FT PARTNERS FINTECH INDUSTRY RESEARCH

May 15, 2020



Members Exchange Raises \$65 million in Strategic Financing

BlackRock



J.P.Morgan











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 18 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"

be regarded as an offer to sell or as a solicitation of an offer to buy any financial product or service, nor is it an official confirmation of any transaction, or representative of an official position or statement of Financial Technology Partners LP, FTP



Members Exchange Raises \$65 million in Financing

FT PARTNERS RESEARCH



Transaction Summary

Transaction Summary

- On May 13, 2020, Members Exchange (MEMX) announced it has raised \$65 million in a strategic financing round
 - BlackRock, Wells Fargo, Flow Traders, Manikay Partners, Williams Trading, JPMorgan, Goldman Sachs, and Jane Street all participated in the round
 - As part of the transaction, BlackRock gains a seat on the MEMX board
- In addition to the participants in this funding round, the Company is also backed by Bank of America Merrill Lynch, Charles Schwab, Citadel Securities, TD Ameritrade, UBS, Morgan Stanley, E*Trade, Fidelity, and Virtu Financial
- MEMX secured SEC approval as the 15th U.S. stock exchange earlier this month, and is planning to launch its U.S. equity exchange in the third quarter of 2020
 - A majority of the U.S. equity exchanges are owned by ICE, Nasdaq, or CBOE Global Markets
 - MEMX vows to increase competition, improve operational transparency, cut costs, and simplify the execution of equity trading in the U.S.
- Market participants dislike the annual fees charged by the large exchanges for access to real-time information on prices and trading interest for deals (1)
 - The SEC recently ordered exchanges to enable brokers with more control over a widely distributed stock market data feed ⁽¹⁾
 - Initially after its launch, MEMX will not charge for market data or connecting to its venue, but it plans to do so later – although the Company is promising "simple and fair pricing" (1)

Transaction Commentary

"We are pleased to welcome these additional influential and experienced firms that understand the dynamics of the US equity market. Their investment represents continued validation of the MEMX model, and we look forward to adding their voices to our broad-based consortium."



MEMXInvestor Board

"It's very meaningful, BlackRock being such a large asset manager, being able to represent their investors and really represent the buy-side. It really rounds out our boardroom."



Jonathan Kellner CEO

Selected Financing History

Date	Туре	Amount (\$ mm)	Investors
05/13/20	Growth	\$65	BlackRock; Wells Fargo; Flow Traders; Manikay Partners; Williams Trading; JPMorgan; Goldman Sachs; Jane Street
01/08/19	Seed	70	Fidelity; E*Trade; Virtu Financial; Charles Schwab; Bank of America Merrill Lynch; UBS; Citadel Securities; Morgan Stanley; TD Ameritrade

Members Exchange Raises \$65 million in Financing

MEMX Overview





Company Overview



Jonathan Kellner

Headquarters: Jersey City, NJ

Founded: 2019

- Members Exchange (MEMX) is an SEC-approved U.S. equities exchange that aims to increase competition, improve operational transparency, further reduce fixed costs, and simplify execution
 - The Company plans to launch its exchange in Q3 2020
- MEMX will offer a new option to investors, with a simpler platform and features that will benefit both retail and institutional investors
 - A limited number of order types to promote simple and transparent interactions
 - Investments in technology to deliver fast and efficient execution
 - Lower pricing on market data, connectivity, and transaction fees
- As the only member-owned equities trading platform, MEMX will represent the interests of its founders and their collective client base, comprised of retail and institutional investors

Selected Management Team



Jonathan Kellner



Thomas Fay



Dominick Paniscotti



Colin Clark
Head of Business
Development

Frequently Asked Questions

Can one become a market data subscriber without becoming a Member?

• Yes, market data can be consumed by entities other than exchange members, or prior to exchange membership

What market data protocols will be supported?

 MEMX data products include Depth, Top of Book, and Last Sale, as well as historical versions of each. Participants will be able to consume data products via a streaming multicast protocol and through the use of modern APIs in the cloud for historical products.

What order entry protocols will be supported?

 Participants will electronically access the exchange using Classic FIX (ASCII Tag / Value) and/or a native binary protocol called MEMO (MEMbers Orders)

Does MEMX provide pre-trade risk controls on incoming orders?

 Yes, MEMX provides a system of integrated pre-trade risk management to help participants monitor and control their interactions with the exchange

What are the transaction fees for MEMX?

 MEMX will operate a maker-taker model (rebate to provide / fee to remove liquidity) and will publicize its transaction fees before launch

Which order types and modifiers will be supported?

 MEMX accepts three order types (market, limit, pegged), six modifiers (ISO, reserve, non-display, post only, book only, re-pricing) and five time-in-force instructions (IOC, FOK, Day, RHO, GTT)

Selected FT Partners Research - Click to View



AlphaSense's \$50 million Series B Financing



Clearpool's Sale to BMO



Moneyfarm's £36 million Series C Financing



Forge's Merger with SharesPost



iCapital Network Raises \$146 million in Financing



Long-Term Stock Exchange Raises \$50 million in Series B Financing



Bakkt Raises \$300 million in Series B Financing



Morgan Stanley Acquires E*TRADE for \$13 billion

VIEW MORE FT PARTNERS RESEARCH

FT Partners Research - FinTech Meets Alternative Investments

FinTech Meets Alternative Investments Innovation in a Burgeoning Asset Class



Click pictures to view report

Demand for alternative assets remains strong as investors and plan sponsors seek asset diversification, higher yields, and uncorrelated returns. As a result, alternatives are a clear bright spot in the asset management industry. As demand grows for alternative assets, a new FinTech ecosystem is developing to help investors, investment managers, and service providers to access new asset classes and manage their investments and operations with new data, software, and platforms.

Highlights of the report include:

- An overview of trends driving the developing FinTech ecosystem around the Alternative Investment Management industry
- A detailed landscape of FinTech companies operating in the Alternatives space
- Proprietary list of financing and M&A transactions in the space
- Interviews with the CEOs of 11 companies driving innovation in Alternatives
- Detailed profiles of 41 FinTech companies operating in the industry

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 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 <u>\$70 million Series B financing</u>
- This transaction underscores FT Partners' deep alternative marketplace domain expertise and its continued success in providing buy-side advisory to top-tier FinTech companies

FTP Securities LLC

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



on its merger with





FT Partners Advises Addepar on its Series D Financing

Overview of Transaction

- On June 8, 2017, Addepar announced it has raised \$140 million in Series D financing co-led by Harald McPike, the founder of QuantRes, along with Valor Equity Partners and 8VC
- Headquartered in Mountain View, CA, Addepar is a leading provider of portfolio management and reporting software and services that seeks to become the infrastructure that will connect all aspects of global finance
- Harald McPike is the founder of QuantRes, a quantitative trading firm, and a global private investor with a focus on the financial and technology sectors
- Valor Equity Partners is an operational growth investment firm that does both minority and majority investments in high growth companies at various stages of development
- 8VC is a venture capital firm that makes seed to later stage investments with a focus on the technology industry

Significance of Transaction

- The financing capitalizes on Addepar's unprecedented growth from \$300 billion to over \$650 billion assets on platform in less than 18 months as top wealth managers embraced Addepar's category-defining client reporting software
- With the new capital, Addepar will continue investing significantly in R&D, expanding its product, platform and tech-enabled services to unlock more value for its clients while also serving a wider range of wealth and asset management firms

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Addepar
- Transaction demonstrates FT Partners' continued leadership position as the "advisor of choice" to the highest quality FinTech companies as well as its deep domain expertise and experience in the WealthTech space

Financial Technology Partners LP

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



in its Series D financing co-led by



Harald McPike

for total consideration of

\$ 140,000,000



FT Partners Advises Forge on its \$70 million Series B Financing

Overview of Transaction

- On July 25, 2018, Forge (formerly known as Equidate) announced it has raised \$70 million in a Series B financing round led by Panorama Point Partners and Operative Capital
 - Munich RE Ventures and BNP Paribas also participated in the round
 - Forge's existing investors include Peter Thiel, Tim Draper and Scott Banister
- Founded in 2014, Forge is the leading stock market for private companies
 - The Company's global electronic trading platform connects individual and institutional investors with sellers like venture capitalists and shareholder employees, as well as some of the largest and most prominent private companies themselves

Significance of Transaction

- Responding to the current trend of growth companies staying private much longer, Forge sees traditional institutional investors becoming significantly more active in the pre-IPO economy
 - Forge's technology-centric approach is the key to unlocking the market's true potential
- Forge believes its run-rate of \$1 billion of trade volume this year squarely
 places the company as both the market leader and the fastest growing player

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Forge
- This transaction underscores FT Partners' domain expertise and its successful track record generating highly favorable outcomes for high growth FinTech companies globally

FTP Securities LLC.

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



on its Series B financing led by





with participation from





BNP PARIBAS

for total consideration of

\$ 70,000,000



FT Partners Advises AlphaSense on its \$50 million Series B Financing

Overview of Transaction

- On July 17, 2019, AlphaSense announced it has raised \$50 million in a Series B financing round led by Innovation Endeavors
 - Innovation Endeavors, a Silicon Valley-based investment firm founded in 2010 and backed by former Google CEO Eric Schmidt, is a new investor in AlphaSense
 - Existing investors, including Soros Fund Management and others, also participated in the round
- Headquartered in New York, NY, AlphaSense is an artificial intelligence-based market intelligence search engine operating in the United States and Europe
 - AlphaSense leverages deep-learning AI and natural language processing to search and monitor thousands of previously fragmented data sources, enabling better, quicker and more confident decision making
 - AlphaSense serves more than 1,000 institutional clients in both the financial and corporate sectors including the largest corporations, investment firms, and banks in the world

Significance of Transaction

- AlphaSense will use the new capital to continue to further develop its groundbreaking Al and natural language processing technology, accelerate product development, and drive global expansion of the platform
- The transaction demonstrates Innovation Endeavors' confidence in the potential of AlphaSense to transform the market intelligence landscape through groundbreaking Al and search technology

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to AlphaSense
- FT Partners previously advised AlphaSense on its \$33 million growth financing round in 2016
- This transaction underscores FT Partners' strong domain expertise and successful track record in the Information Technology / Capital Markets space

Financial Technology Partners LP FTP Securities LLC

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



on its Series B Financing from





for total consideration of

\$ 50,000,000



FT Partners Advises Nutmeg on its 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 Moneyfarm on its £36 million Series C Financing

Overview of Transaction

- On September 26, 2019, Moneyfarm announced it has raised £36 million in a Series C financing round led by Poste Italiane, the Italian postal and financial services firm
 - Existing investor Allianz Asset Management, the investment arm of global insurer Allianz, also participated in the round
- Headquartered in London, U.K., Moneyfarm is a digital wealth manager operating in Italy, the U.K. and Germany
 - Moneyfarm provides bespoke automated advice and discretionary portfolio management with exposure to multiple asset classes, through its diversified ETF-based portfolios
 - Moneyfarm serves nearly 40,000 active investors, manages over £700 million in assets under management, and is led by its co-founders,
 Paolo Galvani and Giovanni Daprà

Significance of Transaction

- Moneyfarm will use the new capital to continue rolling out its digital wealth management services to investors across Europe
- The funding round coincides with the launch of Moneyfarm's strategic partnership with Poste Italiane, creating one of the largest digital wealth management partnerships in Europe
 - Through the partnership, Moneyfarm's unique blend of digital investment advice, human guidance and fully-managed portfolios will be integrated with Poste Italiane's digital platform

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Moneyfarm
- FT Partners previously advised Moneyfarm on its <u>£40 million Series B financing</u> and its acquisitions of <u>vaamo</u> and <u>Ernest</u>
- This transaction underscores the long-term nature of many of FT Partners' relationships as well as our strong domain expertise and successful track record in the global Digital Wealth Management space

FTP Securities LLC

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



on its Series C financing led by



with participation from



for total consideration of

£36,000,000



FT Partners Advised Backstop on its \$20 million Minority Financing

Overview of Transaction

- On October 30, 2018, Backstop Solutions announced a minority \$20 mm financing round
 - Existing and new investors participating in the round include Roger Kafker, a 30-year veteran investor in the asset management space, Tao Huang, former COO of Morningstar, David Bradley, President of Huizenga Capital Management, and Vistara Capital Partners
- Headquartered in Chicago, IL., Backstop Solutions is a software-as-a-Service
 platform designed to help firms in the institutional and alternative investment
 management industry operate efficiently, invest intelligently and communicate
 effectively
 - Founded in 2003, the Company has quickly grown to service over 800 clientele providing its industry-leading cloud-based productivity suite to investment consultants, pensions, funds of funds, family offices, endowments, foundations, private equity, hedge funds, and real estate investment firms

Significance of Transaction

- The transaction builds on an strong year for Backstop, which saw a rapidly growing roster of clients, key executive appointments, and market momentum
- Backstop Solutions' minority financing will enable the Company to become globally recognized as the dominant cloud productivity suite for the institutional and alternative investment industry

FT Partners' Role

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

FTP Securities LLC

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



in its minority financing from

Roger Kafker Tao

Tao Huang

David Bradley



for total consideration of

\$20,000,000



FT Partners Advises Clearpool on its Sale to BMO

Overview of Transaction

- On January 22, 2020, Bank of Montreal (BMO) announced that it had signed an
 agreement to acquire 100% of the outstanding shares of Clearpool Group
 ("Clearpool"), an Algorithmic Management System transforming electronic
 trading with a fully customizable suite of trading tools
- Headquartered in New York, Clearpool empowers market participants by providing greater transparency, efficiency and control through next generation trading technology
- Clearpool's solution provides total visibility and control, from strategy to execution, through its cloud-based algorithmic management system, execution and analytics portals
- Bank of Montreal (TSX, NYSE: BMO) is a highly diversified financial services provider based in North America

Significance of Transaction

 BMO's electronic platform (Capital Markets, Securities and Equity) has a successful, fast-growing trading business in Canada, and adding Clearpool's capabilities in algorithmic management will allow BMO to deliver next-gen trading technology to its global client base

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Clearpool
- The transaction underscores FT Partners' successful track record generating highly favorable outcomes for Capital Markets Technology companies
- This transaction also highlights FT Partners' expertise in bringing our clients together with world class strategic investors and acquirers

FTP Securities LLC

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



on its sale to





FT Partners Advises BlackRock on its Acquisition of FutureAdvisor

Overview of Transaction

- On August 26, 2015, BlackRock (NYSE: BLK) announced a definitive agreement to acquire 100% of FutureAdvisor
- FutureAdvisor is a leading digital wealth management platform with technology-enabled investment advice capabilities
- BlackRock offers investment management, risk management and advisory services to institutional and retail clients worldwide and has over \$4.7tn in assets under management
- Following the transaction, FutureAdvisor will operate as a business within BlackRock Solutions ("BRS"), BlackRock's investment and risk management platform
- The transaction is expected to close in Q4 2015

Significance of Transaction

- Combines FutureAdvisor's tech-enabled advice capabilities with BRS' investment and risk management solutions
- Enables BlackRock to provide a B2B digital advice platform, which helps financial institution partners both improve their clients' investment experiences and grow advisory assets
- Empowers partners to meet the growing demand among consumers to engage with technology to gain insights on their investment portfolios
 - Demand is particularly strong among the mass-affluent, who account for \sim 30% of investable assets in the U.S.

FT Partners' Role

- FT Partners served as exclusive advisor to BlackRock
- Highlights FT Partners' continued success advising a broad range of toptier strategic investors across the financial technology landscape

Financial Technology Partners LP FTP Securities LLC

is pleased to announce its exclusive role as advisor to

BlackRock

in its 100% acquisition of

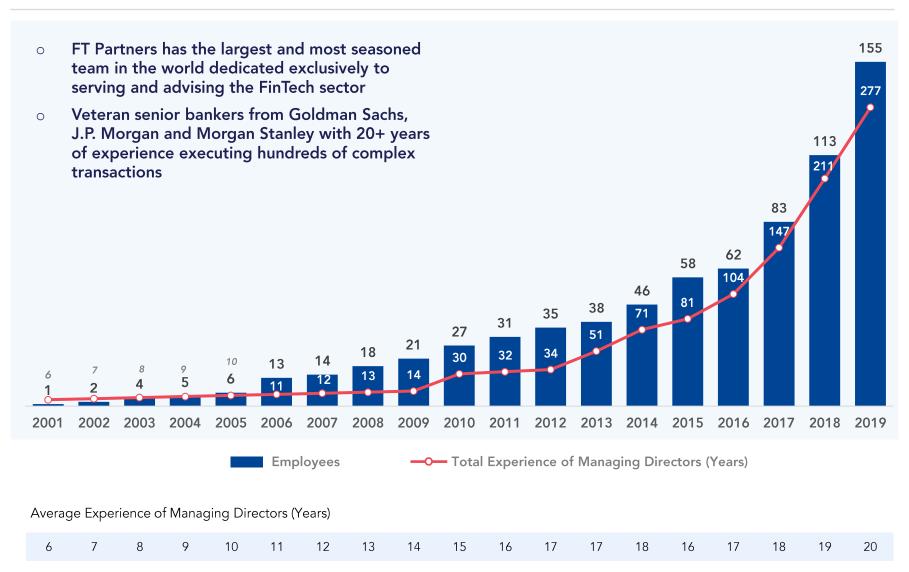




Award-Winning Investment Banking Franchise Focused on Superior Client Results

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	2015 & 2016	Ranked Top 5 on Institutional Investor's FinTech 35 List					
Annual Ranking	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"					
	2019	Technology Deal of the Year	2012	Professional Services Deal of the Year, \$100 mm+			
	2018	Corporate / Strategic Deal of the Year	2011	Boutique Investment Bank of the Year			
<u> </u>	2018	Cross Border Deal of the Year	2011	Deal of the Decade			
2019	2017	Investment Banker of the Year	2010	Upper Middle Market Deal of the Year, \$500 mm+			
- 2004 ANNUAL AWARDS	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			
Winner	2015	Dealmaker of the Year	2007	Dealmaker of the Year – Steve McLaughlin			
M&A Advisor Awards	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			

The Largest FinTech Advisory Practice in the World



The FT Partners Senior Banker Team

Name / Position	Prior Background	Experience / Education	Years of Experience
Founder, CEO and		 Formerly with Goldman Sachs 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. 	25
Mohit Agnihotri Managing Director	J.P.Morgan	 Formerly Managing Director and Global Head of Payments Investment Banking at J.P. Morgan Wharton M.B.A 	18
Kate Crespo Managing Director	RAYMOND JAMES®	 Formerly with Raymond James' Technology & Services investment banking 14+ years of FinTech transaction execution experience Dartmouth M.B.A. 	18
Larry Furlong Managing Director	Goldman Sachs	 Formerly with Goldman Sachs in New York, London and Los Angeles from 1995-2004 Wharton M.B.A. 	24
Osman Khan Managing Director	Mâ 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 	23
Randall Little Managing Director	J.P.Morgan	 12 years as FIG / Capital Markets FinTech investment banker at J.P. Morgan 10 years as financial services technology consultant at Sun Microsystems and Ernst & Young NYU Stern M.B.A. (MBA w/Distinction) 	23
Andrew McLaughlin Managing Director	Deloitte.	 20+ years experience executing / implementing financial and operational strategy Formerly with Deloitte Consulting 	14
Amar Mehta Managing Director	J.P.Morgan	 Formerly with J.P. Morgan's Technology (FinTech & Technology Services) team in New York 7+ years of FinTech transaction execution experience MBA from IIM-K (India), Bachelor's in Computer Engineering from NTU (Singapore) 	16
Mike Nelson Managing Director	SUNTRUST	 Formerly head of FinTech M&A at SunTrust Robinson Humphrey Kellogg M.B.A. 	20
Timm Schipporeit Managing Director	Index Banking Leam in London		17
Greg Smith Managing Director	• 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		24
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. 	18