FT PARTNERS FINTECH INDUSTRY RESEARCH

February 1, 2018

BANKING TECH CEO INTERVIEW:



with CEO Kalpesh Kapadia

Analytics-Based Credit



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 #1 Most Influential Person in all of FinTech in Institutional Investors "FinTech Finance 40"



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

Deserve Overview



Company Overview

CFO.



CLO.	Kaipesii Kapadia
Headquarters:	Menlo Park, CA
Founded:	2013

Kalnoch Kanadia

- Deserve leverages machine learning and alternative data to help millennials and Gen Z's gain financial independence through access to fair credit products
 - The Company currently offers three credit card products through MasterCard:
 - o Deserve Classic
 - o Deserve Edu
 - o Deserve Pro

Selected Financing History

Date	Size (\$ mm)	Investor(s)
10/24/17	\$13	Accel Partners; Pelion Ventures, Aspect Ventures, Mission Holdings
08/24/16	7	Pelion Ventures, Accel Partners; Aspect Ventures
06/18/15	7	Accel Partners, Aspect Ventures

Products & Services Overview







	Deserve Classic	Deserve Edu	Deserve Pro
Description	Designed for those who are new to credit	Designed to help college students build credit	Designed for those who already have established credit history
Annual Fee	\$39	\$0	\$0
APR	24.24%	19.99%	17.24% - 24.24%
Credit Limit	Up to \$1,500	Up to \$5,000	Up to \$10,000
Cash Rewards	None	1% cash back on all purchases	1% cash back on all purchases; 2% on Restaurants; 3% on Travel & Entertainment
Foreign Transaction Fees	None	None	None
Builds US Credit History	Yes	Yes	Yes
Accepted Everywhere?	Yes	Yes	Yes

Interview with Kalpesh Kapadia





Kalpesh Kapadia Co-Founder & Chief Executive Officer

deserve

Kalpesh Kapadia's career spans 20+ years in the US and Asia, primarily in technology and finance. Prior to co-founding Deserve he was one of the foremost analysts/investors in Wall Street's tech sector. In 2004 he was ranked the #1 analyst in the US across all sectors by the venerable Wall Street Journal. In 2005 he founded Equanum Capital and successfully managed it through 2012. In '07 and '09, Equanum Funds were one of the best managed global equity funds in Barrons.com and Asiahedge rankings. He earned an MBA from Carnegie Mellon University's Tepper School of Business, where he is a member of its alumni board and a proud member of W.L. Mellon Society.

He also holds an MS in Industrial Engineering and Operations Research from New Jersey Institute of Technology. His personal and charitable interests focus on empowerment and upliftment through higher education. Kalpesh is a member/supporter of organizations such as Cato Institute, Santa Fe Institute, Foundation for Excellence and American Himalayan Foundation. He is also a member of Bay Area chapters of Commonwealth Club and the Churchill Club. He came to the US over 20 years ago as a young student and struggled to establish his credit profile. Through Deserve, he plans to ease the challenges for this deserving but underserved population.

1. What is your background and the motivation behind founding Deserve.

I came to the US in 1995 as a student from India to pursue my Master's in engineering and, subsequently, my MBA in Finance (from Carnegie Mellon's Tepper School of Business). After graduation, I worked on Wall Street for 15 years covering the technology sector, both as a sell-side research analyst and as a portfolio manager. I was consistently ranked as one of the top research analysts and technology investors by the Wall Street Journal and other prestigious publications.

The motivation behind founding Deserve was born out of my own personal experience with lack of credit availability as an international student (due to not having credit history in the US) and my long and arduous journey toward financial independence. This experience was shared by many of my family members and friends over the years. The population of international students has expanded manifold over the past 10 years to over 1.2 million, but it has actually become even harder for them to obtain credit due to regulations such as the CARD act in the wake of the financial crisis. My other frustration was with the opaque system of credit scoring and reporting as I suffered from inaccurate information on my file due to no fault of my own. It prompted me to rethink the entire stack of credit provisioning, scoring and reporting. Through my research, two things became crystal clear: (1) we now have a wealth of information to predict creditworthiness using real time data via APIs and analytics using machine learning algorithms, (2) the big banks aren't going to address the problem. So I knew there was a big opportunity here.

Interview with Kalpesh Kapadia (cont.)





deserve Exclusive CEO Interview – Kalpesh Kapadia

What was the though process behind the recent rebranding from SelfScore to Deserve?

We used to be called SelfScore, which described our scoring algorithm and "how" we underwrite credit in the absence of FICO. As we were expanding our audience from international students to the domestic population of students and young adults (18-29), we wanted our brand to describe "why" we are doing this. And we believe the brand Deserve aligns with our mission of "providing access to fair credit to deserving but underserved populations and leading them to financial independence." Our primary research told us that young millennials and Gen Z's are less concerned with "how" and more interested in our values and "why" we do this. We were lucky to secure all the related assets such as deserve.com and other associated domains and social media properties and various trademarks.

Building a new consumer financial services brand can be difficult. What are you doing to stand out from deep-pocketed competitors?

As a brand, we promise Access (to your first credit using alternate data), Advocacy (promoting and rewarding good credit behavior) and Independence (building your own credit and developing good habits lead to financial independence). We strive to live up to these three promises and differentiate by giving you credit based on your potential rather than history, agile and nimble management of the credit slope and superior customer experience. Ultimately, our brand is what customers think and say it is, and our approach has earned high retention rates and very positive reviews from our customers.

Interview with Kalpesh Kapadia (cont.)



deserve Exclusive CEO Interview – Kalpesh Kapadia

4. What products are you offering today and what is on the product roadmap for the next couple of years?

We think of product in two different ways. First, we have our credit card products. Additionally, we think of the entire customer experience and how we shape it with technology as a product.

We currently offer three credit card products: (1) Deserve Edu (for students with reasonable APR and relevant cash-back and other rewards such as free Amazon Prime for a year), (2) Deserve Pro (for young professionals with rich 1-2-3 cash-back rewards in popular categories such as restaurants and travel and entertainment), and (3) Deserve Classic (beginners credit builder product with no frills but a clear graduation path to better products). We are planning to launch Deserve Flex, which will feature an attractive APR and payment terms for consumers with uneven and seasonal incomes, later this year.

Our credit card line-up is well aligned to the features and benefits that young adults need and want. But we realize that it takes more than features and rewards to win in this space. So we are innovating with technology and services that will define the next era of consumer lending.

A recent report titled "The Millennial Disruption Index," found that all four of the leading banks in the U.S. are among the 10 least-loved brands by millennials and that 71 percent of millennials surveyed would rather visit the dentist than listen to what a bank rep has to say.

The future of banking is apps, not branches. So we are excited to launch our native apps this spring. Initially, we are focused on delivering on our promises of Access, Advocacy, and Independence. We will deliver on Access by issuing a virtual card upon approval within the app. We will deliver on Advocacy by using ongoing insights and notifications that reinforce good credit behaviors and accelerate the process of building your credit score. And having a positive credit score is the linchpin of Financial Independence. Additionally, the app will provide access to best in class customer service, with a focus on onboarding support and dispute resolution.

Interview with Kalpesh Kapadia (cont.)



deserve Exclusive CEO Interview – Kalpesh Kapadia

5. How big is the market you are serving? Do you plan on expanding internationally?

Our current TAM in the 18-29 population is ~40 million consumers and from the credit history standpoint, Thin-file, no-file segment is around 50M in the US. Our underwriting approach of not requiring SSN or FICO is highly extensible to international markets that lack the US's credit infrastructure.

6. Are there any key lessons you have learned from others that have tried and failed to enter the card-issuing space?

Key vicarious learning for us has been building from a strong foundation of capital, compliance and core value proposition and growing in a disciplined and methodical way. We believe providing credit to Millennial and Gen Z's is a large and growing market of consumers who will not bank and build credit the same way their parents did. The key to long-term, profitable growth is relentless focus and execution.

7. Because your primary target market is underserved consumers with limited credit history, what other factors do you look at when evaluating credit?

Our underlying ABCD (Analytics Based Credit Decisioning) framework relies on verification of self-reported information through APIs. In absence of credit history, we measure one's credit potential. Using machine-learning algorithms, we assess the validity of identity, stability of identity, markers of employability and earnings potential and ability to pay. While an applicant is filling out self-reported information in our form, various back-end APIs are verifying information around the applicant's identity, income, and enrollment or employment. But it doesn't stop there, we continue using alternative data and machine learning to manage positive credit slope with based on usage, payments and life events.

Interview with Kalpesh Kapadia (cont.)



deserve Exclusive CEO Interview – Kalpesh Kapadia

8. How are you funding your credit card receivables?

We have secured a \$50 million AR facility that funds the receivables.

9. Can you share any growth metrics on the business with us?

Our account volumes, GTV (gross transaction value), receivables and revenues have grown manifold in 2017, and, with the expansion to the domestic population, we expect to grow 10x over 2018-2019.

10. Considering the anticipated growth, how do you look at your capital needs over the next 12-18 months?

Our \$50 million AR facility has capacity to scale with the anticipated 10X growth in our business over 2018-2019. On the equity side, our existing institutional investors are committed and deep pocketed. We will be looking to add an additional lead investor in our next round, which will be a growth round.

Selected FT Partners Banking Tech Research - Click to View



Credit Sesame's \$42 million Financing



Prosper's Series G Financing



Oakam's Debt Financing from Victory Park Capital



defi SOLUTIONS Raises \$55 million in Series C Financing



OakNorth Raises £244 million in Financing (includes interview with Co-Founder)



MoneyLion Raises \$42 million in Series B Financing (includes interview with CEO)



Creditas Raises \$50 million in Series C Financing



Credible Completes its IPO Raising ~\$50 million

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Significant Experience Across the Banking / Lending Tech Space











































FT Partners Advises GreenSky on its Financing

Overview of Transaction

- On December 28, 2017, GreenSky Credit filed an SEC Form D stating that it has closed a \$200 million capital transaction
- Founded in 2006 and headquartered in Atlanta, GA, GreenSky is a leading provider of point of sale (POS) promotional financing solutions
 - With operations throughout North America, GreenSky connects approximately 15 funding partners with more than 17,000 merchants, and services close to \$4 billion in origination volume per year
- PIMCO is an American investment management firm with over \$1.5 trillion in AUM, with expanding operations in corporate private equity investments in high growth financial services and technology companies

Significance of Transaction

- PIMCO's investment represents the continued fundamental shift in lending customer acquisition models away from traditional banks and towards specialists like GreenSky, who partner with traditional banks as partners
- This transaction positions GreenSky as a clear leader in Alternative & POS
 Lending and enables the company to continue to innovate, bring additional
 products to existing markets, and expand into new markets overall

FT Partners' Role

- FT Partners has served as the exclusive strategic and financial advisor to GreenSky and its board of directors since 2014, advising the Company through numerous equity and debt capital raises and other financial processes
- This transaction further supports FT Partners' continued success advising prominent companies in the Alternative & POS Lending space and highlights the long-term nature of many of the Firm's advisory relationships
- FT partners leveraged its deep industry knowledge, extensive experience, and broad scope of relationships to help achieve a favorable outcome for the Company

FTP Securities LLC

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



in its investment from

PIMCO

for total consideration of

\$200,000,000



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FT Partners Advises Credit Sesame on its Growth Financing

Overview of Transaction

- On October 25, 2017, Credit Sesame announced it has raised over \$42 million in equity and venture debt
 - The funding comes from existing and new investors including Menlo Ventures, Inventus Capital, Globespan Capital, IA Capital, SF Capital, among others, along with a strategic investor
- The \$42 million in funding is comprised of \$26.6 million in equity and \$15.5 million in venture debt, bringing the Company's total funding to over \$77 million
- Headquartered in Mountain View, CA, Credit Sesame was founded in 2011 and has provided credit and loan management tools to over 12 million members
 - The mobile and web solution provides consumers with tools to build a path to achieve financial wellness, including free access to their credit profile complete with their credit score, credit report grades, credit monitoring, interactive step-by-step tools and recommendations for better lending options

Significance of Transaction

- The funds will be used to accelerate the company's growth, hiring, and member acquisition, and to advance its analytics, robo-advisor and machine learning technologies
- A new strategic investor has also joined Credit Sesame's consortium of investors in this round and a separate strategic partnership may be announced in the near future that will allow millions more to benefit from Credit Sesame's services

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Credit Sesame in this transaction
- This transaction further demonstrates FT Partners' continued success advising both leading consumer FinTech brands as well as companies across the Credit / Lending Tech landscape

Financial Technology Partners LP FTP Securities LLC.

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



in its growth financing with participation from



Menlo





for total consideration of

\$ 42,000,000



The Only Investment Bank Focused Exclusively on Financial Technology

Award-Winning Investment Banking Franchise Focused on Superior Client Results

Institutional Investor Annual Ranking	2017 2015 - 2016 2006 - 2008	 Ranked #1 Most Influential Executive on Institutional Investor's FinTech 40 List Steve McLaughlin Ranked Top 5 on Institutional Investor's FinTech 35 List Consecutively Ranked (2006, 2007 and 2008) among the Top Bankers on Institutional Investor's "Online Finance 40"
The Information	2016	 Ranked #2 Top Technology Investment Banker on The Information's "Silicon Valley's Most Popular Dealmakers"
	2015 - 2017	 Investment Banker of the Year – 2017 Investment Banking Firm of the Year – 2016 Cross Border Deal of the Year - 2016 Dealmaker of the Year – 2015 Technology Deal of the Year – 2015
2017 - 2004 ANNUALAWARDS WINNER M&A Advisor Awards	2010 -2014	 Equity Financing Deal of the Year - 2014 Professional Services Deal of the Year, Above \$100 mm - 2014 Dealmaker of the Year - 2012 Professional Services Deal of the Year, Above \$100 mm - 2012 Boutique Investment Bank of the Year - 2011 Deal of the Decade - 2011 Upper Middle Market Deal of the Year, Above \$500 mm - 2010 IT Services Deal of the Year, Below \$500 mm - 2010 Cross-Border Deal of the Year, Below \$500 mm - 2010
Awards	2004 - 2007	 Dealmaker of the Year – Steve McLaughlin – 2007 Business to Business Services Deal of the Year - 2007 Computer and Information Technology Deal of the Year, Above \$100 mm – 2007 Financial Services Deal of the Year, Above \$100 mm – 2007 Investment Bank of the Year – 2004
Middle Market Financing Awards	2006 - 2008	 Equity Financing Dealmaker of the Year – Steve McLaughlin – 2008 Information Technology Deal of the Year – 2008 Financial Services Deal of the Year – 2008 Financing Professional of the Year – Steve McLaughlin – 2006

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 Former Co-Head of Goldman Sachs' Financial Technology Group (#1 market share) Wharton M.B.A. 	23
Greg Smith Managing Director	Merrill Lynch J.P.Morgan	 Formerly award winning Equity Research Analyst at Merrill Lynch / J.P. Morgan / Hambrecht & Quist 20+ years of experience covering FinTech as both an Analyst and Investment Banker 	22
Osman Khan Managing Director	pwc	 Former Managing Director / Head of FIG M&A at Alvarez & Marsal 15+ years FIG deal, consulting and assurance experience at PwC 40 Under 40 M&A Advisor Award Winner in 2013 LSE (BSc w/Honors), MBS (MBA w/Distinction), ICAEW (FCA) 	21
Steve Stout Managing Director	J.P.Morgan First Data	 Former Global Head of Strategy at First Data Formerly Led J.P. Morgan Payments Investment Banking Former Equity Research Analyst on #1 ranked team at UBS and Economist at the Federal Reserve Bank 	20
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. 	16
Timm Schipporeit Managing Director	Morgan Stanley Index Ventures	 11+ years with Morgan Stanley, Senior Executive Director of European Technology Investment Banking Team in London Formerly a Venture and Growth Investor focused on FinTech at Index Ventures 	15
Andrew McLaughlin Managing Director	Deloitte.	 20+ years experience executing / implementing financial and operational strategy Formerly with Deloitte Consulting 	12