June 16, 2016

FINANCIAL TECHNOLOGY PARTNERS FTP Securities LLC

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



in its sale to





Financial Technology Partners 555 Mission St., 23rd Floor San Francisco, CA 94105 The Only Investment Bank
Focused Exclusively on Financial Technology

www.ftpartners.com

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Transaction Overview

Transaction Overview and Rationale

Overview of Transaction

- Optimal Blue has agreed to sell to GTCR, a leading private equity firm
- Backed by Serent Capital, Optimal Blue is one of the largest SaaS providers of enterprise services to mortgage originators & investors
- The Company created the first cloud-based Product & Pricing Engine ("PPE") and is now the largest independent provider of pricing solutions in the mortgage ecosystem
- GTCR has committed up to \$350 million of equity capital to the investment to pursue growth initiatives at Optimal Blue as well as complementary acquisitions to provide information and other digital services to the \$14 trillion mortgage marketplace

Significance of Transaction

- Represents one of the largest Mortgage Technology M&A transactions in recent times
- Represents a highly favorable outcome to Optimal Blue management and Serent Capital, its private equity backer

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Optimal Blue and its Board of Directors
- FT Partners leveraged its deep knowledge, extensive experience and broad industry relationships to help bring in a knowledgeable partner with deep domain expertise in financial services
- Transaction demonstrates FT Partners' continued success advising top-tier financial technology companies

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Soptimal Blue in its Sale to GTCR

Optimal Blue Overview

Optimal Blue Overview

CEOs: Larry Huff & Ivan Darius

Headquarters: Plano, Texas

Founded: 2002

Employees: Approximately 350

Ownership: Management & Serent

Capital

- Optimal Blue is the premier SaaS provider of enterprise services that automate lenders' complex loan origination processes, improving compliance. efficiency, and profitability and helping them gain a competitive advantage
- Company's flagship service, the first cloud-based product & pricing engine ("PPE"), allows loan officers to efficiently select and price mortgages from wide array of product providers
- Lenders rely on Optimal Blue's PPE to price roughly 1 in 4 mortgages in US
- From loan origination to secondary activities, Optimal Blue's platform provides key services that address all aspects of the mortgage process

Optimal Blue Services Overview

Product **Eligibility** and Pricing Services



PPE (Lender) – automates the configuration, distribution, selection, locking and delivery of mortgage products to lender and consumer

Premium Services – upsell to core PPE that provides customers with access to historical pricing and other advanced services

Secondary Marketing Services



Secondary marketing services including pipeline risk management, hedging, best execution, committing,

reporting and analytics

Consumer **Engagement**



Suite of consumer-facing services that leverage Optimal Blue's product and pricing data to power the online origination process

Specific services include online applications, rate alerts, and eQuoting for lead generation websites

Integrates with loan origination, CRM and lead management systems

Compliance Services



Core service that allows lenders to monitor and enforce their Fair Lending policies in real-time

Data & **Analytics** Services



A real-time service that provides competitive analysis by allowing lenders to benchmark their pricing and market position vs. peers (on an anonymous basis) at the local market level

Enables customers to identify profitable new markets. products and refine lending strategies

Network Monetization



Investor Services - Enables investors to distribute their products and services to the Optimal Blue lender network: Investors (and lenders) can benchmark themselves with peer analysis, delivering more IP / value to customers

Other Network Monetization – Includes Mortgage Insurance (advertising / lead engine for mortgage insurance companies such as United Guaranty, Radian, etc.) as well as CRM





Soptimal Blue in its Sale to GTCR

GTCR Overview

Overview



Collin Roche Managing Director

David Donnini

Managing Director

Mark Anderson

Managing Director





Sean Cunningham Managing Director

Managing Director

Aaron Cohen



Philip Canfield Managing Director

Investment Preferences

Investment Criteria

Fund Size:

\$3,850mm Fund Raised: 2014

Investment Range: \$50-250mm

Revenue: NA

EBITDA: NA

Location(s)

Chicago, IL

About

- Founded in 1980 by Stanley Golder and Carl Thoma
- Has invested ~\$10 bn in over 200 companies since inception
- Primarily focuses on majority buyout investments, but will occasionally look at significant minority and carveout transactions
- Leverages a wide network of consultants, bankers, recruiters and lawyers to gain insight into sector and customer trends
- Actively participates in company development through board representation
- Adds value to each portfolio company by sourcing add-on acquisition opportunities, recruiting additional leadership members and providing additional follow-on funding

General Preferences¹

Control: Majority, Minority

Geography: North America

Transaction Type: Growth, Buyout,

> MBO, Spinoff,

Industry Focus: Financial Services,

Financial Technology, Healthcare, Information Services.

Business Services

Select Recent Investments / Exits

| Fin Lech / Financial Services Investmen |
|---|
|---|

| | Date | Company | Deal Amt. ³ | Board Rep. | Sector |
|--|-------|--|------------------------|----------------------|---------|
| | 06/15 | Rx30 (Buyout) | NA | Sean Cunningham | HCIT |
| | 04/15 | Platinum Planning (Buyout) | NA | NA | Ins |
| | 08/14 | Cedar Gate Technologies (Buyout) | \$220 | Dean Mihas | HCIT |
| | 07/14 | XIFIN (Buyout) | NA | Benjamin Daverman | HCIT |
| | 07/14 | Correct Care Solutions (Buyout) | NA | David Katz | HCIT |
| | 07/14 | Hiperos (Buyout) | NA | Collin Roche | FMS |
| | 05/14 | Proximus (Growth) | 1 | NA | FMS |
| | 05/14 | Vocus (Buyout) | 447 | Mark Anderson | FMS |
| | 01/14 | ProcureStaff Technologies (Buyout) | NA | Philip Canfield | FMS |
| | 09/13 | Opus Global (Buyout) | 500 | Collin Roche | CapMkts |
| | 05/13 | Core Nap (Buyout) | NA | Phillip Canfield | Ins |
| | 12/12 | Schifman Remley Associates (Buyout) | NA | Aaron Cohen | ВРО |
| | 11/12 | Premium Credit (Cinven)* | 1,400 | Collin Roche | Bkng |
| | 10/12 | Avention (Buyout) | NA | Philip Canfield | FMS |
| | 05/12 | Benefit Concepts (WageWorks)* | NA | Aaron Cohen | HCIT |
| | 09/11 | Fundtech (Davis + Henderson)* | 331 | Collin Roche | Bnkg |
| | | | | | |



Source: Company website, PitchBook.

- Italics indicate preferred control / geography.
- * denotes M&A exit: ** denotes IPO exit.
- Deal Amount in mm.



Coptimal Blue in its Sale to GTCR

Proven Track Record of Success Across the Banking / Lending Tech Space





























FT Partners Advises Ellie Mae in its \$146 million IPO

Transaction Overview and Rationale

Overview of Transaction

- Ellie Mae (the "Company") priced 7.5 million shares at \$6 per share in its initial public offering, implying a total offering size of \$45 million
- The Company began trading on the NYSE under the ticker ELLI
- Ellie Mae is a leading provider of enterprise level, on-demand automated solutions for the residential mortgage industry
- Ellie Mae sold 5 million shares in the offering with the remaining 2.5 million sold by existing stockholders
- Underwriters were granted the option to purchase up to an additional 1.125 million shares from selling stockholders to the extent they sold more than 7.5 million shares

Significance of Transaction

- The IPO provided capital to fund future growth and enabled the Company to more effectively serve its user base
- In addition to returning capital to shareholders, proceeds of the transaction were used for general corporate purposes, acquisitions and / or investments in new technologies, solutions or businesses

FT Partners' Role

- FT Partners served as strategic, financial and IPO advisor to Ellie Mae and its Board of Directors
- FT Partners managed the entire IPO process, enabling management to focus on growing the business

Financial Technology Partners LP FTP Securities LLC

is pleased to announce its exclusive role as Capital Markets and IPO advisor to



in its

\$ 45,000,000 Initial Public Offering

valuing the equity at approximately

\$ 146,000,000







FT Partners Advises GreenSky in its \$300 million Minority Investment

Transaction Overview and Rationale

Overview of Transaction

- GreenSky completed a minority \$300 million financing round from TPG, DST, Iconiq and Wellington Management
- The Company provides an online loan platform that allows businesses to offer flexible credit programs to their customers – promoting higher transaction values and driving sales growth
- GreenSky's proprietary, technology-driven platform enables partners to make informed, real-time credit decisions and allows for real-time transaction processing
- The Company has grown to be a leader in the emerging Alternative Lending space, with a particular focus on home improvement financing

Significance of Transaction

- Represents the largest private equity financing in the Alternative Lending space to date
- Demonstrates a fundamental shift in lending customer acquisition models away from traditional banks and towards specialists like GreenSky
- This transaction positions GreenSky as a clear leader in Alternative Lending and enables the company to continue to innovate and bring additional products to market

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to GreenSky and its Board of Directors
- FT Partners leveraged its deep knowledge, extensive experience and broad industry relationships to help achieve a highly favorable outcome for the Company
- Transaction demonstrates FT Partners' continued success advising top-tier financial technology companies

Financial Technology Partners LP FTP Securities LLC

is pleased to announce its exclusive role as financial advisor to



in its minority investment from





for total consideration of

\$ 300,000,000







FT Partners Advises Kabbage in its \$135 million Minority Financing

Transaction Overview and Rationale

Overview of Transaction

- On October 14, 2015, Kabbage announced a minority \$135mm Series E equity financing round
- The round was led by Reverence Capital Partners as well as ING, Santander InnoVentures and Scotiabank
- Additional new investors include China's Yuan Capital and Japan's Recruit Strategic Partners; existing investors BlueRun Ventures, UPS Strategic Enterprise Fund and Thomvest Ventures also participated in the round
- In conjunction with the equity raise, Kabbage also increased its credit facility by more than threefold to over \$900mm to fuel the expansion of its direct lending business
- Kabbage is the leading technology and data platform powering automated lending; the Company leverages numerous data sources generated through business activity to better understand performance and deliver fast, flexible funding in real time

Significance of Transaction

 The transaction represents one of the few times in recent history that multiple global financial institutions have invested in a U.S.-based financial technology company, suggesting the potential for Kabbage's world-class platform to change the landscape of lending worldwide

FT Partners' Role

- FT Partners served as strategic advisor to Kabbage in this groundbreaking transaction
- Transaction demonstrates FT Partners' continued success advising on \$100mm+ financings for leading, world class financial technology companies while also building on the Firm's deep domain expertise in the Alternative Lending space

Financial Technology Partners LP **FTP Securities LLC**

is pleased to announce its role as advisor to



in its Series E minority financing led by











for total consideration of

\$ 135,000,000







FT Partners Advises CCS in its Sale to Misys

Transaction Overview and Rationale

Overview of Transaction

- On August, 11, 2014, Custom Credit Systems ("CCS"), owned by Triton Pacific Capital Partners, announced its sale to Misys, owned by Vista Equity Partners
- Backed by Triton Pacific, CCS is a premier provider of commercial credit origination, servicing and portfolio monitoring systems to leading financial institutions
- Financial terms of the transaction were not disclosed

Significance of Transaction

- CCS's comprehensive credit lifecycle management platform is one of the few in the marketplace that satisfies the breadth and depth of both small / middle market and large corporate commercial credit origination, servicing and portfolio platform needs
- The combination of CCS and Misys results in the most comprehensive solution for the entire loan lifecycle across all lending asset classes, globally

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to CCS and its Board of Directors
- FT Partners leveraged its deep knowledge, extensive experience and broad industry relationships to help achieve a highly favorable outcome for stakeholders
- Transaction demonstrates FT Partners' continued success in achieving highly attractive outcomes for leading banking technology / loan origination software firms

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a portfolio company of



in its sale to



a portfolio company of



Vista Equity Partners







FT Partners Advises WebEquity in its Sale to Moody's

Transaction Overview and Rationale

Overview of Transaction

- On June 9, 2014, WebEquity Solutions ("WebEquity") announced its sale to Moody's Analytics ("Moody's"), a unit of Moody's Corporation
- Backed by Alpine Investors, WebEquity is a leading provider of cloud-based / SaaS loan origination solutions for financial institutions
- The transaction is expected to close in the third quarter; financial terms of the transaction were not disclosed

Significance of Transaction

- WebEquity is one of the higher growing SaaS-based software models across the financial technology sector
- FT Partners also represented WebEquity's majority holder, Alpine Investors, in the highly successful \$145,000,000 sale of EDC to Cardtronics
- The acquisition strengthens Moody's position in loan origination software and bolsters its suite of risk management products for banks, insurance companies and corporations

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to WebEquity and its Board of Directors
- FT Partners leveraged its deep knowledge, extensive experience and broad industry relationships to help achieve a highly favorable outcome for stakeholders
- Transaction demonstrates FT Partners' continued success in achieving highly attractive outcomes for leading banking technology firms

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is pleased to announce its exclusive role as Capital Markets and IPO advisor to



in its sale to









GTCR

Soptimal Blue FT Partners Advises Optimal Blue in its Sale to GTCR

FT Partners is the Leader in Financial Technology Investment Banking









































FT Partners' Recent Awards and Recognition



Click to view

The Information's "Silicon Valley's Most Popular Dealmakers" (2016)

- Ranked as #2 Top Technology Investment Banker by The Information subscribers
- Only Financial Technology focused investment banking firm and banker on the list



Click to view

M&A Advisor Awards

- Investment Banking Dealmaker of the Year (2015) Steve McLaughlin, CEO & Managing Partner of FT Partners
- Technology Deal of the Year \$1.5 Billion (2015) TransFirst's \$1.5 Billion Sale to Vista Equity Partners





The 2015 FinTech Finance 35: #4 Steve McLaughlin, Financing Technology Partners

(excerpt from article published in Institutional Investor)

"Steve personifies the combination of talent, vision, energy and experience that add up to the unprecedented level of leadership and influence in FinTech."

Jeff Kutler, Feature Editor



Click to view





Coptimal Blue in its Sale to GTCR

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

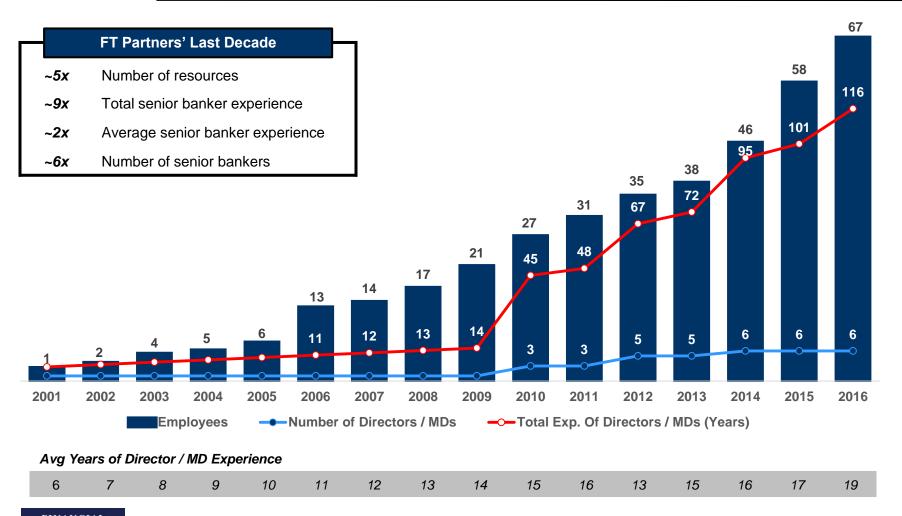
| | 2016 | Investment Banking Firm of the Year Cross Border Deal of the Year | |
|---------------------------------------|-----------|---|-------------|
| | 2015 | ■ Dealmaker of the Year ■ Technology Deal of the Year | |
| 2016 - 2004 | 2014 | ■ Equity Financing Deal of the Year ■ Professional Services Deal of the Year, Above \$100mm | |
| ANNUALAWARDS | 2012 | Dealmaker of the Year Professional Services Deal of the Year, Above \$100mm | |
| M&A Advisor | 2011 | Boutique Investment Bank of the Year Deal of the Decade 10 Deal of the Year Nominations Across 9 Categories | |
| Awards | 2010 | ■ Upper Middle Market Deal of the Year, Above \$500 mm ■ IT Services Deal of the Year, Below \$500mm ■ Cross-Border Deal of the Year, Below \$500mm | |
| | 2007 | Dealmaker of the Year – Steve McLaughlin Business to Business Services Deal of the Year Computer and Information Technology Deal of the Year, Above \$100mm Financial Services Deal of the Year, Above \$100mm | |
| Institutional Investor | 2015 | ■ Steve McLaughlin ranked #4 in Institutional Investor's FinTech 35 List | |
| Institutional Investor Annual Ranking | 2006-2008 | ■ Consecutively ranked (2006, 2007 and 2008) among the top Bankers in Financial Technology | |
| * | 2008 | Equity Financing Dealmaker of the Year – Steve McLaughlin Information Technology Deal of the Year Financial Services Deal of the Year | |
| Middle Market Financing Awards | 2006 | Financing Professional of the Year – Steve McLaughlin Financing Deal of the Year - Equity Financing Deal of the Year - Debt | - 13 |





Soptimal Blue in its Sale to GTCR

Platform of Choice for Clients and Bankers Alike





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 Formerly Co-Head of Goldman Sachs' Financial Technology Group (#1 market share) Wharton M.B.A. | 21 |
| Larry Furlong Managing Director | Goldman Sachs | Formerly with Goldman, Sachs & Co. in New York, London and Los Angeles beginning in 1995 Wharton M.B.A. | 21 |
| Greg Smith Managing Director | Merrill Lynch J.P.Morgan | Formerly award winning Equity Research Analyst at Merrill Lynch / J.P. Morgan / Sterne Agee Recent coverage included V, MA, TSS, GPN, HPY DST, ENV, FISV, FIS, JKHY, WU & EEFT, among others | 20 |
| Steve Stout Managing Director | J.P.Morgan | Formerly with J.P. Morgan and UBSFormerly Global Head of Strategy at First Data | 18 |
| Tim Wolfe Managing Director | Goldman Sachs | Formerly with Goldman, Sachs & Co. beginning in 2000 40 Under 40 M&A Advisor Award Winner 2013 Harvard M.B.A. | 14 |
| Andrew McLaughlin Managing Director | Deloitte. | Leads FT Partners' Research and Business Development Team Formerly with Deloitte Consulting | 10 |

