

May 12, 2015

Financial Technology Partners LP

FTP Securities LLC

Transaction Profile:



raises

\$500,000,000

in Series C financing led by



Courtesy of:



***The Only Investment Bank
Focused Exclusively on Financial Technology***

www.ftpartners.com



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Zenefits Raises \$500 mm in Series C Financing

Transaction Overview

Transaction Summary

- On May 6, 2015, Zenefits announced it had raised \$500 mm in Series C funding led by Fidelity Management and Research Company and TPG Growth
 - Other investors included Insight Venture Partners, Founders Fund, Khosla Ventures, Ashton Kutcher's and Guy Oseary's Sound Ventures along with previous investors, Andreessen Horowitz, Institutional Venture Partners and Jared Leto
 - Zenefits is now Andreessen Horowitz's largest investment ever
- According to the Company's press release, the Series C funding round values Zenefits at a post-money valuation of \$4.5 bn
- The financing round will allow the Company to increase its sales and marketing teams to support new customer acquisitions and continue to develop new products
- The company has raised over \$584 mm since its founding just over two years ago

"[This round is] actually the largest SaaS fund-raising, public or private, since Workday's IPO in 2012.

"[It's also] the second largest private financing for a cloud company ever, after Cloudera" ⁽²⁾



Parker Conrad
Co-Founder & CEO, Zenefits

Transaction Commentary



"Zenefits is a transformative company that will change the industry and is an exciting investment for TPG Growth. We continue to look for great companies where we can use our global scale and platform, and we are very excited about the opportunity to help Parker and his team seize this enormous opportunity."

Bill McGlashan
Managing Partner, TPG Growth



"In my experience, the momentum that Zenefits has achieved in two years is unprecedented. Zenefits has brought the benefits of software to a massive industry that had yet to embrace technology at scale, and their potential market includes tens of millions of employees, using multitudes of different business applications in companies of all sizes. We're thrilled to have led the A and B rounds and to have doubled down again in the C round. They are Andreessen Horowitz's biggest investment to date."

Lars Dalgaard
General Partner, Andreessen Horowitz



ZENEFITS

"There are millions of small businesses in the country that have been wasting countless hours every year juggling multiple HR systems and outdated technology. We are not just eliminating the paperwork; we are eliminating the actual work making it easier for small businesses to manage and grow. We are thrilled that investors share our vision for the company and for what Zenefits can bring to the marketplace."

Parker Conrad
Co-Founder & CEO, Zenefits

Source: Company press release and website, TechCrunch, Business Insider.

(1) TechCrunch, "Cloud HR Startup Zenefits Raises Another \$66.5 mm From Andreessen Horowitz and IVP at a \$500 mm Valuation."

(2) Business Insider, "2-Year-Old Zenefits is Now a \$4.5 Billion Company that Just Raised a Whopping \$500 mm."

June 2014
Post-money:

\$567
Million⁽¹⁾

8x
increase
in valuation

May 2015
Post-money:

\$4,500
Million

workday
IPO amt:
\$637 mm

cloudera
raised:
\$900 mm
In 2014

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Zenefits Raises \$500 mm in Series C Financing

Zenefits Overview

Zenefits Overview



Co-Founder & CEO
Parker Conrad



Co-Founder & CTO
Laks Srin

Launch Date:

February 18, 2013

Headquarters:

San Francisco, CA

"Zenefits is the fastest-growing business software company Silicon Valley has ever seen. Zenefits has done in one year what it took Yammer three years to do in terms of growth. Yammer was considered fast-growing but Zenefits reset all the benchmarks ..." (2)

David Sacks
Founder of Yammer,
COO of Zenefits

- **Zenefits is a free SaaS HR platform providing onboarding, payroll, benefits management, human resources and insurance brokerage services**
 - Generates revenue from broker fees when users buy insurance plans from the platform
- **Originally designed for businesses that are too small to hire an HR person**
 - The free software reduces the administrative workload and integrates many separate processes together
 - The Company's potential customer base includes the approximately 5 million American businesses with between 2 and 1,000 employees
- **In November 2014, the Company opened a second office in Phoenix, AZ**
- **In December 2014, founder of Yammer and former COO of PayPal, David Sacks, joined Zenefits as the Company's new COO**

Key Company Statistics

Customers:

December 2014

8,000
Companies



March 2015

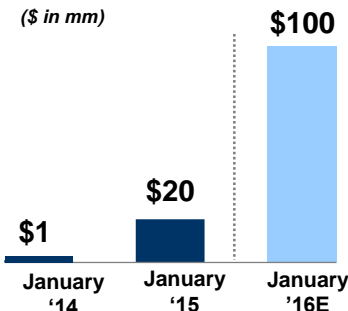
10,000+
Companies

Employees:

570+

Annually Recurring
Revenue ⁽¹⁾

(\$ in mm)



Previous Zenefits Financings

Date	Size (\$ mm)	Key Investors
06/3/14	\$67	IIVP SVAngel ANDREESSEN HOROWITZ Hydrazine Capital
01/22/14	15	venrock ANDREESSEN HOROWITZ Maverick
07/27/13	2	Maverick General Catalyst Partners venrock ANDREESSEN HOROWITZ
01/31/13	na	Combinator



Zenefits Raises \$500 mm in Series C Financing

Zenefits Overview (cont.)

Product Overview

HR Software



HRIS – HR Platform



Time-Off Tracking



Time & Attendance



Employee Onboarding



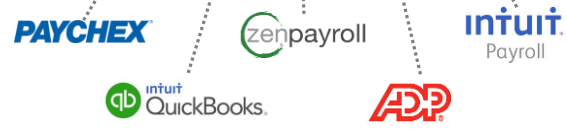
Benefits Administration



Stock Option Management

Payroll & Taxes

Connects with a company's current payroll system



Automatically sets up payroll deductions for employee benefits

Zenefits Dashboard allows employees to update benefit plans, personal and banking info

Generates agreements for contractor payments, collects e-signatures and sends payments

Benefits & Insurance

Connects with a company's current benefits and offers new insurance options



Employees can select plan and submit insurance applications

Add dependents or change info with self-service tools

Built in compliance updates and alerts / reminders - Enrollment deadlines, eligibility changes etc.

In house insurance brokers for advice and service



Source: Company press release, Company website.

Zenefits Raises \$500 mm in Series C Financing

Investor Overview - TPG Growth

Team Overview



Bill McGlashan
Co-Founder &
Managing Partner

Scott Gilbertson	Partner
Matt Hobart	Partner
Michael Fu	Partner
Bill Schwartz	Operating Partner
Will Hunsinger	Operating Partner
Jeff Wilson	Principal
Leung Hung	Principal



Bryan Taylor
Partner

Location(s)

- Ft. Worth, TX (HQ)
- San Francisco, CA
- Beijing, China
- Mumbai, India
- New York, NY
- Hong Kong
- Singapore

About

- Venture / growth equity platform of Texas Pacific Group ("TPG")
- Has raised over \$7 bn in committed capital since inception
- Focus on middle-market technology companies
- Fintech transactions often involve SaaS businesses in payments, banking and insurance sectors

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Investment Preferences

Investment Criteria

Fund Size: \$3,000 mm (Fund III)
\$2,000 mm (Fund II)

Fund Raised: 2015 (Fund III)
2011 (Fund II)

Equity Range: \$10 – 150 mm

Revenue: na

EBITDA: na

General Preferences

Control: Majority, Minority

Geography: Global, with particular focus in North America and Asia

Transaction Type: Venture, Growth Equity, LBO's, Buyouts, PIPE's

Industry Focus: Consumer, Retail, Technology, Internet, Healthcare, Cleantech and Renewables, Transportation, Industrials and Business Services

Select Recent Investments / Exits

Investments

Date	Company	Amount (mm)
05/05/15	Handy	\$15
07/07/14	Box	150
06/05/14	NorthStar Anesthesia	na
02/05/14	Domo	125
09/30/13	Evolent Health	100
08/22/13	Uber	258
01/09/13	Red Book Connect	na
06/11/12	iMDsoft	na
06/09/11	AGS Transact Technologies	32
10/07/10	Microgame	na
02/17/10	PowerPlan	na

Exits

Date	Company	Amount (mm)
02/11/15	PowerPlan (Thoma Bravo)	na
01/22/15	Box (IPO)	\$175
11/03/14	Fuze Network (Camden Partners)	na
08/22/12	MarketTools (MetrixLab)	na
07/09/12	CustomerSat (Confermit)	na
12/30/11	Starcite (Active Network)	na
12/03/11	SuccessFactors (SAP)	3,764

Source: Company website, FT Partners proprietary database, Capital IQ, PitchBook.

Zenefits Raises \$500 mm in Series C Financing

Investor Overview - Fidelity Investments

Team Overview



Mike Durbin
President,
Institutional Wealth
Services

Steve Neff Enterprise CTO

Sonu Kalra Portfolio Manager

Ramin Arani Portfolio Manager

Ed O'Brien Head of Platform
Technology

Mike Wilens President,
Enterprise Services

Amy Butte Independent
Trustee



Dinesh Chheda
Senior Vice
President

Location(s)

- Boston, MA

About

- Founded in 1946 by Edward Johnson
- Serves as a multinational financial services corporation offering brokerage services, wealth management, retirement services and insurance to individuals and institutions
- One of the largest mutual fund managers in the world with ~\$4.9 tn in AUM
- Makes direct venture / growth investments in private and public companies across many different sectors including technology, software, financial services, internet and biotechnology
- Often participate in pre-IPO rounds of financing

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Investment Preferences

Investment Criteria

Fund Size: na

Fund Raised: na

Equity Range: na

Revenue: na

EBITDA: na

General Preferences

Control: Minority

Geography: Global

Transaction Type: Venture, Growth,
PIPE

Industry Focus: na

Select Recent Investments / Exits

Investments

Date	Company	Amount (mm)
03/17/15	Dataminr	\$130
02/02/15	eMoney Advisor	250
12/15/14	SurveyMonkey	250
12/04/14	Uber Technologies	1,200
05/12/14	National Bank of Greece	3,436
04/23/14	Pure Storage	225
02/06/14	Domo	125
10/17/13	Annuity Direct	na
10/04/13	MongoDB	150
06/01/12	Facebook	na
07/25/11	Bank of Ireland	1,607
01/12/11	Groupon	950

Exits

Date	Company	Amount (mm)
08/01/14	MobilEye Vision Technologies (IPO)	\$890
06/03/14	Yahoo (Secondary)	na
03/14/14	Castlight Health (IPO)	178
06/01/12	Facebook (Follow-On Offering)	na
11/04/11	Groupon (IPO)	700

Source: Company website, FT Partners proprietary database, Capital IQ, PitchBook.

Zenefits Raises \$500 mm in Series C Financing

Investor Overview - Andreessen Horowitz

Team Overview

ANDREESSEN HOROWITZ



Marc Andreessen
*Co-Founder &
General Partner*

Scott Weiss	General Partner
Lars Dalgaard	General Partner
Arthur Johnson	Operating Partner
Ray Jones	Partner
Balaji Srinivasan	Partner
Angela Strange	Partner
Mike Zappert	Principal



Ben Horowitz
*Co-Founder &
General Partner*

Location(s)

- Menlo Park, CA

About

- Founded in 2009 by Marc Andreessen and Ben Horowitz, former co-founders of Opsware
- Seed, venture and growth-stage investor with ~\$4.2 bn in AUM across four funds
- Stage-agnostic investor that prefers to invest in companies with over 50% of growth
- Early investors in some of the fastest growing and most successful technology companies in the world, like Facebook, Skype and Twitter

Investment Preferences

Investment Criteria

Fund Size:	\$1,700 mm
Fund Raised:	2014
Equity Range:	\$0.5 – 100 mm
Revenue:	na
EBITDA:	na

General Preferences

Control:	Minority
Geography:	North America
Transaction Type:	Seed, Venture, Growth
Industry Focus:	Software-Enabled Consumer and Enterprise Products & Services

Select Recent Investments / Exits

Investments

Date	Company	Amount (mm)
05/06/15	Affirm	\$275
03/10/15	21	116
01/27/15	Ripple Labs	30
01/27/15	Earnest	17
01/25/15	Transferwise	58
01/20/15	Coinbase	75
12/16/14	Mattermark	7
11/19/14	CipherCloud	50
09/30/14	Dwolla	10
07/16/14	TradeBlock	3
06/03/14	Zenefits	67
5/15/14	OpenGov	15

Exits

Date	Company	Amount (mm)
01/22/15	Box (IPO)	\$175
09/30/14	DataPad (Cloudera)	na
04/18/14	LocoMobi (QuickPay)	na
11/06/13	Twitter (IPO)	1,820
08/31/12	Instagram (Facebook)	1,000
11/04/11	Groupon (IPO)	700
10/14/11	Skype (Microsoft)	8,500

Zenefits Raises \$500 mm in Series C Financing

Investor Overview - Khosla Ventures

Team Overview

khosla ventures



Vinod Khosla
Founder & Partner

Andrew Chung	Investment Partner
Keith Rabois	Investment Partner
David Weiden	Partner
Vijit Sabnis	Partner
Zorawar Singh	Partner
Mike Kourey	Partner
David Weiden	Partner



Samir Kaul
General Partner

Location(s)

- Menlo Park, CA

About

- Founded in 2004 by Vinod Khosla, who was the co-founder of Sun Microsystems
- Manages over \$4 bn across 4 funds, investing clean-tech, IT and internet / mobile technology
- Focuses on seed and venture stage investments in companies with disruptive technologies and large addressable markets
- Works with entrepreneurs and existing management teams on formulating and refining business models and offer strategic advice

Investment Preferences

Investment Criteria

Fund Size:	\$1,050 mm
Fund Raised:	2011
Equity Range:	<\$20 mm
Revenue:	na
EBITDA:	na

General Preferences

Control:	Minority
Geography:	US
Transaction Type:	Seed, Venture, Growth
Industry Focus:	Advertising, Agriculture / Food, Big Data, Chemicals / Fuels, Consumer, Education, Enterprise, Financial Services, Healthcare, Materials, Power, Robotics, Space, Storage, Transportation

Select Recent Investments / Exits

Investments

Date	Company	Amount (mm)
05/06/15	Affirm	\$275
04/01/15	Tapingo	22
03/19/15	Fundbox	40
03/10/15	21 Inc	116
02/24/15	Metamarkets	10
01/22/15	Stripe	70
11/18/14	Blockstream	21
11/17/14	Sliced Investing	2
10/16/14	Quantopian	15
09/17/14	TrueAccord	5
08/20/14	Chain	10
08/07/14	Two Tap	3

Exits

Date	Company	Amount (mm)
12/16/14	OnDeck (IPO)	\$200
10/14/14	The Cloudscaling Group (EMC)	50
07/15/14	HowAboutWe (Match.com)	na
06/10/14	Skybox Imaging (Google)	500
02/06/14	Ness Computing (OpenTable)	17
01/15/14	Supernova (Fullscreen)	20

Zenefits Raises \$500 mm in Series C Financing

Investor Overview - Institutional Venture Partners

Team Overview



Somesh Dash
General Partner

Todd Chaffee General Partner

Steve Harrick General Partner

Eric Liaw General Partner

Norm Fogelsong General Partner

Dennis Phelps General Partner

Parsa Saljoughian Senior Associate

James Newell Vice President



Jules Maltz
General Partner

Location(s)

- Menlo Park, CA (HQ)
- San Francisco, CA

About

- Founded in 1980, Institutional Venture Partners (IVP) was one of the first venture capital firms on the iconic Sand Hill Road
- IVP's initial fund in 1980 totaled \$22 mm and by 2015, IVP managed \$5.4 bn in committed capital
- IVP has invested in over 300 companies, including big names such as Netflix and Twitter
- The \$1.4 bn IVP XV fund is focused on high-growth companies in the technology and media sectors, with revenue over \$10 mm

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Investment Preferences

Investment Criteria

Fund Size:	\$1,400 mm
Fund Raised:	2015
Equity Range:	\$10 – 100 mm
Revenue:	\$10 mm+
EBITDA:	na

General Preferences

Control:	Minority
Geography:	North America

Transaction Type:	Venture, Growth, Secondary, Recapitalization, Spinoffs, PIPE
Industry Focus:	Consumer, Enterprise Software

Select Recent Investments / Exits

Investments

Date	Company	Amount (mm)
03/17/15	Dataminr	\$130
02/18/15	Pindrop Security	35
02/11/15	Oportun	90
02/02/15	Sofi	200
10/29/14	Personal Capital	50
06/03/14	Zenefits	67
05/04/14	Prosper	70
03/06/14	OnDeck	77
02/20/14	MINDBODY	50
01/28/14	Indiegogo	40

Exits

Date	Company	Amount (mm)
02/12/15	Digital River (Farol Asset Management, Siris Capital)	\$840
02/12/15	RGB Networks (Imagine Communications, The Gores Group)	na
12/22/14	Datalogix (Oracle)	na
12/16/14	OnDeck (IPO)	200
10/03/14	Yodlee (IPO)	75

Source: Company website, FT Partners proprietary database, Capital IQ, PitchBook.

Zenefits Raises \$500 mm in Series C Financing

Investor Overview - Insight Venture Partners

Team Overview



Deven Parekh
Managing Director

Cian Cotter	Managing Director
Jeff Lieberman	Managing Director
Richard Wells	Managing Director
Jeff Horing	Managing Director
Bradley Twohig	Principal
Elodie Dupuy	Vice President



Ryan Hinkle
Managing Director

Location(s)

- New York, US (HQ)
- Australia
- Brazil
- China
- France
- Germany
- Greece
- Italy
- Russia
- Spain
- UK

About

- Founded in 1995, Insight Venture Partners is a global private equity and venture capital firm
- Insight Venture Partners has raised over \$8 bn and invested in more than 200 tech companies
- Typically takes a minority stake and then seeks to influence through board representation and governance policy
- Interested in scaling and maturing software and tech companies

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Investment Preferences

Investment Criteria

Fund Size:	\$2,574 mm
Fund Raised:	2013
Equity Range:	\$3 - 300 mm
Revenue:	na
EBITDA:	na

General Preferences

Control:	Majority, Minority
Geography:	North America, Europe, Latin America, Australia, Russia

Transaction Type:	Venture, Growth, Buyout, IPO, Secondary, Take Private, Pre-IPO, PIPE, Recapitalization
Industry Focus:	Software, Data, Edu., Fin. Svcs., Gaming, Gov't., HCIT, Internet, Marketing, Media, Mobile, Saas, Social, eCommerce

Select Recent Investments / Exits

Investments

Date	Company	Amount (mm)
03/11/15	SpareFoot	\$33
02/24/15	nCino	29
02/06/15	Tiburon	na
12/18/14	Skytap	35
11/25/14	Wealth-X	na
09/24/14	Qualtrics	150
12/30/13	PlanView	na
12/09/13	FlipBoard	101
06/24/13	Kaseya	na

Exits

Date	Company	Amount (mm)
12/30/14	Optum (Mapi Group)	na
12/12/14	New Relic (IPO)	\$115
10/30/14	Metalogix (Premira)	na
10/27/14	Phoenix Payment Systems (North American Bancard)	50
10/09/14	BeyondTrust Software (Veritas Capital)	310
09/18/14	Alibaba Group (IPO)	25,032

Source: Company website, FT Partners proprietary database, Capital IQ, PitchBook.

Overview of FT Partners

FT Partners is the Leader in Financial Technology Investment Banking

FT Partners has advised on some of the most prominent transactions in the healthcare and insurance IT sectors

Financial Technology Partners LP
FTP Securities LLC

is pleased to announce its exclusive role as
Capital Markets & IPO Advisor to

 **ACCRETIVE HEALTH**
results providers trust

in its

\$138,000,000

Initial Public Offering

valuing the equity at approximately

\$ 1,200,000,000



The Only Investment Bank
Focused Exclusively on Financial Technology

- Offers end-to-end Revenue Cycle Management, Quality and Care Coordination and Physician Advisory Services
- Differentiated solutions span the entire healthcare revenue cycle
- Infused management model integrates people, processes and technology

Financial Technology Partners LP
FTP Securities LLC

is pleased to announce its exclusive role as
Capital Markets & IPO Advisor to

Performant

in its

\$93,000,000

Initial Public Offering

valuing the equity at approximately

\$ 453,000,000



The Only Investment Bank
Focused Exclusively on Financial Technology

- Performs outsourced healthcare Payment Integrity and Recovery Services
- Medicare Recovery Audit Contractor ("RAC") for Region A (Northeast)
- Recovered ~\$482 mm in improper Medicare payments in 2012

Financial Technology Partners LP
FTP Securities LLC

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

AmWINS
Group, Inc.

in its growth recapitalization by

 **NMC**
NEW MOUNTAIN CAPITAL LLC

valued at approximately

\$ 1,300,000,000



The Only Investment Bank
Focused Exclusively on Financial Technology

- Largest wholesale broker in the U.S. by premiums placed ⁽¹⁾
- Group Benefits division develops, distributes and administers benefits products through 7 individual operating companies
- Division services approximately 843,000 member lives among 10,000 employer groups

Financial Technology Partners LP
FTP Securities LLC

is pleased to announce its role as
exclusive Strategic and Financial advisor to

ZYWAVE

in its sale of

Zywave Insurance Solutions
to

 **AURORA**
CAPITAL GROUP



The Only Investment Bank
Focused Exclusively on Financial Technology

- Provides technology-enabled content and communication, agency automation and business intelligence tools
- Serves the employee benefits and P&C insurance distribution industry
- Software and products are used by more than 2,600 agencies

Overview of FT Partners

FT Partners is the Leader in Financial Technology Investment Banking

FT Partners has advised on some of the most prominent transactions in the healthcare and insurance IT sectors



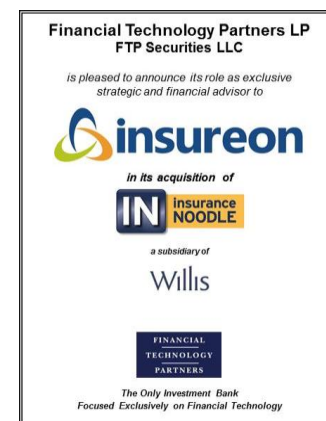
- Leading technology and service provider to life and annuity industry carriers, distributors and producers
- Combination provides “one-stop” access to virtually everything a financial professional needs to market, sell and process diversified insurance products



- Largest independent warranty provider for consumer electronics and major appliances
- Serves customers directly through its website and through a large network of online and in-store retailers
- Largest venture capital transaction of 2012⁽¹⁾



- Provider of finance and insurance (“F&I”) solutions to the automobile industry
- Blue chip client base including:
 - Five of the world’s leading auto OEMs
 - Two of the world’s largest motorcycle manufacturers
 - The nation’s largest new and used vehicle retailers



- Premier online insurance brokerage platform focused on serving small- and micro- businesses
- Transaction provides significant footprint for Insureon in the independent and captive agent market
- Positions combined business to even better serve small business owners in need of commercial insurance

(1) PricewaterhouseCoopers, National Venture Capital Association and Thomson Reuters.

Overview of FT Partners

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



M&A Advisor Awards

- | | |
|------|--|
| 2014 | <ul style="list-style-type: none"> ■ Equity Financing Deal of the Year ■ Professional Services Deal of the Year, Above \$100mm |
| 2012 | <ul style="list-style-type: none"> ■ Dealmaker of the Year ■ Professional Services Deal of the Year, Above \$100 mm |
| 2011 | <ul style="list-style-type: none"> ■ Boutique Investment Bank of the Year ■ Deal of the Decade ■ <i>10 Deal of the Year Nominations Across 9 Categories</i> |
| 2010 | <ul style="list-style-type: none"> ■ 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 | <ul style="list-style-type: none"> ■ 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 |



- | | |
|-----------|---|
| 2006-2008 | <ul style="list-style-type: none"> ■ Steve McLaughlin consecutively ranked (2006, 2007 and 2008) among the top Bankers in Financial Technology |
|-----------|---|



Middle Market Financing Awards

- | | |
|------|--|
| 2008 | <ul style="list-style-type: none"> ■ Equity Financing Dealmaker of the Year – Steve McLaughlin ■ Information Technology Deal of the Year ■ Financial Services Deal of the Year |
| 2006 | <ul style="list-style-type: none"> ■ Financing Professional of the Year – Steve McLaughlin ■ <i>Financing Deal of the Year - Equity</i> ■ <i>Financing Deal of the Year - Debt</i> |

Note: **Bold** represents awards that FT Partners has won, *italics* represents nominations.