FT PARTNERS FINTECH INDUSTRY RESEARCH

March 9, 2022



NCX Raises \$50 million in Series B Financing Led by Energize Ventures





NCX

Transaction Summary

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- On March 2, 2022, NCX, a forest carbon marketplace, announced it has raised \$50 million in Series B financing
 - The round was led by Energize Ventures with additional participation from new investors JP Morgan, Intercontinental Exchange, Dalus Capital, and Clearvision Ventures, and existing investors Scribble Ventures and TIME Venture
- The Company partners with NGOs, academics and economists to deliver precise valuations for its exchange so companies can buy and sell carbon credits with impact
 - By using high integrity data and measurements to generate carbon credits, the Company is enabling corporations to meet net-zero goals with offsets that support landowners of all sizes
 - Basemap, the Company's technology foundation for its carbon exchange, was built from forestry, economics, and geography data
- The new capital is expected to support expansion outside of the United States, likely first with planned pilots in Mexico and Canada, in addition to the creation of new natural capital markets to serve the growing \$1 billion voluntary carbon market (1)
- Following the transaction close, Katie McClain, a partner at Energize Ventures with two decades of experience in clean energy policy, will join the NCX Board of Directors

Selected Financing History

Date	Size (\$ mm)	Selected Investor(s)
03/02/22	\$50	Energize Ventures, JP Morgan, ICE, Dalus Capital, Clearvision Ventures, TIME Ventures, Scribble Ventures
05/26/21	20	TIME Ventures, Microsoft Corporation, Union Square Ventures, Version One Ventures
01/08/21	4	Union Square Ventures, Version One Ventures, Scribble Ventures, Gratitude Railroad, CRCM Ventures, CoFound Partners, Alpha Edison

Transaction Commentary

"The Natural Capital Exchange has always been about enabling society to value all the benefits forests provide. We started with applying our forest data, Al-driven remote sensing, and rigorous accounting practices to carbon in the United States, but if we are going to make a significant impact on climate goals, it is going to take more than just US forests. We also know that society values forests for reasons beyond carbon and timber, such as wildlife habitat and water yield. NCX is going to apply our data, science, and forestry practices to build markets that create the forests society wants and needs."



Zach Parisa Co-Founder & CEO



still in its earliest of innings, and we're excited to partner with NCX as they enable more companies and communities to take positive

action towards climate change."



Katie McClain Partner

NCX

NCX Overview

Company Overview



CEO: Zack Parisa

Headquarters: San Francisco, CA

Founded: 2010

- NCX is a forest carbon marketplace that connects American landowners with 'net-zero pioneers' to monetize the benefits of forest stewardship and allow enterprises to achieve net-zero goals
- The Company leverages satellite images and machine learning software to capture the forest inventory in the United States, which it first sold to federal agencies
 - After building its tree-mapping software, NCX developed a marketplace to bring together forest landowners with corporations seeking to buy the resulting carbon credits to offset emissions
- The Company offers verified carbon credits for companies interested in investing in local communities, channel partners searching for offset and enterprises pursuing net zero goals
 - To date, nearly 2,500 landowners have used the platform to list roughly 4.3 million acres of forestland on the marketplace

Selected Clients













Product Overview

The Exchange



- NCX connects corporations to landowners, habitats and communities they impact through its carbon marketplace
- Leveraging remote-sensing, Al and NCX's proprietary forest data set, the Exchange opens participation to forests that were previously excluded from these opportunities
- Further, NCX's data-driven approach reduces setup costs for landowners and delivers verified carbon credits for corporations

Basemap



- The Basemap forest data set is foundational to the Natural Capital Exchange (NCX)
- Its probabilistic model provides acre-by-acre information regarding location, diameter and species of trees across the US
- By combining its forest cover and composition data with economics, timber-harvest pricing, and regional information, NCX provides accurate assessments of land value at no cost to landowners

Plot Hound



- Plot House is landowner's all-in-one platform to set up, manage and report timber cruises in a digital location, available as an app on both Apple and Android devices
- The app allows landowners to view, analyze and export cruise results to give users a deeper understanding of their land
- Currently, Plot Hound has 9,000 users and is available in all 50 states

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

FT Partners Advises Forge on its Merger with Motive Capital Corp.

Overview of Transaction

- On September 13, 2021, Forge announced its merger with Motive Capital Corp.
- Upon completion of the transaction, the combined company is expected to have a pro forma fully diluted equity value of approximately \$2.0 billion (1)
 - Expected gross proceeds are \$532.5 million, prior to the payment of transaction expenses and up to \$100 million of cash consideration
 - The combination is further supported by a \$50 million commitment under Motive Partners' Forward Purchase Agreement and a \$68.5 million PIPE anchored by ION Group's \$50 million commitment and contributions from Temasek and Adit Ventures
- Forge's digital platform streamlines liquidity for hundreds of unicorn issuers and thousands of institutional and retail investors from around the world
 - Leveraging its robust technology, operations and trust infrastructure,
 Forge delivers a suite of services that includes trading, custody, data and company solutions
- Since inception, Forge has completed more than \$10 billion in transactions in more than 400 private companies

Significance of Transaction

- The confidence demonstrated by Motive Capital Corp, and other investors is a testament to Forge's business model, management and market opportunity
- Motive Partners intends to be a long-term strategic partner to Forge, accelerating growth and innovation in a market with substantial tailwinds

FT Partners' Role

- FT Partners served as strategic and financial advisor to Forge
- FT Partners previously advised Forge on its \$150 million financing in May 2021, its merger with SharesPost in May 2020, its acquisition of IRA Services in October 2019, and its \$70 million Series B financing in July 2018
- This transaction highlights FT Partners' deep domain expertise within Capital Markets Tech, as well as its successful track record generating highly favorable outcomes for high-growth FinTech companies globally

FTP Securities LLC

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



on its merger with



MOTIVE CAPITAL CORP

(NYSE: MOTV)

for total consideration of

\$2,000,000,000



FT Partners Advises CAIS on its \$225 million in Series C Financing

Overview of Transaction

- On January 11, 2022, CAIS announced it has raised \$225 million of new capital in its Series C financing round at a post-money valuation of more than \$1 billion
 - The investment was led by Apollo Global Management and Motive Partners, with participation from Franklin Templeton
- CAIS is a leading alternative investment platform for financial advisors who seek improved access to and education about alternative investment funds and structured products
 - CAIS provides financial advisors with a broad menu of alternative investment strategies, including hedge funds, private equity, private credit, real estate, and structured products
 - CAIS offers a customized experience to a wide range of wealth management firms, including small- to mid-sized RIAs, large RIA aggregation platforms, and independent / regional broker-dealers
- Today, over 4,400 of independent financial advisors, who in total oversee more than \$2 trillion in assets, use the CAIS platform to access alternative investments

Significance of Transaction

- This investment accelerates CAIS mission to modernize how investors access alternative investments and advances the critical role CAIS plays in revolutionizing how the alternative investment and wealth management communities engage, learn, and transact
- CAIS will use the proceeds of this financing round to fuel further advancements in technology, enhance the customer experience, invest in the digitization of product operations and processes, and explore strategic opportunities

FT Partners' Role

- FT Partners served as exclusive financial advisor to CAIS
- The transaction highlights FT Partners' industry-leading expertise and successful track record within the Wealth and Capital Markets Tech space

Financial Technology Partners LP FTP Securities LLC

is pleased to announce its role as exclusive financial advisor to

CAIS

on its Series C financing from

APOLLO



MOTIVE PARTNER

FRANKLIN TEMPLETON

for total consideration of

\$225,000,000 at a valuation of

\$1,000,000,000+



FT Partners Advises AlphaSense on its \$180 million Series C Financing

Overview of Transaction

- On September 30, 2021, AlphaSense announced it has raised \$180 million in a Series C financing round led by Viking Global Investors and Goldman Sachs Asset Management (GSAM) Growth Equity
 - Viking Global Investors is a global investment firm founded in 1999 that manages ~\$58bn of capital for investors
 - GSAM Growth Equity ("Goldman Sachs") has invested over \$13bn in companies led by visionary founders and CEOs
 - Alliance Bernstein, Bank of America, Barclays, Citi, Cowen, Morgan
 Stanley, Wells Fargo and other investors also participated in the round
- AlphaSense is a leading market intelligence and search platform with operations in the United States, Europe, and India
 - AlphaSense leverages Al and NLP to extract insights from an extensive universe of public and private content, enabling professionals to make critical decisions with confidence and speed
 - AlphaSense is trusted by a majority of S&P 500 companies including 70% of top asset management firms and 76% of top consultancies

Significance of Transaction

- The capital infusion will be used to further invest in product development, content expansion and customer support, and to drive organic growth as well as acquisitions
- Through international expansion, AlphaSense plans to continue investing in global and foreign-language content and expanding its customer service and engineering teams worldwide

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to AlphaSense
- FT Partners previously advised AlphaSense on its \$50 million Series B financing round in 2019 and its \$33 million growth financing round in 2016
- This transaction highlights FT Partners' industry-leading expertise within the Information Technology / Capital Markets space and its successful track record

Financial Technology Partners LP FTP Securities LLC

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



on its Series C financing led by



Goldman Sachs

with participation from









Morgan Stanley COWEN

for a total amount of

\$180,000,000



FT Partners Advises Say Technologies on its \$140 million Sale to Robinhood

Overview of Transaction

- On August 10,2021, Robinhood (NASDAQ:HOOD) announced it had agreed to acquire Say Technologies for approximately \$140 million
- Say is a mission-driven company that has built an innovative communication platform making it easier for investors to exercise their ownership rights
 - Say's proxy processing technology helps broker-dealers give their customers seamless access to their vote, and its Q&A platform lets everyday shareholders participate in events like earnings by asking and upvoting questions
- Robinhood is an online broker that offers commission-free investing in US securities and cryptocurrencies, fractional trading, and cash management
 - Robinhood's mission is to democratize finance and make investing accessible with education and information, fractional shares, IPO access, and more

Significance of Transaction

- As part of Robinhood, Say will be able to further its goal of creating a new ecosystem of ownership and engagement to benefit all investors and companies
- Together the companies will find new ways to expand what it means to be an investor through new products and experiences that democratize shareholder access

FT Partners' Role

- FT Partners served as exclusive financial and strategic advisor to Say Technologies
- This transaction underscores FT Partners' deep Wealth & Capital Markets
 Tech domain expertise and successful track record of generating favorable
 outcomes for leading companies globally

FTP Securities LLC

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



on its sale to



for approximately

\$140,000,000



FT Partners Advises Abra on its Series C Financing

Overview of Transaction

- On September 15, 2021, Abra announced it has raised \$55 million in Series C financing led by IGNIA and Blockchain Capital with participation from new investors Kingsway Capital and Tiga Investments
- Additional participation in the round came from existing investors including Amex Ventures, Arbor Ventures, Lerer Hippeau, and Kenetic Advisors
- Founded by Bill Barhydt in 2014, Abra is the leading wealth management platform in the crypto space, allowing hundreds of thousands of users to earn yield on crypto assets, trade over 100 virtual currencies, and borrow against crypto holdings
 - Abra has processed over \$1 billion in crypto-backed loans and paid millions of dollars in interest to retail and institutional clients
 - Abra Earn offers users to earn competitive interest rates on crypto assets, including up to 8% interest on stablecoins, compounded daily
 - Abra's cross-border lending platform matches developed market investors with developing market borrowers to capitalize on a massive yield arbitrage opportunity

Significance of Transaction

- The investment will fuel Abra's rapid user base growth and support its continued commitment to expanding the product suite and capabilities
- Abra's Series C financing will allow the company's world-class development team to further expand its product suite for wealth management, trading, and payments, with a focus on offerings for high-net-worth clients and institutions

FT Partners' Role

- FT Partners served as exclusive financial and strategic advisor to Abra
- This transaction highlights FT Partners' industry-leading expertise within the burgeoning crypto space, as well as its successful track record of 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 Series C financing led by





for a total consideration of

\$55,000,000



FT Partners Advises Nutmeg on its £45 million Series E Financing

Overview of Transaction

- On January 22, 2019, Nutmeg announced it has raised £45 million in its Series
 E financing round led by Goldman Sachs and Convoy
 - Goldman Sachs' Principal Strategic Investments Group is a new investor in the Nutmeg platform, while Convoy, a Hong Kong-based financial advisory firm, is investing for a second time
 - Convoy first invested in Nutmeg in November 2016
- Headquartered in London, Nutmeg is a digital wealth manager operating in the U.K. and Asia (Hong Kong / Taiwan)
 - Nutmeg provides bespoke automated advice and discretionary portfolio management with exposure to multiple asset classes, through its diversified ETF-based portfolios
 - Nutmeg serves more than 60,000 active investors and manages approximately £1.5 billion in assets under management

Significance of Transaction

- Nutmeg's Series E financing is the largest funding round by a European digital wealth manager to-date
- Demonstrates Goldman Sachs' continued focus on consumer facing FinTech following the launch of Marcus, its online savings account in the UK

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Nutmeg
- This transaction underscores FT Partners' strong domain expertise and successful track record in the WealthTech space

Financial Technology Partners LP FTP Securities LLC

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



in its Series E Financing from





for total consideration of

£45,000,000



FT Partners Advises Forge on its Merger with SharesPost

Overview of Transaction

- On May 12, 2020, Forge announced its merger with SharesPost
- SharesPost is a private market alternative trading system focused on enabling retail and institutional investors and company employees to access liquidity
 - Founded in 2009, SharesPost built the first private equity marketplace, which strove to connect buyers and sellers of private securities through its proprietary trading platform
- Forge's digital platform streamlines liquidity for hundreds of unicorn issuers and thousands of institutional and retail investors from around the world
 - Leveraging its robust technology, operations and trust infrastructure,
 Forge delivers a suite of services that includes trading, custody, data and company solutions

Significance of Transaction

- Together, the two companies will create one of the largest global private securities marketplaces, bringing liquidity and transparency at scale to pre-IPO companies and investors
- Combined, the two will have facilitated thousands of transactions with more than \$6 billion in private market transaction volume, for hundreds of unique issuers and over 1 million customers
- The deal will provide Forge with deeper insight on private company trends, as well as bid, offer, and pricing data that provides transparency to clients and partners to better understand and engage in the private markets

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Forge
- FT Partners previously advised Forge on its \$70 million Series B financing
- This transaction underscores FT Partners' deep alternative marketplace domain expertise and its continued success in providing buy-side advisory to top-tier FinTech companies

Financial Technology Partners LP FTP Securities LLC

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



on its merger with





FT Partners' Recent Awards and Recognition

Bloomberg

Bloomberg

- o 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:

o FT Partners wins Top Investment Bank in FinTech

Institutional Investor





The FinTech Finance 40:

o Steve McLaughlin ranked #1 in 2017 and 2018

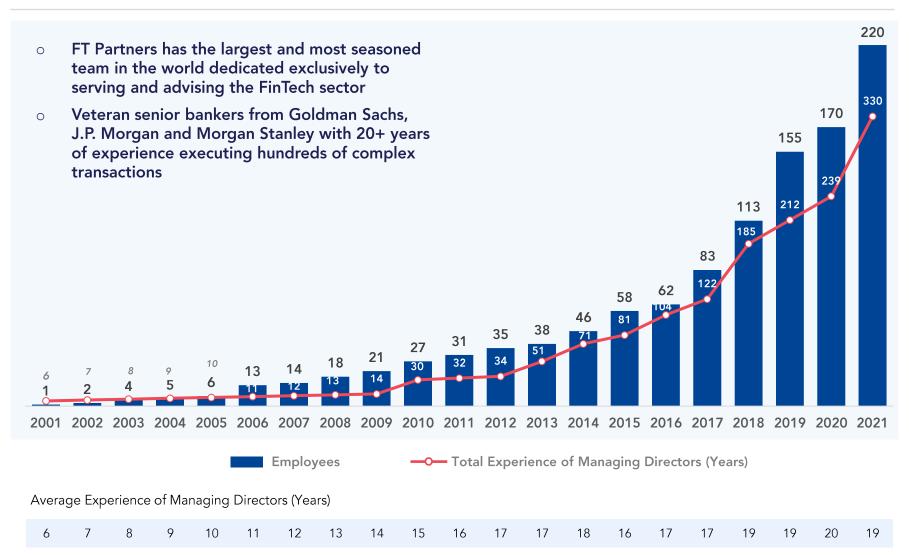




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- o Only FinTech focused investment banking firm and banker on the list

The Largest FinTech Advisory Practice in the World



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