FT PARTNERS FINTECH INDUSTRY RESEARCH

December 22, 2016



Guidewire Acquires ISCS for \$160 million





The Only Investment Bank Focused Exclusively on FinTech

Overview of FT Partners

- Financial Technology Partners ("FT Partners") was founded in 2001 and is the only investment banking firm focused exclusively on FinTech
- FT Partners regularly publishes research highlighting the most important transactions, trends and insights impacting the global Financial Technology landscape. Our unique insight into FinTech is a direct result of executing hundreds of transactions in the sector combined with over 15 years of exclusive focus on Financial Technology

FT Partners' Advisory Capabilities



FT Partners' FinTech Industry Research





Named Silicon Valley's #1 FinTech Banker (2016) and ranked #2 Overall by The Information



Ranked #4 Most Influential Person in all of FinTech in Institution Investors "FinTech Finance 35"



Numerous Awards for Transaction **Excellence including** "Deal of the Decade"

Steve McLaughlin: Founder & CEO

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steve.mclaughlin@ftpartners.com



FT PARTNERS RESEARCH

[ISCS]

Transaction Summary

Transaction Summary

- On December 19, 2016, Guidewire announced it has entered into a definitive agreement to acquire ISCS for \$160 million in cash (1)
 - The transaction is anticipated to close in approximately 60 days
- The acquisition will improve Guidewire's ability to serve P&C insurers that prefer a cloud-based, all-in-one system to support the insurance lifecycle
 - The acquisition will also give Guidewire an entrance to the small carrier market, which ISCS has primarily served (1)
 - Additionally Guidewire will have the ability to cross sell its products to ISCS customers as well as sell ISCS products to small insurers in foreign countries ⁽¹⁾
- ISCS' 2016 revenue will be approximately \$41 million and the Company has had 20% revenue growth per year (1)
- As part of the deal, Guidewire will take on 220 ISCS employees
- This transaction marks Guidewire's third acquisition of 2016
 - In March, Guidewire acquired EagleEye Analytics, a provider of SaaS-based predictive analytics products for P&C insurers
 - In August, Guidewire announced it would acquire FirstBest, a commercial lines insurance software firm
 - The Company now plans on focusing on the integration of its acquisitions according to Guidewire CFO Richard Hart (1)

Transaction Commentary

"Like Guidewire, ISCS is a software company focused exclusively on serving P&C insurers. Their technology and expertise will enable us to provide a new option to our customers and augment our progress in delivering cloud-based products. We are excited by the opportunity to welcome the ISCS team and customers to our community."



Marcus Ryu CEO

"We have experience in managing through growth, and we'll bring that experience to helping extend the number of carriers who can benefit from ISCS's solutions. We have successfully grown the Guidewire customer community while preserving a great deal of the Guidewire culture and customer experience, so that gives us some confidence that we can similarly extend the customer community for ISCS's solutions." (2)



Neil Betteridge VP, Strategy

"We look forward to joining Guidewire and continuing our mission of serving P&C insurers. The breadth of Guidewire's offerings and the scale of its organization will enable us to provide additional value to our customers. We also appreciate the strong affinity between the companies in terms of focus and culture."



Andy Scurto President



¹⁾ Insurancejournal.com "Guidewire to Acquire Insurance Cloud Software Firm ISCS for \$160 Million"

FT PARTNERS RESEARCH

ISCS

ISCS Overview

Company Overview

President:

Founded:

Headquarters:



Andy Scurto

San Jose, CA

1994

- ISCS is a provider of a cloud-based insurance processing platform
- The Company develops software for policy administration, underwriting, claims, billing business intelligence, reinsurance and mobile solutions
- The Company provides the SurePower Innovation insurance enterprise suite, as well as the SurePackage cloud deployment offering
- The Company's operations and product distribution are entirely U.S.-based

Technology Overview

- SurePower Innovation is built on one platform, designed as one pre-integrated technology with a modular structure
- SurePower Innovation's advanced technology gives an insurer the power to:



Quickly adapt to a changing market through configuration via PowerTools



Integrate upgrades within days or weeks, rather than months or even years



Support unexpected spikes in writing business and responding to catastrophic events, without purchasing and maintaining back-end servers



Runs on all major manufacturer equipment and operating systems using Java



Access source codes with a standard purchased license

Products & Services Overview

SurePower Innovation

- SurePower Innovation is a modern and modular system that is web-based and fully SOA with no legacy code
- The system encompasses solutions and features across the insurance value chain



SurePower Innovation Advantages



Offers personal demonstrations to test the usability of the SurePower Innovation platform



The Company's active R&D department releases 2-3 upgrades annually and boasts powerful automated testing with QA tools across the system



Product and service roadmap is driven by the input of customers, from annual user group meetings to personal visits with executives and usability studies

FT PARTNERS RESEARCH

ISCS

Guidewire Overview

Company Overview

CEO: Marcus Ryu

Headquarters: GUIDEWIRE Foster City, CA

Founded:

- Guidewire provides software for P&C insurers for core operations, data and analytics and digital engagement
- Has 400+ implementations completed or in progress
- Serves 260+ P&C insurers worldwide including Allianz, Nationwide, Sentry Insurance, Aviva & American Family in 30 countries

Selected Financing / M&A Transactions

Date	Size (\$ mm)	Туре	Target / Investor
08/04/16	\$34	M&A	Acquired:
			FirstBest
04/26/16	26	Financing	Invested in:
			Trov; alongside Anthemis, Oak HC / FT & Suncorp
03/29/16	42	M&A	Acquired:
			EagleEye Analytics
10/22/13	405	Financing	Secondary Offering
05/13/13	19	M&A	Acquired:
			Millbrook
04/02/12	225	Financing	Secondary Offering
09/20/07	24	Financing	Investor(s):
			Battery Ventures, Bay Partners, U.S. Venture Partners & USVP Entrepreneur Partners

Guidewire (NYSE: GWRE) Stock Chart



Product Overview

2001



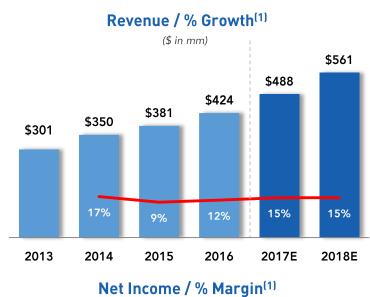
- Deployable in the cloud or on-premises
- Three distinct elements that work together to support he insurance lifecycle: Core Operations, Data & Analytics and Digital Engagement
- Benefits include speed-to-market, increased productivity, digital engagement, differentiated products, better decisions and agent empowerment

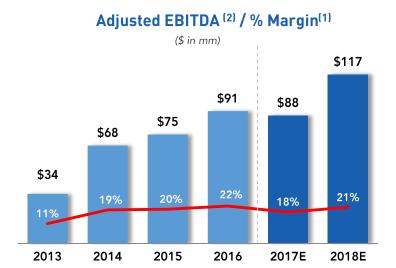
Core			Data		Digital
@	P	Bg	D		DP
InsuranceSuite	PolicyCenter	BillingCenter	DataHub	InfoCenter	Digital Portals
©	A			PA	
ClaimCenter	Add-on Modules	Underwriting Management	Guidewire Live	Guidewire Predictive Analytics	

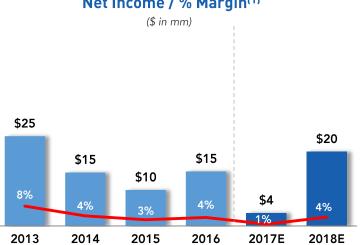
FT PARTNERS RESEARCH

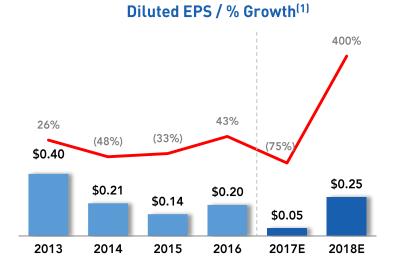


Guidewire Financial Overview









Source: SEC Filings, CapIQ, Thomson Reuters

⁽¹⁾ Fiscal year ends on July 31

FT Partners Research – InsurTech Industry Report



FT Partners' 248-page report provides an in-depth look at the major waves of innovation and disruption that are beginning to radically alter the insurance industry.

Additional highlights of the report include:

- An analysis of specific trends across: Insurance Distribution, Sales, Marketing and Engagement, Data and Analytics and Insurance Administration
- The responses of incumbents to date including the innovations, investments, partnerships and acquisitions being made to stay ahead of the game
- Proprietary InsurTech financing and M&A statistics and a comprehensive list of transactions in the space
- A detailed industry landscape of InsurTech providers as well as other innovative, tangential companies and profiles of 54 companies operating in the InsurTech ecosystem

Please visit our <u>website</u> for more proprietary FinTech Research & Follow FT Partners on Twitter and LinkedIn for real time updates on our Research Publications

Selected FT Partners' Research - Click to View



Insureon Raises \$31 million in Series B Led by Oak HC/FT



Benaissance's Sale to WEX for \$80 million



Clover Health Secures \$160 million in Series C Financing



Clayton Dubilier & Rice Acquires Tranzact



Metromile Raises \$192 million and Acquires Mosaic Insurance



Sedgwick Secures \$500 million in Financing



AmWINS Secures an Investment from Dragoneer



Lemonade Raises \$34 million in Series B Financing

VIEW MORE FT PARTNERS RESEARCH

FT Partners Advises SquareTrade in its Sale to Allstate for \$1,400,000,000

FT Partners' Insurance Technology Qualifications and Highlights

- FT Partners served as exclusive strategic and financial advisor to SquareTrade and its Board of Directors in its \$1.4 billion all-cash strategic sale to the Allstate Corporation
- FT Partners represented <u>SquareTrade in its \$238 million strategic growth</u> investment with Bain Capital and Bain Capital Ventures
- FT Partners also recently represented Bain Capital Ventures' portfolio company <u>Enservio in its sale to Solera</u> demonstrating our long-term trusted relationship
- Other Key FT Partners' Insurance Technology Transactions:
 - AmWINS' \$1.3 billion growth recapitalization
 - <u>Insureon's \$31 million capital raise</u>
 - Benaissance's sale to WEX
 - <u>Insurance Technologies' sale to Moelis Capital Partners</u>
 - Zywave's sale to Aurora Capital Group
 - Safe-Guard's sale to an Affiliate of Goldman Sachs
 - Zywave's sale of Zywave Insurance Solutions to Aurora Capital
 - Aplifi's sale to iPipeline
 - Insureon's acquisition of Insurance Noodle
- Recently published in-depth 250-page industry report, "Prepare for the InsurTech Wave: Overview of Key Insurance Technology Trends"
 - Provides an in-depth look at the major waves of innovation and disruption that are beginning to radically alter the insurance industry

Financial Technology Partners LP

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



in its sale to



for total consideration of

\$ 1,400,000,000



The Only Investment Bank Focused Exclusively on Financial Technology

FT Partners is the Leader in Financial Technology Investment Banking

Health Insurance Premium Billing & Payments

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



for a total consideration of

\$80,000,000



The Only Investment Bank Focused Exclusively on Financial Technology

Online Small Business Insurance

Financial Technology Partners LP FTP Securities LLC

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



in its equity capital raise led by



for total consideration of

\$31,000,000



The Only Investment Bank Focused Exclusively on Financial Technology

Sales Automation Technology & Platform

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

MOELIS CAPITAL PARTNERS



The Only Investment Bank Focused Exclusively on Financial Technology

Largest Wholesale Brokerage in U.S.

Financial Technology Partners LP FTP Securities LLC

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



in its growth recapitalization by



valued at approximately

\$ 1,300,000,000

FINANCIAL TECHNOLOGY PARTNERS

The Only Investment Bank Focused Exclusively on Financial Technology

Consumer Protection Plans

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



The Only Investment Bank Focused Exclusively on Financial Technology

Auto Finance and Insurance Solutions

Financial Technology Partners LP FTP Securities LLC

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



on its sale to an Affiliate of



FINANCIAL TECHNOLOGY PARTNERS

The Only Investment Bank Focused Exclusively on Financial Technology

Agency Management / Marketing 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 of

Zywave Insurance Solutions to

AURORA



The Only Investment Bank Focused Exclusively on Financial Technology

Life & Annuity Technology Solutions

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





The Only Investment Bank Focused Exclusively on Financial Technology

Online Small Business Insurance

Financial Technology Partners LP FTP Securities LLC

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



in its acquisition of



a subsidiary of





The Only Investment Bank Focused Exclusively on Financial Technology

SaaS / Claims for Property & Contents

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



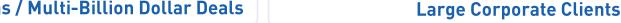
TECHNOLOGY

The Only Investment Bank Focused Exclusively on Financial Technology

FT Partners is the Advisor of Choice for Leading FinTech Companies

FinTech Unicorns / Multi-Billion Dollar Deals

Financial Technology Partners LP





in its sale to

V

Vista Equity Partners

from

WCAS

Financial Technology Partners LP FTP Securities LLC

is pleased to announce its exclusive role as financial advisor to

GreenSky

DST ICONIO

TPG WELLINGTON

\$ 300,000,000

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FT Partners Advises Enservio on its Sale to Solera

Overview of Transaction

- On July 19, 2016 Enservio, Inc. ("Enservio" or the "Company") announced it has entered into a definitive agreement to be acquired by Solera
- Headquartered in Needham, Massachusetts, Enservio is the largest U.S. provider of SaaS-based software and services to the property contents insurance marketplace
 - Existing investors include Bain Capital Ventures and Matrix Partners
- Solera Holdings ("Solera") is a leading provider of digitally-enabled risk and asset management software and services to the automotive and property marketplace
 - Acquired by Vista Equity Partners for \$6.4bn in Sept. 2015

Significance of Transaction

- Enservio's proprietary database of more than \$10 billion in property contents information will add another component to Solera's Digital Home platform
- Move signals accelerated expansion of Solera's asset management and risk protection technologies for life's most important assets
- Acquisition leverages Solera's unique Invent & Acquire ("I&A") strategy
- Highly-attractive outcome for both Enservio and Solera

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Enservio and its Board of Directors
- Transaction demonstrates FT Partners' continued success advising top-tier companies and achieving outstanding results within the Insurance IT and Services sector

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





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FT Partners Advises Insureon on its \$31 million Financing

Overview of Transaction

- On October 21, 2015 Insureon ("Insureon" or the "Company") announced a \$31mm Series B minority investment round
 - Investment round led by Oak HC/FT ("Oak")
 - Existing investor Accretive LLC ("Accretive") also participated
- Insureon is the leading insurance online marketplace for small and micro businesses
 - Serves retail clients directly and also supports banks, brokerages and insurance companies through a wholesale offering
 - Coverage provided for 175,000+ small businesses
- Oak HC/FT is a \$500mm venture capital fund focused on investing in healthcare and financial services technology companies
- Accretive is a leading private investment firm specializing in the creation of disruptive technology companies

Significance of Transaction

- Creates opportunity for Insureon to accelerate its growth in the small business insurance sector
- Enables Insureon to increase its investment in technology development, and enhance its sales and marketing capabilities

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Insureon and its Board of Directors
 - Follows FT Partners' role advising Insureon on its 2014 acquisition of Insurance Noodle from Willis
- Transaction demonstrates FT Partners' continued success advising top-tier companies and achieving outstanding results within the Insurance IT and Services sector

Financial Technology Partners LP FTP Securities LLC

is pleased to announce its exclusive role as



in its equity capital raise led by



for total consideration of

\$31,000,000



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FT Partners Advises Insurance Technologies on its Sale

Overview of Transaction

- On December 10, 2014, Insurance Technologies, LLC ("Insurance Technologies" or the "Company") announced its control investment from Moelis Capital Partners ("MCP")
- Insurance Technologies is a market-leading provider of software and technologyenabled sales automation platforms, the Company was previously owned by Palm Beach Capital and management shareholders
- Headquartered in Colorado Springs, Insurance Technologies has experienced tremendous success with its core ForeSight illustration product over the last few years and expects to continue its consistent growth with the maturation and market penetration of its FireLight e-application product
- Moelis Capital Partners, an affiliate of Moelis Asset Management, is a middle market private equity firm founded in 2007 with \$870 million of committed private equity capital

Significance of Transaction

- The transaction demonstrates the increasing value of technological salesenablement within the insurance industry
- With the support of a large private equity firm, the Company will enhance its role as a market leader in the critical front-end connection between distributors and carriers in the life insurance and annuity markets

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Insurance Technologies 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 companies within the insurance services sector

FTP Securities LLC.

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



a portfolio company of Palm Beach Capital

on its investment from

MOELIS CAPITAL PARTNERS



The Only Investment Bank 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



M&A Advisor **Awards**

2016	 Cross Border Deal of the Year
2015	 Dealmaker of the Year Technology Deal of the Year
2014	 Equity Financing Deal of the Year Professional Services Deal of the Year, Above \$100mm
2012	 Dealmaker of the Year Professional Services Deal of the Year, Above \$100mm
2011	 Boutique Investment Bank of the Year Deal of the Decade 10 Deal of the Year Nominations Across 9 Categories
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
2015	Steve McLaughlin ranked #4 in Institutional Investor's FinTech 35 List
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





Middle Market Financing Awards Financial Services Deal of the Year

Investment Banking Firm of the Year

2006

- Financing Professional of the Year Steve McLaughlin
- Financing Deal of the Year Equity
- Financing Deal of the Year Debt

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 DST, ENV, FISV, FIS, V, MA, GPN & HPY 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 Started at FT Partners 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