS-based technology firms

Financial Technology Partners LP

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



in its growth financing from

Quantum Strategic Partners

a private investment vehicle managed by SOROS





for total consideration of

\$ 33,000,000+



The Only Investment Bank Focused Exclusively on Financial Technology

Award-Winning Investment Banking Franchise Focused on Superior Client Results

LendIt	2018	2018 Top Investment Bank in FinTech
Institutional Investor Institutional Investor Annual Ranking	2017 2015 - 2016 2006 - 2008	 Ranked #1 Most Influential Executive on Institutional Investor's FinTech 35 List Steve McLaughlin Ranked Top 5 on Institutional Investor's FinTech 35 List 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"
2017 - 2004 ANNUAL AWARDS WINNER M&A Advisor Awards	2015 - 2017 2010 - 2014 2004 - 2007	 Investment Banker of the Year – 2017 Investment Banking Firm of the Year – 2016 Cross Border Deal of the Year - 2016 Dealmaker of the Year – 2015 Technology Deal of the Year – 2015 Equity Financing Deal of the Year - 2014 Professional Services Deal of the Year, Above \$100 mm – 2014 Dealmaker of the Year – 2012 Professional Services Deal of the Year, Above \$100 mm – 2012 Boutique Investment Bank of the Year – 2011 Deal of the Decade – 2011 Upper Middle Market Deal of the Year, Above \$500 mm – 2010 IT Services Deal of the Year, Below \$500 mm – 2010 Cross-Border Deal of the Year, Below \$500 mm – 2010 Dealmaker of the Year – Steve McLaughlin – 2007 Business to Business Services Deal of the Year - 2007 Computer and Information Technology Deal of the Year, Above \$100 mm – 2007 Financial Services Deal of the Year, Above \$100 mm – 2007 Investment Bank of the Year – 2004
Middle Market Financing Awards	2006 - 2008	 Equity Financing Dealmaker of the Year – Steve McLaughlin – 2008 Information Technology Deal of the Year – 2008 Financial Services Deal of the Year – 2008 Financing Professional of the Year – Steve McLaughlin – 2006

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. 	23
Larry Furlong Managing Director	Goldman Sachs	 Formerly with Goldman Sachs in New York, London and Los Angeles from 1995-2004 Wharton M.B.A. 	22
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 	22
Osman Khan Managing Director	A &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 LSE (BSc w/Honors), MBS (MBA w/Distinction), ICAEW (FCA) 	21
Steve Stout Managing Director	J.P.Morgan First Data	 Formerly Global Head of Strategy at First Data Formerly Led J.P. Morgan Payments Investment Banking Practice Former Equity Research Analyst on #1 ranked team at UBS Former Economist at the Federal Reserve Bank 	20
Mike Nelson Managing Director	SunTrust	 Formerly head of FinTech M&A at SunTrust Robinson Humphrey, began investment banking career at Piper Jaffray Kellogg M.B.A. 	18
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. 	16
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. 	16
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 	15
Andrew McLaughlin Managing Director	Deloitte.	 20+ years experience executing / implementing financial and operational strategy Formerly with Deloitte Consulting 	12