FT PARTNERS FINTECH INDUSTRY RESEARCH



Adyen Completes its IPO Raising €947 million

(ENXTAM:ADYEN)



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IPO Overview

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IPO Overview

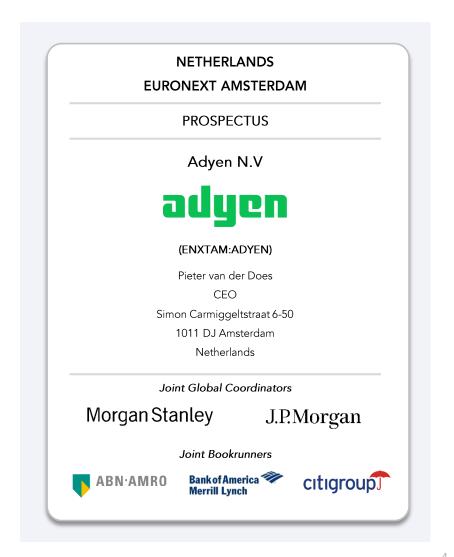
Key IPO Statistics

CEO:	Pieter van der Does
Headquarters:	Amsterdam, Netherlands
Founded:	2006
Employees:	668
Prospectus File Date:	June 4, 2018
Ticker:	ENXTAM:ADYEN
Proceeds:	€947 mm
Shares:	4,189,102
Priced at:	€240
Listing Date:	June 13, 2018

Adyen closed at €455.00 a share, up 90%, at the end of its first trading day on June 13, 2018.⁽¹⁾

Use of Proceeds

The Company intends to use the offering proceeds to maintain growth, to further enhance the brand among merchants, and to attract and retain talented employees



Adyen - Company Overview

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Company Overview

Company Overview

CEO:



Pieter van der Does

Headquarters: Amsterdam, Netherlands

Founded: 2006

Employees: 668

- Adyen has emerged as one of the fastest growing payment processors and is now processing over \$122 billion of volume
- Adyen enables businesses globally to process payments across online, mobile and offline channels
 - Provides an end-to-end infrastructure that directly connects card networks to preferred payment methods
- The Company focuses on the retail, travel, gaming, hospitality, ticketing and digital commerce verticals
- Adyen has a presence on six continents and provides payment solutions to over 4,500 customers including Microsoft, Dropbox and Netflix
 - The Company's first large, global customer was Groupon, signed in 2009
 - Adyen continues to handle online payments, but has begun adding more physical retailers as well
- Adyen currently enables merchants to accept payments from nearly every country in 187 different currencies
- The Company operates from 15 offices around the world

Management Team



Pieter van der Does Co-Founder, President, CEO



Arnout SchuijffCo-Founder, CTO

Ingo Uytdehaage CFO



Sam Halse COO



Jean Marc-Thienpont *Managing Director, POS Solutions*



Jean Christian Miles SVP, Latin America



Roelant Prins



Paul Cook
Managing Director,
Global Acquiring



Kamran Zaki President, North America



Warren Hayashi President, Asia-Pacific

Selected Customers

NETFLIX

UBER





Spotify S

SEPHORA

wework
BONOBOS



Superdry. GROUPON







Product and Services Overview



aduen Product Suite

Online Payments

✓ Global Reach



Supports local payment methods based on Country, Currency & Purchase Value

✓ Mobile Payments



Offers seamless checkouts with full customization & quick integration

Data Insights



Data-driven tools improve authorization, reduce risk & deliver transactions data

Recurring / Subscription Payments



Data-driven tools improve authorization, reduce risk & deliver transactions data

✓ Flexible Integration



Helps integrate local payments methods

POS Payments

✓ Single Platform



All-in-one platform for sales channels worldwide

- Easy Setup
- Any sales channels across four continents
- All key payments methods

POS Features



Provide flexible & unified ecommerce experience including:

- Customization of language & currency
- Simple integration via cloud or API
- Real-time performance data & analytics across channels & countries

Adyen MarketPay

Supports global payments for highvolume marketplaces

✓ Secure Onboarding



New sub-merchants up and running quickly with real-time automated onboarding

✓ Global Acceptance



Customizes how payments are split between one or multiple submerchants

✓ Fully Compliant



Fully-licensed, PSD2-ready solution with tools to stay compliant

How It Works:

- 1. Sign-up
- 2. Identity Verification Checks
- 4. Move funds between accounts (if needed)
- 3. Shopper pays, & payment is split

5. Sub-merchants & marketplaces paid

Source: Company website

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Industry Overview

Total Global Payments Volume Expected To Grow At 9.5% CAGR

\$23.0 trillion



\$52.4 trillion

2017 Market Size

2026E Market Size

- ✓ Growth is fueled by powerful long-term trends that continue to shift away from cash towards card-based, international and local payment methods
- ✓ Increased penetration by new technologies (i.e.: contactless payments), lower transaction fees and the growing prevalence of online and mobile channels are all contributors to the shift

Evolving Payments & Commerce Landscape



Increasing Globalization of Commerce

 Traditional merchants are increasingly shifting towards international expansion & require locally-tailored payment solutions and currencies to suit the needs of a global shopper base fueled by eCommerce



Changing Shopper Behaviors

 Shoppers' increased desire for a friction-less and safe transaction experience have led them to adopt new technologies and change their shopping habits

21% CAGR

Retail eCommerce Sales in 2017 - 2021E



Competition in Retail

 The rise of eCommerce giants such as Amazon have increased pressure on traditional retail merchants to improve efficiency including simplifying payments, increasing convenience & improving shopper experience



Regulatory Environment

 Regulatory measures such as PSD2, card-fee regulations & data-protection are geared towards an environment which encourages shoppers to transact digitally, while offering necessary protection

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Company Strengths



Single Platform

- Adyen offers a single, fullyintegrated global platform, aimed at increasing conversion rates & decreasing fraudulent transactions & administrative costs for merchants
- Built in-house and designed to replace several blocks of traditional payments value chain



Trusted Partnerships

 A strong merchant portfolio comprised of leading companies & brands such as:







ĽORÉAL

SEPHORA



UBER



Sizeable Market

\$23 trillion

Size of Global Card Purchases Market (As of 2017)

 Adyen seeks to capitalize on a fast-growing market fueled by the rise of eCommerce & the long-term shift from cash to non-cash payment methods



Management Strength

- Founder-led management team focused on fostering entrepreneurial culture
- Values centered around benefiting merchants, speed to market & emphasis on sustainable growth



Merchant Relationships

- Offers merchants access to large global card schemes and local payment methods
- Unified commerce across all channels (online, mobile, POS)
- Data-centric solutions to boost revenue & reduce fraud
- Membership to innovations & product improvements



Unique Business

- Single platform designed to enable seamless, high-quality transaction experience
- Strong relationships with large, globally connected merchants
- Local expertise, partnerships with key constituencies and a suite of licenses and regulatory know-how

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Key Growth Strategies



End-to-end infrastructure: Connect directly to all key payment methods globally to enable payment acceptance

Unified Commerce

- ✓ Increase commerce footprint through enabling merchants to offer a uniform experience across all channels
- ✓ Increased emphasis on its POS offering and ensuring it continues growing in the coming years

Mid-Market Merchants

- ✓ Additional focus on Mid-Market merchants to improve offerings for the existing merchant base
- ✓ Increased emphasis on acquiring new merchants across geographies

Enterprise Merchants

- ✓ Continued focus on existing merchant base through deepening relationships
- √ Focus on acquiring new merchants across geographies & verticals
- √ Capitalizing on merchants' changing business models through payments expertise

Adyen – Financial Overview

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Financing History / Financial Snapshot



2017 Financial Snapshot [1]				
Gross Revenue	€1,012 mm			
Revenue Growth	54 %			
Net Revenue (2)	€218 mm			
EBITDA	€99 mm			
EBITDA Margin On Net Revenue	46%			
Processing Volume	€108 bn			
Volume Growth	63%			
Total Capital Raised	\$266+ mm			

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Adyen Financial Overview

Comments / Observations [1]

- In 2017, Adyen's processing volume grew 63% and its gross revenue grew 54%
- The Company recently expanded its unified commerce offering to Canada, attaining full coverage in North America and Europe
- Additionally, in Q1 2018, the Company announced that it doubled its POS client list over the last year, including the launch of its POS solution in Singapore, & further expansion in to New Zealand
- In 2017, Adyen signed a number of new leading brands including ASICS, eBay, giffgaff, and Tinder
- CEO Van der Does attributes Adyen's robust growth to "the strength of its unified commerce solution"

Processed Volume

(€ in bn)



Business Insider: Adyen 2017 Revenue Crosses US\$1 Billion Mark; Increase Of Over US\$400m From 2016

²⁰¹⁸ Processed Volume estimated by applying the 2017 Gross Revenue / Processed Volume ratio to consensus estimates for 2018E Gross Revenue

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Adyen Financial Overview (cont.)

Comments / Observations

- Adyen consistently monitors its merchant base and regularly removes inactive merchants from its platform
- This monitoring and removal has led to a decline in total merchants served but an increase in number of high volume merchants and an improvement in the overall quality and sustainability of the Company's merchant base

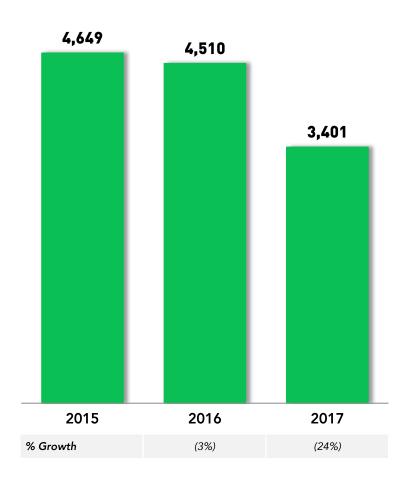
Top 10 Merchants Represent ¹

33%
39%
of Net Revenue of Processed Volume

Top 120 Merchants Represent ¹

69%
83%
of Net Revenue of Processed Volume

Total Merchants Served



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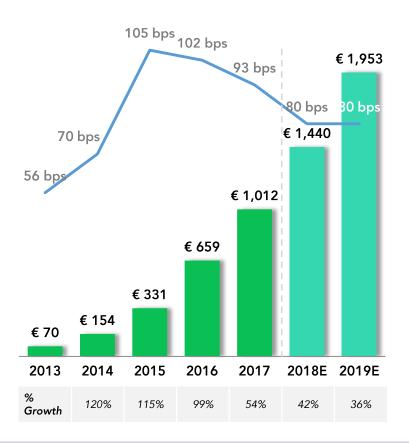
Adyen Financial Overview (cont.)

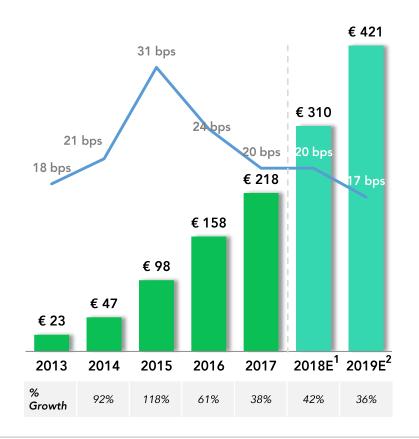
Gross Revenue / % of Volume

(€ in mm)

Net Revenue / % of Volume

(€ in mm)







Adyen Financial Overview (cont.)

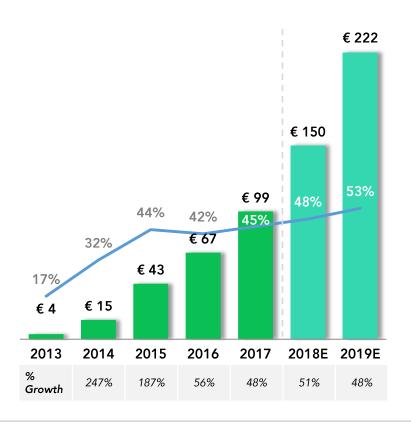


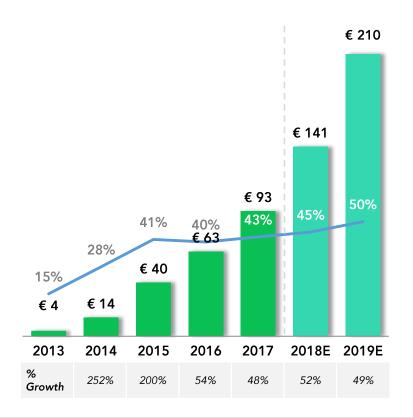
EBITDA / % Margin on Net Revenue

(€ in mm)

EBIT / % Margin on Net Revenue

(€ in mm)





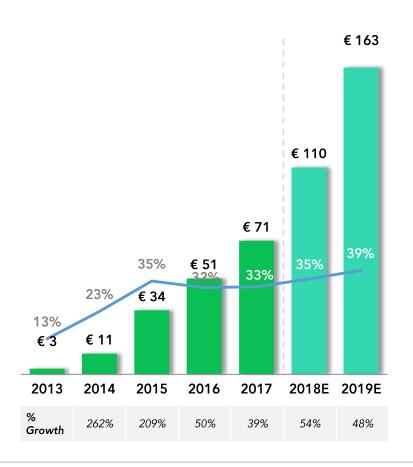
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Adyen Financial Overview (cont.)



Net Income / % Margin on Net Revenue
(€ in mm)

of Employees / Gross Revenue per Employee (€ in mm)





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Adyen / Square Comparison

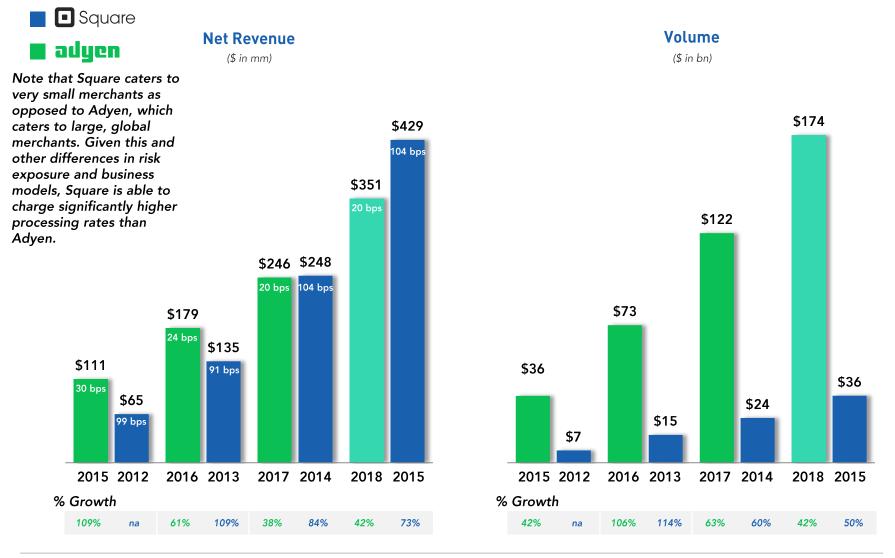
In order to put Adyen's growth into perspective, we have compared Adyen's 2017 financial results to Square's 2014 results, a time at which Square was somewhat similar in size from a net revenue perspective; the following page provides a historical comparison, similarly lagged by 2 years

Squar	е	adyen	
2014 Gross Revenue	\$850 mm	2017 Gross Revenue	\$1140 mm
Gross Revenue / Volum	e 354 bps	Gross Revenue / Volume	93 bps
2014 Net Revenue	\$248 mm	2017 Net Revenue	\$246 mm
Net Revenue / Volume	104 bps	Net Revenue / Volume	20 bps
2014 EBITDA	(\$38) mm	2017 EBITDA	\$112 mm
EBITDA Margin	nm	EBITDA Margin	46%
Processing Volume	\$24 bn	Processing Volume	\$122 bn
Volume Growth	60%	Volume Growth	63%

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Adyen / Square Comparison (cont.)



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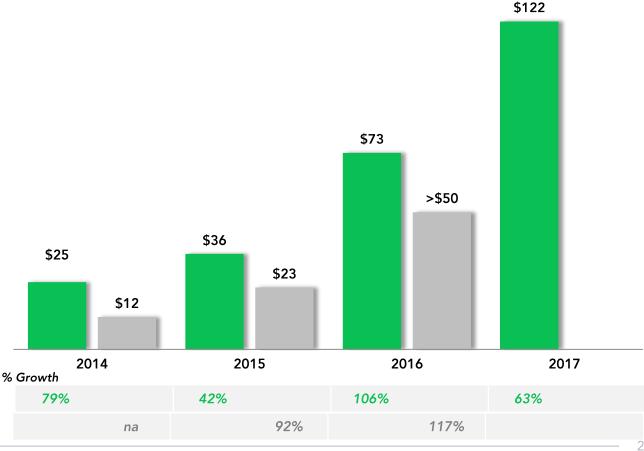
Adyen / Braintree Comparison

Braintree (1)

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Adyen is often compared to Braintree and Stripe; limited-to-no data is publically available on Stripe's processing volume, while Braintree / PayPal has disclosed volume data for 2013 to 2015.

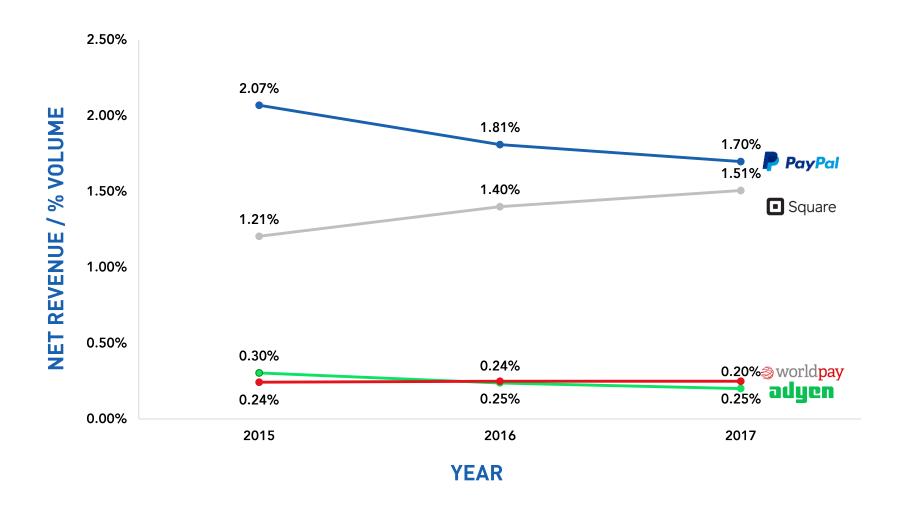




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Adyen and Selected Payment Processors – Fee Rate Comparison





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Adyen and Selected Payment Processors – Revenue Comparison



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Adyen Historical Financials in US Dollars

(\$ in mm)	2013	2014	2015	2016	2017	2018E	2019E
Volume	\$14,000	\$25,000	\$35,508	\$73,110	\$122,000	\$174,136	\$275,861
% Growth	40%	79%	42%	106%	63%	42%	58%
Gross Revenue	\$79	\$174	\$374	\$745	\$1,140	\$1,627	\$2,207
% Growth	46%	120%	115%	99%	54%	42%	36%
% of Volume	56 bps	70 bps	105 bps	102 bps	93 bps	80 bps	80 bps
Net Revenue	\$26	\$53	\$111	\$179	\$246	\$351	\$475
% Growth	51%	101%	109%	61%	38%	42%	36%
% of Volume	18 bps	21 bps	30 bps	24 bps	20 bps	20 bps	17 bps
EBITDA	\$5	\$17	\$49	\$76	\$112	\$170	\$251
% Growth	60%	247%	187%	56%	48%	51%	48%
% Margin	17%	32%	44%	43%	46%	48%	53%
EBIT	\$4	\$15	\$46	\$72	\$105	\$159	\$237
% Growth	58%	252%	200%	54%	46%	52%	49%
% Margin	15%	28%	42%	40%	43%	45%	50%
Net Income	\$3	\$12	\$38	\$58	\$81	\$124	\$184
% Growth	18%	262%	209%	50%	39%	54%	48%
% Margin	13%	23%	35%	32%	33%	35%	39%
Tax Rate	26%	22%	18%	19%	23%	NA	NA
Employees	169	244	354	480	668	NA	NA
% Growth	64%	44%	45%	36%	39%	NA	NA
Gross Rev / Employee	\$0.5	\$0.7	\$1.1	\$1.5	\$1.7	NA	NA

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Adyen Historical Financials in Euros

(€ in mm)	2013	2014	2015	2016	2017	2018E	2019E
Volume	€12,389	€22,123	€32,200	€66,300	€108,300	€154,103	€244,125
% Growth	40%	79%	42%	106%	63%	42%	58%
Gross Revenue	€70	€154	€331	€659	€1,012	€1,440	€1,953
% Growth	46%	120%	115%	99%	54%	42%	36%
% of Volume	56 bps	70 bps	105 bps	102 bps	93 bps	80 bps	80 bps
Net Revenue	€23	€47	€98	€158	€218	€310	€421
% Growth	51%	101%	109%	61%	38%	42%	36%
% of Volume	18 bps	21 bps	30 bps	24 bps	20 bps	20 bps	17 bps
EBITDA	€4	€15	€43	€67	€99	€150	€222
% Growth	60%	247%	187%	56%	48%	51%	48%
% Margin	17%	32%	44%	43%	46%	48%	53%
EBIT	€4	€14	€40	€63	€93	€141	€210
% Growth	58%	252%	200%	54%	46%	52%	49%
% Margin	15%	28%	42%	40%	43%	45%	50%
Net Income	€3	€11	€34	€51	€71	€110	€163
% Growth	18%	262%	209%	50%	39%	54%	48%
% Margin	13%	23%	35%	32%	33%	35%	39%
Tax Rate	26%	22%	18%	19%	23%	NA	NA
Employees	169	244	354	480	668	NA	NA
% Growth	64%	44%	45%	36%	39%	NA	NA
Gross Rev / Employee	€0.4	€0.6	€1.0	€1.4	€1.5	NA	NA

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How Adyen Stacks Up Against Its Competitors

				Market	Enterprise			Multi	ples			Gr	owth Ra	tes	Mar	gins	
	Price	% MTD	% LTM	Value	Value	Price / E	arnings	EV / EI	BITDA	EV / Re	venue	Reve	nue	EPS	EBI.	TDA	P/E/G
Company Name	06/13/18	Change	High	(\$ mm)	(\$ mm)	CY 18E	CY 19E	CY 18E	CY 19E	CY 18E (CY 19E	CY 18E (CY 19E	LT	CY 18E	CY 19E	CY 18E
Adyen	535.80	na	90	13,914	15,328	nm	82.0	86.8	58.6	49.4	36.4	42	36	na	48	53	na
MERCHANT ACQUIRING / PROCESS	ING																
First Data	\$ 21.50	13 %	97 %	\$ 20,705	\$ 42,056	14.8 x	13.2 x	12.6 x	11.8 x	5.4 x	5.1 x	6%	5 %	12 %	42 %	43 %	1.2
Worldpay (Vantiv)	84.40	6	99	25,513	33,933	22.3	18.7	18.4	15.9	8.7	8.0	na	10	16	48	50	1.4
Square	62.50	5	98	27,374	26,798	nm	79.7	nm	60.2	18.1	13.6	50	33	nm	17	23	na
Global Payments	118.48	4	99	18,952	22,864	23.2	20.0	16.5	14.6	5.8	5.3	12	9	17	35	36	1.4
TSYS	87.80	2	97	16,143	19,918	20.2	18.4	15.0	13.9	5.3	5.0	11	6	14	35	36	1.5
Cielo	3.93	(16)	52	10,670	12,476	10.0	9.6	8.7	8.3	3.9	3.7	2	5	5	45	45	2.0
Worldline	60.23	3	98	8,088	7,930	39.7	33.9	17.7	15.5	4.0	3.7	7	7	15	22	24	2.6
EVO Payments	21.15	(4)	94	1,675	2,349	na	na	na	na	na	na	na	na	na	na	na	na
EVERTEC	22.45	3	99	1,569	2,119	13.7	12.5	11.1	10.3	4.9	4.6	7	5	9	44	45	1.5
Huifu Payment	1.17	na	#DIV/0!	1,203	1,207	na	na	na	na	na	na	na	na	na	na	na	na
Net 1 Ueps Technologies	9.27	(5)	70	518	514	5.7	5.8	3.8	3.3	0.9	0.8	(1)	8	na	22	24	na
Median		3 %	na			17.5 x	18.4 x	13.8 x	13.9 x	5.3 x	5.0 x	7 %	7 %	14 %	35 %	36 %	1.5 :
Mean		1	na			18.7	23.5	13.0	17.1	6.3	5.5	12	10	12	35	36	1.7
ONLINE FOCUSED PAYMENTS																	
PayPal	\$ 85.27	2 %	99 %	\$ 101,356	\$ 91,845	36.4 x	30.2 x	22.9 x	19.3 x	6.0 x	5.2 x	18 %	16 %	20 %	26 %	27 %	1.8 >
Wirecard	178.46	14	98	22,052	20,872	52.7	40.0	32.5	25.1	9.0	7.3	32	23	31	28	29	1.7
Shopify	165.09	9	96	18,598	17,018	nm	nm	nm	nm	16.7	12.2	51	37	40	4	7	na
PagSeguro	31.99	(7)	na	9,837	9,174	35.8	25.1	22.8	15.2	8.8	6.9	53	27	nm	39	46	na
Afterpay	6.41	9	96	1,468	1,552	84.3	46.1	52.0	32.1	12.9	8.4	138	53	nm	25	26	na
Pushpay	4.44	3	100	1,219	1,202	nm	nm	nm	38.2	8.8	5.6	55	55	na	(4)	15	na
SafeCharge	6.01	1	97	910	764	22.8	20.0	15.3	13.5	4.5	3.9	15	13	12	29	29	2.0
Boku	1.00	0	91	225	209	nm	36.1	45.4	17.8	6.5	5.2	33	24	na	14	29	na
Bango	2.03	(11)	54	136	130	nm	30.3	51.0	16.7	11.8	7.7	97	53	na	23	46	na
JetPay	1.95	(5)	40	30	102	nm	nm	14.2	11.1	1.5	1.3	(13)	17	na	11	12	na
Earthport	0.12	(1)	29	60	19	nm	nm	nm	nm	0.4	0.3	13	22	na	nm	nm	na
Median		4.00	07.07			0/4	00.0	07.7	47.0			00.0/	04.0/	0/.0/	04.00	00.0/	1.8 >
Median		1 %	96 %			36.4 x	30.3 x	27.7 x	17.8 x	8.8 x	5.6 x	33 %	24 %	26 %	24 %	28 %	1.0.

Other Selected Payment Unicorns

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Stripe Company Overview

Company Overview

Headquarters:

Founded:

CEO:



Patrick Collison San Francisco, CA 2010

- Stripe enables businesses to accept payments online and in mobile applications
 - The API allows the consumer checkout experience to happen on the merchant's website or app to avoid the risk of consumers visiting an outside site to checkout and perhaps dropping the transaction in the process
- The Company also provides other tools for fraud prevention, data security, accounting and billing – essentially everything needed to allow users to build and run an online business
 - Stripe offers a number of different integrations and extensions with other software including Schedulista, Slack and Formstack, to allow business to do more with Stripe
- Stripe currently supports businesses in 25 countries, enabling them to instantly accept payments from around the world, with users in 110 countries
 - The Company also maintains 9 global offices
 - Accepts transactions in over 130 currencies and automatically handles currency conversions
- Pricing for credit and debit cards: 2.9% + \$0.30 per transaction; \$15 chargeback fee; custom pricing on volumes greater than \$1 mm / year
 - There is also separate pricing offered for ACH and Bitcoin payments of 0.8% per transaction with a \$5 cap

Products & Services Overview



Payments: complete commerce toolkit, built for developers



Billing: API's to build & scale recurring business model



Connect: everything platforms need to get sellers paid



Sigma: Business data at one's fingertips



Atlas: a new way to start an internet business



Radar: Modern tools to help beat fraud

Customers

Mobile Commerce	On-Demand Economy	SaaS	Non-Profits	Platform Payments
• OpenTable	ly₽	DigitalOcean	(RED)	f
Blue Apron	instacart	 +++++++++++++++++++++++++++++++++++	npr	shopify
Saks Tifth Avenue	*** POSTMATES	Optimizely	Habitat for Humanity	salesforce

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Stripe Summary of Most Recent Capital Raise

Transaction Summary

- On November 25, 2016, several press reports announced that Stripe had raised \$150 million in additional financing led by CapitalG (formerly known as Google Capital) and General Catalyst Partners, with participation from existing investor Sequoia Capital
 - The new financing almost doubled the Company's valuation, bringing it to \$9.2 billion, according to the Wall Street Journal
- The funding will be used for acquisitions, to further international expansion and to create more developer tools and new software to help businesses in different ways
 - In 2016, Stripe launched in Japan, France, Singapore and Spain and has acquired 3 smaller companies
- In addition to the equity financing, the Company also received a revolving credit facility of up to \$250 million from JP Morgan Chase, Goldman Sachs, Morgan Stanley and Barclays
- Stripe has now raised more than \$450 million in equity financing
- The Company's main competitors include PayPal / Braintree, Adyen and WePay
 - Square is also similar to Stripe, although most of Square's volume comes from physical stores and merchants; Square currently processes more payments volume than Stripe, having reported processing \$13.2 billion in the third quarter of this year

Management Team



Patrick Collison Co-Founder, CEO



John Collison Co-Founder, President



William Gaybrick CFO



Claire Johnson

Financing Rounds

Date	Size (\$ mm)	Investor(s)	Estimated Valuation (\$ mm)
11/25/16	\$150	capitalG General Catalyst Partners SEQUOIA	\$9,200
10/04/16	na	SUMITOMO MITSUI CARD	na
07/28/15	na	VISA	5,000
12/02/14	70	THRIVE CAPITAL Khosla ventures SEQUOIA E FOUNDERS	
01/22/14	80	SEQUOIA LE Khosla ventures	1,750
07/09/12	20	SEQUOIA LE General Catalyst Partners	250-500
02/10/12	18	SEQUOIA╚	100
03/29/11	2	ANDREESSEN HOROWITZ SVAngel SEQUOIA ╚	20
08/02/10	na	Y Combinator	na

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Yapstone Company Overview



Chairman, CEO & Co-Founder	Tom Villante
Headquarters:	Walnut Creek, CA
Founded:	1999
Employees:	400+

- YapStone is the leading provider of online and mobile payment solutions to global marketplaces and large vertical markets, powering electronic payments for sharing economy marketplaces, such as HomeAway® and VRBO®, and thousands of apartment and vacation rental companies, homeowners' associations, self-storage companies, and many other markets
- YapStone is one of the fastest growing payments companies and is now processing over \$18 billion in volume annually
- YapStone's configurable payment features enable marketplace and software customers to monetize transactions flowing through their platforms and improve conversion while minimizing capital and operational expertise
- Customers can auto-onboard in seconds and take advantage of the Company's full range of payment methods for consumers, flexible global payouts to merchants, instant and deferred funding, and sophisticated split payments functionality
- o The Company has additional offices in Austin, TX, Santa Monica, CA, and Drogheda, Ireland

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Yapstone Company Overview (cont.)

Partners





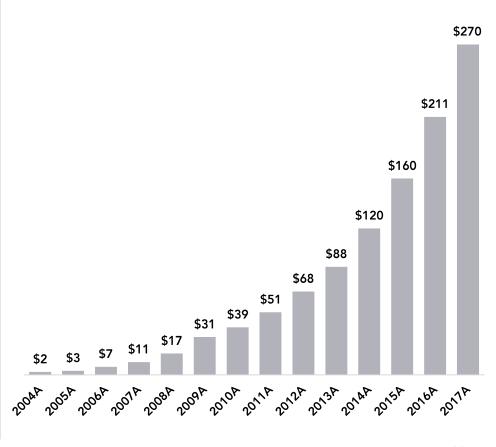


Selected Transaction History

Date	Amount (in mm)	Туре	Investors / Target
02/12/18	\$71	Financing	Investor: Premji Invest
02/21/17	NA	Divestiture of ParishPay merchant portfolio	Buyer: Liturgical Publications
03/31/15	60	Debt Financing	Investors: Bregal Sagemount; Comerica Bank
04/03/12	NA	M&A	Target: ParishPay
09/19/11	NA	M&A	Target: PropertyBridge
06/07/11	50	Financing	Investors: Accel Partners; Meritech Capital Partners

30% Revenue Growth Funded by \$12 mm in Primary Equity Capital

YapStone Revenue (\$ in mm)

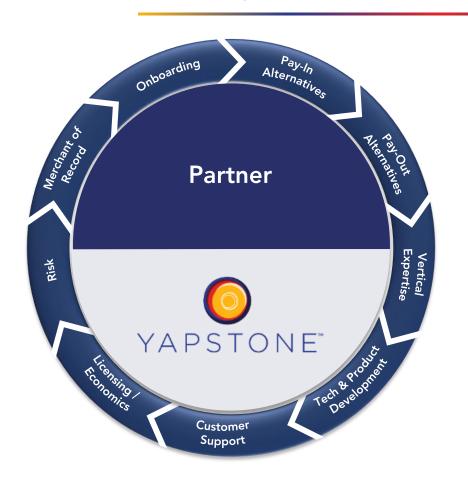


FT PARTNERS RESEARCH

Yapstone Product Overview



Online Payments Solutions For Large, Complex Industries



- o Industry leading risk engine will take 100% of chargeback and financial liability
- Instant, advanced and delayed payments
- Sophisticated split payments
- o 95% auto-decisioning
- o Full range of both pay-in and pay-out alternatives
- o Licensed payments company with full compliance and security infrastructure
- Dedicated customer support
- Flexible and aggressive economics

adyen

Yapstone Segment Highlights

Proprietary Technology and Functionality Across Marketplaces and Verticals

Global Marketplaces



- Significant marketplace footprint already in place
- Leveraging deep vertical expertise and unique flexible end-to-end solutions
- New product innovation enabling further penetration into existing marketplaces and expansion into new ones

Expedia / HomeAway





- Powering payments for large global marketplaces, Expedia and **HomeAway**
- Multiple initiatives to accelerate growth, including Expedia penetration
- Converting \$Billions of offline payments to online payments
- Introducing new payment methods

Verticals / Softwares



- Largest and most integrated online payment processing solution for vacation rental industry
- Leading payments solution and ancillary service provider for multifamily, HOA Dues and self-storage verticals
- o Integrated into the leading vacation rental software platforms and property management and accounting software platforms

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FT PARTNERS RESEARCH

PayPal Acquires Braintree for \$800 million

Transaction Summary



- On September 26, 2013, PayPal announced that it had agreed to acquire Braintree in an all cash deal valued at \$800 mm
- Braintree had previously received approximately \$70 mm in financing from New Enterprise Associates, Accel Partners, RRE Ventures and Greycroft Partners, among others
- The Company's CEO, Bill Ready, will remain CEO of the Company after the acquisition; all 210 of Braintree's employees will become eBay employees
- The Company expects \$0.01 dilution from the anticipated late Q4 close of the acquisition (1)

Strategic Rationale

- According to eBay CFO, Bob Swan, the acquisition will "help accelerate PayPal's leadership in mobile payments and support developers who are creating innovative solutions for next-generation commerce start-ups" (1)
- Braintree's easy-to-use API has gotten significant of traction with developers making it appealing to PayPal, whose developer platform product has struggled to gain developer adoption
- Attractive onboarding and merchant account creation platform were key benefits
- PayPal found it attractive that the service Braintree provides is primarily a no-risk PSP / Gateway (1)
- Because of its business model (unlike PayPal), Braintree gets insight into all transactions processed
- PayPal expects to get enhanced economics by having an increased share of check out with its payment options from Braintree merchants

Braintree Overview

CEO:

Headquarters:
Founded:

Bill Ready
Chicago, IL
2007

Employees:

210 (2)

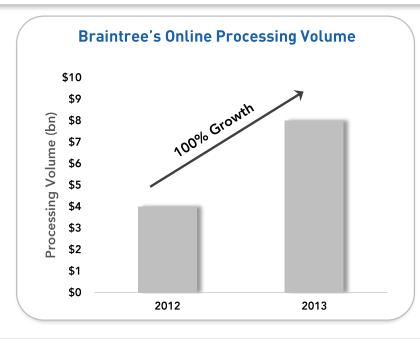
- Braintree is a developer-focused payments gateway provider that enables online and mobile payments for merchants;
 - \$12 bn in volume annually, 33% mobile
 - Estimated 40 mm user accounts (vs. PayPal's 132 mm accounts)
- The Company provides merchants and developers with various commerce and payment tools, including single-click checkout, international payments, recurring billing and mobile commerce solutions
- Braintree's technology and APIs enable a relatively straight-forward and fast on-boarding process, leading to a relatively rapid adoption; merchant integration takes 30 minutes or less (3) (4)
- Braintree's Venmo offering (acquired in 2012) allows one-click payment across different apps that the Company powers from a user's mobile device
- · Clients include Airbnb, OpenTable, TaskRabbit and Uber
- Expanded to Europe in August 2012; now enables payments in over 130 currencies in more than 40 countries with limited personnel presence
- Braintree charges 2.9% of total transaction value plus a \$0.30 fee per transaction

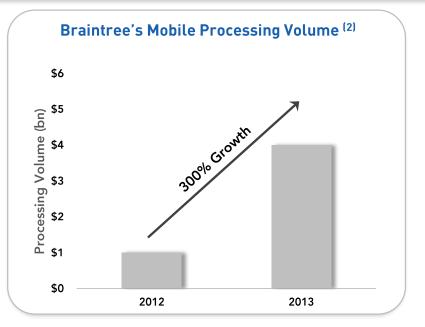
FT PARTNERS RESEARCH aduen

PayPal Acquires Braintree for \$800 million (cont.)

Braintree

Braintree's Major Milestones [1] 2007 2011 2012 2010 2013 2015 2016 Founded in Launched June 2011 -Sept. 2011 -August 2012 -October 2012 -November 2012 – September 2013 Merged with Launched Raised \$34.2 Braintree Acquired Raised \$35 mm in 3000 Clients / 50 PayPal-acquired PayPal Chicago, IL initial Bill Ready hired - PayPal Agreed P2P Mobile mm in a Series as CEO a Series B Round of top 500 to Acquire Modest: Commerce payment platform A Round Led by Payments Company, Led by NEA eCommerce Braintree: 4,000 Reached 50 PayPal Accel Partners Venmo: Braintree Clients billion in Companies; 40% authorized expanded product Quarter-over-Accel PayPal reach to Europe Quarter Growth payment volume modest venmo





WSJ. "Braintree's Road to An \$800M Acquisition."

Overview of FT Partners

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"



Strong Domain Expertise in Payments Investment Banking

























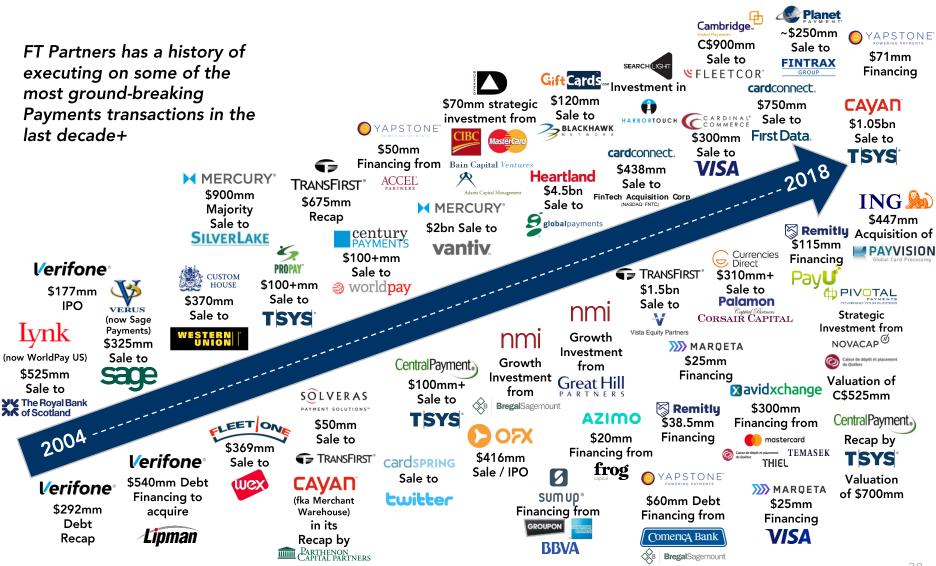






Unparalleled experience in payments across the entire spectrum of transaction types and dynamics, with extremely strong execution and outcomes

Timeline of Selected FT Partners eCommmerce & Payment Processing Transactions



Ground-Breaking Transactions Pioneered by FT Partners



Sale of a payment processor to a SPAC vehicle



First sale of an "International Payments Specialist" to a pureplay consumer remittance provider



Largest U.S. strategic merchant acquiring acquisition in over the last decade



Highly successful outcome following long-term advisory relationship through initial recap, rebranding and multiple acquisitions



Significant capital raise for next gen processor serving commerce startups and disruptors



First large-scale transaction for an integrated merchant acquirer



Groundbreaking strategic round for early stage European payments company



First sale of a U.S. merchant acquirer to an international software company; became Sage Payments



First sale of a payments company to an established social media company



First sale of a U.S. merchant acquirer to a large international financial institution; became Worldpay U.S.

YapStone's \$71 million Series C Financing

Overview of Transaction

- On February 12, 2018, YapStone announced it has raised \$71 million in Series
 C financing led by Premiji Invest
 - Several high-profile investors joined the round, including Mastercard and existing investors, Accel and Meritech Capital Partners
- YapStone is a provider of online and mobile payment solutions for global marketplaces and large vertical markets, powering electronic payments for sharing economy marketplaces, such as HomeAway® and VRBO®, and thousands of apartment and vacation rental companies, homeowners' associations, self-storage companies, and many other markets
 - YapStone processes over \$18 bn in payment volume annually and has been recognized on the Inc. 5000 list of Fastest-Growing Private Companies for ten consecutive years

Significance of Transaction

- The financing will provide the Company's leadership team with the flexibility needed for a variety of corporate purposes, including global expansion and mergers and acquisitions
- In total, the Company has raised over \$180 million from investors including Accel, Meritech Capital Partners and Bregal Sagemount

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to YapStone and its Board of Directors
- FT Partners also advised YapStone on its \$50 million minority financing led by Accel Partners, as well as its \$60 million debt financing
- This transaction highlights FT Partners' continued success advising prominent companies in the Payments space and its leadership position as the "advisor of choice" to the highest quality FinTech Companies

FTP Securities LLC

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



in its Series C financing led by

Premji Invest

for total consideration of approximately

\$ 71,000,000



FT Partners Advises ING on its Acquisition of Payvision

Overview of Transaction

- On January 29, 2018, ING announced that it has reached an agreement to acquire a 75% stake in Payvision
 - The transaction values Payvision at EUR 360 million (approximately \$447 million)
- Headquartered in Amsterdam, ING is a global financial institution with a strong European base, offering banking services through its operating company ING Bank
 - The purpose of ING Bank is empowering people to stay a step ahead in life and in business. ING Bank's more than 51,000 employees offer retail and wholesale banking services to customers in over 40 countries
- Founded in 2002 in the Netherlands, Payvision is a fast growing, independent international card acquirer and payments platform, connecting payment service providers and their global merchants

Significance of Transaction

- The transaction will enable ING to strengthen its footprint in omnichannel payments services and expand its merchant services for its business customers, particularly in the fast-growing e-commerce segment
- By offering Payvision's solution, ING's business customers will be able to accept payments through any channel, including in store terminals and web shops and through any device

FT Partners' Role

- FT Partners served as strategic and financial advisor to ING in this transaction
- This transaction further supports FT Partners' continued success in the Payments space and highlights the Firm's versatility in generating attractive outcomes on both the sell-side and the buy-side
- FT Partners leveraged its deep, global industry knowledge and transaction expertise to help achieve a favorable outcome for the Company

Financial Technology Partners LP

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



in its acquisition of



at a total valuation of approximately

€360,000,000 (\$447,000,000)



FT Partners Advises Payworks on its Financing

Overview of Transaction

- On January 31, 2018, Payworks closed a \$14.5 million Series B capital raise
- Founded in 2012 and headquartered in Munich, Germany, Payworks is a leading global provider of Point of Sale payment technology
 - Payworks' technology has simplified omnichannel card acceptance through its pre-certified and easily accessible gateway solution
- CommerzVentures is the corporate venture capital fund of Commerzbank Group, that invests in early- and growth-stage companies in the financial services and insurance sectors
- Visa is an American global payments technology company processing over \$10 trillion in volume, with expansive operations across over 200 countries and territories

Significance of Transaction

- The additional capital will drive global growth and scale with focus on R&D and Product teams
- Expanding across offices in Munich, New York, London and Barcelona will
 enable the company to fulfill the growing demand for its solution amongst its
 global client base

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Payworks and its Board of Directors
- This transaction underscores FT Partners' successful track record generating highly favorable outcomes for leading Payments companies
- FT partners leveraged its deep industry knowledge, extensive experience, and broad scope of relationships to help achieve a positive result for the Company

Financial Technology Partners LP

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



in its Series B financing with participation from



,

VISA

for total consideration of

\$14,500,000



FT Partners Advises Cayan on its Sale to TSYS

Overview of Transaction

- On December 18, 2017, TSYS announced it has entered into an agreement to acquire Cayan in an all cash transaction valued at approximately \$1.05 billion
 - The transaction is expected to close in Q1 2018
- Cayan, a portfolio company of Parthenon Capital Partners, provides technology led acquiring services to more than 70,000 merchants and 100+ integrated partners in the U.S.
 - The Company's flagship Genius platform delivers a seamless and scalable unified commerce experience across channels
- TSYS (NYSE: TSS) is a leading global payments provider, offering innovative and secure solutions across the payments spectrum from issuer processing and merchant acquiring to prepaid program management

Significance of Transaction

- The acquisition strategically complements TSYS' merchant goals to become a leading payment provider to small and medium size businesses in the U.S.
- The addition of Cayan's unified commerce solutions elevates TSYS' competitive position to jointly offer a broader set of value-add products and services to partners and merchants

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Cayan and its Board of Directors
- FT Partners also advised Cayan on its <u>recapitalization by Parthenon Capital</u>
 <u>Partners</u> along with numerous acquisitions made by the Company
- This transaction highlights FT Partners' continued success advising prominent companies in the Payments and Merchant Acquiring space and its leadership position as the "advisor of choice" to the highest quality FinTech Companies

FTP Securities LLC

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



in its 100% cash sale to



for total consideration of approximately

\$1,050,000,000



FT Partners Advises CardConnect on its \$750,000,000 Sale to First Data

Overview of Transaction

- On May 29, 2017, CardConnect (NASDAQ: CCN) announced that it has
 entered into a definitive agreement to be acquired by First Data (NYSE: FDC)
 for \$15.00 per share in cash, for an aggregate transaction value of
 approximately \$750 million
 - The transaction is expected to close in 3Q17, subject to customary closing conditions
- Headquartered in King of Prussia, PA, CardConnect is an innovative provider of payment processing and technology solutions
 - CardConnect processes approximately \$26 billion of volume annually from 67,000 merchant customers
- First Data is a global leader in commerce-enabling technology and solutions
- FT Partners also represented <u>CardConnect on its sale to FinTech Acquisition</u> <u>Corp for \$438 million</u>, which closed in July 2016

Significance of Transaction

- The CardConnect transaction is consistent with First Data's strategy of integrating and scaling innovative technologies across its distribution footprint; CardConnect is one of First Data's largest distribution partners
- CardConnect brings First Data innovative partner management technology, accelerates the Company's integrated solutions initiative and provides it with an ERP-integrated payment solution set

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to CardConnect and its board of directors
- This transaction highlights FT Partners' continued success advising prominent companies in the Payments and Merchant Acquiring space and its leadership position as the "advisor of choice" to the highest quality FinTech Companies

FTP Securities LLC

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



in its sale to

First Data

for total consideration of approximately

\$750,000,000



Award-Winning Investment Banking Franchise Focused on Superior Client Results

LendIt	2018	2018 Top Investment Bank in FinTech
Institutional Investor Institutional Investor Annual Ranking	2017 2015 - 2016 2006 - 2008	 Ranked #1 Most Influential Executive on Institutional Investor's FinTech 35 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"
2017 - 2004 ANNUAL AWARDS WINNER M&A Advisor Awards	2015 - 2017 2010 - 2014 2004 - 2007	 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 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 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