

FINANCIAL TECHNOLOGY PARTNERS LP FTP SECURITIES LLC

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



in its Recapitalization and Strategic Investment by



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Central Payment Receives Strategic Investment from TSYS

FT Partners Advises Central Payment on the Recapitalization Transaction

FT Partners remains advisor of choice in the payment processing and merchant acquiring space

Transaction Overview and Rationale

Overview of Transaction

- Total System Services, Inc. (“TSYS”) has entered into an agreement with Central Payment LLC (“Central Payment” or the “Company”), whereby the Company will recapitalize and operate as a TSYS affiliate, but will continue to do business under its current name
- As part of the agreement, TSYS will make a strategic investment in 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 in the United States and internationally

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

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Central Payment Receives Strategic Investment from TSYS

Central Payment Summary

Central Payment processes over \$3.5 billion in credit card sales per year for more than 40,000 small- to medium-sized merchants

Central Payment Company Overview

Owner / Managers: Matthew Hyman
Zachary Hyman

Headquarters: San Rafael, CA

Founded: 2006

Employees: ~150

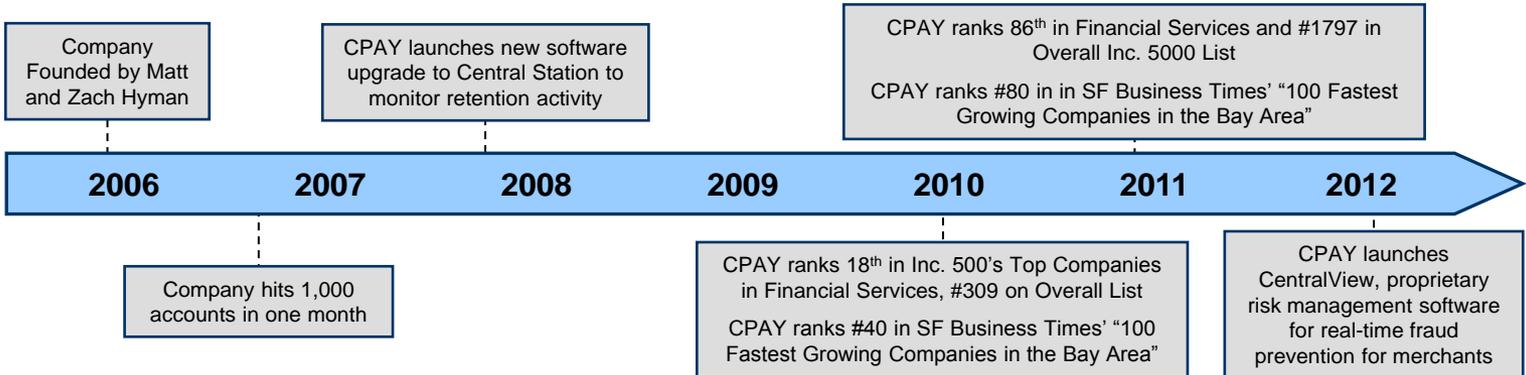
Awards:



Company Description

- Central Payment provides payment processing services to small- and medium-sized merchants, allowing them to accept a variety of payment methods, including credit, debit, gift cards and checks
 - Focuses on merchants in the restaurant, personal services and retail sectors
 - Company acquires merchants through Independent Sales Agent (ISA) model
- The Company's advanced Control Panel allows merchants to track their processing activity, view their account information, and generate detailed transaction reports – all on one easy-to-use online platform
- Partnered with ControlScan to provide merchants with the necessary tools to achieve PCI Compliance; ensures industry-low credit card fraud and security breach rates
- Central Payment provides payments services to a diversified set of merchants in several major cities across the United States, including San Francisco, Los Angeles, Chicago, Dallas, New York City, Miami, Atlanta, Boston and Philadelphia

Corporate Timeline



Source: Central Payment website and publicly available news, research and press releases.

Central Payment Receives Strategic Investment from TSYS

TSYS Summary

TSYS Company Overview

CEO:	Philip W. Tomlinson
Headquarters:	Columbus, Georgia
Founded:	1983
Employees:	8,245 ⁽¹⁾
Mkt. Cap:	\$4.48 bn ⁽²⁾

Company Description

- TSYS generates revenue from 3 main operating segments, North America Services, International Services and Merchant Services
- Through the Company's North America Services and International Services segments, TSYS provides issuer card solutions to financial institutions in North America (~50% of total revenue) and Internationally (~25% of revenue)
- TSYS's Merchant Services segment (~25% of total revenue) provides payment processing technology, allowing merchants to accept payments
 - TSYS directly serves many merchants (~40% of segment revenue) and also provides 3rd party processing to merchant acquirers, ISOs and financial institutions (~60% of segment revenue)
- Although TSYS generates a substantial portion of revenue from the actual transaction processing, it also generates revenues by providing other high margin services, including:
 - Transaction – Involves the initiation of a transaction (the physical swipe of a magnetic stripe card at a merchant's point of sale terminal)
 - Authorization – Involves approval of a card transaction at the time of purchase
 - Statement production – Involves preparation, generation and mailing of statements
 - Card production – Involves physical creation of cards
 - Other – Loyalty and rewards, data analytics, reporting, call centers and fraud detection
- TSYS is the North American market share leader of outsourced commercial and consumer credit card processing services as measured by accounts on file
- The Company administers ~90% and ~25% of North American commercial credit card and consumer general purpose credit card accounts, respectively

Selected Acquisition Summary

Announce Date	Target	Value (\$ mm)
10/21/11	 VANGUARD Payment Systems, Inc. (Merchant Portfolio)	nm
05/02/11	 INTERMET	\$42
01/01/11	 ① First National Merchant Solutions (Remaining 49%)	174
03/01/10	 ① First National Merchant Solutions (51%)	150

Central Payment Receives Strategic Investment from TSYS

“M&A Advisor” Selects FT Partners for M&A Industry-Wide Awards

Awards Overview

- FT Partners consistently receives top honors and recognition from national association:
 - **Boutique Investment Bank of the Year** (2011)
 - **Deal of the Decade** (2011)
 - **Middle Market Deal of the Year, Cross-Border Deal of the Year and IT Services Deal of the Year** (2010)
 - **Dealmaker of the Year** (2007, 2008 and 2009)
 - **Investment Banking Firm of the Year** (2004 and 2006)
 - **Financing Professional of the Year** (2006)
 - **Product of the Year – IPO Advisory** (2006)
 - **Deals of the Year** (2005, 2006 and 2007)

- **2008’s top ranked** investment banker named on *Institutional Investors* annual “*Online Finance 40*” ranking
 - Consecutively ranked for 3 years (2008, 2007, 2006)

- Founder and Managing Partner, Steve McLaughlin, lauded **highest honors** as both “Dealmaker of the Year” and “Financing Professional of the Year”

- Top award winning Investment Bank collecting **more than 12 separate awards** for outstanding performance and client results
 - FT Partners has received over 75 award nominations across an unprecedented array of categories

- FT Partners’ “**IPO Advisory**” service – as demonstrated in one of the most successful Payments IPOs in history, VeriFone – received its third industry award in 12 months for Product of the Year
 - Previously recognized in our 2006 Financing Professional of the Year award and 2005 Deal of the Year



Investment Bank of the Year Deal of the Decade

Selected Transactions:

- **Undisclosed** Mercury Payments Systems’ 60% strategic investment by Silver Lake
- **\$1.3 billion** Sale of AmWINS to New Mountain Capital
- **\$700 million** Sale of ATD to Citigroup
- **\$525 million** Sale of Lynk Systems to RBS
- **\$370 million** Sale of Custom House to Western Union
- **\$325 million** Sale of Verus to Sage Group
- **\$300 million** Jack Henry acquisition of iPay Technologies
- **\$292 million** Financial advisory role on VeriFone’s debt recapitalization
- **\$245 million** Sale of Corillian to Checkfree
- **\$177 million** Financial advisory role on VeriFone’s IPO
- **\$145 million** Sale of EDC to Cardtronics
- **\$50 million** Minority Investment in Yapstone led by Accel Partners
- **\$45 million** Financial advisory role on Ellie Mae’s IPO