FT PARTNERS FINTECH INDUSTRY RESEARCH

March 7, 2018



Atom Bank Raises £149 million (~\$207 million) in Financing Led by BBVA & Toscafund





The Only Investment Bank Focused Exclusively on FinTech

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 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"

Steve McLaughlin: Founder & CEO

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Transaction Summary

Transaction Summary

- On March 7, 2018, Atom Bank, a UK-based digital bank, announced it had secured £149 million (approximately \$207 million) in financing led by BBVA and Toscafund
 - BBVA invested a further £85.4 million this round, raising its stake in Atom Bank up to 39% - an increase from its existing 29% stake when BBVA invested £45 million in November 2015
 - Atom Bank has confirmed that despite BBVA's increased stake, it will not be launching a takeover attempt at the Company (1)
 - Toscafund invested £54.4 million, also increasing its stake in the Company
 - Other existing Atom Bank shareholders also participated in the round
- According to Tech Crunch, this new round values Atom Bank at approximately \$593 million (1)
- Atom Bank intends to use the fresh injection of capital to roll out new products and services
 - These new product launches are intended to capitalize on the opportunities created by the introduction of Open Banking and PSD2
- Atom Bank has experienced rapid growth since launching in 2016, the Company has already secured £1.3 billion in deposits and has lent over £1.2 billion through mortgages and business loans

Transaction Commentary

"This further significant injection of capital secures the bank's place as a disruptive force in the mainstream of UK banking. We will continue to invest in growth, in our technology and in our products as we continue to push ahead with the support of our investors."



Mark Mullen
Chief Executive Officer



"Atom is progressing extremely well and we continue to support the company. We are fully aligned with the vision of banking that Atom is pursuing, and the disruption it is already bringing to the UK financial services sector."



Carlos Torres Vila
Chief Executive Officer



"Atom is a rapidly growing, ambitious and vibrant business that is founded on the unique fit of our shareholders, our team and our partners. I am delighted that our investors have decided to back the bank with such a significant injection of capital to fuel our mission to change banking permanently for the better."



Bridget Rosewell
Chairman



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Atom Bank Overview

Company Overview



Mark Mullen London, UK

Headquarters:

Founded:

CEO:

2014

- Atom Bank is a UK-based startup that has built an exclusively mobile-only bank
 - The Company's target demographic is 18-34 year olds and focuses on providing a streamlined financial experience
- In addition to personal banking and savings, Atom Bank aims to offer other services such as business banking, loans and mortgages
- The Company has been dubbed the "Uber of banking"
- Atom provides an App, which is be the primary way that the bank communicates with customers
 - The App was designed by a team of engineers from the gaming industry
- The App utilizes new communication innovations like push messaging, machine learning and anticipatory computing
- Atom Bank secured its banking license in June 2015 and launched operations in April 2016

Product Overview



An entire bank packed into the App

- Personalize the App by naming the bank and receive a unique Atom logo
- Easily open an account in a few taps
- Access the App using face and voice recognition

Fixed Saver: know in advance the interest that will be earned



- Open as many accounts as needed with a minimum of £50 each and save up to £100,000
- Interest paid monthly or annually that stays the same for the duration
- No withdrawals allowed before maturity
- Choose interest rates for 1, 2, 3 or 5 year options

Digital Mortgages: for residential and SME lending



- Broad range of residential lending products via independent advisers
- Accept mortgage offers and receive all updates and communications via the App
- Mortgages backed by automated systems so everything is done in real time
- Also offers secured business loans with simple, straightforward variable rate loans

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Atom Bank Overview (cont.)



Selected Financing History

Date	Investor(s)	Amount (\$ in mm)	Post-Money Valuation ⁽¹⁾ (\$ in mm)
03/07/18	BBVA TOSCAFUND woodford	\$207	\$593
03/03/17	BBVA TOSCAFUND woodford	102	322
11/24/15	BBVA TOSCAFUND POLAR CAPITAL MARATHON WOODFORD	128	232
12/04/14	anthemis group Woodford POLAR CAPITAL	31	NA
07/01/14	Middleton Enterprises Ltd	NA	NA

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BBVA Overview

Company Overview



- BBVA is a global financial group providing diversified financial services to over 72 million customers in 30 countries
 - The Company has several operating units, such as Business Development, New Digital Businesses, CIB & Retail Banking and Asset Management & Global Wealth

Company Financials (as of 12/31/17)

Market Cap ⁽¹⁾	\$54,823 million
Revenue	\$25,449 million
Net Income	\$4,360 million
Diluted EPS	\$0.59

Stock Performance (BME:BBVA)



Selected FinTech Investments & Acquisitions

Date	Company	Туре	Amount ⁽²⁾ (\$ in mm)
03/08/18	solarisBank	Investment	\$70
03/07/18	Atom	Investment	207
03/03/17	Atom	Investment	102
12/23/16	Openpay ABVA CUMPHRY	M&A	NA
03/07/16	HOLVI	M&A	NA
11/24/15	Atom	Investment	128
1/20/15	coinbase	Investment	75
12/09/14	SOUSSIES MADIVA	M&A	NA
02/20/14	SIMPLE	M&A	117
07/09/13	S sum up°	Investment	NA

Source: Company website, Company press release

⁽¹⁾ As of 03/07/18

⁽²⁾ Investment amounts shown reflect the entire investment round and not just BBVA's investment

Selected FT Partners' Research - Click to View



Credit Sesame's \$42 million Financing



Prosper's Series G Financing



Oakam's Debt Financing from Victory Park Capital



defi SOLUTIONS Raises \$55 million in Series C Financing



Aspiration Raises \$47 million in Series B Financing



Exclusive CEO Interview:
Nav – Levi King



Nubank Raises \$150 million in Financing



MoneyLion Raises \$42 million in Series B Financing (includes interview with CEO)

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Significant Experience Across the Banking Technology Space











































FT Partners Advises ING on its Acquisition of Payvision

Overview of Transaction

- On January 29, 2018, ING announced that it has reached an agreement to acquire a 75% stake in Payvision
 - The transaction values Payvision at EUR 360 million (approximately \$447 million)
- Headquartered in Amsterdam, ING is a global financial institution with a strong European base, offering banking services through its operating company ING Bank
 - The purpose of ING Bank is empowering people to stay a step ahead in life and in business. ING Bank's more than 51,000 employees offer retail and wholesale banking services to customers in over 40 countries
- Founded in 2002 in the Netherlands, Payvision is a fast growing, independent international card acquirer and payments platform, connecting payment service providers and their global merchants

Significance of Transaction

- The transaction will enable ING to strengthen its footprint in omnichannel payments services and expand its merchant services for its business customers, particularly in the fast-growing e-commerce segment
- By offering Payvision's solution, ING's business customers will be able to accept payments through any channel, including in store terminals and web shops and through any device

FT Partners' Role

- FT Partners served as strategic and financial advisor to ING in this transaction
- This transaction further supports FT Partners' continued success in the Payments space and highlights the Firm's versatility in generating attractive outcomes on both the sell-side and the buy-side
- FT Partners leveraged its deep, global industry knowledge and transaction expertise to help achieve a favorable outcome for the Company

Financial Technology Partners LP FTP Securities LLC

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



in its acquisition of



at a total valuation of approximately

€360,000,000 (\$447,000,000)



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FT Partners Advises Oakam on its Debt Financing

Overview of Transaction

- On December 4, 2017, Oakam announced it has secured a £35 million (approximately \$47 million) debt investment from Victory Park Capital
- Headquartered in London, Oakam is a digital micro-lender focused on the underserved communities who otherwise struggle to access the funds they need to manage immediate financial obligations and improve long-term financial health
 - To date, Oakam has disbursed £320 million to help financially excluded consumers gain access to credit
- Victory Park Capital (VPC) is an investment firm with a focus on alternative credit
 - VPC provides privately negotiated debt and equity capital solutions to small and middle market companies across a wide range of industries

Significance of Transaction

- The funds raised will enable Oakam to accelerate its lending activity in the UK and continue to disrupt the global micro-lending industry
 - Oakam has built a strong track record of growth in the last decade since its launch in 2006, and its loan application levels have grown by 300% in 2017

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Oakam and its Board of Directors
- This transaction demonstrates FT Partners' continued success advising leading companies in the Alternative Lending space and highlights the Firm's ability to find optimal financing solutions for FinTech clients across the globe

Financial Technology Partners LP

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



in its debt financing from

VICTORY PARK

for total consideration of approximately

\$47,000,000



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FT Partners Advises Moneyfarm on its Acquisition of Ernest

Overview of Transaction

- On October 6, 2017, Moneyfarm announced it has acquired the technology behind Ernest
 - Ernest is a personal banker chatbot, powered by Artificial Intelligence that combines natural language processing technology with machine learning, Ernest aims to help individuals manage their money better
- Headquartered in London, U.K., Moneyfarm is a digital wealth manager operating in both Italy and the U.K.
- Moneyfarm will work to combine Ernest's technology with its existing services

Significance of Transaction

- Ernest's technology has the ability to tap into daily transactional behavior of customers, which will prove critical as Moneyfarm works to provide more personalized financial advice
- Ultimately, the acquihire will enhance Moneyfarm's product, improve underlying algorithms and better assist customers through the entire wealth lifecycle

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Moneyfarm
- This transaction underscores FT Partners' successful track record of transactions in the WealthTech space

Financial Technology Partners LP

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



in its acquisition of the technology assets of







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Award-Winning Investment Banking Franchise Focused on Superior Client Results

Institutional Investor	2017 2015 - 2016	 Ranked #1 Most Influential Executive on Institutional Investor's FinTech 40 List Steve McLaughlin 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"
2017 - 2004 ANNUAL AWARDS WINNER M&A Advisor Awards	2015 - 2017	 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
	2010 -2014	 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
	2004 - 2007	 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 & Co. 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
Greg Smith Managing Director	AS Merrill Lynch J.P.Morgan	 Formerly award winning Equity Research Analyst at Merrill Lynch / J.P. Morgan / Hambrecht & Quist 20+ years of experience covering FinTech as both an Analyst and Investment Banker 	22
Osman Khan Managing Director	pwc	 Former Managing Director / 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	 Former Global Head of Strategy at First Data Formerly Led J.P. Morgan Payments Investment Banking Former Equity Research Analyst on #1 ranked team at UBS and Economist at the Federal Reserve Bank 	20
Tim Wolfe Managing Director	Goldman Sachs	 Formerly with Goldman, Sachs & Co. beginning in 2000 Started at FT Partners in 2002 40 Under 40 M&A Advisor Award Winner 2013 Harvard M.B.A. 	16
Timm Schipporeit Managing Director	Morgan Stanley Index Ventures	 11+ years with Morgan Stanley, 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