

June 19, 2015

# Financial Technology Partners

## FT Partners Research – Transaction Profile



*completes its IPO raising ~\$100 million*

*Courtesy of:*

FINANCIAL  
TECHNOLOGY  
PARTNERS

*The Only Investment Bank  
Focused Exclusively on Financial Technology*

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# MINDBODY Completes its IPO raising ~\$100 mm

## IPO Overview

### Key IPO Statistics

President & CEO:	Richard L. Stollmeyer
Headquarters:	San Luis Obispo, CA
Founded:	2001
Employees:	1,100

S-1 File Date:	May 11, 2015
Ticker:	NASDAQ: MB
Estimated Net Proceeds:	\$89.3 mm
Shares:	7,150,000
Filing Range:	\$13.00-15.00
Listing Date:	June 19, 2015
Offer Price:	\$14

### Use of Proceeds

The Company intends to use the net proceeds from this offering for general corporate purposes, including working capital, operating expenses and capital expenditures, as well as for the possible acquisition of businesses, products, services or technologies.

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION

#### Form S-1

**MINDBODY, INC.**



Richard L. Stollmeyer  
Chief Executive Officer  
4051 Broad Street, Suite 220  
San Luis Obispo, California 93401

Morgan Stanley



CREDIT SUISSE





# MINDBODY Completes its IPO raising ~\$100 mm

## Business Overview

### Company Overview

- MINDBODY is a provider of cloud-based business management software for the wellness services industry, an emerging consumer marketplace
- The Company aims to create a simple, efficient and reliable way for wellness services businesses that subscribe to its services to manage their operations
  - Offers integrated software and payments platform that helps business owners run, market and build their businesses
  - Enables businesses to easily manage class and appointment schedules, staff members, client info, online bookings, inventory, payroll and retail sales
- MINDBODY's marketplace enables consumers to evaluate, engage and transact with local businesses subscribed to its platform
  - Provides a mobile interface that allows consumers to discover, evaluate, book, and pay for wellness services
- Offers corporate wellness solutions that enable employees of subscribers to choose from variety of on-site and local wellness services
- MINDBODY estimates its current market penetration is less than 1% of its addressable market size
  - It sees this as a marker of its potential for growth, given its significant user base expansion in recent years
- The Company's revenues come from subscriptions to its services as well as from transactions processed by subscribers who utilize its payments platform

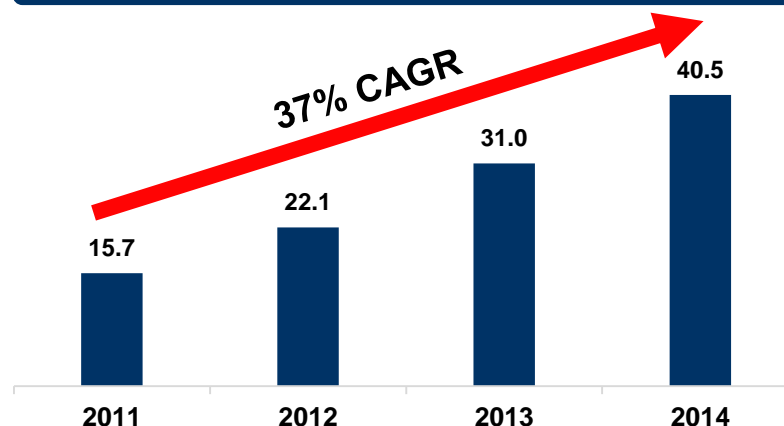
**42,000**  
local  
businesses  
subscribed

**24**  
million  
active  
consumers

**\$6.3**  
billion  
in marketplace  
transactions<sup>(1)</sup>

- With \$6.3 bn in transactions taking place between consumers and subscribed businesses on its platform, MINDBODY is the leading wellness services marketplace
- MINDBODY's user base spans 124 countries and territories and its subscribers employ over 250,000 wellness service practitioners

### Number of Subscribers (millions)





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## Product Overview

MINDBODY offers a slate of software solutions that interlock to create a powerful marketplace for businesses and consumers in the wellness services industry

### MINDBODY for Business

*MINDBODY's core offering is its business management software and payments platform offered as a subscription service for wellness businesses; its features help users simplify their operations, focus on their consumers, and grow their revenue*



#### Online Booking

Online client scheduling and bookings capability that enables scheduling of appointments, online classes, enrollments and workshops



#### Integrated Software and Payments

Payment processing solutions that allow for convenient and secure storage of consumer credit card information; platform is dynamic, cloud-based and easily scalable



#### Staff Resources

Staff and resource scheduling features that help subscribers manage staff availability, hours, substitutions, commissions and compensation and payroll records



#### Client Tools

Client relationship management, social network integration, and marketing tools



#### Analytics and Reporting

Tracks key information for subscribers, including revenue growth, contribution margin of classes, consumer retention rates and referral sources

### MINDBODY Connect

*Connect is MINDBODY's consumer-facing mobile app that opens everyday consumers to MINDBODY's marketplace. Users can...*

- Manage all aspects of their wellness activities
- Discover local wellness services using a geo-located map function
- View class and appointment descriptions, schedules and real-time availability
- Book and pay for their desired services in a few taps

### MINDBODY Connect Workplace

*Connect Workplace is a corporate wellness offering designed to encourage healthy habits for its subscribers' employees. Subscribers of the service can...*

- Manage on-site wellness services
- Incentivize employees to take advantage of local wellness businesses in the MINDBODY marketplace
- Analyze aggregate employee attendance data

# MINDBODY Completes its IPO raising ~\$100 mm

## Management Team

**Rick Stollmeyer**  
Co-Founder, President,  
Chairman and Chief  
Executive Officer



- Rick has served as President and CEO and as Chairman of the board since Oct. 2004
- Prior to founding MINDBODY, Rick served as a submarine officer in the US Navy
- Rick holds a B.S. degree in Political Science and Russian Language from the United States Naval Academy

**Robert Murphy**  
Chief Operating Officer,  
Chief Marketing Officer  
and Director



- Robert joined MINDBODY in 2004 after buying out Rick's first partner
- Robert served as CFO before being named COO in Nov. 2011 and has been a member of the board of directors since Oct. 2004
- Prior to joining MINDBODY, Robert owned and operated several yoga studios in NYC
- Robert holds a B.S. in Communications from Boston University

**Chet Brandenburg**  
Chief Product Officer



- Chet has served as Chief Product Officer since July 2011 after having served as CTO from May 2006 to Jul. 2011 and VP of Development from Oct. 2004 to Mar. 2010
- Chet holds a B.S. degree in Computer Science from California Polytechnic State University, San Luis Obispo

**Bret White**  
Chief Financial Officer



- Bret has served as CFO since July 2013
- Bret has served as CFO for Fortinet, Corlo, Kana Software and, before joining MINDBODY, Meru Networks
- Bret holds a B.A. in Business Economics from the University of California, Santa Barbara

**Brad Wills**  
Chief Strategy Officer



- Brad joined MINDBODY in May 2013, serving as Senior VP of Corporate Development until November 2014 when he was named Chief Strategy Officer
- Prior to joining MINDBODY, Brad served as VP of Corporate Development, Mergers and Acquisitions at Active Network
- Brad holds an M.B.A. from the University of Texas, Austin

**Kimberly Lytikainen**  
Senior Vice President,  
General Counsel and  
Secretary



- Kimberly has served as Senior VP, General Counsel since July 2014 and as secretary since March 2015
- Previously, Kimberly has worked at Pivotal Software and NVIDIA
- Kimberly holds a B.A. degree in Political Science and Government from Florida State University and a J.D. degree from Loyola Law School

# MINDBODY Completes its IPO raising ~\$100 mm

## Wellness Services Industry Overview

*Wellness encompasses multiple dimension's of a person's well-being, including physical, social, emotional, occupational and spiritual well-being. Businesses that tailor to these needs are a part of the wellness services industry.*

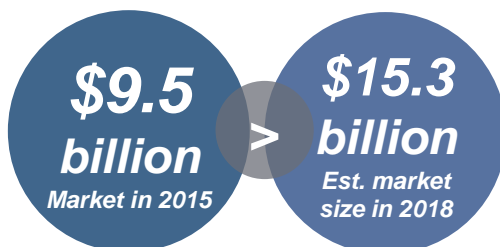
As a result, a wide variety of categories are included in the industry, such as health and fitness, salon and spa, integrative health, fine arts and children's activities

### Key Trends in Wellness

- ✓ **Increasing Focus on Personal Health and Beauty Leading to increased Global Demand for Wellness Services**
  - Desire for longer and healthier lives, attractive appearance and overall physical and emotional well-being increasingly becoming a key focus
  - More people adopting a lifestyle that incorporates a healthier diet, regular physical exercise, integrative health, salon, spa and other wellness services
- ✓ **Increased Industry Fragmentation due to Growing Demand for Personalized Wellness Experiences**
  - Small wellness businesses have become evermore prevalent in the last decade
  - Seen in growing number of businesses that specialize in yoga, Pilates, Zumba, or CrossFit, among others
  - Results in complicated and time consuming processes required to find and book wellness services

### Industry Metrics

**17.1% CAGR Expected over next three years**



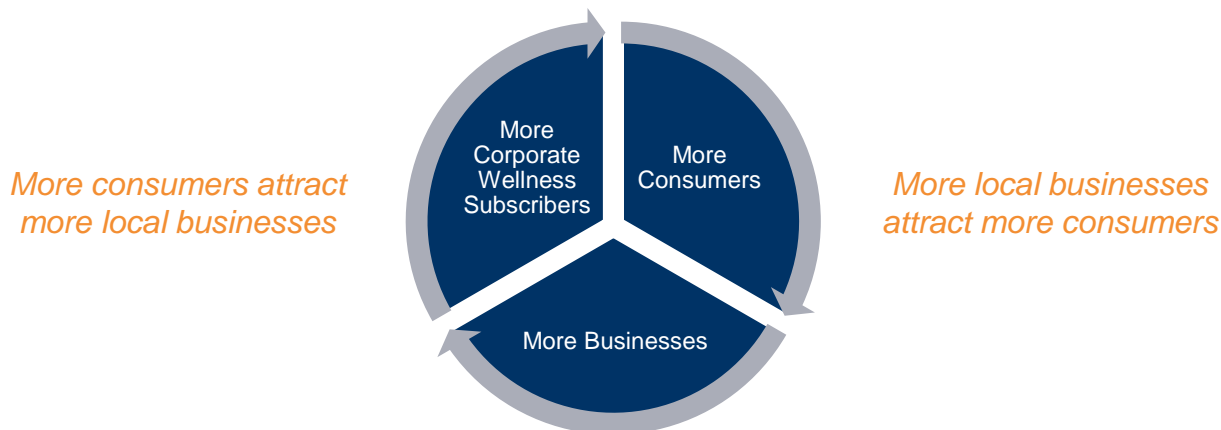
- In 2014, total revenue of US gyms and health and fitness clubs reached \$26.5 bn, while US salon market reached \$50.2 bn in revenue
- Corporate wellness services market reached \$7.4 bn in 2014
- 4.2 Million wellness businesses in 2015

- Burgeoning demand for application software tailored to wellness service industry
- Untapped potential for corporate wellness programs and services

# MINDBODY Completes its IPO raising ~\$100 mm

## Growth Strategy

*Underlying strength for MINDBODY's growth is the powerful network effect inherent in the nature of its platform*



### Key Elements

#### Expanding Global Subscriber Base

Investment in business to acquire more subscribers and expand reach, both domestically and internationally

#### Deepening Relationships with Existing Subscribers

Offer additional functionality, convert more subscribers to integrated payments capability and increase percentage of subscribers' revenue that flows through MINDBODY platform

#### Growing Consumer Adoption of MINDBODY Connect

Through word of mouth, referral marketing programs, social media and embedded community-building features

#### Expanding International Reach

Establish partnerships that extend reach and facilitate entrance into new markets, especially Europe, Latin America and countries in Asian Pacific

#### Increasing Corporate Wellness Presence

Increase corporate wellness subscribers and leverage corporate relationships to further drive subscriber growth and Connect engagement

#### Making Strategic Investments and Acquisitions

Pursue acquisitions of complementary businesses, technologies and teams to enhance technology, accelerate network and expand leadership position



# MINDBODY Completes its IPO raising ~\$100 mm

## Selected Risk Factors

### Risks Associated with the Business

- MINDBODY has a history of losses, and revenue growth may not sustain levels of recent years
- As costs increase, may not be able to generate sufficient revenue to achieve and sustain profitability
- If MINDBODY fails to adapt its platform to changing market dynamics or to achieve increased market acceptance of its platform, its business and condition could be adversely affected
- Business depends substantially on subscription renewals. Decline in renewals would harm future results

### Risks Related to Relationships with Other Companies

- Processing partners may go out of business or otherwise discontinue providing services, which could significantly reduce payments revenue and disrupt the business
- Market for business management software is intensely competitive. Failure to compete effectively could harm operating results
- Future performance depends in part on support from partner ecosystem to create apps that will integrate with MINDBODY
- Business and growth depend in part on success of strategic relationships with third parties

### Risks Related to Intellectual Property

- If network or computer systems are breached, platform may be perceived as insecure, may lose subscribers, and may incur significant liabilities
- If it incurs an actual or perceived breach to its payment processing platform, MINDBODY may incur liabilities and brand damage
- Domestic and international privacy and data security concerns could result in additional costs and liabilities to MINDBODY
- If it is not able to maintain and enhance its brand, MINDBODY's business, operating results and financial condition may be adversely affected

### Risks Related to Reimbursement and Government Regulation

- Platform is subject to US and international rules / regulations, many of which are still developing. Failure to comply with any rules / regulations or restrictions placed by rules / regulations could adversely affect MINDBODY
- Laws and regulations concerning collection and use of personally identifiable information could seriously restrict operations in some places
- MINDBODY is subject to several legal requirements, industry standards and contractual obligations regarding security, data protection and privacy. Failure to comply with such requirements, obligations or standards could have an adverse effect

### Risks Related to this Offering and Common Stock

- Failure to meet expectations of analysts or investors could cause substantial decline in stock price
- Active trading market for Class A common stock may never develop or be sustained
- Market price of Class A common stock may be volatile
- Substantial number of outstanding shares after offering will be restricted from immediate resale but may be sold on a stock exchange in the near future, which could depress the market price of Class A common stock
- The requirements of being a public company may strain MINDBODY's resources, divert management's attention and affect its ability to attract and retain qualified board members



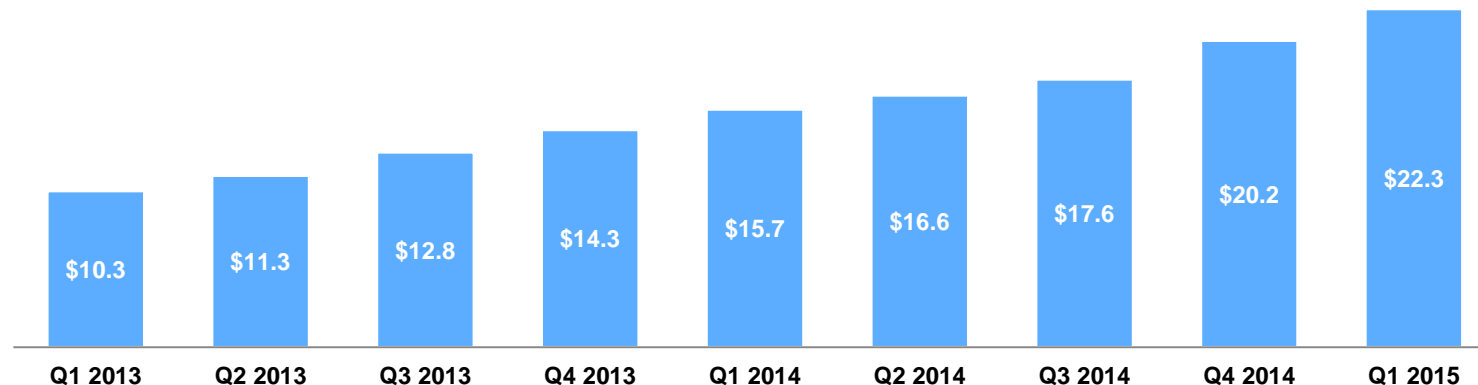


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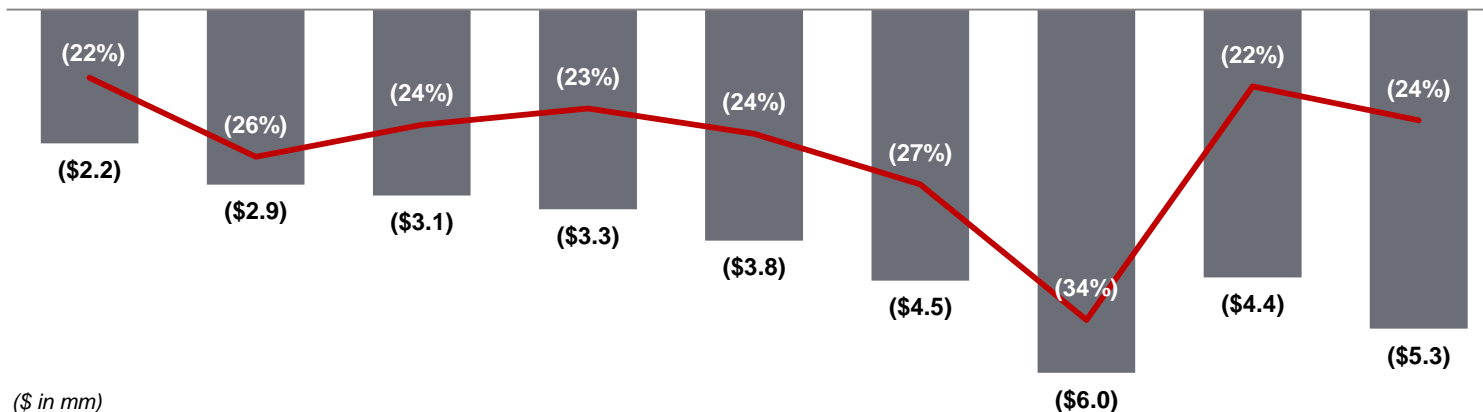
## Financial Overview

### Historical Quarterly Revenue

(\$ in mm)



### Historical Quarterly EBITDA<sup>(1)</sup> / Margin %



(\$ in mm)

Sources: SEC filings, Capital IQ.

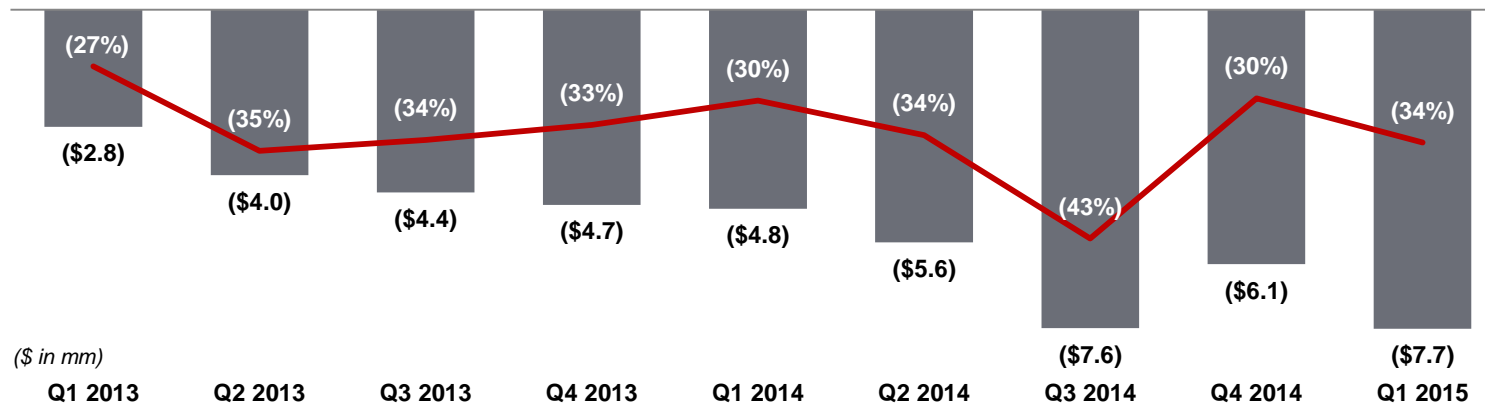
(1) EBITDA is adjusted and defined as net loss before stock-based compensation expense, depreciation and amortization, change in fair value of contingent consideration, change in fair value of preferred stock warrant, impairment charges, provision for income taxes, and other income (expense), net, which consisted of interest income and expense, and other miscellaneous other income (expense).



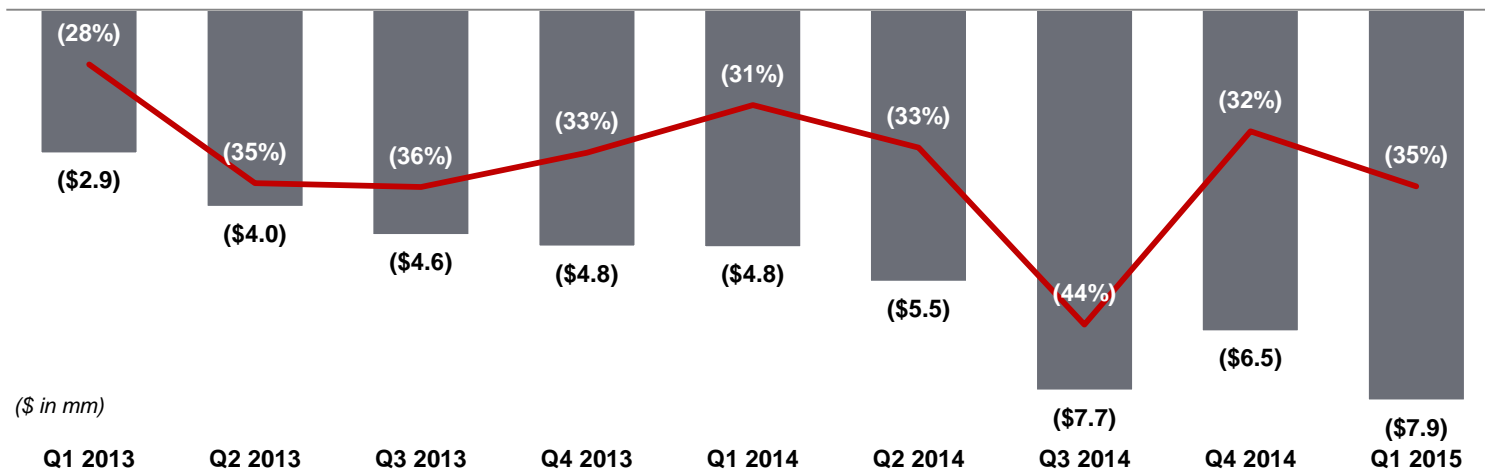
# MINDBODY Completes its IPO raising ~\$100 mm

## Financial Overview

### Historical Quarterly Operating Income / % Margin



### Historical Quarterly Net Income



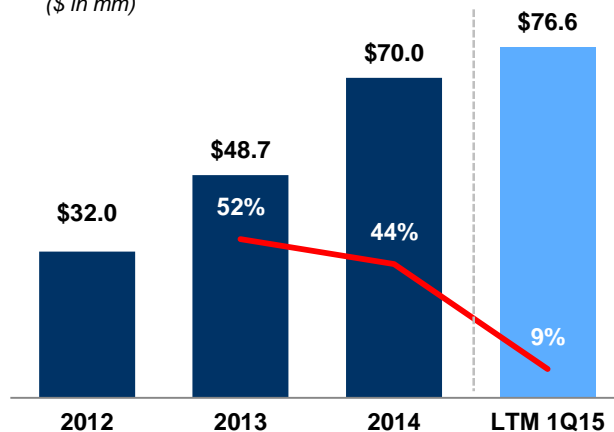
Sources: SEC filings, Capital IQ.

# MINDBODY Completes its IPO raising ~\$100 mm

## Financial Overview

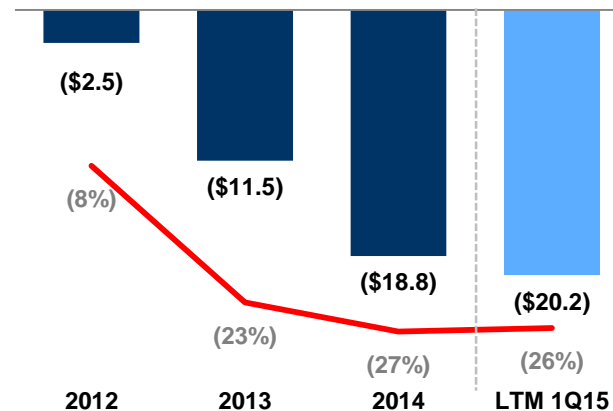
### Revenue / Growth %

(\$ in mm)



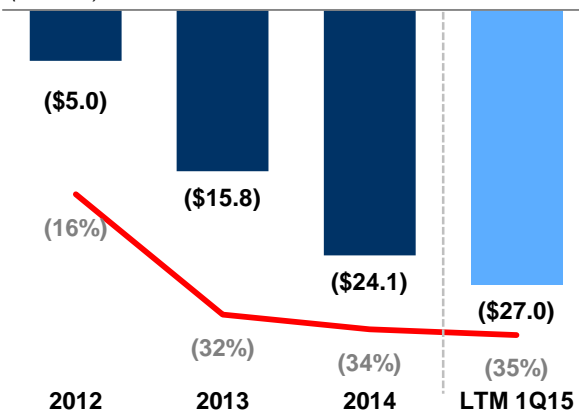
### EBITDA / Margin %

(\$ in mm)



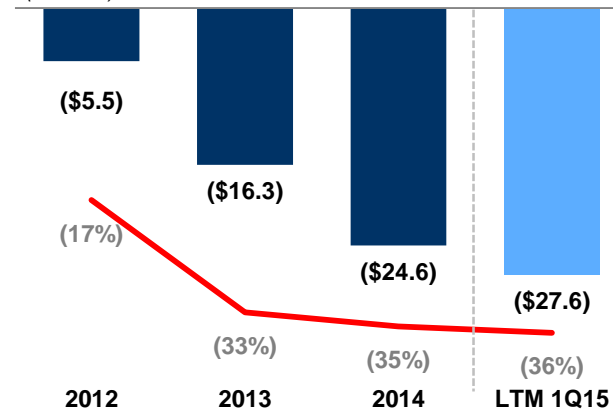
### Operating Income / Margin %

(\$ in mm)



### Net Income / Margin %

(\$ in mm)



Sources: SEC filings, Capital IQ.

(1) EBITDA is adjusted and defined as net loss before stock-based compensation expense, depreciation and amortization, change in fair value of contingent consideration, change in fair value of preferred stock warrant, impairment charges, provision for income taxes, and other income (expense), net, which consisted of interest income and expense, and other miscellaneous other income (expense).



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## Public Comparables

Company Name	Price 06/21/16	% MTD Change	% LTM High	Market	Enterprise	Multiples						Growth Rates			Margins		P / E / G CY 16E
				Value (\$ mm)	Value (\$ mm)	Price / Earnings		EV / EBITDA		EV / Revenue		Revenue		EPS	EBITDA		
						CY 16E	CY 17E	CY 16E	CY 17E	CY 16E	CY 17E	CY 16E	CY 17E	LT	CY 16E	CY 17E	
MINDBODY	\$ 14.38	5 %	78 %	\$ 638	\$ 562	nm	nm	nm	nm	4.1 x	3.2 x	36 %	28 %	na	(8)%	2 %	na
Financial Transaction Processors / Services																	
Alliance Data Systems	\$ 200.01	(10)%	65 %	\$ 11,800	nm	11.9 x	10.6 x	nm	nm	nm	nm	9 %	12 %	14 %	29 %	29 %	0.8 x
Euronet	76.83	(4)	93	4,145	\$ 4,096	20.0	17.4	11.6	10.2	2.1	1.9	9	10	15	18	19	1.4
Deluxe	65.86	(1)	97	3,258	3,802	13.4	12.6	8.0	7.7	2.0	2.0	5	4	9	25	26	1.5
Shopify	29.87	(4)	73	2,743	2,553	nm	nm	nm	nm	7.4	5.3	77	39	25	(2)	2	na
Cardtronics	40.14	1	97	1,817	2,332	12.8	13.3	7.3	7.4	1.8	1.9	6	(1)	14	25	25	0.9
EVERTEC	15.95	2	69	1,195	1,819	9.7	9.2	10.0	9.6	4.8	4.6	3	3	16	48	48	0.6
NIC	21.00	3	98	1,384	1,278	30.3	27.9	15.2	13.9	4.1	3.8	8	7	15	27	27	2.0
Everi Holdings	1.60	13	19	106	1,136	2.7	2.0	5.9	5.6	1.4	1.3	1	3	20	23	24	0.1
De La Rue	7.79	(2)	91	794	959	13.2	12.5	7.5	7.0	1.4	1.4	(5)	1	na	19	20	na
PayPoint	14.44	5	89	983	915	16.0	15.0	10.7	10.2	3.0	3.0	(5)	(1)	6	28	30	2.7
Valid	8.09	(5)	52	523	675	14.0	9.7	6.6	5.7	1.1	1.0	21	10	16	17	18	0.9
Qiwí	0.21	10	44	853	552	11.6	10.2	5.6	5.0	3.2	2.6	8	23	13	57	52	0.9
Net 1 Ueps Technologies	9.98	(9)	46	450	389	5.6	5.1	2.5	na	0.6	na	na	na	10	24	na	0.6
Planet Payment	4.25	(3)	91	229	215	26.6	20.5	14.6	12.0	3.7	3.3	15	12	25	25	27	1.1
Eckoh	0.74	4	90	172	170	29.7	25.1	17.6	15.2	4.1	3.6	35	14	na	23	24	na
Median		(1)%	89 %			13.3 x	12.6 x	8.0 x	8.6 x	2.5 x	2.6 x	8 %	8 %	15 %	25 %	25 %	0.9 x
Mean		(0)	74			15.5	13.6	9.5	9.1	2.9	2.7	13	10	15	26	26	1.1

Source: Capital IQ.

# Overview of FT Partners

## FT Partners is the Leader in Financial Technology Investment Banking

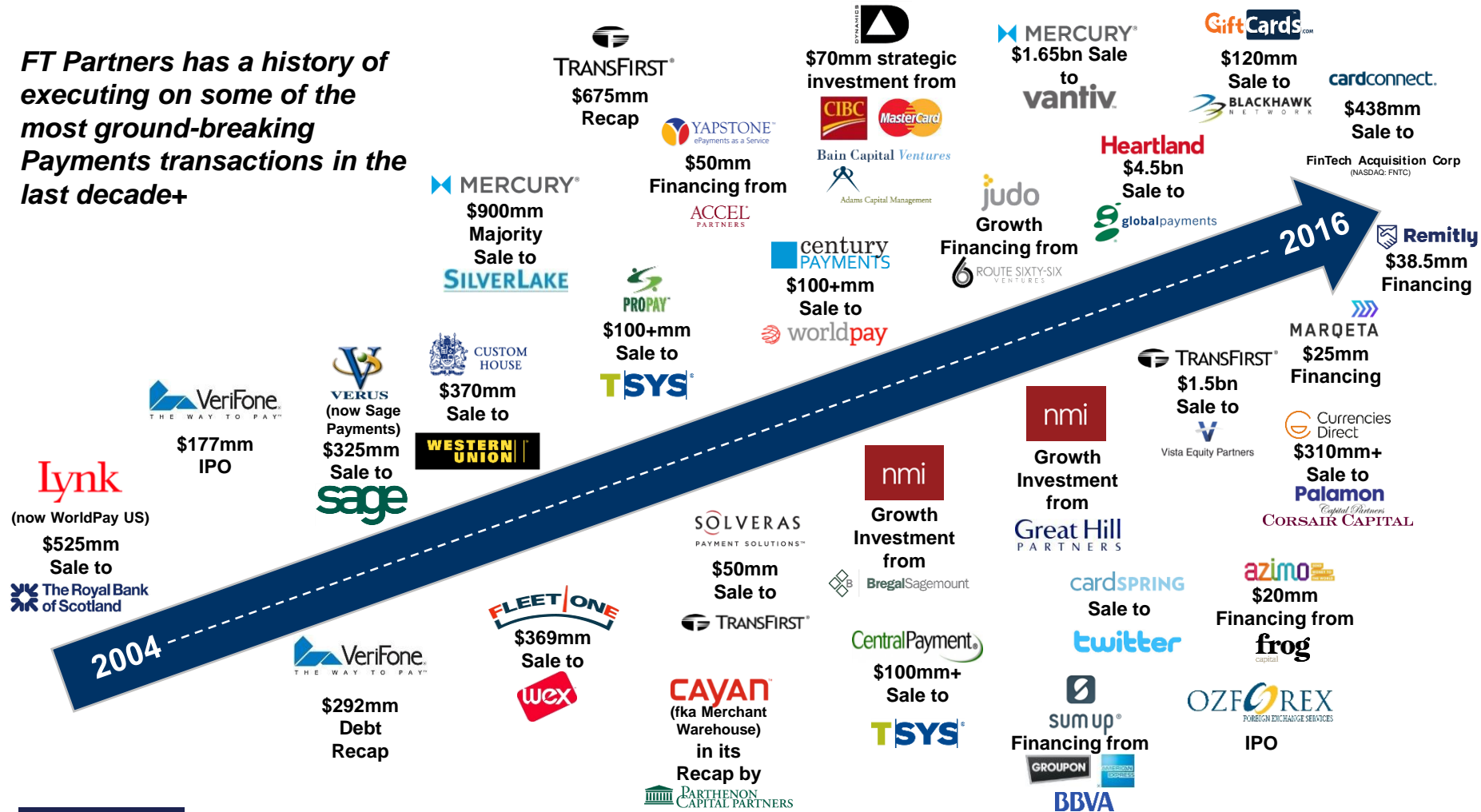
<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its role as strategic and financial advisor to</p> <p><b>Heartland</b></p> <p>in its sale to</p> <p><b>globalpayments</b></p> <p>for total consideration of</p> <p><b>\$ 4,500,000,000</b></p> <p>FINANCIAL TECHNOLOGY PARTNERS</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><b>MERCURY<sup>®</sup></b></p> <p>in its cash sale to</p> <p><b>vantiv<sup>™</sup></b></p> <p>for total consideration of</p> <p><b>\$ 1,650,000,000</b></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><b>TRANSFIRST<sup>™</sup></b></p> <p>in its sale to</p> <p><b>Vista Equity Partners</b> from</p> <p><b>WCAS</b></p> <p><b>\$ 1,500,000,000</b></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><b>GiftCards.com</b></p> <p>in its sale to</p> <p><b>BLACKHAWK NETWORK</b></p> <p>for total consideration of</p> <p><b>\$ 120,000,000</b></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><b>Merchant Warehouse</b></p> <p>in its Significant Growth Recapitalization by</p> <p><b>PARthenon CAPITAL PARTNERS</b></p> <p><b>\$100,000,000+</b></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><b>MERCURY<sup>®</sup></b></p> <p>in its approximately 60% Growth Investment by</p> <p><b>SILVERLAKE</b></p> <p>for a value up to</p> <p><b>\$ 900,000,000</b></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><b>cardsPRING</b></p> <p>in its sale to</p> <p><b>twitter</b></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 strategic and financial advisor to</p> <p><b>century PAYMENTS</b></p> <p>in its sale to</p> <p><b>WorldPay</b></p> <p>a portfolio company of <b>Alkermes Inc.</b> / <b>Bain Capital</b></p> <p><b>\$ 100,000,000+</b></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><b>MARQETA</b></p> <p>in its Series C minority financing from</p> <p><b>COMMERZ VENTURES</b> Commerzbank Group</p> <p><b>83NORTH CV</b> LA CAPITAL GROUP</p> <p><b>\$ 25,000,000</b></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><b>YAPSTONE<sup>™</sup></b></p> <p>in its its minority investment led by</p> <p><b>ACCEL PARTNERS</b></p> <p>For total consideration of approximately</p> <p><b>\$ 50,000,000</b></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><b>VERUS</b></p> <p>in its sale to</p> <p><b>sage</b></p> <p>for cash consideration of approximately</p> <p><b>\$ 325,000,000</b></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><b>SOLVERAS</b> PAYMENT SOLUTIONS<sup>™</sup></p> <p>in its sale to</p> <p><b>TRANSFIRST<sup>™</sup></b></p> <p>valued at approximately</p> <p><b>\$ 51,000,000</b></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><b>Lynk</b></p> <p>in its sale to</p> <p><b>The Royal Bank of Scotland</b></p> <p>for cash consideration of approximately</p> <p><b>\$ 525,000,000</b></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><b>PROPAY</b></p> <p>in its sale to</p> <p><b>TSYS<sup>®</sup></b></p> <p>for total consideration of approximately</p> <p><b>\$ 135,000,000</b></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><b>nmi</b></p> <p>in its growth investment by</p> <p><b>BregalSagmount</b></p> <p>for a total valuation of nearly</p> <p><b>\$200,000,000</b></p> <p>FINANCIAL TECHNOLOGY PARTNERS</p> <p>The Only Investment Bank Focused Exclusively on Financial Technology</p>

**Unparalleled experience in Payment Processing across the entire spectrum of transaction types and dynamics, with extremely strong execution and outcomes**

# Overview of FT Partners

## Timeline of Selected FT Partners Payment Processing Transactions

*FT Partners has a history of executing on some of the most ground-breaking Payments transactions in the last decade+*



# Overview of FT Partners

## Ground-Breaking Transactions Pioneered by FT Partners

<p>Financial Technology Partners LP FTP Securities LLC</p> <p><i>is pleased to announce its exclusive role as sole strategic and financial advisor to</i></p> <p><b>Lynk</b></p> <p><i>in its sale to</i></p> <p><b>The Royal Bank of Scotland</b></p> <p><i>for cash consideration of approximately</i></p> <p><b>\$ 525,000,000</b></p> <p><small>FINANCIAL TECHNOLOGY PARTNERS The Only Investment Bank Focused Exclusively on Financial Technology</small></p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p><i>is pleased to announce its exclusive role as sole strategic and financial advisor to</i></p> <p><b>VERUS</b></p> <p><i>in its sale to</i></p> <p><b>sage</b></p> <p><i>for cash consideration of approximately</i></p> <p><b>\$ 325,000,000</b></p> <p><small>FINANCIAL TECHNOLOGY PARTNERS The Only Investment Bank Focused Exclusively on Financial Technology</small></p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p><i>is pleased to announce its exclusive role as sole strategic and financial advisor to</i></p> <p><b>CUSTOM HOUSE</b></p> <p><i>in its sale to</i></p> <p><b>WESTERN UNION</b></p> <p><i>for total cash consideration of approximately</i></p> <p><b>\$ 370,000,000</b></p> <p><small>FINANCIAL TECHNOLOGY PARTNERS The Only Investment Bank Focused Exclusively on Financial Technology</small></p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p><i>is pleased to announce its exclusive role as sole strategic and financial advisor to</i></p> <p><b>MERCURY<sup>®</sup></b></p> <p><i>in its approximately 60% Growth</i></p> <p><b>SILVERLAKE</b></p> <p><i>for a value up to</i></p> <p><b>\$ 900,000,000</b></p> <p><small>FINANCIAL TECHNOLOGY PARTNERS The Only Investment Bank Focused Exclusively on Financial Technology</small></p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p><i>is pleased to announce its exclusive role as sole strategic and financial advisor to</i></p> <p><b>cardsPRING</b></p> <p><i>in its sale to</i></p> <p><b>twitter</b></p> <p><small>FINANCIAL TECHNOLOGY PARTNERS The Only Investment Bank Focused Exclusively on Financial Technology</small></p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p><i>is pleased to announce its role as strategic and financial advisor to</i></p> <p><b>Heartland</b></p> <p><i>in its sale to</i></p> <p><b>globalpayments</b></p> <p><i>for total consideration of</i></p> <p><b>\$ 4,500,000,000</b></p> <p><small>FINANCIAL TECHNOLOGY PARTNERS The Only Investment Bank Focused Exclusively on Financial Technology</small></p>	<p>Financial Technology Partners LP FTP Securities LLC</p> <p><i>is pleased to announce its role as strategic and financial advisor to</i></p> <p><b>cardconnect.</b></p> <p><i>in its sale to</i></p> <p><b>FinTech Acquisition Corp</b> (NASDAQ: FNTC)</p> <p><i>for total consideration of</i></p> <p><b>\$ 438,000,000</b></p> <p><small>FINANCIAL TECHNOLOGY PARTNERS The Only Investment Bank Focused Exclusively on Financial Technology</small></p>
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First sale of a U.S. merchant acquirer to a large international financial institution; became Worldpay U.S.

First sale of a U.S. merchant acquirer to an international software company; became Sage Payments

First sale of an "International Payments Specialist" to a pure-play consumer remittance provider

First large-scale transaction for an integrated merchant acquirer

First sale of a payments company to an established social media company

Largest U.S. strategic merchant acquiring acquisition in over the last decade

Sale of a payment processor to a SPAC vehicle

*Transactions demonstrate success breaking new ground across the Payment Processing sector*

# Overview of FT Partners

## Selected FT Partners' Research (click to view)



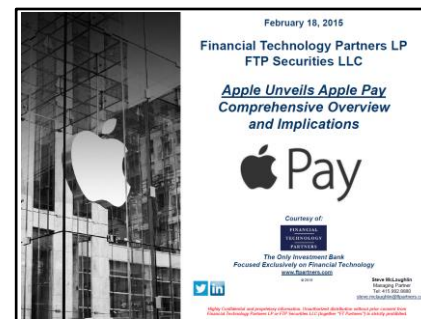
Research Report: Transaction Security



Research Report: PayPal Spin-off Overview



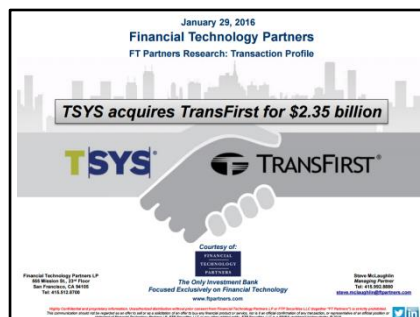
Research Report: Global Money Transfer



Research Report: Apple Unveils Apple Pay



Heartland's Sale to Global Payments



TransFirst's Sale to TSYS



Square Completes its IPO



First Data: Post Quiet Period Review

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"> <li>■ <b>Investment Banking Firm of the Year</b></li> <li>■ Cross Border Deal of the Year</li> </ul>
2015	<ul style="list-style-type: none"> <li>■ <b>Dealmaker of the Year</b></li> <li>■ Technology Deal of the Year</li> </ul>
2014	<ul style="list-style-type: none"> <li>■ <b>Equity Financing Deal of the Year</b></li> <li>■ Professional Services Deal of the Year, Above \$100mm</li> </ul>
2012	<ul style="list-style-type: none"> <li>■ <b>Dealmaker of the Year</b></li> <li>■ Professional Services Deal of the Year, Above \$100mm</li> </ul>
2011	<ul style="list-style-type: none"> <li>■ <b>Boutique Investment Bank of the Year</b></li> <li>■ Deal of the Decade</li> <li>■ <i>10 Deal of the Year Nominations Across 9 Categories</i></li> </ul>
2010	<ul style="list-style-type: none"> <li>■ <b>Upper Middle Market Deal of the Year, Above \$500 mm</b></li> <li>■ IT Services Deal of the Year, Below \$500mm</li> <li>■ Cross-Border Deal of the Year, Below \$500mm</li> </ul>
2007	<ul style="list-style-type: none"> <li>■ <b>Dealmaker of the Year – Steve McLaughlin</b></li> <li>■ Business to Business Services Deal of the Year</li> <li>■ Computer and Information Technology Deal of the Year, Above \$100mm</li> <li>■ Financial Services Deal of the Year, Above \$100mm</li> </ul>



Institutional Investor  
Annual Ranking

2015	■ Steve McLaughlin ranked #4 in Institutional Investor's FinTech 35 List
2006-2008	■ Consecutively ranked (2006, 2007 and 2008) among the top Bankers in Financial Technology



Middle Market  
Financing Awards

2008	<ul style="list-style-type: none"> <li>■ <b>Equity Financing Dealmaker of the Year – Steve McLaughlin</b></li> <li>■ <b>Information Technology Deal of the Year</b></li> <li>■ <b>Financial Services Deal of the Year</b></li> </ul>
2006	<ul style="list-style-type: none"> <li>■ <b>Financing Professional of the Year – Steve McLaughlin</b></li> <li>■ <i>Financing Deal of the Year - Equity</i></li> <li>■ <i>Financing Deal of the Year - Debt</i></li> </ul>

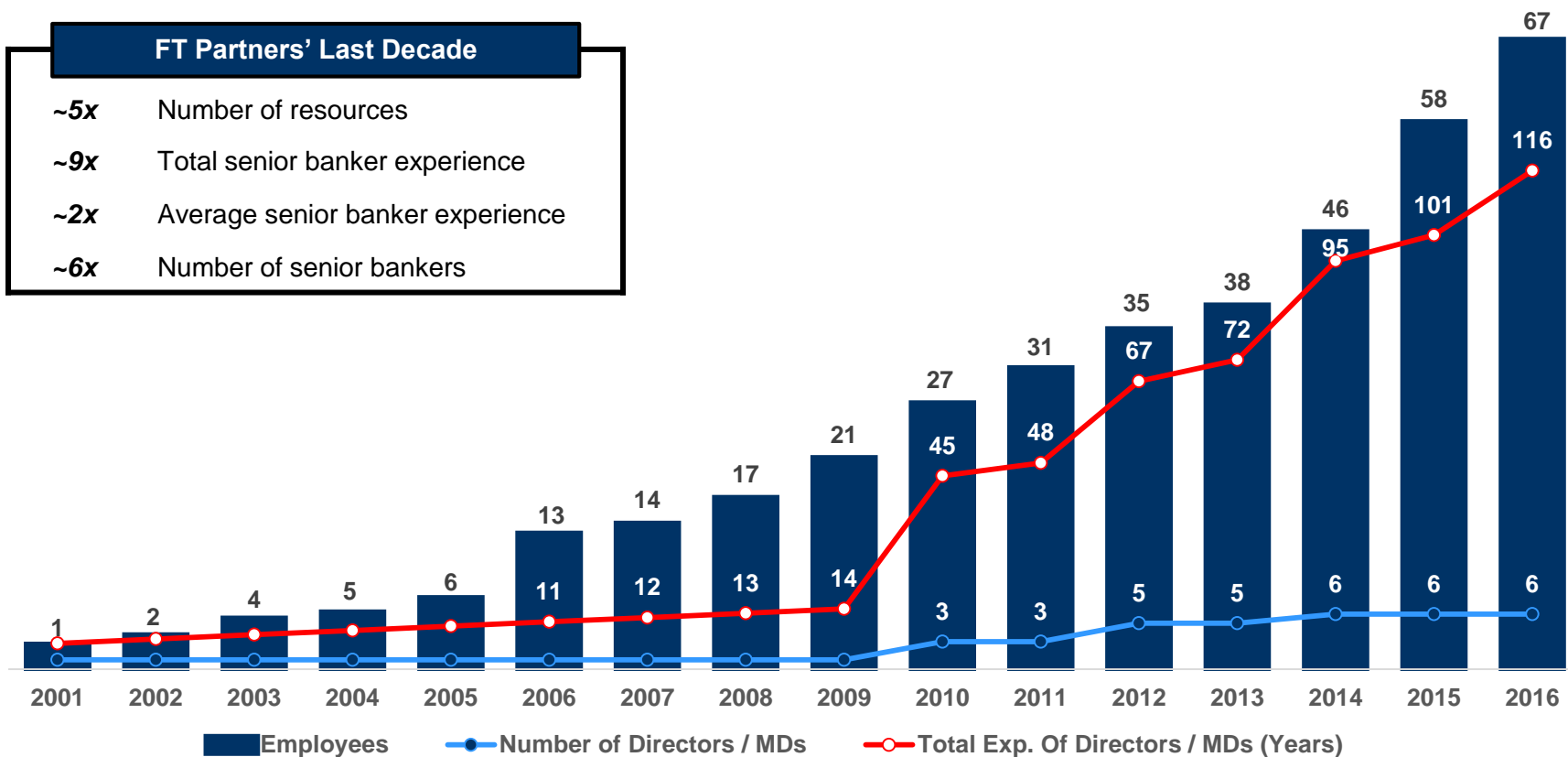
Note: **Bold** represents awards that FT Partners has won, *italics* represents nominations.

# Overview of FT Partners

Platform of Choice for Clients and Bankers Alike

## FT Partners' Last Decade

- ~5x Number of resources
- ~9x Total senior banker experience
- ~2x Average senior banker experience
- ~6x Number of senior bankers









## Avg Years of Director / MD Experience

6	7	8	9	10	11	12	13	14	15	16	13	15	16	17	19
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# Overview of FT Partners

## The FT Partners Senior Banking Team

Name / Position	Prior Background	Experience / Education	Years of Experience
<b>Steve McLaughlin</b> <i>Founder, CEO and Managing Partner</i>		<ul style="list-style-type: none"> <li>Formerly with Goldman, Sachs &amp; Co. in New York and San Francisco from 1995-2002</li> <li>Formerly Co-Head of Goldman Sachs' Financial Technology Group (#1 market share)</li> <li>Wharton M.B.A.</li> </ul>	<b>21</b>
<b>Larry Furlong</b> <i>Managing Director</i>		<ul style="list-style-type: none"> <li>Formerly with Goldman, Sachs &amp; Co. in New York, London and Los Angeles beginning in 1995</li> <li>Wharton M.B.A.</li> </ul>	<b>21</b>
<b>Greg Smith</b> <i>Managing Director</i>		<ul style="list-style-type: none"> <li>Formerly award winning Equity Research Analyst at Merrill Lynch / J.P. Morgan / Sterne Agee</li> <li>Recent coverage included V, MA, TSS, GPN, HPY WU, EEFT, DST, ENV, FISV, FIS &amp; JKHY among others</li> </ul>	<b>20</b>
<b>Steve Stout</b> <i>Managing Director</i>		<ul style="list-style-type: none"> <li>Formerly with J.P. Morgan and UBS</li> <li>Formerly Global Head of Strategy at First Data</li> </ul>	<b>18</b>
<b>Tim Wolfe</b> <i>Managing Director</i>		<ul style="list-style-type: none"> <li>Formerly with Goldman, Sachs &amp; Co. beginning in 2000</li> <li>Started at FT Partners beginning in 2002</li> <li>40 Under 40 M&amp;A Advisor Award Winner 2013</li> <li>Harvard M.B.A.</li> </ul>	<b>14</b>
<b>Andrew McLaughlin</b> <i>Managing Director, Research &amp; Business Development</i>		<ul style="list-style-type: none"> <li>Leads FT Partners' Research and Business Development Team</li> <li>Formerly with Deloitte Consulting</li> </ul>	<b>10</b>