

May 2018

**FT PARTNERS
TRANSACTION ANNOUNCEMENT**

**FINANCIAL
TECHNOLOGY
PARTNERS**

**The Only Investment Bank
Focused Exclusively
on FinTech**

San Francisco • New York • London

**FT Partners is Pleased to Announce its
Exclusive Role as Sole Strategic and
Financial Advisor to**

CentralPayment®

in the sale of its remaining stake to

TSYS®

for a total valuation of

\$ 840,000,000

Central Payment's Sale of its Remaining Stake to TSYS

Overview of Transaction

- In April 2018, Central Payment completed a sale of its remaining 15% equity stake to TSYS at a valuation of \$840 mm ⁽¹⁾
- Headquartered in San Rafael, CA, Central Payment is one of the fastest growing payment processors in the country
 - Through Central Payment's innovative approach, the Company provides processing services to nearly 80,000 businesses across several electronic transaction categories and industries
- TSYS provides electronic payment processing and other services to card-issuing and merchant acquiring institutions worldwide
- FT Partners also represented Central Payment on its initial 60% strategic growth investment with TSYS in [2012](#) and its subsequent recap in 2014 and [2017](#)

Significance of Transaction

- The transaction provides TSYS with a high-growth and very successful independent agent channel, which supports ongoing growth in its merchant acquiring business
- Additionally, the transaction reiterates Central Payment's ability to leverage TSYS' strategic relationships, processing capabilities and expertise in the sector to further scale the business and pursue additional growth opportunities

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Central Payment and its owners
- This transaction highlights FT Partners' continued dominance in the Payments and Merchant Acquiring space and its leadership position as the "advisor of choice" to the highest quality FinTech Companies

Financial Technology Partners LP FTP Securities LLC

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



in the sale of its remaining stake to



for a total valuation of

\$ 840,000,000



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Central Payment's Recapitalization and Strategic Investment

Overview of Transaction

- On February 9, 2017, Central Payment completed a sale of an additional 10% equity stake to TSYS at a valuation of \$700mm⁽¹⁾ and extended a put call agreement on the remaining 15% of equity that's exercisable until April 2018
- Headquartered in San Rafael, CA, Central Payment is one of the fastest growing payment processors in the country
 - Through Central Payment's innovative approach, the Company provides processing services to over 70,000 businesses across several electronic transaction categories and industries
- TSYS provides electronic payment processing and other services to card-issuing and merchant acquiring institutions worldwide
- FT Partners also represented Central Payment on its initial 60% strategic growth investment with TSYS in 2012 and its subsequent recap in 2014

Significance of Transaction

- The transaction provides TSYS with a high-growth and very successful independent agent channel, which supports ongoing growth in its merchant acquiring business
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*is pleased to announce its exclusive role as
sole strategic and financial advisor to*



*in its recapitalization and strategic
investment by*



for a total valuation of

\$ 700,000,000



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Central Payment's Strategic Investment by TSYS

Overview of Transaction

- On August 9, 2012, Total Systems Services, Inc. ("TSYS") entered into an agreement with Central Payment, whereby the Company was recapitalized and now operates as a TSYS affiliate
- As part of the agreement, TSYS made a strategic investment into Central Payment, becoming 60% owner of the newly-formed joint venture
- Central Payment is a privately held merchant acquirer — based in San Rafael, California — servicing small- to medium-sized merchants through an Independent Sales Agent (ISA) business model
- TSYS provides electronic payment processing and other services to card-issuing and merchant acquiring institutions worldwide

Significance of Transaction

- Positions Central Payment to pursue additional growth opportunities and further scale the business by leveraging TSYS' strategic relationships, processing capabilities and expertise in the sector
- Provides TSYS with a high-growth and very successful independent agent channel, while continuing to grow the TSYS merchant acquiring business (TSYS Merchant Services)

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Central Payment and its owners
- Transaction highlights FT Partners' deep knowledge and breadth of relationships in the Payments industry
- Underscores FT Partners' continued dominance in the Payment Processing and Merchant Acquiring space

Financial Technology Partners LP FTP Securities LLC

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



in its strategic investment by



for a total valuation of approximately

\$ 110,000,000

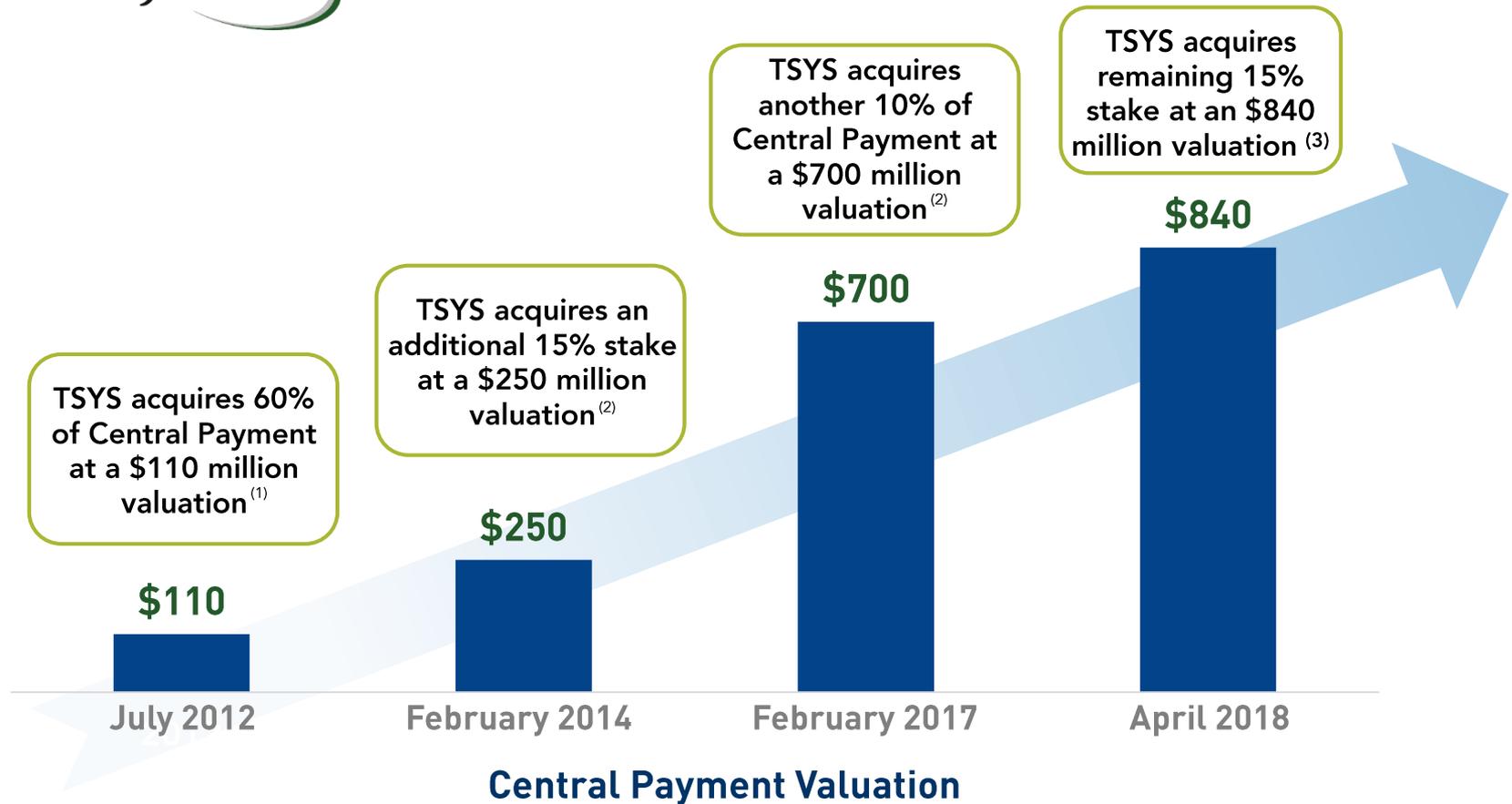


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History of Central Payment and TSYS Relationship



*TSYS and CPAY Founders realize a huge **7.6x** unlevered return (excluding strong dividends) representing a CAGR of **40%***



Source: 1) [TSYS 2012 10-K](#)
2) [TSYS 2016 10-K](#)
3) [TSYS Q1'18 10-Q](#)

Central Payment Commentary & Interview

“We have been working with Steve and the team at FT Partners since 2011 when we initially opened up to the idea of strategic options for Central Payment. The guidance, support, creativity and true value-add that they brought to the table over the last 6 years has helped CPAY achieve goals we didn’t think were possible. We’ve seen a lot of advisors over the years – if you are in Payments or FinTech and considering an important transaction, you should undoubtedly be working with FT Partners, hands down.”

**– Matt and Zach Hyman, Co-Managing Partners of
Central Payment**



Matt Hyman



Zach Hyman

1. What was the vision behind founding Central Payment?

We set out to build a platform designed to fully support the SMB market and at the same time have a national sales team fully capable of deploying our services.

2. How has the business changed over the course of time?

We really stuck to our initial go to market strategy, but certainly had to constantly make our offering more attractive to the SMB marketplace both in price and functionality.

3. Central Payment has had a unique exit strategy. Can you discuss the process and how your relationship with TSYS has evolved

In 2012 we sold 60% to TSYS and agreed to a two year deal knowing that we could extend if both parties were interested. We ended up staying for 6 years and grew the valuation from \$110 million to \$840 million during that time.

4. How have you worked with FT Partners over the course of your multiple transactions with TSYS

FT Partners represented us on every transaction over the past 6 years, all four of them. We worked closely with the FT team over the years to properly position the Company and ourselves for the best outcome for all involved.

Central Payment Overview

Company Overview



Co-Managing Partners:

Zach Hyman &
Matt Hyman

Headquarters:

San Rafael, CA

Founded:

2005

Employees:

225 Full Time Employees
1,000+ Independent Sales Agents

- Founded in 2005, Central Payment is a direct processor and leading national Merchant Service Provider offering nearly 80,000 businesses across the country a secure method of handling electronic transactions
- The Company processes over \$10 billion in credit card sales annually with other electronic transactions including check systems, gift cards, wireless solutions, e-commerce solutions, and cash advance programs
- Furthermore, Central Payment has grown at a very strong rate since inception with the help of a sales force made up of independent agents and the joint venture with TSYS

Solutions Overview

Terminals & Point of Sale

Provides all-in-one processing units, registers and countertop payment terminals for point of sale transactions, including back office reporting

Mobile & Wireless

Enables payment processing on the go through hand-held payment terminals, card readers and encrypted mobile applications

Services

Offers payment gateway, marketing and transaction management software, along with gift cards, to provide end-to-end support

Programs

Additional programs include PCI compliance, EMV integration, next day funding and card compromise assistance among others

Product Snapshot



VX 520



CPAY Mobile



RiO



SpotOn



PayHub

Central Payment Overview (cont.)

Industry Coverage



Food & Beverage



Leisure & Entertainment



Retail



Professional Services



Health & Beauty



Hospitality



Nonprofit Organizations



Grocery



Transportation

Solutions

Terminals & Point of Sale

- **RiO:** All-in-one system with built-in cash drawer, receipt printer, credit card swiper, touchscreen and barcode scanner
- **RiO Pro:** Modern register with powerful processor
- **RiO Restaurant:** Restaurant-optimized register
- **Verifone VX 520:** High-speed countertop payment terminal with dial and Ethernet connectivity options

Mobile & Wireless

- **CPAY Mobile:** PC-DSS certified card reader compatible with a wide variety of smart phones and devices
- **Verifone VX 680:** Hand-held payment terminal with 3G network connection, allowing for payment processing on the go
- **PayHub Mobile:** Encrypted mobile application used to process payments and manage related sales processes

Services

- **SpotOn:** Digital marketing and loyalty software with real-time analytics to improve brand
- **MyGiftCentral:** Fully-customizable corporate gift cards compatible with other products
- **PayHub:** Payment management software used as a virtual terminal or API
- **Authorize.Net:** Payment gateway software for online transactions

Programs

- **PCI Compliance**
- **EMV**
- **Next Day Funding**
- **Card Compromise Assistance**
- **American Express OptBlue**
- **CPAY Financial Services**
- **CPAY Low Price Guarantee**

TSYS' Activity in the Merchant Acquiring Space



FT Partners has advised on a number of TSYS' Merchant Acquiring deals

Selected FT Partners Deals Noted	Date	Target	Transaction Type	Transaction Value (\$ in mm)
	04/2018		Recapitalization / Acquisition of Remaining 15%	Total Valuation of \$840 ⁽¹⁾
	12/2017		M&A	1,050
	02/2017		Recapitalization	Total Valuation of \$700 ⁽²⁾
	01/2016		M&A	2,350
	02/2014		Recapitalization	Total Valuation of 250 ⁽²⁾
	11/2012		M&A	135
	07/2012		M&A	Total Valuation of 110 ⁽³⁾

FT Partners advised TransFirst on its Sale to Vista and its Debt Recapitalization



1) [TSYS Q1'18 10-Q](#)

2) [TSYS 2016 10-K](#)

3) [TSYS 2012 10-K](#)



FT Partners' Transactions: Sales to Major Payment Processors

FT Partners has represented several companies on successful sales to major Payment Processors

Financial Technology Partners LP
FTP Securities LLC

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

in its sale to

for total consideration of approximately

\$ 750,000,000

The Only Investment Bank
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Financial Technology Partners LP
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is pleased to announce its role as exclusive strategic and financial advisor to

in the sale of its remaining stake to

for a total valuation of

\$ 840,000,000

The Only Investment Bank
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\$ 135,000,000

The Only Investment Bank
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Financial Technology Partners LP
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in its sale to

for total consideration of

\$ 4,500,000,000

The Only Investment Bank
Focused Exclusively on Financial Technology

Financial Technology Partners LP
FTP Securities LLC

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

in its 100% cash sale to

for total consideration of approximately

\$1,050,000,000

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Financial Technology Partners LP
FTP Securities LLC

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

in its sale to

a portfolio company of

 /

The Only Investment Bank
Focused Exclusively on Financial Technology

Financial Technology Partners LP
FTP Securities LLC

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

in its sale to

now known as

for cash consideration of approximately

\$ 525,000,000

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Financial Technology Partners LP
FTP Securities LLC

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

in its cash sale to

for total consideration of

\$ 1,650,000,000

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FT Partners' History of Success in Creative Deal Structures

FT Partners has a unique history of arranging transactions with creative deal structures that maximize shareholder value beyond a 100% sale

Financial Technology Partners LP
FTP Securities LLC

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

in its growth investment by

for a total valuation of nearly

\$ 200,000,000

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The transaction positioned NMI well to pursue additional growth opportunities and continue improving its market-leading platform by leveraging Bregal Sagemount's strategic relationships

Financial Technology Partners LP
FTP Securities LLC

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

in its 80% majority sale to

HEARST corporation

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Kubra's 80% sale to Hearst, increased Hearst's presence in the billing and payments space while it achieved a favorable outcome for all stakeholders

Financial Technology Partners LP
FTP Securities LLC

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

in its approximately 60% Growth Investment by

for a value up to

\$ 900,000,000

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Silver Lake's 60% growth investment in Mercury for a value of up to \$900 million represented a highly attractive structure for both the buyer and seller

Financial Technology Partners LP
FTP Securities LLC

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

in its recapitalization by

of approximately

\$ 238,000,000

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SquareTrade's \$238 million recapitalization by Bain Capital and Bain Capital Ventures positioned the Company with the ability to pursue additional growth opportunities while leveraging Bain's strategic relationships and expertise

FT Partners – Focused Exclusively on FinTech

FT PARTNERS ADVISES



Advisor of Choice for Merchant Acquirer / Payment Processors

Numerous prominent merchant acquirers have trusted FT Partners to advise them on their most strategic transactions

Selected FT Partners Deals Noted	Seller	Buyer	Date	Transaction Value (\$ in mm)	Research Profile
			04/2018	\$840 ⁽¹⁾	
			02/2018	1,000	VIEW
			12/2017	1,050	VIEW
			10/2017	250	VIEW
			10/2017	760	VIEW
			09/2017	430	VIEW
			09/2017	5,300	VIEW
			09/2017	NA	VIEW
			07/2017	11,680	VIEW
			06/2017	260	VIEW
			05/2017	750	VIEW
			05/2017	NA	VIEW
			02/2017	700 ⁽²⁾	VIEW
			06/2016	NA	VIEW
			03/2016	438	VIEW
			01/2016	2,350	VIEW
			12/2015	4,300	VIEW
			01/2015	NA	VIEW

(1) [TSYS Q1'18 10-Q](#)

(2) [TSYS 2016 10-K](#)

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Selected FT Partners Deals Noted	Seller	Buyer	Date	Transaction Value (\$ in mm)	Research Profile
	GET PAID. GET SMART.		11/2014	NA	
			10/2014	1,500	VIEW
			07/2014	\$700	
			05/2014	1,650	VIEW
			05/2014	NA	VIEW
			03/2014	250 ⁽¹⁾	
			01/2014	420	
			09/2013	NA	VIEW
			09/2013	200	VIEW
			09/2013	NA	
			07/2013	163	
			11/2012	135	VIEW
			10/2012	361	
			08/2012	413	
			08/2012	110 ⁽²⁾	
			07/2012	670	
			07/2012	NA	VIEW

(1) [TSYS 2016 10-K](#)
 (2) [TSYS 2012 10-K](#)



Ground-Breaking Payments Transactions Pioneered by FT Partners

Financial Technology Partners LP
FTP Securities LLC

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

cardconnect.

in its sale to

First Data.

for total consideration of approximately

\$ 750,000,000

FINANCIAL TECHNOLOGY PARTNERS

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Landmark transaction following successful sale of CardConnect to a SPAC only a year earlier

Financial Technology Partners LP
FTP Securities LLC

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

Heartland

in its sale to

globalpayments

for total consideration of

\$ 4,500,000,000

FINANCIAL TECHNOLOGY PARTNERS

The Only Investment Bank
Focused Exclusively on Financial Technology

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

Financial Technology Partners LP
FTP Securities LLC

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

MARQETA

in its minority financing led by

VISA

with participation from

COMMERZ VENTURES, 83NORTH, 宜信, CREDITONE

for total consideration of

\$ 25,000,000

FINANCIAL TECHNOLOGY PARTNERS

The Only Investment Bank
Focused Exclusively on Financial Technology

Significant capital raise for next gen processor serving commerce startups and disruptors

Financial Technology Partners LP
FTP Securities LLC

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

sum up®

in its financing, including investment from

GROUPON, COMMERZ VENTURES

BBVA

FINANCIAL TECHNOLOGY PARTNERS

The Only Investment Bank
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Groundbreaking strategic round for early stage European payments company

Financial Technology Partners LP
FTP Securities LLC

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

cardsPRING

in its sale to

twitter

FINANCIAL TECHNOLOGY PARTNERS

The Only Investment Bank
Focused Exclusively on Financial Technology

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

Financial Technology Partners LP
FTP Securities LLC

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

CUSTOM HOUSE

in its sale to

WESTERN UNION

for total cash consideration of approximately

\$ 370,000,000

FINANCIAL TECHNOLOGY PARTNERS

The Only Investment Bank
Focused Exclusively on Financial Technology

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

Financial Technology Partners LP
FTP Securities LLC

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

CAYAN

in its 100% cash sale to

TSYS

for total consideration of approximately

\$1,050,000,000

FINANCIAL TECHNOLOGY PARTNERS

The Only Investment Bank
Focused Exclusively on Financial Technology

Highly successful outcome following long-term advisory relationship through initial recap, rebranding and multiple acquisitions

Financial Technology Partners LP
FTP Securities LLC

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

MERCURY

in its approximately 60% Growth

in its sale to

SILVERLAKE

for a value up to

\$ 900,000,000

FINANCIAL TECHNOLOGY PARTNERS

The Only Investment Bank
Focused Exclusively on Financial Technology

First large-scale transaction for an integrated merchant acquirer

Financial Technology Partners LP
FTP Securities LLC

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

VERUS

in its sale to

sage

for cash consideration of approximately

\$ 325,000,000

FINANCIAL TECHNOLOGY PARTNERS

The Only Investment Bank
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First sale of a U.S. merchant acquirer for an international software company; became Sage Payments

Financial Technology Partners LP
FTP Securities LLC

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

Lynk

in its sale to

The Royal Bank of Scotland

for cash consideration of approximately

\$ 525,000,000

FINANCIAL TECHNOLOGY PARTNERS

The Only Investment Bank
Focused Exclusively on Financial Technology

First sale of a U.S. merchant acquirer to a large international financial institution; became Worldpay U.S.

FT Partners is the Advisor of Choice for Leading FinTech Companies

FinTech Unicorns / Multi-Billion Dollar Deals

<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its role as strategic and financial advisor to</p> <p>in its sale to</p> <p>for total consideration of</p> <p>\$ 4,500,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS 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>in its financing for approximately</p> <p>\$ 250,000,000</p> <p>valued at approximately</p> <p>\$ 1,800,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS 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>in its cash sale to</p> <p>for total consideration of</p> <p>\$ 1,650,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS 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>in its sale to</p> <p>from</p> <p>\$ 1,500,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS 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 exclusive strategic and financial advisor to</p> <p>in its sale to</p> <p>for total consideration of</p> <p>\$ 1,400,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS 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 sole strategic and financial advisor to</p> <p>in its sale to</p> <p>for total consideration of approximately</p> <p>\$ 1,050,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS 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>in its investment from</p> <p>for total consideration of</p> <p>\$ 200,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS 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 sole strategic and financial advisor to</p> <p>in its recapitalization by</p> <p>of approximately</p> <p>\$ 238,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS 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 sole strategic and financial advisor to</p> <p>in its Series F minority financing from</p> <p>THIEL</p> <p>\$ 300,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS The Only Investment Bank Focused Exclusively on Financial Technology</p>

Large Corporate Clients

<p>Financial Technology Partners LP FTP Securities LLC</p> <p>is pleased to announce its exclusive role as advisor to</p> <p>BLACKROCK</p> <p>in its 100% acquisition of</p> <p>FINANCIAL TECHNOLOGY PARTNERS 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>in its acquisition of</p> <p>FINANCIAL TECHNOLOGY PARTNERS 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>NOMURA subsidiary</p> <p>INSTINET</p> <p>in the sale of its stake in</p> <p>CHIX EUROPE</p> <p>to</p> <p>for total consideration of approximately</p> <p>\$ 305,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS 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 advisor to</p> <p>capitalG</p> <p>in its lead investment in</p> <p>credit karma</p> <p>with additional participation from</p> <p>for approximately</p> <p>\$ 85,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS 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 advisor to</p> <p>in its strategic investment in</p> <p>with additional participation from</p> <p>for total consideration of approximately</p> <p>\$ 70,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS 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 debt capital advisor to</p> <p>Jack Henry & Associates Inc.</p> <p>in its acquisition of</p> <p>for total consideration of approximately</p> <p>\$ 300,000,000</p> <p>FINANCIAL TECHNOLOGY PARTNERS The Only Investment Bank Focused Exclusively on Financial Technology</p>

FT Partners – Focused Exclusively on FinTech

FT PARTNERS ADVISES



Significant Experience Advising Large Financing Rounds and “Unicorns”

FT Partners has a history of advising on some of the largest financing transactions in the FinTech space

Representing numerous FinTech “Unicorns” above \$1 billion valuations

Company	Amount Raised
MERCURY®	\$420,000,000+
GreenSky™	300,000,000+
avidxchange	300,000,000
avidxchange	253,000,000
liquidnet	250,000,000
square trade™ protection plans	238,000,000
GreenSky™	200,000,000
YAPSTONE™ POWERING PAYMENTS	181,000,000
nmi	150,000,000+
ADDEPAR	140,000,000
Kabbage®	135,000,000
Remitly	115,000,000
TradingScreen SIMPLIFYING GLOBAL MARKETS™	110,000,000+
CHROMERIVER	100,000,000
credit karma	85,000,000
earnest	75,000,000

Selected Prominent Investors in FT Partners Led Rounds



Note: FT Partners represented investors in Dynamics (CIBC) and Credit Karma (Google Capital); some transactions include a combination of equity and smaller amount of debt financing.

FT Partners Advises Cayan on its Sale to TSYS

Overview of Transaction

- On December 18, 2017, TSYS announced it has entered into an agreement to acquire Cayan in an all cash transaction valued at approximately \$1.05 billion
 - The transaction is expected to close in Q1 2018
- Cayan, a portfolio company of Parthenon Capital Partners, provides technology led acquiring services to more than 70,000 merchants and 100+ integrated partners in the U.S.
 - The Company's flagship Genius platform delivers a seamless and scalable unified commerce experience across channels
- TSYS (NYSE: TSS) is a leading global payments provider, offering innovative and secure solutions across the payments spectrum — from issuer processing and merchant acquiring to prepaid program management

Significance of Transaction

- The acquisition strategically complements TSYS' merchant goals to become a leading payment provider to small and medium size businesses in the U.S.
- The addition of Cayan's unified commerce solutions elevates TSYS' competitive position to jointly offer a broader set of value-add products and services to partners and merchants

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Cayan and its Board of Directors
- FT Partners also advised Cayan on its [recapitalization by Parthenon Capital Partners](#) along with numerous acquisitions made by the Company
- This transaction highlights FT Partners' continued success advising prominent companies in the Payments and Merchant Acquiring space and its leadership position as the "advisor of choice" to the highest quality FinTech Companies

Financial Technology Partners LP FTP Securities LLC

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

CAYAN[™]

in its 100% cash sale to

TSYS[®]

for total consideration of approximately

\$ 1,050,000,000



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Focused Exclusively on Financial Technology*

FT Partners Advises CardConnect on its \$750,000,000 Sale to First Data

Overview of Transaction

- On May 29, 2017, CardConnect (NASDAQ: CCN) announced that it has entered into a definitive agreement to be acquired by First Data (NYSE: FDC) for \$15.00 per share in cash, for an aggregate transaction value of approximately \$750 million
 - The transaction is expected to close in 3Q17, subject to customary closing conditions
- Headquartered in King of Prussia, PA, CardConnect is an innovative provider of payment processing and technology solutions
 - CardConnect processes approximately \$26 billion of volume annually from 67,000 merchant customers
- First Data is a global leader in commerce-enabling technology and solutions
- FT Partners also represented [CardConnect on its sale to FinTech Acquisition Corp for \\$438 million](#), which closed in July 2016

Significance of Transaction

- The CardConnect transaction is consistent with First Data's strategy of integrating and scaling innovative technologies across its distribution footprint; CardConnect is one of First Data's largest distribution partners
- CardConnect brings First Data innovative partner management technology, accelerates the Company's integrated solutions initiative and provides it with an ERP-integrated payment solution set

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to CardConnect and its board of directors
- This transaction highlights FT Partners' continued success advising prominent companies in the Payments and Merchant Acquiring space and its leadership position as the "advisor of choice" to the highest quality FinTech Companies

Financial Technology Partners LP FTP Securities LLC

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

cardconnect.

in its sale to

First Data.

for total consideration of approximately

\$ 750,000,000



*The Only Investment Bank
Focused Exclusively on Financial Technology*

Overview of Transaction

- FT Partners served as strategic and financial advisor to Heartland Payment Systems (NYSE: HPY) in its landmark \$4.5 billion sale to Global Payments (NYSE: GPN) for a combination of cash and stock
- Global Payments acquired Heartland for \$100 per share, representing a total transaction value of approximately \$4.5 billion at the closing of the deal
- Consideration for the transaction consisted of 0.6687 shares of Global Payments stock and \$53.28 for each share of Heartland stock at closing
- This transaction creates the leading global provider of integrated payments technology solutions
- This deal represents the largest U.S. strategic merchant acquiring acquisition in over a decade
- Also represents the single largest U.S. strategic payment processing deal in the last 8 years
- This transaction underscores FT Partners' continued leadership position as "advisor of choice" to the highest-quality companies in the FinTech space

Financial Technology Partners LP FTP Securities LLC

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

Heartland

in its sale to



for total consideration of

\$ 4,500,000,000



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FT Partners Advises on Strategic Sale of Mercury for \$1,650,000,000

Overview of Transaction

- Mercury announced its sale to Vantiv for \$1.65 billion in cash on May 12, 2014
- Vantiv will fund the acquisition with committed financing, the transaction is expected to close in the second quarter of 2014
- This transaction is Vantiv's largest acquisition to-date (~5x larger than its acquisition of Litle) and one of the largest strategic merchant acquiring M&A transactions consummated in over a decade

Significance of Transaction

- Vantiv's acquisition of Mercury accelerates the Company's growth in the integrated payment space by significantly expanding distribution channels and technology capabilities
- Expands Vantiv's reach into the SMB segment through Mercury's distribution network, complementary verticals and ability to design integrated, value-added POS innovations
- Enhances Vantiv's competitive position in the payments sector broadly on the basis of technology differentiation, leading processing scale and omni-channel presence while increasing penetration into high growth channels
- Expected to add one to two percentage points to Vantiv's net revenue growth per year while being modestly accretive to Vantiv's non-GAAP earnings per share in 2014 with accelerating accretion in 2015

FT Partners' Role

- FT Partners served as advisor to Mercury
- FT Partners was also Mercury's advisor in the Company's 60% sale to Silver Lake in April of 2010 at a \$700mm valuation

Financial Technology Partners LP FTP Securities LLC

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



in its cash sale to

vantiv™

for total consideration of

\$ 1,650,000,000



*The Only Investment Bank
Focused Exclusively on Financial Technology*

FT Partners Advises on the Sale of TransFirst to Vista Equity Partners

Overview of Transaction

- On October 13, 2014, Vista Equity Partners announced that it will acquire TransFirst, a leading provider of secure transaction processing services, from Welsh, Carson, Anderson & Stowe (“WCAS”)
- Similar to the May 2014 acquisition of Mercury by Vantiv, TransFirst had filed for an IPO prior to the transaction
- Vista Equity Partners is a U.S.-based private equity firm with over \$13.5 bn in cumulative capital commitments that focuses on software, data and technology-enabled businesses
- WCAS originally acquired TransFirst in June 2007

Significance of Transaction

- Vista’s acquisition of TransFirst is one of the largest private equity-lead LBO’s in the merchant acquiring space
- With over 200,000 merchants and more than 1,300 partners, the acquisition will allow TransFirst to solidify its position as a leading provider of payment processing solutions in the SMB space
- TransFirst intends to leverage Vista Equity Partners’ expertise in helping its portfolio companies achieve operational, product and customer service excellence by contributing professional expertise and proven best practices

FT Partners’ Role

- FT Partners served as strategic and financial advisor to TransFirst in its sale process
- FT Partners has previously worked with TransFirst, including the Company’s \$675 mm debt recap transaction in 2012

Financial Technology Partners LP FTP Securities LLC

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



in its sale to



Vista Equity Partners

from



\$ 1,500,000,000



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Institutional Investor
Institutional Investor
Annual Ranking

2017
2015 - 2016
2006 - 2008

- Ranked #1 Most Influential Executive on Institutional Investor's FinTech 40 List
- Steve McLaughlin Ranked Top 5 on Institutional Investor's FinTech 35 List
- Consecutively Ranked (2006, 2007 and 2008) among the Top Bankers on Institutional Investor's "Online Finance 40"

 The Information

2016

- Ranked #2 Top Technology Investment Banker on The Information's "Silicon Valley's Most Popular Dealmakers"



M&A Advisor
Awards

2015 - 2017

2010 - 2014

2004 - 2007

- Investment Banker of the Year – 2017
- Investment Banking Firm of the Year – 2016
- Cross Border Deal of the Year - 2016
- Dealmaker of the Year – 2015
- Technology Deal of the Year – 2015
- Equity Financing Deal of the Year - 2014
- Professional Services Deal of the Year, Above \$100 mm – 2014
- Dealmaker of the Year – 2012
- Professional Services Deal of the Year, Above \$100 mm – 2012
- Boutique Investment Bank of the Year – 2011
- Deal of the Decade – 2011
- Upper Middle Market Deal of the Year, Above \$500 mm – 2010
- IT Services Deal of the Year, Below \$500 mm – 2010
- Cross-Border Deal of the Year, Below \$500 mm – 2010
- Dealmaker of the Year – Steve McLaughlin – 2007
- Business to Business Services Deal of the Year - 2007
- Computer and Information Technology Deal of the Year, Above \$100 mm – 2007
- Financial Services Deal of the Year, Above \$100 mm – 2007
- Investment Bank of the Year – 2004



Middle Market
Financing Awards

2006 - 2008

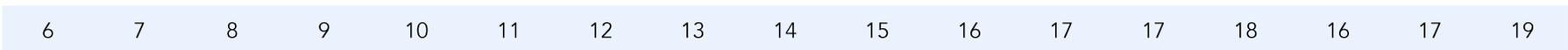
- Equity Financing Dealmaker of the Year – Steve McLaughlin – 2008
- Information Technology Deal of the Year – 2008
- Financial Services Deal of the Year – 2008
- Financing Professional of the Year – Steve McLaughlin – 2006

Platform of Choice for Clients and Bankers Alike

- FT Partners has the largest and most seasoned team in the world dedicated exclusively to serving and advising the FinTech sector
- Veteran senior bankers from Goldman Sachs, J.P. Morgan and Morgan Stanley with 20+ years of experience executing hundreds of complex transactions



Average Experience of Managing Directors (Years)



The FT Partners Senior Banker Team

Name / Position	Prior Background	Experience / Education	Years of Experience
<p>Steve McLaughlin <i>Founder, CEO and Managing Partner</i></p>		<ul style="list-style-type: none"> 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. 	<p>23</p>
<p>Greg Smith <i>Managing Director</i></p>		<ul style="list-style-type: none"> 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 	<p>22</p>
<p>Osman Khan <i>Managing Director</i></p>		<ul style="list-style-type: none"> 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) 	<p>21</p>
<p>Steve Stout <i>Managing Director</i></p>		<ul style="list-style-type: none"> 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 	<p>20</p>
<p>Tim Wolfe <i>Managing Director</i></p>		<ul style="list-style-type: none"> 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. 	<p>16</p>
<p>Timm Schipporeit <i>Managing Director</i></p>		<ul style="list-style-type: none"> 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 	<p>15</p>
<p>Andrew McLaughlin <i>Managing Director</i></p>		<ul style="list-style-type: none"> 20+ years experience executing / implementing financial and operational strategy Formerly with Deloitte Consulting 	<p>12</p>