September 28, 2016

Financial Technology Partners LP

FT Partners Research - Transaction Profile



raises

\$96 million

in financing from





WARBURG PINCUS

Courtesy of:



The Only Investment Bank Focused Exclusively on Financial Technology

www.ftpartners.com



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Transaction Summary

Transaction Summary

- On September 22, 2016, Avalara announced it raised \$96 million from existing investors Sageview Capital,
 Technology Crossover Ventures and Warburg Pincus
 - Approximately \$50 million will be used as growth and acquisition capital
 - The remaining capital will be used to repurchase shares from early investors
- Including this latest round of funding, Avalara has raised more than \$300 million since 2004
- Avalara assists businesses with compliance and transactional taxes such as VAT, sales and use, excise, communications and other types of taxes

Avalara Management Team



Scott McFarlane, Co-Founder & CEO

- Co-founded Avalara in 2004 and leads the vision and strategic direction of the company today
- Previously oversaw the development of AIRCOA



Scott McFarlane, VP, Global Tax Compliance

- Helps businesses understand and manage their tax compliance obligations
- Previously was at TMF Group, where he founded and led its global VAT practice for 10 years



Bill Ingram, CFO

- Manages the financial operations of Avalara
- Previously he was the interim CFO of Khan Academy

Commentary

"We are gratified by our investors' continued support and commitment to Avalara ... This financing offers some long-term individual shareholders a liquidity event, while enabling more recent institutional investors to increase their stake. In addition, these funds enable Avalara to continue to accelerate the global growth of our Compliance Cloud™ platform."

Avalara

Scott McFarlane Founder & CEO



"Avalara is the ideal 'platform' company that Warburg Pincus seeks to invest in ... We are pleased to make this additional investment as Avalara looks to automate transactional tax compliance for customers throughout the world."

WARBURG PINCUS

Justin Sadrian Managing Director



"We have seen significant revenue growth at Avalara since we invested in the company ... Going forward, we are as bullish as ever on the company's growth prospects."

SAGEVIEW

Ned Gilhuly Founding Partner



"TCV is pleased to increase our investment in Avalara ... Avalara is an excellent example of a TCV portfolio company: it's growing rapidly and has all of the key attributes in place to stand the test of time."



Tim McAdam General Partners





Avalara

Avalara Secures \$96 million in Financing

Avalara Overview

Co-Founder:

20.000 + Customers

98%

Of AvaTax users stay with Avalara year after year

58%

Average time saved managing taxes with AvaTax

> FINANCIAL TECHNOLOGY **PARTNERS**

Company Overview Scott McFarlane

Headquarters: Bainbridge Island, WA

Founded: 2004

- Avalara is cloud-based software that provides a variety of compliance solutions in the sales tax and transactional tax space
- Avalara integrates into leading ERP and e-commerce software systems

Products and Services

&valara AvaTax

Offers end-to-end tax compliance solution through the cloud giving customers scalability, efficiency, value and efficient updates

Avalara Returns

Helps clients manage and track non-taxable transactions and electronically collect, validate, store and update exemption certificates

Avalara CertCapture

Tracks and streamlines when, where and how often a customer needs to file sales tax returns

Selected Previous Equity Financing			
Date	Size (\$ mm)	Lead Investor(s)	
01/20/15	\$42	TCV	
11/10/14	100	Warburg Pincus	
05/09/14	26	Undisclosed Investors	
02/12/14	30	Battery Venutres; Sageview Capital	
11/08/13	29	Undisclosed Investors	
06/27/12	20	Battery Ventures	
09/12/11	24	Benaroya Capital; Sageview Capital; Lynnwood Capital	
11/19/10	6	Benaroya Capital	
06/24/09	3	Undisclosed Investors	
10/28/08	13	Undisclosed Investors	
12/08/05	5	Undisclosed Investors	

Selected Connectors

































Sageview Capital Overview

Overview

SAGEVIEW



Ned Gilhuly Co-Founder & Managing Partner



Dean Nelson *Partner*



Scott Stuart Co-Founder & Managing Partner



Andrew Korn *Principal*

Location(s)

Palo Alto, CA (HQ)

Greenwich, CT

About

- Founded in 2006, Sageview Capital is an investment firm with approximately \$2.0 bn in assets under management
- Sageview's investment team has deep industry experience and a strong track record in the business services, financial services and technology industries
- Sageview focuses primarily on minority investments and other opportunities where governance or structure often fall outside the mandates of traditional private equity and venture capital funds
- The Firm pursues a rigorous underwriting approach that prioritizes capital preservation and risk-mitigation, while maintaining attractive upside optionality

Investment Preferences

Investment Criteria

Fund Size: \$1,350 mm

Fund Raised: 2006

Investment Range: \$20 – 75 mm

Revenue: NA

EBITDA: NA

General Preferences 1

Control: Minority

Geography: U.S., Europe

Transaction Type: Growth, PIPE,

Buyout

Industry Focus: Financial and

Business Services, Securities, Energy, Technology, Media and Telecom

Select Recent Investments / Exits

FinTech / Financial Services Investments ²

Date	Company	Deal Amt. ³	Board Rep.	Sector
09/16	Avalara (Later Stage VC)	\$96	NA	FMS
02/16	FlexScore (Buyout)	NA	NA	FMS
09/14	MetricStream (Later- Stage VC)	60	Ned Gilhuly Jeff Klemens	FMS
02/14	Avalara (Series D)	30	Ned Gilhuly Jeff Klemens	FMS
10/13	United Capital Financial Partners (PE Growth)	38	Scott Stuart Sasank Chary	CapMkts
03/10	Community Bancorp (PE Growth)	NA	Scott Stuart	Bnkg
09/08	EverBank Financial (Series B)**	124	Scott Stuart Sasank Chary	Bnkg

Other Notable Technology Investments ²

Date	Company	Deal Amt. ³	Board Rep.	Sector	
07/15	Demandbase (Later- Stage VC)	\$30	Ned Gilhuly Laura Sims	Software	
08/14	Alfresco Software (Series D)	45	Ned Gilhuly Jeff Klemens	Software	
12/13	Reflexis Systems (Series B)	28	Scott Stuart Jeff Klemens	Software	
05/12	Cinedigm Digital Cinema (PIPE)	7	NA	Telecom	
05/11	GoPro (Series A)**	88	Ned Gilhuly	IT	



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

Technology Crossover Ventures Overview

Overview





Rick Kimball Founding General



Partner

Founding General

Jay Hoag

Woody Marshall General Partner



Tim McAdam General Partner

Location(s)

- Palo Alto, CA (HQ)
- New York, NY

London, UK

About

- Founded in 1995, Technology Crossover Ventures ("TCV") has raised nearly \$10bn since inception
- Has a particular interest in FinTech, with specific focus verticals including money remittance, alternative lending, robo-advisory, insurance and payments
- Leverages a flexible investment mandate, seeking to invest in both profitable and unprofitable companies that are growing at 20%+ annually
- Provides portfolio companies with long-term financial support, access to a network of industry executives and advisors, introductions to new customers and partners, and strategic advice regarding future IPO and M&A exits

Investment Preferences

Investment Criteria

Fund Size: \$2,500 mm

Fund Raised: 2016

Investment Range: \$20 - 350 mm

Revenue: \$10 mm +

EBITDA: NA

General Preferences 1

Control: Majority, Minority

Geography: North America.

Europe

Transaction Type: Seed. Venture.

Growth, Buyout, Spinoff, PIPE, Recapitalization

Industry Focus: Internet, Financial

Technology. Infrastructure, Communications, Software and

(Buyout)

Services

Select Recent Investments / Exits

FinTech / Financial Services Investments ²

	Date	Company	Deal Amt.3	Board Rep.	Sector
	09/16	Avalara (Later Stage VC)	\$96	NA	FMS
	08/15	IQMS (PE Growth)	40	NA	FMS
	06/15	OneSource (PE Growth)	150	NA	FTBPO
	06/15	GoFundMe (Early-Stage VC)	NA	NA	Bnkg
	03/15	FinancialForce (Series B)	110	Tim McAdam	FMS
	02/15	WorldRemit (Series B)	58	John Rosenberg	Pymts
1	01/15	Avalara (Series D)	42	Nari Ansari	FMS
J	07/14	Dough (Series B)	25	John Rosenberg	CapMkts
	05/14	Swagbucks (PE Growth)	60	NA	Pymts
	05/14	Elevate (Spin-Off)**	NA	NA	Bnkg
	01/12	iPipeline (Thoma Bravo)*	71	Robert Trudeau	Ins
	08/11	Envestnet (PE Growth)**	NA	NA	CapMkts
	01/11	Groupon (Series G)**	950	NA	Pymts
	11/08	HomeAway (Series D)**	250	NA	Bnkg
	03/08	MoneyExpert (Later-Stage VC)	50	lain Shovlin	Bnkg
	11/07	TheStreet.com (PIPE)	55	Jay Hoag	CapMkts
	09/07	TradingScreen (Secondary)	100	Robert Trudeau	CapMkts
	08/07	RJ O'Brien & Associates	400	Robert Trudeau	CapMkts



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

Warburg Pincus Overview

Overview

Investment Preferences Investment Criteria

Select Recent Investments / Exits FinTech / Financial Services Investments 2

Deal Amt.3

\$96

220

Board Rep.

NA

NA

Sector

FMS

Bnkg

WARBURG PINCUS



Michael Martin Head of Financial Services

Adarsh Sarma

Managing Director



Carv Davis Managing Director



Justin Sadrian Managing Director

Fund Size: \$13,400 mm

Fund Raised: 2015

\$10 - 1,000 mm**Investment Range:**

Revenue: NA

EBITDA: NA

Location(s)

New York, NY (HQ)

Hong Kong, China

Amsterdam, Netherlands

Shanghai, China

London, UK

San Francisco, CA

Frankfurt, Germany

Mumbai, India

General Preferences 1

Control: Majority, Minority

Geography: North America.

Europe, Asia / Pac,

Date

08/16

Company

09/16 Avalara (Later Stage VC)

Mosaic (Series C)

(PE Growth)

Latin America

Transaction Type:

Venture, Growth. Buyout, Spinoff, MBO/LBO. Recapitalization. Bankruptcy /

Industry Focus:

Distressed Financial Services, Healthcare, TMT, Energy, Consumer,

Industrial and

Services

05/16 DocuTAP (Buyout) NA NA **HCIT** Varo Money (Later Stage 05/16 27 **David Coulter** Bnka **ITG Investment Research** 120 Carv Davis CapMkts (Buyout) 10/15 WEX (PIPE) NA NA Pymts Capillary Technologies 09/15 45 Nitin Nayar Pymts (Series C) Bank of Baroda (Buyout) NA 07/15 NA Bnkg 05/15 PavScale (Buvout) 122 Parag Gupta Pymts 03/15 DBRS (MBO) NA Michael Martin Bnkg 01/15 Avalara (Series D) 42 Justin Sadrian **FMS** Russell Investments 12/14 1.800 NA CapMkts (Buyout) **Huarong Asset** 08/14 2.354 NA CapMkts Management (PE Growth) 06/14 EFS (Buyout) 1,000 James Neary CapMkts Capital First (Secondary) 05/14 51 Vishal Mahadevia CapMkts 01/14 Source (Buyout) NA Cary Davis CapMkts Santander Asset 12/13 1,791 Daniel Zilberman CapMkts Management (Buyout) **T&C Asset Management**

NA

NA

CapMkts

6

About

- Founded in 1966, by Eric Warburg and Lionel Pincus, Warburg Pincus has invested over \$50bn since inception
- Warburg Pincus brings strong industry knowledge, market experience, the ability to invest and support all stages of a company, a long-term investment horizon, and the ability to fully align the interests of a portfolio company's management and the firm's own interests
- Active portfolio has more than 120 companies of various size across numerous industries



Source: Company website, PitchBook.

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

Selected Transactions – Superior Industry Knowledge and Execution History













































FT Partners Advises Chrome River Technologies on its \$100 mm Financing

Transaction Overview and Rationale

Overview of Transaction

- On June 30, 2015, Chrome River announced a \$100mm Series D financing round from Great Hill Partners
- Chrome River is a leading, independent, enterprise-grade SaaS corporate expense control solution provider
- The Company's integrated expense and invoice offerings are built on a scalable, flexible platform that delivers best-in-class solutions to midsize and multinational corporations
- Great Hill Partners is a leading middle market private equity firm with over \$3.8 bn in capital under management
- Bain Capital Ventures maintains a significant ownership stake in the Company

Significance of Transaction

- The transaction will further help Chrome River expand as the leading independent solution provider in the space and help fund international development and product innovation
- Firmly positions the Company to capitalize on strong traction in the large enterprise space and to continue to bring much needed efficiency and financial controls to the market

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Chrome River and its Board of Directors
- FT Partners leveraged its deep knowledge of the Company, 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 sole strategic and financial advisor to



in its Series D investment from



for total consideration of approximately

\$ 100,000,000



The Only Investment Bank
Focused Exclusively on Financial Technology



FT Partners Advises AvidXchange on its \$235 mm Minority Financing

Transaction Overview and Rationale

Overview of Transaction

- On September 14, 2015, AvidXchange announced a minority \$235mm Series E financing round
- Bain Capital Ventures led the equity round with additional investments from the Foundry Group, TPG, KeyBank, and Nyca Partners
- As part of this financing, Matt Harris of Bain Capital Ventures, Hans Morris of Nyca Partners, and Brad Feld of the Foundry Group will be joining AvidXchange's Board of Directors
- AvidXchange is a best-in-class business-to-business software company that is revolutionizing how companies pay their bills by automating the invoice and payment processes
- The Company focuses on serving midmarket clients and spans multiple industries including Real Estate, Financial Services, Energy and Construction

Significance of Transaction

- The transaction will further help AvidXchange expand as the leading independent business-to-business invoice and payment solution provider
- Firmly positions the Company to continue to grow the core business, invest in infrastructure and product development and pursue opportunistic acquisitions

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to AvidXchange 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 \$100mm+ financings

Financial Technology Partners LP FTP Securities LLC

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



in its Series E minority financing from

Bain Capital Ventures









for total consideration of

\$ 235,000,000



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FT Partners Advises Taulia in its Series E Financing

Transaction Overview and Rationale

Overview of Transaction

- On January 14, 2016, Taulia (or "the Company") announced \$46mm in Series E financing led by Zouk Capital ("Zouk")
- New strategic and institutional investors joined the round, which included all existing institutional investors
- Taulia provides cloud-based invoice, payment, dynamic discounting and supplier finance solutions to corporations and their suppliers
- Zouk is a UK-based private equity and infrastructure fund manager with €600mm under management that seeks to capitalize on the global shift to greater resource efficiency

Significance of Transaction

- Taulia is seeing global demand increase exponentially; the Company will use this financing round to meet this demand and to further accelerate its rapid global expansion
- The funding follows another record year for Taulia, which continues to grow its top-line by more than 100%
- The Series E round brings Taulia's total funding to over \$130 million

FT Partners' Role

- FT Partners served as exclusive financial advisor to Taulia and its Board of Directors
- FT Partners continued its long-term relationship with Taulia, having previously advised Taulia on its Series D round
- FT Partners leveraged its deep knowledge of Taulia and the industry to help the Company manage investor interest and ensure a highly successful outcome

FINANCIAL Technology Partners LP FTP Securities LLC

is pleased to announce its exclusive role as financial advisor to



in its Series E financing led by



for total consideration of approximately

\$ 46,000,000



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Focused Exclusively on Financial Technology



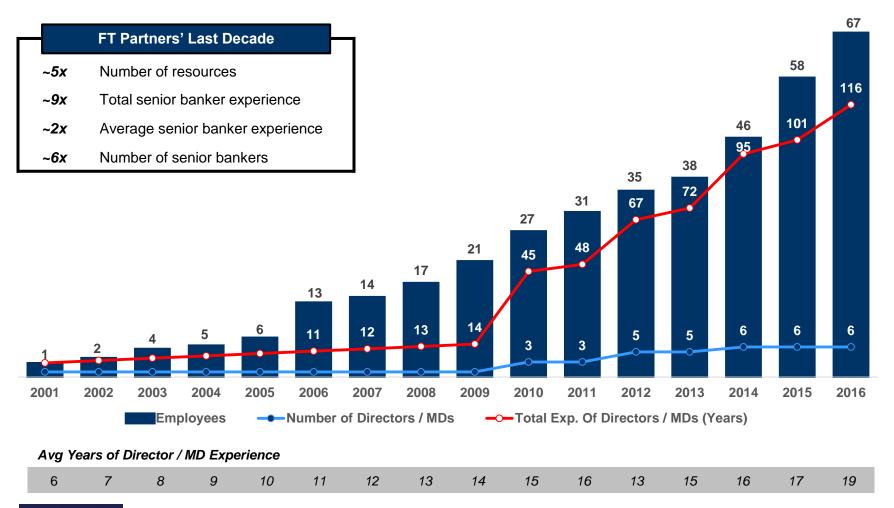
Award-Winning Investment Banking Franchise Focused on Superior Client Results

FT Partners has been recognized as Investment Banking Firm of the Year and regularly achieves Merger and Financing Deal of the Year recognition

		■ Investment Banking Firm of the Year	
	2016	■ Cross Border Deal of the Year	
	2015	■ Dealmaker of the Year	
	2010	■ Technology Deal of the Year	
		- Favity Financian Deal of the Very	
2016	2014	■ Equity Financing Deal of the Year - Professional Services Deal of the Year Above \$100mm	
- 2004		■ Professional Services Deal of the Year, Above \$100mm	
ANNUAL AWARDS		■ Dealmaker of the Year	
	2012	■ Professional Services Deal of the Year, Above \$100mm	
		2 Troissoloilai solvioss Boar of the roally has to prosimil	
WINNER		■ Boutique Investment Bank of the Year	
	2011	■ Deal of the Decade	
M&A Advisor		■ 10 Deal of the Year Nominations Across 9 Categories	
Awards			
		■ Upper Middle Market Deal of the Year, Above \$500 mm	
	2010	■ IT Services Deal of the Year, Below \$500mm	
		■ Cross-Border Deal of the Year, Below \$500mm	
		Desiration of the Very Chair Mel coulding	
		■ Dealmaker of the Year – Steve McLaughlin	
	2007	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	
		Financial Services Deal of the Teal, Above \$100mm	
Institutional	2015	■ Steve McLaughlin ranked #4 in Institutional Investor's FinTech 35 List	
Investor			
Institutional Investor	2006-2008	■ Consecutively ranked (2006, 2007 and 2008) among the top Bankers in Financial	
Annual Ranking		Technology	
		■ Equity Financing Dealmaker of the Year – Steve McLaughlin	
	2008	■ Information Technology Deal of the Year	
		■ Financial Services Deal of the Year	
WINNER		■ Financing Professional of the Year – Steve McLaughlin	
Middle Market	2006	■ Financing Deal of the Year - Equity	
Financing Awards		■ Financing Deal of the Year - Debt	
Note: Bold represents asserts that ET	Dartmara baa uyan i	telles approprie	11



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 First Data.	 Formerly with J.P. Morgan and UBS Formerly Global Head of Strategy at First Data 	18
Tim Wolfe Managing Director	Goldman Sachs	 Formerly with Goldman, Sachs & Co. beginning in 2000 Started at FT Partners beginning in 2002 40 Under 40 M&A Advisor Award Winner 2013 Harvard M.B.A. 	14
Andrew McLaughlin Managing Director, Research & Business Development	Deloitte.	 Leads FT Partners' Research and Business Development Team Formerly with Deloitte Consulting 	10

