

Krall & Co. Inc.

M&A Advisory Services

Serving Financial Technology and Financial Services Companies

Summary of Selected M&A Transactions

Financial Technology Companies

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**Selected M&A Transactions Announced During the Latest Twelve Months
Financial Technology Companies**

Krall & Co. Inc.

M&A Advisory Services
Serving Financial Technology Companies

| Announce Date | Buyer Name | Seller Name Target Name | Business Descriptions Deal Rationale Price and Terms | Classification Codes | | | EV (\$mm) | Enterprise Value / | | |
|---------------|--|--|--|----------------------|----------|-------------------|--------------|--------------------|--------|------|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBIT |
| 19-Dec-11 | NASDAQ OMX Group (New York, NY) (Nasdaq: NDAQ) | RapiData LLC (Glenview, IL) | <p>Target: RapiData (2007) is a provider of economic data in a machine-readable format that's optimized for algorithmic traders using low-latency feeds. Currently, RapiData has access to more than three dozen U.S. economic indicators and other economic data, representing a wide variety of information including statistics from the Departments of Labor, Treasury and Commerce. RapiData reporters receive the data in a sealed Government press room during a defined embargo period. They enter the data into RapiData's computer where proprietary software checks it for accuracy and compresses it into a unique patent pending format. At the very instant the Government lifts the embargo, the data is sent over our private network to several distribution points inside Equinix data centers. Competitors include Selerity and Dow Jones & Co. RapiData LLC is an offshoot of The Bond Buyer.</p> <p>Buyer: The NASDAQ OMX Group, Inc. is an exchange company that delivers trading, exchange technology and public company services across six continents, with approximately 3,500 listed companies. NASDAQ OMX offers multiple capital raising solutions to companies around the globe, including its U.S. listings market, NASDAQ OMX Nordic, NASDAQ OMX Baltic, NASDAQ OMX First North, and the U.S. 144A sector. The company offers trading across multiple asset classes including equities, derivatives, debt, commodities, structured products and exchange-traded funds. NASDAQ OMX technology supports the operations of over 70 exchanges, clearing organizations and central securities depositories in more than 50 countries.</p> <p>Deal Rationale: NASDAQ OMX adds RapiData offerings to its existing lineup of data products and services and will now be able to deliver economic indicators that fuel its customers' trading.</p> <p>Terms: The NASDAQ OMX Group, Inc. has acquired the business of RapiData LLC. Terms were not disclosed.</p> | S | D&A | S/SER | - | - | - | - |
| 16-Dec-11 | Lombard Risk Management plc (Lombard Risk) (London, England, U.K.) (LSE: LRM) | SOFGEN Holdings Limited (SOFGEN) (Geneva, Switzerland) ----- The REG-Reporter division of SOFGEN Americas, Inc. | <p>Target: REG-Reporter is SOFGEN's flagship reporting solution for automating banks' regulatory reporting needs in the U.S. and Canada. In the past the solution was known as IDOM USA in the U.S. The solution addresses the financial reporting requirements of both domestic and international banks and financial institutions by automating compliance with mandated reports to central banks, regulatory agencies, senior management and head offices. REG-Reporter has a strong client base in North America including top banks such as Bank of America and Royal Bank of Canada.</p> <p>Seller: SOFGEN (1999) is an IT consulting group specializing in private, commercial and retail banking.</p> <p>Buyer: Lombard Risk (1989) provides trading, valuation, and risk management systems and regulatory compliance systems to the financial markets and large corporations worldwide. Risk management products consist of (a) Colline, a Web-based collateral management software solution that manages collateral positions to lower credit risk and reduces daily workflow and operational risk, (b) Oberon, an integrated multi-currency system for the trading and risk management of interest rate derivatives and inflation derivatives, FX, money market, and fixed income portfolios and (c) Firmament, an integrated suite of trading and risk management applications that covers the life-cycle of a range of tradable instrument types. Regulatory compliance products include (a) STB-Reporter, a regulatory reporting system, (b) STB-Detector, a solution for anti-money laundering and financial crime controls and (c) LISA, a liquidity information and scenario analysis solution which connects with regulatory reporting solution.</p> <p>Deal Rationale: Lombard Risk already has a regulatory reporting business through its REPORTER product which is used globally including in the United States. The transaction makes Lombard Risk the top provider of regulatory reporting products to foreign banks in the U.S. and the third largest provider (as measured by assets reported on) to domestic banks in the U.S. after FIS and Jack Henry.</p> <p>Terms: Lombard Risk has agreed to acquire the REG-Reporter division of SOFGEN Americas, Inc. for a total consideration of US\$ 4,250,000 payable in a combination of cash, loan notes and equity. The equity component of the transaction will be satisfied by SOFGEN subscribing for 2,327,556 new shares in Lombard Risk at 11.75p.</p> | B | C | S/SER | \$4.3 | - | - | - |

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| 12-Dec-11 | London Stock Exchange Group plc (LSEG) (London, England, U.K.) (LSE.L) | Pearson plc (London, England, U.K.) ----- 50% Stake in FTSE International Limited (FTSE) | <p>Purchase of 50% Stake</p> <p>Target: FTSE is engaged in the creation and management of more than 200,000 equity, bond and alternative asset class indices. FTSE calculates indices across a wide range of asset classes, on both a standard and custom basis. FTSE indices are used extensively by investors worldwide for investment analysis, performance measurement, asset allocation, portfolio hedging and the creation of a wide range of index derivatives, funds, Exchange Traded Funds (ETFs), and other structured products. Many exchanges around the world use FTSE to calculate their domestic indices. In 2010, FTSE reported total revenues of £98.5 million and total EBITDA of £40 million.</p> <p>Seller: Pearson is an international media and education company with its principal operations in the education, business information and consumer publishing markets. The Company delivers the content in a range of forms and through a variety of channels, including books, newspapers and online services. Pearson consists of three worldwide businesses: Pearson Education, The Financial Times Group and The Penguin Group.</p> <p>Buyer: London Stock Exchange Group (LSEG) operates a broad range of international equity, bond and derivatives markets, including the London Stock Exchange; Borsa Italiana; MTS, Europe's leading fixed income market; and Turquoise, offering pan-European and US lit and dark equity trading.</p> <p>Deal Rationale: For LSEG, the acquisition of Pearson's 50% interest in FTSE gives it 100% ownership and strategic control. FTSE significantly diversifies LSEG's business into indices, data and analytics and, in particular, creates new growth opportunities for LSEG's listed derivatives trading business, a key strategic priority. It will increase access to buy-side firms and services and will offer an enhanced global footprint, including key emerging and growth markets. For Pearson, the transaction, which follows the sale of Pearson's stake in Interactive Data last year, marks Pearson's exit from companies that are primarily providers of financial data.</p> <p>Terms: Pearson has agreed to sell its 50% stake in FTSE to the LSEG for £450 million in cash. Pearson and LSEG currently each own 50% of FTSE.</p> | S | D&A | S/SER | £450.0 | - | - | - |
| 12-Dec-11 | Western Union Company, The (WU) (Englewood, CO) (NYSE: WU) | Moda Solutions Corp. (Rye Brook, NY) ----- eBillme (Ottawa, Ontario, Canada) | <p>Target: eBillme lets consumers pay for purchases online using their bank's online bill pay function. Consumers shop at online merchants and select eBillme at checkout. eBillme sends the consumer an eBill via email for the purchase. The consumer pays using his bank's online bill pay or at one of over 75,000 walk-in locations. Every eBillme purchase includes buyer protection features, including satisfaction guarantee, best price, and fraud protection in addition to a cash-back rewards program for shoppers. This payment method allows consumers to send payments without sharing a credit or debit card numbers. eBillme works with 800 online merchants and 17,000 online bill payment sites.</p> <p>Buyer: WU is engaged in money movement and payment services. Its consumer-to-consumer money transfer service enables people to send money around the world in minutes. These services are available through a global network of more than 445,000 agent locations in more than 200 countries and territories, with approximately 85% of those locations outside of the United States. WU's global business payments service provides consumers and businesses with options for making one-time or recurring bill payments, including business-to-business cross-border, cross currency payment transactions.</p> <p>Deal Rationale: The transaction expands Western Union's product offerings for customers with bank accounts.</p> <p>Terms: Western Union has acquired eBillme from ModaSolutions Corp. Terms were not disclosed.</p> | CORP | P | S/SER | - | - | - | |

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| 6-Dec-11 | Euronet Worldwide, Inc. (Leawood, KS) (NASDAQ: EFFT) | Smart PayNetwork S.A. (PayNet) (Bucharest, Romania) | <p>Target: PayNet provides integrated ATM outsourcing services, card issuing and acquiring and POS merchant servicing solutions to financial institutions in Romania. PayNet operates 720 ATMs and 1,700 POS terminals and manages approximately 540,000 cards. PayNet processes approximately 15 million card transactions annually and is a certified VISA and MasterCard service provider. The Company has 44 employees.</p> <p>Buyer: Euronet is an electronic payments provider. The Company offers payment and transaction processing and distribution solutions to financial institutions, retailers, service providers and individual consumers. Its primary product offerings include automated teller machine (ATM), point-of-sale (POS) and card outsourcing services; electronic distribution of prepaid mobile airtime and other prepaid products, and global consumer money transfer services. Euronet operates in three business segments: EFT Processing Segment, which processes transactions for a network of 10,786 ATMs and approximately 55,000 POS terminals across Europe, the Middle East and Asia Pacific; epay Segment, which provides electronic distribution of prepaid mobile airtime and other electronic payment products and collection services for various payment products, cards and services, and Money Transfer Segment, which provides global consumer-to-consumer money transfer services. In September 2011, it acquired cadooz Holding GmbH (cadooz). In November 2011, the Company and its subsidiary in Poland, Bankomat24/Euronet Sp. z o.o., acquired 535 ATMs and over 350 retailer contracts from Diebold's cash4you Network.</p> <p>Deal Rationale: The transaction complements Euronet's growing European business through the addition of approximately a dozen new bank relationships.</p> <p>Terms: Euronet Worldwide, Inc. has acquired Smart PayNetwork S.A. Terms were not disclosed.</p> | B | P | S/SER | - | - | - | - |
| 22-Nov-11 | Clear2Pay nv/sa (Mechelen, Belgium) | ISTS Worldwide, Inc. (Fremont, CA) | <p>Target: ISTS Worldwide is an end-to-end-technology services provider to the retail-payments industry. The Company's core solutions are focused on the card transaction space and test automation. Clients include payment processors such as Blackhawk Network (a subsidiary of Safeway), ATX (a subsidiary of Euronet), Paypal, Commidea, and Loyalty One. ISTS also works in the payment value chain with clients in retail (Sears and Levis), eCommerce (Intuit Symantec and Marketlive), POS (Verifone, Sequoia Retail Systems, Gilbarco) and Software vendors such as Microsoft and Trustwave. ISTS enables retailers and payment service providers to address the challenges caused by the confluence of multi-channel retail integration initiatives and the need to accept traditional and alternative payments. The Company has a large CMMI Level 3 certified development and project delivery center in India and an office in France.</p> <p>Buyer: Clear2Pay is a payments modernisation company that helps global financial institutions meet their payments unification goals through its SOA Open Payment Framework (OPF). OPF lets financial institutions process payments through a centralized payments engine that utilizes a library of re-useable business services across all payment types. A bank can thus combine new services models with existing infrastructures, thereby protecting previous investments. In addition the company offers a range of value added payment technology solutions and services such as e-Banking, the Open Test Platform, ChargeBack, Strategic Consultancy and Payments Training. Clients include global and major regional financial institutions. Clear2Pay operates out of Belgium, France, the Netherlands, Poland, Spain, United Kingdom, United States, Australia, China, and Singapore and employs nearly 800 staff.</p> <p>Deal Rationale: The acquisition enables Clear2Pay to offer card and payments expertise and onsite/offshore project management and delivery in the US and India. This onsite/offshore delivery model will enable Clear2Pay to support its customers in bringing their payment products to market in a much shorter time frame. Clear2Pay picks up 300 domain and technology professionals, a footprint in India and customers in the US.</p> <p>Terms: Not disclosed.</p> | CORP | P | ITS | - | - | - | - |

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| 15-Nov-11 | Clayton Holdings LLC (Shelton, CT) | Green River Capital, LLC (West Valley, UT) | <p>Target: Green River Capital is a provider of REO, short sale and broker price opinion (BPO) services. The Company, which has approximately 200 employees, provides its services with the support of a nationwide network of more than 5,000 real estate brokers. Customers include investors, financial institutions and GSE's.</p> <p>Buyer: Clayton Holdings LLC provides information and services that financial institutions, investors and government entities use to evaluate, acquire, securitize, service and monitor loans and asset-backed securities. Clayton offerings include risk-based analytics, residential and commercial loan due diligence, consulting, surveillance, independent pricing, and staffing solutions. The company provides customized residential and commercial special servicing solutions through its Quantum Servicing subsidiary. In 2008, an affiliate of a fund managed by Greenfield Partners acquired Clayton, then a publicly-held company, for approximately \$134 million plus the repayment of \$23.8 million of debt.</p> <p>Deal Rationale: The acquisition expands Clayton's loss mitigation offerings.</p> <p>Terms: Clayton Holdings LLC has signed an agreement to acquire Green River Capital, LLC. Financial terms were not disclosed. Green River will become a wholly-owned subsidiary of Clayton and continue to operate as a standalone business.</p> | M | SERV | BPO | - | - | - | - |
| 15-Nov-11 | Visa Inc. (San Francisco, CA) (NYSE: V) | Beyond Analysis Ltd (London, England, UK) | <p>Minority Stake</p> <p>Target: Beyond Analysis Ltd (2007) designs and develops a suite of solutions which enables data tracking, predictive modeling, and website development services. Additionally, it provides project management, business consulting, and marketing strategy development and implementation services. Beyond Analysis markets its product under the Reputica brand name. Its clientele include Tesco, B&Q, Delhaize, eBay, Citigroup, Barclays Stockbrokers, Lehman Brothers, Merrill Lynch, SEBanken, AMP, Visa, HSBC, BT, Vodafone, Optus, T-Online, Deutsche Telecom, Red Bee Media, MIG, British Gas, National Power, and Powergen. Beyond Analysis is headquartered in London and has additional operations in Australia.</p> <p>Buyer: Visa operates a retail electronic payments network worldwide. The Company owns and operates VisaNet, a global processing platform that provides transaction processing services, consisting primarily of authorization, clearing, and settlement. The Company owns a range of payment brands, including Visa, Visa Electron, PLUS, and Interlink that are licensed to customers for use in their payment programs. On July 21, 2010, Visa completed the acquisition of CyberSource Corporation, which provides payment and risk solutions to online businesses. In March 2011, the Company acquired PlaySpan Inc. In June 2011, the Company acquired Fundamo.</p> <p>Deal Rationale: Visa has been working with Beyond Analysis for three years as part of a strategy to manage loyalty programs by analyzing the spending patterns captured in card transactions. Visa believes that analysis of the data can help banks and retailers to better segment and target their marketing efforts and drive brand loyalty, purchase behaviour and traffic. As a result of this transaction, Beyond Analysis will work more closely with Visa Europe. Visa's strategic planning includes an interest in data analytics and new technology such as mobile payments and e-wallets.</p> <p>Terms: Visa Europe has taken a minority stake in Beyond Analysis. Terms were not disclosed.</p> | CORP B S | D&A | S/SER | - | - | - | - |

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| 14-Nov-11 | Clear2Pay nv/sa (Mechelen, Belgium) | Level Four Software Ltd (Dunfermline, Fife, Scotland, UK) | <p>Target: Level Four Software provides development, deployment and testing products for all types of ATM networks, enabling banks and processors to maximize their existing investments in ATM technology. Level Four's products can assist in developing new functionality at the ATM, automating and documenting thorough end-to-end testing of the network and deploying and managing innovative new services. Level Four technology is not fixed to a specific protocol, standard or ATM manufacturer. Clients include JP Morgan Chase, Bank of America, Royal Bank of Scotland, Standard Chartered, Lloyds, Barclays and Cedicam. The Company has a staff of more than 30 and offices in Scotland, the United Arab Emirates and the U.S.</p> <p>Buyer: Clear2Pay is a payments modernisation company that helps global financial institutions meet their payments unification goals through its SOA Open Payment Framework (OPF). OPF lets financial institutions process payments through a centralized payments engine that utilizes a library of re-useable business services across all payment types. A bank can thus combine new services models with existing infrastructures, thereby protecting previous investments. In addition the company offers a range of value added payment technology solutions and services such as e-Banking, the Open Test Platform, ChargeBack, Strategic Consultancy and Payments Training. Clients include global and major regional financial institutions. Clear2Pay operates out of Belgium, France, the Netherlands, Poland, Spain, United Kingdom, United States, Australia, China, and Singapore and employs nearly 800 staff.</p> <p>Deal Rationale: The acquisition supports Clear2Pay's strategic commitment to payment testing. Clear2Pay has its own testing solutions, which is branded Integri. In June 2011, Clear2Pay acquired U.S.-based Lexcel Solutions a U.S.-based provider of payment test applications for core payment platforms and system capacity. Clear2Pay will integrate Level Four into its Open Test Solutions unit.</p> <p>Terms: Clear2Pay has agreed to acquire Level Four Software. Financial terms were not disclosed.</p> | B | P | S/SER | - | - | - | - |

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| 14-Nov-11 | VeriFone Systems, Inc. (San Jose, CA) (NYSE: PAY) | Point Transaction Systems AB (Stockholm, Sweden) | <p>Target: Point (1988) is a provider of multi-country payment and gateway services and solutions for retailers in Northern Europe. Services and solutions include point-of-sale technology and support, gateway services, card encryption services, and multi-channel e-commerce processing. Point electronic payment solutions include mobile devices, stand-alone terminals and fully integrated devices that are designed to serve particular customer needs. In addition, Point has been delivering contactless payment solutions. Point, which has approximately 475,000 merchant contracts, passes transactions along from its network of gateways to a broad range of acquiring banks and processing entities. The Company has operations in Denmark, Estonia, Finland, France, Iceland, Ireland, Latvia, Lithuania, Norway, Sweden and the UK. Point has more than 800 employees, including 125 software developers. The Company employs a recurring subscription services model. VeriFone expects the acquisition to add approximately €192 million (\$260 million) in sales during the first twelve months. Nordic Capital, a private equity firm, acquired Point in 2004.</p> <p>Buyer: VeriFone is a global provider of secure electronic payment solutions. The Company's system solutions consist of point of sale electronic payment devices that run proprietary and third-party operating systems, security and encryption software, and certified payment software as well as other third-party value-added applications.</p> <p>Deal Rationale: VeriFone intends use the acquisition to build out an alternative payments infrastructure with the goal of offering retailers a managed service to accept all existing payment types, including the evolving alternative and mobile payment methods being offered by Google, PayPal, Groupon, Isis, Visa, MasterCard, and American Express.</p> <p>Terms: VeriFone has signed a definitive agreement with Nordic Capital to acquire Point. VeriFone will pay approximately €600 million (\$820 million) to acquire all of the equity of Point. In addition, VeriFone will retire existing Point debt of approximately €170 million (\$230 million) at closing. Therefore, the total enterprise value equals approximately €770 million (\$1.05 billion) without giving consideration to any cash that may be on the balance sheet at closing.</p> | CORP | P | S/SER | €770.0 | - | - | - |
| 2-Nov-11 | Markit Group Limited (London, England, U.K.) | Quantitative Services Group LLC (QSG) (Naperville, IL) | <p>Target: Quantitative Services Group is a leading provider of independent global equity research, advanced trading analytics, and investment consulting services. QSG applies a systematic evaluation process to a variety of fundamental, technical, high-frequency and sector-specific signals.</p> <p>Buyer: Markit (2001) is a global financial information services company with over 1,300 employees. The company provides independent data, valuations and trade processing across all asset classes. Markit's clients include hedge funds, asset managers, central banks, regulators, rating agencies and insurance companies.</p> <p>Deal Rationale: The acquisition expands Markit's capabilities in equities and will enable Markit to expose its high-quality data products to QSG's statistical processes and create new tools for investment managers and traders. Markit intends to expand QSG's quantitative, factor-based research and trade analytics services to the global over-the-counter markets.</p> <p>Terms: Markit has acquired Quantitative Services Group (QSG). Financial terms were not disclosed.</p> | S | D&A | S/SER | - | - | - | |

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| 1-Nov-11 | VeriFone Systems, Inc. (San Jose, CA) (NYSE: PAY) | Global Bay Mobile Technologies Inc. (South Plainfield, NJ) | <p>Target: Global Bay Mobile Technologies (2002) is provider of mobile retail solutions. Global Bay Mobile Point of Sale enables retailers to extend their current point of sale system to mobile devices. Using a mobile device like the IPOD touch, the Sled for the IPOD touch and the Mobile Point of Sale application, a retailer can log onto his existing POS system to perform a point of sale transaction, thereby moving away from fixed point of sale registers while leveraging his existing investment in point of sale infrastructure. Global Bay Inventory extends existing inventory system functionality to mobile devices. Global Bay Retailing is a configurable kiosk application for iPad which offers features such as program and credit card enrollment, product and price check, promotions and coupons, videos and commercials, cross-selling tools, self-checkout and e-commerce integration. Global Bay Clienteling provides a centralized solution for retailers to manage customer relations by recording their preferences and buying habits.</p> <p>Buyer: VeriFone is a global provider of secure electronic payment solutions. The Company's system solutions consist of point of sale electronic payment devices that run proprietary and third-party operating systems, security and encryption software, and certified payment software as well as other third-party value-added applications. The system solutions are able to process a wide range of payment types, including signature and PIN-based debit cards, credit cards, contactless/radio frequency identification cards and tokens, Near Field Communication, enabled mobile phones, smart cards, pre-paid gift and other stored-value cards, electronic bill payment, check authorization and conversion, signature capture, and electronic benefits transfer.</p> <p>Deal Rationale: The acquisition supports VeriFone's plan to offer retailers mobile payment solutions in addition to VeriFone's traditional point of sale electronic payment devices. Global Bay's Mobile Point of Sale integrates with existing point of sale systems. In September 2010, Verifone acquired WAY Systems, which designs, develops and sells mobile wireless POS solutions and gateway services for mobile merchants in the U.S. and internationally.</p> <p>Terms: VeriFone has acquired Global Bay Mobile Technologies. Terms were not disclosed.</p> | CORP | P | S/SER | - | - | - | - |
| 24-Oct-11 | Zywave, Inc. (Milwaukee, WI) | Emerging Information Systems Inc. (EISI) (Winnipeg, Manitoba, Canada) | <p>Target: Emerging Information Systems Inc. (EISI) develops financial planning software solutions for financial advisors and enterprises in North America. It offers NaviPlan Extended, a financial assessment tool with intermediate and cash flow-based planning options for advisors who deal with the high and ultra-high net worth markets; NaviPlan Standard, a financial assessment tool for advisors who deal with a range of wealth management concepts; and Profiles Professional, which provides integrated planning modules and levels, and cash-flow and goals-based planning tools for advisors with clients in the mass affluent market. The company also provides Profiles Forecaster, a goals-based application that allows advisors to tailor action-oriented financial analyses for clients requiring basic financial analysis; and NaviPlan Select that empowers advisors to gain deeper insights into client and prospect needs to modular planning levels.</p> <p>Buyer: Zywave is a provider of software-as-a-service ("SaaS") enterprise automation solutions for the employee benefits and P&C insurance distribution industry. The company's solutions include technology-enabled content and communication, agency automation, and business intelligence and analytics designed to help insurance brokers sell and service new and existing clients and improve agency productivity. Zyware has more than 2,500 clients, including 90% of the top 100 agencies. Zyware is a portfolio company of Vista Equity Partners, a private equity firm.</p> <p>Terms: Zywave has signed a definitive agreement to acquire EISI. Terms were not disclosed.</p> | S | PORT | SaaS | - | - | - | - |

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| 11-Oct-11 | Andera, Inc. (Providence, RI) | oFlows, Inc. (San Francisco, CA) | <p>Target: oFlows provides origination solutions for consumer loans, credit cards, insurance and other products for community financial institutions, especially credit unions. The origination software, which includes a decision engine, was launched on January 12, 2010 and is deployed as software as a service (SaaS). In addition, oFlows solutions are accessible from iPads and other mobile devices.</p> <p>Buyer: Andera (2001) provides online customer acquisition solutions for financial institutions. Its suite of products and services includes online account opening, consumer marketing, fraud prevention and an in-house software development kit. Andera has approximately 500 bank and credit union customers.</p> <p>Deal Rationale: Andera will be able to offer oFlows origination solutions to its customer base of 500 financial institutions. Furthermore, the acquisition of oFlows will enable Andera to offer a unified platform for originating accounts across product types and channels.</p> <p>Terms: Andera has acquired oFlows. Terms were not disclosed.</p> | B | LEND | SaaS | - | - | - | - |
| 6-Oct-11 | Optimal Blue, LLC (Plano, TX) | Sollen Technologies, LLC (Dallas, TX) | <p>Target: Sollen Technologies, LLC develops, markets and sells software as a service (SaaS) that enables mortgage loan originators to determine a loan applicant's eligibility for loan products and real-time loan pricing at the point of sale and to automate other related tasks. Founded in 1999 and based in Dallas, Texas, Sollen was a pioneer in offering a product eligibility and pricing engine ("PPE"). The Company's flagship product, Lender Online, is a PPE that enables loan originators to search for loan products in a database of loan programs, determine a loan applicant's eligibility for loan products based on applicant specific information, provide real-time adjusted pricing, manage prospects, register borrowers and submit rate lock requests. Sollen also maintains its own database of investor loan programs ("Investor Guidelines") that underlies the data accessible through the PPE by the user.</p> <p>Buyer: Founded in 2002 and based in Plano, Texas, Optimal Blue, LLC is an international technology and content provider catering to investors, mortgage bankers and originators. Within its web-based product eligibility and pricing engine (PPE), Optimal Blue provides managed-content secondary marketing automation.</p> <p>Deal Rationale: Optimal Blue picks up intellectual property, customers and employees and takes out expenses.</p> <p>Terms: Financial terms were not disclosed.</p> | M | LEND | S/SER | - | - | - | - |

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| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBT |
| 4-Oct-11 | Affiliated Computer Services, Inc. (ACS) Dallas, TX A wholly-owned subsidiary of: Xerox Corporation (Norwalk, CT) (NYSE: XRX) | Symcor Inc. (Toronto, Ontario, Canada) ----- Symcor's U.S. check and item processing subsidiary | <p>Target: Symcor's U.S. check and payment processing services business (2005), which was a subsidiary of Symcor Inc., provides item processing services to financial institutions in the U.S. The business has 1,500 employees at 15 service centers throughout the country.</p> <p>Seller: Symcor Inc. (1995) is an outsource services provider for major banks and retail and telecommunications companies in Canada. Offerings include item processing, wholesale and retail lockbox processing and integrated statement services. Symcor is jointly owned by Canada's three largest financial institutions - TD Bank Financial Group, RBC Financial Group and BMO Financial Group.</p> <p>Buyer: Xerox provides document technology, services, software and supplies for graphic communication and office printing environments. Through ACS, which Xerox acquired in February 2010, Xerox also offers extensive business process outsourcing and IT outsourcing services, including data processing, HR benefits management, finance support, and customer relationship management services for commercial and government organizations worldwide.</p> <p>Deal Rationale: ACS acquires Symcor's U.S. customer base and a new service offering.</p> <p>Terms: ACS has acquired Symcor's U.S. check and payment processing services. Terms were not disclosed.</p> | B | P | SER | - | - | - | - |
| 4-Oct-11 | State Street Corporation (Boston, MA) (NYSE: STT) | Complementa Investment-Controlling AG (St. Gallen, Switzerland) | <p>Target: Complementa Investment-Controlling AG (1984) provides independent consolidation of assets, performance measurement, and investment controlling and consulting services for institutional and private investors in Switzerland and internationally. Through a wholly-owned subsidiary, Allocare AG, the Company also provides asset management software. Complementa's customer base consists of pension funds, employee benefit institutions, banks, family offices, corporations, asset managers, high-net-worth individuals, insurers, health insurers, and foundations, primarily in Switzerland and Germany. The Company is based in St. Gallen, Switzerland and has additional locations in Zurich, Switzerland; Munich, Germany; and Vaduz, the Principality of Liechtenstein. Complementa has 120 employees. The transaction excludes Complementa's HedgeAnalytics business. The Company is family-owned.</p> <p>Buyer: State Street Corporation (1832) provides financial services and products to the institutional investors worldwide. Its Investment Servicing business line offers services, such as custody, product and participant-level accounting, daily pricing, and administration; master trust and master custody; recordkeeping; foreign exchange, brokerage, and other trading services; securities finance; deposit and short-term investment facilities; loans and lease financing; investment manager and alternative investment manager operations outsourcing; and performance, risk, and compliance analytics. This business line also provides shareholder services, including mutual fund and collective investment fund shareholder accounting. The company's Investment Management business line offers a range of services for managing financial assets, which include investment management and investment research services. State Street serves mutual funds, collective investment funds and other investment pools, corporate and public retirement plans, insurance companies, foundations, endowments, and investment managers.</p> <p>Deal Rationale: Complementa is a fit with State Street's existing investment analytics business and will help State Street expand across Germany, the Netherlands, Italy and other European markets. State Street opened its first office in Zurich in 1998 and acquired Deutsche Bank's fund accounting operations in Switzerland in 2008. With the acquisition, State Street will employ approximately 200 professionals in Switzerland.</p> <p>Terms: State Street Corporation has acquired Complementa Investment-Controlling AG. Terms were not disclosed.</p> | S B | D&A | SER | - | - | - | - |

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| Announce Date | Buyer Name | Seller Name Target Name | Business Descriptions Deal Rationale Price and Terms | Classification Codes | | | EV (\$mm) | Enterprise Value / | | |
|---------------|---|--|--|----------------------|-----------------|-------------------|--------------|--------------------|--------|-------|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBT |
| 3-Oct-11 | ACI Worldwide, Inc. (New York, NY) (Nasdaq: ACIW) | S1 Corporation (Norcross, GA) (Nasdaq: SONE) | <p>Target: S1 Corporation (1934) is a global provider of payments and financial services software solutions. The Company offers payments solutions for ATM and retail point-of-sale driving, card management, and merchant acquiring, as well as financial services solutions for consumer, small business and corporate online banking, trade finance, mobile banking, voice banking, branch and call center banking. S1 sells its solutions primarily to banks, credit unions, retailers and transaction processors.</p> <p>Buyer: ACI Worldwide (1993) develops, markets, installs and supports a broad line of software products and services primarily focused on facilitating electronic payments. In addition to its own products, ACI distributes, or act as a sales agent for, software developed by third parties. Its products address three primary market segments: Retail Banking, including debit and credit card issuers; Wholesale Banking, including corporate cash management and treasury management operations, and Retailers. In addition, the Company markets its solutions to third-party electronic payment processors. The Company also offers solutions that are not industry-specific, but complement its payments products, to address needs for systems connectivity, data synchronization, testing and simulation and systems monitoring. Most of ACI's products are sold and supported through distribution networks covering three geographic regions—the Americas, Europe/Middle East/Africa and Asia/Pacific. Each distribution network has its own sales force that it supplements with independent reseller and/or distributor networks.</p> <p>Deal Rationale: ACI picks up a suite of complementary products. In addition, ACI expects to achieve annual cost synergies of approximately \$30 million.</p> <p>Terms: S1 Corporation entered into a Transaction Agreement with ACI Worldwide, Inc. pursuant to which ACI will acquire the Company for approximately \$360 million in cash and 5.8 million ACI shares. Under the terms of the transaction, S1 stockholders can elect to receive \$10.00 in cash or 0.3148 shares of ACI stock for each S1 share they own, subject to proration, such that in the aggregate 33.8% of S1 shares are exchanged for ACI shares and 66.2% are exchanged for cash. Based on the closing sales price of ACI common stock on September 30, 2011, the blended value of ACI's proposal is \$9.55 per S1 share, or approximately \$520 million, assuming full proration. Total enterprise value equals \$432.0 million, consisting of \$520 million in equity value plus assumed debt of \$41,000 less cash of \$88.09 million as of September 30, 2011.</p> | B | P IB LEND | S/SER | \$432.0 | 1.8x | 22.6x | 55.8x |
| 3-Oct-11 | CDS Global, Inc. (Des Moines, IA) | PayDQ (Council Bluffs, IA) | <p>Target: PayDQ (1996), formerly Crescent Systems LLC, provides electronic billing and payment services for businesses that want to make it easier for customers to receive and pay their bills by migrating them from paper to electronic solutions. Services include payment by credit and debit cards and e-checks. Customers include companies in the utility, insurance, cable/telecommunications, finance and retail industries.</p> <p>Buyer: CDS Global is a provider of outsourced business solutions to multiple industries. Services offerings include ecommerce, order management, fulfillment, payment processing and marketing services. Payment processing services consist of billing services and retail, wholesale, and whole retail remittance processing. CDS Global is a wholly owned subsidiary of Hearst Corporation (1887), a diversified media company. Hearst's major interests include ownership of 15 daily and 38 weekly newspapers; hundreds of magazines around the world; 29 television stations; ownership in leading cable networks; business publishing; Internet and marketing services businesses; television production; newspaper features distribution, and real estate.</p> <p>Deal Rationale: The acquisition of PayDQ provides CDS Global with the electronic billing and payment technologies needed to deliver a combined paper and electronic solution across multiple channels.</p> <p>Terms: CDS Global has acquired PayDQ. Terms were not disclosed.</p> | CORP | P | SER | - | - | - | - |

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|---------------|---|--|--|----------------------|---------------|-------------------|--------------|--------------------|--------|------|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBIT |
| 3-Oct-11 | SunGard Data Systems Inc. (Wayne, PA) | Northern Arch Solutions Ltd. (Christchurch, New Zealand) ----- Northern Arch's 42 solution and related business | <p>Target: Northern Arch's 42 solution is a configurable, global, end-to-end leasing and financing process management solution for the asset finance industry. The solution supports all asset-types and multinational operations.</p> <p>Buyer: SunGard provides software and processing solutions for financial services, higher education and the public sector. The company's Financial Systems segment offers solutions that automate the business processes associated with alternative investments, banking, benefit administration, brokerage & clearance, capital markets, corporate liquidity, energy and commodities, global trading, institutional asset management, insurance, investment banking and wealth management. SunGard also provides disaster recovery services, managed IT services, information availability consulting services and business continuity management software. The Company has annual revenue exceeding \$5 billion and more than 20,000 employees.</p> <p>Deal Rationale: The acquisition builds on a partnership established between SunGard and Northern Arch in 2008 which successfully expanded the customer base of 42 and helped strengthened the solution offering. SunGard's acquisition the 42 solution and related business creates a new business within SunGard for asset finance and leasing, combining product development, sales, delivery and implementation. The new unit will be integrated into SunGard's Ambit solution portfolio within the corporate banking business unit and will be branded SunGard's Ambit Asset Finance. SunGard's Ambit is a banking solution suite for retail, commercial and private banks. Ambit solutions support front, middle and back-office operations, as well as financial management and management of risk and performance.</p> <p>Terms: Not disclosed.</p> | B | LEND | S/SER | - | - | - | - |
| 26-Sep-11 | Reed Elsevier Group plc which is owned equally by: Reed Elsevier PLC (London, England, UK) (LSE: REL.) and Reed Elsevier NV (Amsterdam, Netherlands) (Amsterdam: REN) | Investcorp Bank BSC (Manama, Kingdom of Bahrain) (Bahrain: INVCORP) ----- Accuity Holdings, Inc. (Skokie, IL) | <p>Target: Accuity (1990) is a leading US provider of online subscription-based data solutions for the financial services industry. Accuity operates in three principal segments. In its Payment Efficiency segment, Accuity provides bank routing data files, filters, directories and look-up tools which enable financial institutions and corporations to execute transactions. In its Risk Reduction segment, Accuity provides data and software solutions that enable financial institutions and corporations to screen against sanctioned and high risk entities and people through customer filtering, account screening and transaction monitoring. In its National Regulatory Services segment, the Company provides workflow, information and consultancy services which help investment institutions remain compliant with regulations.</p> <p>Seller: Investcorp is a leading provider and manager of alternative investment products.</p> <p>Buyer: Reed Elsevier Group plc (Reed Elsevier) is a leading publisher and information provider targeting the science and medical, legal, risk management, and business to business sectors. Reed Elsevier Group plc is owned equally by two parent companies, Reed Elsevier PLC and Reed Elsevier NV.</p> <p>Deal Rationale: Accuity is a highly complementary with both Reed Elsevier's Bankers' Almanac and the financial services business of LexisNexis Risk Solutions. Bankers' Almanac is a provider of an online data business with subscription-based revenues. LexisNexis Risk Solutions is a provider of anti-money laundering (AML) and fraud prevention data and solutions. Accuity will be integrated with Bankers' Almanac and will share the combined data assets with LexisNexis Risk Solutions.</p> <p>Terms: Reed Elsevier has entered into a definitive agreement to acquire the entire issued share capital of Accuity Holdings Inc. from Investcorp for a consideration of £343m payable in cash.</p> | B CORP | D&A P C | SUB | £343.0 | - | - | - |

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|---------------|--|---|--|----------------------|------------------------|-------------------|--------------|--------------------|--------|-----|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBT |
| 26-Sep-11 | The Carlyle Group (Washington, D.C.) | ITRS Group (London, England, UK) | <p>Target: ITRS (1997) provides trading infrastructure monitoring software for the financial services sector. The Company's flagship product, Geneos, is an out-of-the box performance management and monitoring system for critical trading infrastructures. Geneos enables real-time proactive and predictive monitoring and management, presenting financial institutions with an ultra-high speed overview of their trading environment. It also enables ITRS' clients to quantify the performance and robustness of an institution's trading infrastructure at local, regional and global levels. The company has over 600 installations worldwide and its clients include 8 of the top 10 global investment banks, and several brokers, exchanges, hedge funds and data vendors. In the year ended March 2011, ITRS generated more than £16 million in revenues. The company was formed in 1997 by Stephen Bates and Misha Kipnis. It is headquartered in London, with offices in New York, Hong Kong and Manila.</p> <p>Buyer: The Carlyle Group is a global alternative asset manager with approximately \$153 billion of assets under management across 86 funds and 49 fund of fund vehicles as of June 30, 2011. Equity for this investment will come from Carlyle Europe Technology Partners II (CETP II), a €530 million fund that closed in November 2008.</p> <p>Terms: The Carlyle Group has acquired ITRS Group. Terms were not disclosed.</p> | S | TAM | S/SER | - | - | - | - |
| 23-Sep-11 | Vista Equity Partners (San Francisco, CA) | Thomson Reuters Corporation (New York, NY) (NYSE: TRI) (TSX: TRI) ----- Thomson Reuters Trade and Risk Management Business | <p>Target: The trade and risk management business, which includes flagship product Kondor, operates under the Thomson Reuters enterprise solutions business. Kondor provides trade and risk software as well as liquidity risk systems for treasury and cash management operations. Its main competitors include Misys, SunGard and Murex.</p> <p>Seller: Thomson Reuters Corporation provides information for businesses and professionals in the financial, legal, tax and accounting, intellectual property and science, and media markets worldwide. The company operates in two divisions, Professional and Markets. The Professional division offers (1) information, decision support tools, and software and services to legal, compliance, business, and government professionals and (2) technology and information solutions, and integrated tax compliance and accounting software and services to accounting, tax, and corporate finance professionals. The Markets division offers sales and trading services, including information, community, trading, and connectivity requirements for the trading floor activities of buy-side and sell-side and investment and advisory services comprising information, analytics, and workflow solutions. This division also provides technology and content for the financial markets; and media services, such as news and information services for media and business professionals. The company also offers data, analytics, and performance benchmarking solutions and services to companies, government agencies, and healthcare professionals, as well as risk management solutions to financial institutions.</p> <p>Buyer: Vista Equity Partners, a U.S. based private equity firm with offices in San Francisco, Chicago and Austin.</p> <p>Deal Rationale: In April 2011, Thomson Reuters said that it expected to raise about \$1 billion from the sale of its enterprise risk management and investment accounting software businesses, along with previously announced sales of a legal education product and Scandinavian legal and tax and accounting units. Proceeds would be invested in the core business.</p> <p>Terms: Vista Equity Partners and Thomson Reuters have signed an agreement under which Vista has made a binding offer to buy the Thomson Reuters Trade and Risk Management business. Terms were not disclosed.</p> | B S CORP | TRADE RISK TREAS | S/SER | - | - | - | - |

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| Announce Date | Buyer Name | Seller Name Target Name | Business Descriptions Deal Rationale Price and Terms | Classification Codes | | | EV (\$mm) | Enterprise Value / | | |
|------------------|---|--|--|----------------------|----------|-------------------|--------------|--------------------|--------|------|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBIT |
| 23-Sep-11 | Ogone Payment Services (Brussels, Belgium) | E-Billing Solutions ("EBS") (Mumbai, India) | <p>Target: EBS (2005) provides payment gateway services to merchants, enabling them to offer Master, Visa, Diners, Netbanking & Cash Card brands on a single platform. EBS associates with multiple acquiring banks. EBS is the first Indian merchant account provider to achieve the PCI DSS 1.1 Standards of Compliance.</p> <p>Buyer: Ogone Payment Services is a processor of online payments. The company delivers manual to fully integrated solutions for managing electronic payments in several domains including e-commerce, ticketing, call centers, airlines and travel in both business to consumer or business to business (purchasing cards) environments. Ogone is connected through certified links to more than 200 different banks/acquirers that enable handling of over 45 international and local online payment methods for every card-not-present situation. The Company has more than 30,000 customers in 45 countries. Customers include IKEA, Nespresso, DHL International, Thalys International, Home Shopping Service, ThomasCook, SeaFrance, Lyreco, Institut National de l'Audiotvisuel, Lavazza and Hilton. Ogone has offices in Austria, The Netherlands, Belgium, France, Switzerland, Germany and the United Kingdom.</p> <p>Deal Rationale: Ogone enters its first market outside of Europe and gains entry into the rapidly growing Indian marketplace.</p> <p>Terms: Ogone Payment Services has signed a binding agreement to acquire EBS. Terms were not disclosed.</p> | CORP | P | S/SER | - | - | - | - |
| 19-Sep-11 | SunGard Data Systems Inc. (Wayne, PA) | Syntesys (Paris, France and Geneva, Switzerland) | <p>Target: Syntesys (1998) is a European SWIFT service bureau and network of business and technical experts dedicated to serving the SWIFT community. Syntesys was created in January 2008, from the merger of OnFin and Cardinal Consulting, SWIFT service partners and providers of business and technical solutions to SWIFT customers in France and Switzerland.</p> <p>Buyer: SunGard provides software and processing solutions for financial services, higher education and the public sector. SunGard also provides disaster recovery services, managed IT services, information availability consulting services and business continuity management software. The Company has annual revenue exceeding \$5 billion and more than 20,000 employees.</p> <p>Deal Rationale: Sungard expands its service bureau capacity and locations and adds a suite of SwiftReady services. The services include data normalization, transformation and enrichment of messages via Swift or other financial messaging networks. In addition, SunGard picks up highly accredited team of experts that will facilitate the expansion in EMEA.</p> <p>Terms: SunGard signed a definitive agreement to acquire Syntesys. Terms were not disclosed.</p> | B CORP | P | S/SER | - | - | - | - |

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|------------------|----------------------------|--|---|----------------------|----------|-------------------|--------------|--------------------|--------|-------|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBIT |
| 15-Sep-11 | GTCR, LLC (Chicago, IL) | Fundtech Ltd. (NASDAQ: FNNDT) (Herzliya, Israel) | <p>Target: Fundtech (1993) is a provider of transaction banking software and services to banks of all sizes around the world. Payments systems include wire transfers, ACH origination, cross-border payments and remittance. Cash management systems are designed for large corporations and small businesses. The Company offers a line of financial supply chain applications including electronic invoice presentment and supply chain financing. Fundtech is a provider of CLS systems to the world's largest banks. In addition to offering software products through licensing, Fundtech operates an ASP in North America for payments and cash management services; and operates one of the world's largest SWIFT Service Bureaus in EMEA supporting more than 100 financial institutions. Fundtech has over 1,000 clients, with 50 of the world's leading banks across EMEA, The Americas, and Asia-Pacific. Clal Industries and Investments Ltd. owns approximately 58% of the outstanding ordinary shares of Fundtech.</p> <p>Buyer: GTCR (1980) is a private equity firm focused on investing in growth companies in the financial services & technology, healthcare and information services & technology industries.</p> <p>Deal Rationale: GTCR intends to combine Fundtech and BankServ, a GTCR portfolio company acquired in August 2011. BankServ offers service bureau products for Fedwire processing, Swift messaging, remote deposit capture, and mobile and online payment acceptance. The combined company, Fundtech, Inc., would have its headquarters at Fundtech's U.S. headquarters in Jersey City, New Jersey. Reuven Ben Menachem, Founder and CEO of Fundtech, would serve as CEO.</p> <p>Terms: Fundtech's Board has determined that a binding offer it received from GTCR, which contemplates the acquisition of all of Fundtech's outstanding ordinary shares at \$23.33 per share in cash or \$352.7 million, constitutes a "Company Superior Offer" under Fundtech's previously announced merger agreement with S1 Corporation. Fundtech has notified S1 of Fundtech's board of directors' intention to change its recommendation with respect to the pending transaction with S1, to terminate the merger agreement with S1 and to enter into a written definitive agreement with entities formed by GTCR. GTCR has also agreed to pay the \$11.9 million termination fee that may become payable to S1 in certain circumstances. The Equity Value of \$352.7 less cash of \$44.2 million at June 30, 2011 equals Total Enterprise Value of \$308.6 million. The Company had no debt outstanding at June 30, 2011.</p> | B CORP | P | S/SER | \$308.6 | 2.0x | 15.5x | 24.2x |

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|------------------|---|---|---|----------------------|-------------|-------------------|--------------|--------------------|--------|-----|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBT |
| 1-Sep-11 | International Business Machines Corporation (IBM) (Armonk, NY) (NYSE:IBM) | Fitch Group (New York, NY) which is majority-owned by: Fimalac (Paris, France) ----- Algorithmics, Inc. (Toronto, Ontario, Canada) | <p>Target: Algorithmics (1989) is a risk analytics firm. The company's risk analytics software, content and advisory services are used by banks, investment and insurance businesses to help assess risk, address regulatory requirements and make business decisions. Products include Algo ALM to measure earning sensitivity and future market valuations; Algo Collateral to identify and manage the collateral management risks, and Algo Credit Administrator to define and manage credit business process, among many others. The Company has more than 350 clients, including 25 of the top 30 banks and more than two-thirds of the CRO Forum of leading insurers. Algorithmics has 900 employees and generated revenue of \$163.7 million in 2010. Fitch acquired Algorithmics in January 2005.</p> <p>Seller: Fitch Group is a global provider of financial services, including credit ratings (Fitch Ratings), market analytics and services (Fitch Solutions) and enterprise risk management solutions (Algorithmics). Fitch Group is majority-owned by Fimalac, a diversified holding company. In addition to its stake in Fitch, Fimalac's holdings include North Colonnade Ltd, a commercial real estate complex in the prestigious Canary Wharf district of London, and Fimalac Developpement, a subsidiary that acquires stakes in companies with strong growth potential. Fimalac is majority-owned Marc Ladreit de Lacharriere, its Founder and CEO.</p> <p>Buyer: IBM is an information technology (IT) company. It operates under five segments: Global Technology Services (GTS), Global Business Services (GBS), Software, Systems and Technology, and Global Financing.</p> <p>Deal Rationale: The acquisition expands IBM's business analytics capabilities in the financial services industry. Algorithmics' risk analytics software and services fits with IBM OpenPages, which offers governance, risk and compliance solutions, and with IBM's recent investments in predictive analytics. IBM acquired OpenPages in October 2010. Algorithmics' risk advisers will enhance IBM's Business Analytics and Optimization practice.</p> <p>Terms: IBM has signed a definitive agreement to acquire Algorithmics for \$387 million.</p> | B S INS | D&A RISK | S/SER | - | - | - | - |

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|---------------|---|---|---|----------------------|----------------------------|-------------------|--------------|--------------------|--------|-----|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBT |
| 22-Aug-11 | Accenture plc (Dublin, Ireland) (NYSE: ACN) | Zenta (Dallas, TX) | <p>Target: Zenta (2000) is a knowledge process outsourcing (KPO) and business process outsourcing (BPO) company. Its services include residential and commercial mortgage origination and servicing, default management, real estate portfolio management, and accounts receivable management. Zenta is also among the largest providers of real estate accounting and capital market analytics to U.S. REITS, institutional investment managers, owners and operators, and investment banks. The company also provides a variety of other credit related services. Zenta regards itself as one of the top three providers of mortgage processing services in the U.S., serving four of the five largest U.S. banks. In January 2005, Henry Hortenstine and GTCR Golder Rauner, LLC, through a partnership, formed H-Cube to create a business and knowledge process outsourcing company. As part of this strategy, H-Cube acquired Zenta, Inc., Global Realty Outsourcing, Inc., and Blackheath Financial, Inc., all of which specialized in providing BPO and KPO services to the real estate and financial services industries. The new Zenta integrated these three companies under a single brand to offer its customers an integrated suite of services. The Company currently employs more than 3,700 resources in the U.S., India and the Philippines.</p> <p>Buyer: Accenture is a global management consulting, technology services and outsourcing company, with more than 223,000 people serving clients in more than 120 countries. The Company's business is structured around five operating groups: communications and high technology, financial services, health and public service, products and resources. These operating groups focus on a total of 19 industry groups. The financial services operating group focuses on banking, capital markets and insurance. In fiscal 2010, Accenture reported net revenues, that is, revenues before reimbursements, of \$21.55 billion.</p> <p>Deal Rationale: The acquisition enhances Accenture's BPO portfolio. In conjunction with the agreement, Accenture is launching Accenture Credit Services, a full-service consulting, technology and BPO capability that will expand its support for institutions in the residential mortgage, commercial real estate, leasing and automotive finance industries. Zenta's mortgage processing capabilities will be a key component of the service.</p> <p>Terms: Accenture has agreed to acquire Zenta. Terms of the transaction were not disclosed.</p> | M RE | LEND SERV C&R D&A | OUT | - | - | - | - |
| 16-Aug-11 | GTCR, LLC (Chicago, IL) | Bserv, Inc. ("BankServ") (Las Vegas, NV) | <p>Target: BankServ (1996), a privately-held company, is a provider of banking and payment technology for financial institutions and businesses. The Company offers service bureau products for Fedwire processing, Swift messaging, remote deposit capture, and mobile and online payment acceptance. BankServ has grown in part through acquisitions. The Company acquired NetDeposit, a provider of remote deposit capture software from Zions Bancorporation, in 2010; Commerçant, the developer of a wireless and handheld credit card and check payment processing solution in 2009; Symtec, a provider of international money transfer and SWIFT financial messaging software, in 2004, and the TurboSwift business of Netik, Plc, also in 2004. The company has approximately 200 employees and projects annual revenues of approximately \$60 million for 2011.</p> <p>Buyer: GTCR (1980) is a private equity firm focused on investing in growth companies in the financial services & technology, healthcare and information services & technology industries.</p> <p>Deal Rationale: The transaction provides liquidity for BankServ's owners, including venture capital firms. GTCR will use BankServ and its management team as a platform to grow through acquisitions.</p> <p>Terms: GTCR has agreed to acquire the controlling interest in Bserv, Inc. The all-cash transaction is expected to close before the end of August and allows GTCR to recapitalize 100 percent of Bserv with management support. Terms of the deal were not disclosed.</p> | B | P | S/SER | - | - | - | - |

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|------------------|---|--|---|----------------------|----------|-------------------|--------------|--------------------|--------|-----|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBT |
| 15-Aug-11 | Ellie Mae, Inc. (Pleasanton, CA) (NYSE: ELLI) | Del Mar DataTrac, Inc. ("DMD") (San Diego, CA) | <p>Target: DMD provides workflow automation solutions to small and medium-sized mortgage lenders. DMD's origination software, DataTrac, is used by more than 200 mortgage lenders as a core operating system to process and fund loans, create workflow efficiencies, manage secondary marketing transactions and handle reporting and business intelligence.</p> <p>Sellers: Northgate Private Equity Partners III, L.P., NPEP III-Q, L.L.C., TVC Capital L.P., TVC Capital 12-4-0 Fund L.P., and TVC Capital Partners L.P.</p> <p>Buyer: Ellie Mae (1997) is a provider of automation solutions for the mortgage industry. The company's offerings include the Encompass and Encompass360 mortgage management software systems. Ellie Mae also hosts the Ellie Mae Network™ that allows mortgage professionals to conduct electronic business transactions with the lenders and settlement service providers to process and fund loans.</p> <p>Deal Rationale: Ellie Mae buys market share and sets up cross-sell opportunities. Ellie Mae expects to add DataTrac users to the Ellie Mae Network. Ellie Mae also intends to make its Encompass360 software available to DataTrac users as a front-end point-of-sale component for the DataTrac core operating system.</p> <p>Terms: Pursuant to the terms of the Stock Purchase Agreement, on August 15, 2011 (the "Closing Date"), Ellie Mae acquired all of the outstanding shares of DMD. Ellie Mae paid, or agreed to pay, to the Sellers, the Management Employees and other DMD option holders in connection with the cash-out of DMD options, an aggregate consideration of approximately \$25.2 million in cash in accordance with the following schedule: (i) \$17.2 million was paid at closing; (ii) \$3.0 million is to be paid on August 15, 2012; (iii) \$3.0 million is to be paid on August 15, 2013; and (iv) \$2.0 million is to be paid on August 15, 2014. Subject to exceptions, \$3.75 million of the cash consideration to be paid in the future will be available for a period of 18 months to satisfy any amounts owed by the DMD Parties to Ellie Mae pursuant to the indemnification provisions of the Stock Purchase Agreement.</p> | M | LEND | S/SER | \$25.2 | - | - | - |

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Financial Technology Companies**

Krall & Co. Inc.

M&A Advisory Services
Serving Financial Technology Companies

| Announce Date | Buyer Name | Seller Name Target Name | Business Descriptions Deal Rationale Price and Terms | Classification Codes | | | EV (\$mm) | Enterprise Value / | | |
|------------------|--|----------------------------------|--|----------------------|----------|-------------------|--------------|--------------------|--------|------|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBIT |
| 10-Aug-11 | Computer Services, Inc. ("CSI") (Paducah, KY) (Other OTC: CSVI.PK) | HEIT, Inc. (Fort Collins, CO) | <p>Target: HEIT (2002) provides cloud-delivered managed services for community financial institutions. Cloud services allow banks to access on-demand technology without having to purchase or build data centers, servers and networks. The HEIT PCS-4 Platform provides small and medium institutions with integrated IT performance, compliance, and security technologies built around FFIEC-based controls. The Company's IT performance offering includes support for voice, video and messaging; server applications; hosted Exchange and SharePoint; Cloud Services (managed applications); virtualization; servers, networks and desktops; availability; storage; backup, and service desk. The managed compliance offering includes technology risk assessment; vendor management; vulnerability management; GLBA management; policy and procedures and business continuity planning. Managed security offerings include unified threat identification and mitigation; intrusion detection and prevention; data loss prevention and recovery; Web and email filtering; firewall; network admission control; log management; security incident and event management; phishing detection and takedown; encryption systems, and endpoint security. HEIT also offers strategic services which help financial institutions decide when and when to invest in technology. In October 2010, HEIT merged with Simpler-Webb (1993), an Austin, Texas-based company which provided cloud-delivered managed services to community financial institutions.</p> <p>Buyer: CSI provides services and information technology solutions for financial institutions in a service bureau and an in-house environment. Offerings include core banking, payments processing, Internet, card services, risk assessment, fraud prevention, network management, regulatory compliance and document delivery solutions. The Company has more than 5,200 customers in the U.S.</p> <p>Deal Rationale: The transaction adds to CSI's portfolio of products and services and increases its customer base by more than 400 customers.</p> <p>Terms: CSI has entered into a definitive agreement to acquire HEIT. Terms were not disclosed.</p> | B | DCS | SER | - | - | - | - |

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| 4-Aug-11 | Gores Group, LLC, The (Los Angeles, CA) | VeriFone Systems, Inc. (San Jose, CA) (NYSE: PAY) and Hypercom Corporation (Scottsdale, AZ) (NYSE: HYC) ----- The U.S. payment systems business of Hypercom | <p>Target: The U.S. payment systems business of Hypercom. In the U.S., Hypercom has built a customer base across different channels including Bankcard, multi-lane retail and value-added services. In 2010, this business produced revenues of approximately \$61 million.</p> <p>Seller: VeriFone is a global provider of secure electronic payment solutions. The Company's system solutions consist of point of sale electronic payment devices that run proprietary and third-party operating systems, security and encryption software, and certified payment software as well as other third-party value-added applications. The system solutions are able to process a wide range of payment types, including signature and PIN-based debit cards, credit cards, contactless/radio frequency identification cards and tokens, Near Field Communication, enabled mobile phones, smart cards, pre-paid gift and other stored-value cards, electronic bill payment, check authorization and conversion, signature capture, and electronic benefits transfer.</p> <p>Buyer: The Gores Group (1987) is a private equity firm focused on acquiring controlling interests in mature and growing businesses.</p> <p>Deal Rationale: On August 4, 2011, The Department of Justice announced that, in order for VeriFone Systems Inc. to complete its acquisition of Hypercom Corp., it must divest Hypercom's U.S. point-of-sale (POS) terminals business to an entity sponsored by Gores Group LLC. The department said that the divestiture should eliminate the merger's potential to harm competition in the sale of POS terminals. The department filed a lawsuit on May 12, 2011, in U.S. District Court for the District of Columbia, alleging a proposed divestiture to the only other significant provider of POS terminals, Ingenico, did not remedy the competitive concerns with the merger. VeriFone and Hypercom together control more than 60 percent of the U.S. market for the POS terminals used by the largest retailers.</p> <p>Terms: On August 4, 2011, Hypercom divested its U.S. payment systems business to Gores. The transaction includes physical assets, personnel, intellectual property rights, transitional support and all other assets necessary for Gores to become a viable competitor in this industry. Financial terms were not disclosed. Ingenico had offered \$54 million on April 4, 2011.</p> | CORP B | P | MFR S/SER | - | - | - | - |
| 3-Aug-11 | Tradar Limited (London, England, UK) | Temenos Group (Geneva, Switzerland) (SIX: TEMN) ----- The business line and assets of Odyssey InvestmentManager™. | <p>Target: Odyssey InvestmentManager provides portfolio modeling, performance and attribution, risk and exposure reporting and scenario analysis. This functionality will be integrated with Insight's core portfolio management and accounting system. Odyssey InvestmentManager's proven capability in fixed income and derivatives further strengthens Insight's current functionality in these asset classes.</p> <p>Seller: Temenos (1993) offers front-to-back software for financial institutions that covers core functions such as deposit-taking, lending and internet banking. Temenos has two main products. TEMENOS T24 (T24), its flagship offering, supports Retail, Corporate & Correspondent, Universal, Private, Islamic and Microfinance & Community banks globally. TEMENOS Corebanking (TCB) is aimed at the world's largest retail banks (+10m accounts). Temenos serves over 1,000 customers in more than 120 countries.</p> <p>Buyer: Tradar (1997) is a supplier of portfolio management and accounting solutions to the buy side. The Company offers a multi-asset class platform based on Microsoft SQL Server and .Net that can be applied to virtually any trading strategy. Tradar has in excess of 240 clients across more than 35 countries worldwide. Clients range from investment managers with US\$10m to US\$10bn AUM.</p> <p>Deal Rationale: Tradar will integrate Odyssey InvestmentManager's functionality with its own core portfolio management and accounting system, which is called Insight. In addition, Odyssey InvestmentManager's capability in fixed income and derivatives strengthens Insight's current functionality in these asset classes.</p> <p>Terms: Tradar has acquired the business line and assets of Odyssey InvestmentManager™ from Temenos in an all-cash transaction. Terms were not disclosed.</p> | S | PORT | S/SER | - | - | - | - |

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| 2-Aug-11 | Equifax Inc. (Atlanta, GA) (NYSE: EFX) | DataVision Resources (Carlisle, IA) | <p>Target: DataVision Resources (1971) is a provider of data and business solutions for the mortgage, insurance and financial services industries. Offerings are grouped in three categories: Lender Services, Insurance, and Image and Data management. Lender Services includes mortgage processing, products for verification of income and employment, and payoffs. Insurance includes medical claims processing and insurance administration. Data Management includes data entry, scanning & imaging, OCR, and database management.</p> <p>Buyer: Equifax (1913) is a global provider of information solutions for businesses and consumers. The Company's products and services are based on databases of consumer and business information derived from numerous types of credit, financial, employment and income, public record, demographic and marketing data. It uses analytical tools to analyze this data to create customized insights, decision-making solutions and processing services for businesses.</p> <p>Deal Rationale: DataVision's products and services complement to Equifax's employment and income-verification capabilities. DataVision's operations will become part of Equifax's TALX business unit based in St. Louis.</p> <p>Terms: Equifax has acquired DataVision Resources. Terms were not disclosed.</p> | M INS | LEND CLAIM DM | SER | - | - | - | - |
| 2-Aug-11 | Retalix Ltd. (Ra'anana, Israel) (NasdaqGS: RTLX) | MTXEPS, Inc. (Aliso Viejo, CA) | <p>Target: MTXEPS, Inc. (2002) offers electronic payment software solutions. It provides ServerEPS, a SaaS solution that offers a centralized payment system management service; WinEPS, a software solution that allows its users to negotiate transaction price from the list of certified hosts; Virtual Terminal, a Windows based software application to perform transactions; and OpenEPS, a POS payment engine that integrates with POS terminal applications and payment terminal devices, as well as manages key functions of the payment transaction. The payment engine enables retailers to rapidly accept new payment types, such as mobile and contactless, address emerging players. The company also offers reports and gift card programs. MTXEPS, Inc. sells its products directly and through reseller channels.</p> <p>Buyer: Retalix is a provider of software and services to high volume retailers, including supermarkets, convenience stores, fuel stations, drugstores and department stores. Retalix offers solutions for point-of sale (POS), sales channels and in-store management (including mobile and e-commerce), customer management and marketing, merchandising, and logistics. Retalix offers multiple deployment options, including Software-As-A-Service (SaaS). The Company's customer base consists of approximately 60,000 stores across more than 50 countries worldwide.</p> <p>Deal Rationale: Retalix adds to its suite of solutions and picks up customers.</p> <p>Terms: Retalix has acquired MTXEPS in a stock purchase transaction for approximately \$18.95 million in cash. Additional cash consideration of up to \$6 million may be paid over the course of the next two years based on the achievement of certain performance metrics.</p> | CORP | P | S/SER | - | - | - | - |

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| 27-Jul-11 | Temenos Group (Geneva, Switzerland) (SIX: TEMN) | Primisyn (Delta, B.C., Canada) | <p>Target: Primisyn is a provider of business intelligence (BI) and profitability solutions and services to the Canadian credit union (CU) market. Its Simplus Enterprise Suite (Simplus) is a comprehensive, modular BI solution designed and certified on the Microsoft platform. The heart of the Simplus is a robust data warehouse architecture which supports the integration of numerous data sources. Simplus provides CU's with information to facilitate decision making and streamline business processes in every department across the organization including finance, marketing, operations, human resources, and risk management. Primisyn's solutions are in use at 6 of British Columbia's Top 20 credit unions and over 20 credit unions across Canada.</p> <p>Buyer: Temenos (1993) offers front-to-back software for financial institutions that covers core functions such as deposit-taking, lending and internet banking. Temenos has two main products. TEMENOS T24 (T24), its flagship offering, supports Retail, Corporate & Correspondent, Universal, Private, Islamic and Microfinance & Community banks globally. TEMENOS Corebanking (TCB) is aimed at the world's largest retail banks (+10m accounts). Temenos serves over 1,000 customers in more than 120 countries.</p> <p>Deal Rationale: Temenos will integrate Simplus into its existing BI solution, Insight. With this acquisition, Temenos broadens its product offering to include customer analytics and operational intelligence, which will enable Temenos to address a larger market. In addition, the acquisition strengthens Temenos' BI development team and reinforces its presence in the Canadian market.</p> <p>Terms: The total acquisition price, which was not disclosed, consists of an up-front consideration and further payments contingent on Primisyn achieving performance criteria.</p> | B | BI | S/SER | - | - | - | - |
| 26-Jul-11 | Cognizant Technology Solutions Corporation (Teaneck, NJ) (NasdaqGS: CTSH) | CoreLogic, Inc. (Santa Ana, CA) (NYSE: CLGX) ----- CoreLogic Global Services Private Limited ("CoreLogic India") (Bangalore, India) | <p>Target: CoreLogic Global Services Private Limited ("CoreLogic India") (1994) is the India-based captive operations of CoreLogic. The Company provides capabilities in software product development, analytical modeling, domain-centric back-office services, and technology support to CoreLogic and its customers, primarily in the U.S. mortgage and real estate markets. CoreLogic India maintains offices in Bangalore, Hyderabad, and Mangalore and has approximately 4,000 employees.</p> <p>Seller: CoreLogic is a provider of property, financial and consumer information, analytics and services to mortgage originators and servicers, financial institutions and other businesses, government and government-sponsored enterprises. On May 26, 2010, The First American Corporation separated into two independent publicly traded companies: CoreLogic (NYSE: CLGX) and First American Financial Corporation (NYSE: FAF).</p> <p>Deal Rationale: CoreLogic will use the transaction proceeds to expand into new growth markets. Furthermore, CoreLogic expects the services agreement to reduce time-to-market, expand service delivery, and improve productivity and quality. Cognizant expands its mortgage services portfolio and forms a strategic relationship with CoreLogic.</p> <p>Buyer: Cognizant (1988) provides information technology consulting and technology services, as well as outsourcing services in North America, Europe, and Asia. The Company offers its services to various markets, such as financial services, healthcare, manufacturing and logistics, retail and hospitality, communications, and high technology, as well as information, media, and entertainment markets.</p> <p>Terms: CoreLogic and Cognizant have signed a definitive agreement under which an affiliate of Cognizant will acquire CoreLogic India. The purchase price is approximately \$50 million in cash subject to adjustments for working capital and other charges or credits. As part of the transaction, the CoreLogic and Cognizant will enter into a seven-year services agreement with a minimum revenue commitment of approximately \$324 million over the first five years with various renewal and extension rights, under which Cognizant will provide a range of services to the Company globally. CoreLogic India's approximately 4,000 associates will become employees of Cognizant at closing.</p> | M | D&A ITS | SER | \$50.0 | - | - | - |

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| 19-Jul-11 | Transactis, Inc. (New York, NY) | Data Impact, Inc. (Huntington Beach, CA) | <p>Target: Data Impact (1991) is a provider of electronic invoicing presentment and payment (EIPP) and electronic document management services in the U.S. The Company's EIPPPPlus solution set enables businesses to send electronic invoices and receive electronic payments in the B2B space. EIPPPPlus suite is a modular SaaS solution that automates the Accounts Receivable process by integrating with any existing billing and A/R system. Data Impact was formerly known as CD-COM Systems, Inc. and changed its name to Data Impact, Inc. in February 2002. In September, 2006, Data Impact acquired E-Tran, an online payment processing company.</p> <p>Buyer: Transactis is a provider of electronic bill presentment and payment (EBPP) solutions, including BillMail®, a patent-pending, secure email billing platform, and BillerExpress™, an integrated EBPP suite sold by banks and payment processors to small and middle-market treasury clients. BillMail® delivers a secure ebill directly into the customer's in-box to be safely viewed and paid from within the email, helping billers dramatically lower the high cost of postage, paper and print while decreasing DSO's (days sales outstanding). BillerExpress™ was created for banks and payment processors looking for a feature rich, low cost, PCI-compliant and easy to implement EBPP solution for their treasury clients. OfferIQ and LoyaltyIQ seamlessly integrate electronic marketing, paperless coupons and virtual incentives into the shopping and purchasing process. Transactis investors include StarVest Partners, Metamorphic Ventures, and Vermont Information Processing, plus Mark Walsh, Vince Passione and Geoff Judge.</p> <p>Deal Rationale: Transactis and Data Impact focus on the B2C and B2B space, respectively. The combination of the two companies creates a more comprehensive offering.</p> <p>Terms: Transactis acquired Data Impact through an asset purchase transaction. Terms were not disclosed.</p> | CORP B | P EIPP | S/SER | - | - | - | |

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| 11-Jul-11 | Trepp, LLC (New York, NY) A subsidiary of: Daily Mail and General Trust plc (London, England, UK) (LSE: DMGT.L) | Euromoney Institutional Investor PLC (London, England, UK) (LSE: ERML) ----- REITCafe (New York, NY) | <p>Target: REITCafe is an online information service which provides investors and other members of the Real Estate Investment Trust industry with REIT research, data and commentary. REITCafe distributes its content through its website www.reitcafe.com, a weekly online newsletter, Twitter and LinkedIn.</p> <p>Seller: Euromoney Institutional Investor PLC is an international business-to-business media group focused primarily on the international finance, metals and commodities sectors. It publishes more than 70 titles, including Euromoney, Institutional Investor, and Metal Bulletin. It also runs an extensive portfolio of conferences, seminars and training courses and is a leading provider of electronic information, research and data services covering international finance, metals and emerging markets.</p> <p>Buyer: Trepp, LLC is a provider of CMBS and commercial mortgage information, analytics and technology to the global securities and investment management industries. Trepp's coverage includes the global CMBS market, CRE CDOs and CMBS Credit Default Swaps. Trepp is an operating company held by DMG Information, which is the information publishing division of the Daily Mail and General Trust plc.</p> <p>Deal Rationale: The acquisition will provide Trepp additional commercial real estate (CRE) information to offer its CMBS and CRE finance clients. REITCafe subscribers will receive research and commentary that is backed by Trepp's CMBS and CRE databases.</p> <p>Terms: Not disclosed.</p> | M RE | D&A | SER | - | - | - | - |
| 7-Jul-11 | eBay Inc. (San Jose, CA) (NASDAQ: EBAY) | Zong (Menlo Park, CA) | <p>Target: Zong (2008) is a mobile payments platform for sellers of digital goods and services. Zong allows consumers to easily pay for purchases online from their mobile phones or computers through direct carrier billing. Customers hit the firm's button at participating Web sites when they want to make a payment. Customers then enter their mobile phone numbers. The merchant sends a secure PIN to the customer's handset, and the customer enters the PIN online. Having verified the wireless number in this way, Zong then clears the payment on the customer's existing wireless service account. Zong has connections with more than 250 mobile network operators around the world and offers localized payments capabilities for digital goods and services in 21 languages and 45 countries. In early 2010 Zong was spun off from Switzerland-based Echovox's shareholders. Zong is backed by Matrix Partners, Advent Venture Advent Venture Partners and Newbury Ventures.</p> <p>Buyer: eBay has two business segments: Marketplaces and Payments. The Company's Marketplaces segment provides the infrastructure to enable global online commerce on a variety of platforms, including the eBay.com platform and other online platforms, such as its online classifieds businesses, its secondary tickets marketplace (StubHub), its online shopping comparison website (Shopping.com), its apartment listing service platform (Rent.com) and its fixed price media marketplace (Half.com). eBay's Payments segment consists of its online payment solutions PayPal and Bill Me Later.</p> <p>Deal Rationale: The transaction strengthens eBay's position in the mobile payment and digital goods market. Right now Zong is used to pay only for digital goods such as games and music files. In the short term, Zonga gives PayPal a share of transactions it doesn't otherwise reach. In the long term, Zonga technology could enable consumers to use their phone numbers as they use their credit card numbers today, thereby enabling PayPal to expand beyond online commerce. The deal is the latest in a series of mobile technology investments by PayPal over at least five years. In April 2011 PayPal bought Fig Card Corp., a company that enables mobile payments at the point of sale.</p> <p>Terms: eBay has agreed to acquire Zong for total consideration of approximately \$240 million in cash.</p> | CORP | P | S/SER | \$240.0 | - | - | - |

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| 5-Jul-11 | The Western Union Company ("WU") (Englewood, CO) (NYSE:WU) | Travelex Holdings Limited (London, England, UK) ----- Travelex Global Business Payments, Inc. ("TGPB") (Washington, D.C.) | <p>Target: TGBP (1980) provides business-to-business, cross border payment solutions. TGBP conducts business payments annually for 35,000 customers in 14 countries. Customers consist of small and medium-sized enterprises (SME's), corporations, and third party distribution partners including over 500 financial institutions. TGBP reported revenue and EBITDA of £141.5 million and £44.6 million, respectively, for the year ended December 31, 2010. Known as Ruesch before its acquisition by Travelex, the Company was founded in 1980 to provide corporate clients with an alternative to using banks to make international payments or trade in foreign currencies. In 2005, Ruesch merged with Tracentrix, a provider of bank-independent corporate payment. In 2007, Travelex Group acquired Ruesch from Welch Carson for \$440m (€330m) in cash.</p> <p>Seller: Travelex, (1976), the largest non-banking currency exchange business in the world, is owned by Apax Partners (57%), Lloyd Dorfman (Chairman) (28%), Standard Chartered Bank (7%) and management (8%). Travelex acquired Thomas Cook in 2001 and MyTravel in 2003.</p> <p>Buyer: WU provides money transfer and payment services worldwide. The Company's Consumer-to-Consumer segment offers consumer-to-consumer money transfer services through a network of third-party agents using multi-currency and real-time money transfer processing systems. The Company's Global Business Payments segment provides business payments services for consumers to make payments to various organizations, such as utilities, auto finance companies, mortgage servicers, financial service providers, governmental agencies, and other businesses, as well as offers international business-to-business cross-border, and cross-currency payment services.</p> <p>Deal Rationale: WU has three key strategic growth areas: consumer money transfer, business-to-business payments, and stored value / prepaid. WU's acquisition of Custom House in 2009 gave it an entry into the business-to-business cross-border payments market. The acquisition of TGBP gives WU scale, further reach, and additional capabilities. The sale of TGPB by Travelex will enable Travelex to focus on core businesses and will provide capital to support growth of core businesses.</p> <p>Terms: The Western Union Company has signed an agreement with Travelex Holdings Limited to acquire the Travelex Global Business Payments division for £606 million in cash.</p> | CORP B | P | S/SER | £606.0 | 4.3x | 13.6x | - |

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| 29-Jun-11 | Fiserv, Inc. (Brookfield, WI) (NASDAQ: FISV) | CashEdge Inc. (New York, NY) | <p>Target: CashEdge (1999) is a provider of payments and aggregation solutions to financial institutions. Solutions include Popmoney® person-to-person (P2P) payments, "me-to-me" account transfers, account opening and funding, small business invoicing and payments, and financial account aggregation. CashEdge's account aggregation service, AllData®, provides brokerages, wealth management firms and financial advisors with an expanded view of their clients, including assets managed or held elsewhere. CashEdge products are delivered as SaaS. Over 90% of CashEdge's revenue is recurring under multi-year contracts, the majority of which reflects transaction and usage fees. CashEdge serves banks and credit unions of all sizes. In the Brokerage and Wealth Management segment, clients include The Vanguard Group, Pacific Life, Cambridge Investment Research, and American Portfolios. The company was founded by Sanjeev Dheer in 1999 and is funded by venture capital firms including CIBC Capital Partners, Susquehanna Growth Equity. CashEdge employs more than 300 people worldwide and has offices in New York City, Silicon Valley, Chennai and Mumbai, India.</p> <p>Buyer: Fiserv (1984) is a global provider of financial services technology solutions, including electronic commerce systems and services such as transaction processing, electronic bill payment and presentment, business process outsourcing, document distribution services, and software and systems solutions. The Company serves approximately 16,000 clients worldwide, including banks, thrifts, credit unions, investment management firms, leasing and finance companies, retailers, merchants, and government agencies.</p> <p>Deal Rationale: CashEdge adds to Fiserv's capabilities in areas such as account-to-account transfer, account opening and funding, data aggregation, small business payments, and person-to-person (P2P) payments. Both companies are in-market today with financial institution-centric P2P services that enable payments to be made from one account to another, Fiserv with ZashPay and CashEdge with Popmoney. Fiserv also eliminates a key competitor in the growing P2P payments space and improves its ability compete against a new competitor, clearXchange, which is owned by Bank of America Corp., Wells Fargo & Co. and JPMorgan Chase & Co.</p> <p>Terms: Fiserv has entered into a definitive agreement to acquire CashEdge for \$465 million.</p> | B S | P | SaaS | \$465.0 | - | - | - |
| 29-Jun-11 | Clear2Pay nv/sa (Mechelen, Belgium) | Lexcel Solutions, Inc. (Scottsdale, AZ) | <p>Target: Lexcel Solutions provides payment testing software and services to third-party payment transaction processors, debit and credit networks, financial institutions, retailers, ATM/POS manufacturers and government organizations. More specifically, Lexcel products perform transaction network test scheduling, maintenance and execution, regression and stress testing, and settlement testing for ATM, POS, EFT and EMV transactions. The Company does business in North America, Europe and South America. Lexcel's clients include Heartland Payment Systems, STAR Network, Wincor Nixdorf, Mercury Payments, United States Postal Service, and WorldPay.</p> <p>Buyer: Clear2Pay (2001) provides electronic payments solutions. Clear2Pay's Open Payment Framework (OPF) enables financial institutions to improve internal payments processing efficiencies. The SOA-based OPF offers financial institutions the ability to process payments through a centralized payments engine that utilizes a library of re-useable business services across all payment types. The bank can thus combine new services models with existing infrastructures, thereby protecting previous investments.</p> <p>Deal Rationale: The acquisition is expands Lexcel's footprint and product range. Clear2Pay offers its own test tools and services for electronic transactions in payment, smartcard and mobile applications. By adding Lexcel's test tools to its own offerings, Lexcel can support a broader range of devices and technologies. The Lexcel acquisition is the second deal funded by the proceeds of a 50 million euro capital raise completed late 2009 with a consortium led by Aquiline Capital Partners.</p> <p>Terms: Not disclosed.</p> | B | P | S/SER | - | - | - | - |

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|---------------|--|---|---|----------------------|----------------------|-------|--------------|--------------------|--------|-----|
| | | | | Industry Vertical | Business Solution | Model | | Revenue | EBITDA | EBT |
| 29-Jun-11 | SunGard Data Systems Inc. (Wayne, PA) | Swisscom IT Services (Bern, Switzerland) A subsidiary of: Swisscom AG (Bern, Switzerland) ----- FINACE (Zurich, Switzerland) | <p>Target: FINACE is a provider of securities lending, repo, synthetic finance and collateral management software.</p> <p>Seller: Swisscom IT Services is a Swisscom subsidiary specializing in the integration and operation of complex IT systems. The Swisscom subsidiary's core skills lie in the fields of IT outsourcing services, workplace services, SAP services and financial services for the financial industry. The Group employs a staff of about 2,860 at 16 locations throughout Switzerland. Swisscom, the leading telecom provider in Switzerland, offers fixed-line and mobile phone service, broadband data, and cable TV to individuals and businesses.</p> <p>Buyer: SunGard provides software and processing solutions for financial services, higher education and the public sector. SunGard also provides disaster recovery services, managed IT services, information availability consulting services and business continuity management software. The Company has annual revenue exceeding \$5 billion and more than 20,000 employees.</p> <p>Rationale: Finace's solution and the specialist expertise and knowledge of the FINACE team will complement SunGard's existing portfolio of securities finance solutions which includes Apex, Astec, Global One and Loanet.</p> <p>Terms: Not disclosed.</p> | S | LEND | S/SER | - | - | - | - |
| 27-Jun-11 | Intuit Inc. (Mountain View, CA) (Nasdaq: INTU) | Mobile Money Ventures (San Mateo, CA) | <p>Target: Mobile Money Ventures ("MMV") provides mobile financial services solutions. The Company has developed a mobile financial services platform that works with virtually any mobile device and mobile carrier. The platforms capabilities include the following: mobile banking (account access, money transfer, bill payment and P2P); mobile stock trading; payments, receipt and expense monitoring, and location-based advertising, couponing and reward redemption. MV was founded in March 2008 as a joint venture of Citigroup Inc. and SK Telecom Americas, a unit of SK Telecom Co.</p> <p>Buyer: Intuit (1993) is a provider of business and financial management solutions for small and mid-sized businesses, financial institutions, consumers and accounting professionals. Its flagship products and services, including QuickBooks®, Quicken® and TurboTax®, simplify small business management and payroll processing, personal finance, and tax preparation and filing. ProSeries and Lacerte are Intuit's leading tax preparation offerings for professional accountants. Intuit Financial Services helps banks and credit unions grow by providing on-demand solutions and services that make it easier for consumers and businesses to manage their money.</p> <p>Deal Rationale: Intuit gets ownership of the technology used in Intuit mobile banking software, which is used by about 320 U.S. banks and credit unions. After the acquisition, Intuit will be able to better manage customer support and speed product development. Intuit also gains a small team of employees with significant mobile expertise and a strong history of deploying mobile banking solutions to financial institutions.</p> <p>Terms: Intuit has acquired mobile Web banking technology assets from Mobile Money Ventures. Terms were not disclosed.</p> | B | P | S/SER | - | - | - | - |

**Selected M&A Transactions Announced During the Latest Twelve Months
Financial Technology Companies**

| Announce Date | Buyer Name | Seller Name Target Name | Business Descriptions Deal Rationale Price and Terms | Classification Codes | | | EV (\$mm) | Enterprise Value / | | |
|---------------|--|---|---|----------------------|----------|-------------------|--------------|--------------------|--------|-------|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBT |
| 17-Jun-11 | S1 Corporation (Norcross, GA) (Nasdaq: SONE) | Fundtech Ltd. (Herzliya, Israel and Jersey City, NJ.) (Nasdaq: FNDT) | <p>Target: Fundtech (1993) is a provider of software and services to banks of all sizes around the world. Payments systems include wire transfers, ACH origination, cross-border payments and remittance. Cash management systems are designed for large corporations and small businesses. The Company offers a line of financial supply chain applications including electronic invoice presentment and supply chain financing. Fundtech is a provider of CLS systems to the world's largest banks. In addition to offering software products through licensing, Fundtech operates an ASP in North America for payments and cash management services; and operates one of the world's largest SWIFT Service Bureaus in EMEA supporting more than 100 financial institutions. Fundtech has over 1,000 clients worldwide, with 50 of the worlds' leading banks across EMEA, The Americas, and Asia-Pacific.</p> <p>Buyer: S1 Corporation (1996) is a global provider of payments and financial services software solutions. The Company offers payments solutions for ATM and retail point-of-sale driving, card management, and merchant acquiring, as well as financial services solutions for consumer, small business and corporate online banking, trade finance, mobile banking, voice banking, branch and call center banking. S1 sells its solutions primarily to banks, credit unions, retailers and transaction processors. S1 has over 3000 customers worldwide and employs over 1,600 people in operations throughout North America, Europe and the Middle East, Africa, and the Asia-Pacific region.</p> <p>Deal Rationale: As the companies have complementary product offerings, the transaction will create cross-selling opportunities. The broader product suite will position the combined company to secure larger contracts and build more strategic relationships with customers. In addition, the companies anticipate annualized pre-tax cost savings of approximately \$12 million by the end of 2012.</p> <p>Terms: S1 and Fundtech have entered into a definitive agreement to combine businesses through a stock-for-stock merger. Fundtech shareholders will receive 2.72 shares of S1 common stock for each Fundtech ordinary share they own. Upon closing, S1 shareholders will own 55% and Fundtech shareholders 45% of the combined company. Based upon S1's closing price on June 24 and the 15.52 million Fundtech shares outstanding, the value of the transaction to Fundtech shareholders is about \$318.3 million. The combined company will be called Fundtech and be headquartered in Atlanta. Fundtech's largest shareholder, Clal Industries and Investments Ltd., which currently owns 58% of the outstanding ordinary shares of Fundtech, has entered into a voting agreement with S1.</p> | B CORP | P | S/SER | \$318.3 | 2.2x | 15.1x | 23.0x |
| 9-Jun-11 | Visa Inc. (San Francisco, CA) (NYSE: V) | Fundamo (Pty) Ltd. (Cape Town, South Africa) | <p>Target: Fundamo is a provider of mobile financial services technology for banks and wireless operators in developing economies. Fundamo's platform enables the delivery of mobile financial services to unbanked and under-banked consumers around the world. The platform offers person-to-person payment, airtime top-up, bill payment and branchless banking services. Fundamo has more than 50 active mobile financial services deployments across more than 40 countries, including 27 countries in Africa, Asia and the Middle East. Fundamo was privately held by a group of investors in South Africa that include Sanlam, Remgro Limited, and HBD Venture Capital (managed by PoweredbyVC).</p> <p>Buyer: Visa operates a retail electronic payments network worldwide. The Company owns and operates VisaNet, a global processing platform that provides transaction processing services, consisting primarily of authorization, clearing, and settlement. The Company owns a range of payment brands, including Visa, Visa Electron, PLUS, and Interlink that are licensed to customers for use in their payment programs. On July 21, 2010, Visa completed the acquisition of CyberSource Corporation, which provides payment and risk solutions to online businesses. In March 2011, the Company acquired PlaySpan Inc. In June 2011, the Company acquired Fundamo.</p> <p>Deal Rationale: The acquisition of Fundamo gives Visa the opportunity to grow its business in developing economies by offering mobile financial services and payments capabilities to consumers via mobile phones.</p> <p>Terms: Visa has acquired Fundamo for \$110 million in cash.</p> | B | P | S/SER | \$110.0 | - | - | - |

**Selected M&A Transactions Announced During the Latest Twelve Months
Financial Technology Companies**

Krall & Co. Inc.

M&A Advisory Services
Serving Financial Technology Companies

| Announce Date | Buyer Name | Seller Name Target Name | Business Descriptions Deal Rationale Price and Terms | Classification Codes | | | EV (\$mm) | Enterprise Value / | | |
|------------------|--|--|---|----------------------|----------|-------------------|--------------|--------------------|--------|-----|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBT |
| 2-Jun-11 | Thomson Reuters Corporation (New York, NY) (NYSE: TRI) (TSX: TRI) | Thoma Bravo LLC (San Francisco, CA) ----- Manatron (Portage, MI) | <p>Target: Manatron provides software and services for governments worldwide to assess real and personal property, and bill and collect the related property taxes in their jurisdictions. Manatron's software manages the entire property life cycle, which includes land registry, cadastral mapping, deed recording, land records, GIS (Geographic Information System) integration, valuation, assessment administration, personal property, business licenses, cashiering, tax billing and collection, delinquents and tax sales and e-government. Manatron currently serves over 1,400 customers throughout the United States and in Canada, South Africa and the U.S. Virgin Islands and manages approximately 45 million parcels. Thoma Bravo acquired Manatron through a take-private transaction in 2008. During the three years of its ownership Thoma Bravo helped Manatron grow organically and led six acquisitions for the Company, which included International Land Systems, Beyond Appraisal, Software Techniques, and Infinitec.</p> <p>Seller: Thoma Bravo is a private equity investment firm with a particular focus on software, business and financial services, education, and other consolidating industry sectors.</p> <p>Deal Rationale: The acquisition of Manatron will strengthen Thomson Reuters expanding Tax & Accounting business.</p> <p>Terms: Thomson Reuters has signed a definitive agreement to acquire Manatron. Terms were not disclosed.</p> | G | RE | S/SER | - | - | - | - |
| 27-May-11 | Thomas H. Lee Partners, L.P. ("THL") (Boston, MA) | Sword Group SE (Lyon, France) (NYSE Euronext: SWP) ----- Sword Insurance (Boston, MA) | <p>Target: Sword Insurance is global provider of software and services to the property and casualty insurance industry. The Company's leading products are AgencyPortal and Open+. AgencyPortal is a web-based platform that allows P&C insurance carriers of all sizes to execute key business transactions quickly and easily with their agents, brokers, MGAs or policy holders. Open+ is a policy administration system which features built-in accounting, underwriting and claims processing functionality. Sword Insurance has offices in the US, UK and India.</p> <p>Seller: Sword Group SE provides business software applications to large corporations. Sword's software portfolio includes CRM software Sword Ciboodle, the insurance distribution technology from Sword AgencyPort and the anti-money laundering and straight-through-processing banking solutions from Sword FircoSoft. Sword Group has operations in 37 countries, employs about 1,800 people and generated €185m in consolidated revenue in 2010.</p> <p>Buyer: Thomas H. Lee Partners is a leading private equity firm which focuses on identifying and obtaining substantial ownership positions in large growth-oriented companies. Thomas H. Lee Partners has raised approximately \$22 billion of equity capital and invested in more than 100 businesses with an aggregate purchase price of more than \$125 billion.</p> <p>Terms: Thomas H. Lee Partners, L.P. ("THL") and the management of Sword Insurance have signed a definitive agreement to acquire Sword Insurance from the Sword Group. Terms were not disclosed.</p> | INS | CORE | S/SER | - | - | - | - |

**Selected M&A Transactions Announced During the Latest Twelve Months
Financial Technology Companies**

| Announce Date | Buyer Name | Seller Name Target Name | Business Descriptions Deal Rationale Price and Terms | Classification Codes | | | EV (\$mm) | Enterprise Value / | | |
|---------------|---|--|---|----------------------|------------|-------------------|--------------|--------------------|--------|-----|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBT |
| 23-May-11 | Kohlberg Kravis Roberts & Co. L.P. ("KKR") (New York, NY) | Veronis Suhler Stevenson ("VSS") (New York, NY) ----- Ipreo LLC (New York, NY) | <p>Target: Ipreo is a provider of capital markets related data, market intelligence, deal execution platforms, and investor communication tools to investment banks and corporations around the world. Ipreo is the only provider of new issuance software solutions across the equity, fixed income, and municipal markets, including bookbuilding systems, roadshow and conference management platforms, and electronic document delivery. In addition, the company is known for its Bigdough database, a source for institutional contact data and investor profiles, which is available via a suite of CRM and prospecting applications and relied upon by both capital markets and investor relations professionals to facilitate effective investor outreach initiatives. Ipreo was formed in 2006 through the simultaneous merger and recapitalization of VSS-controlled Hemscott Group PLC and Bigdough assets with i-Deal LLC, a provider of capital markets and workflow solutions. Ipreo has more than 600 employees worldwide with operations throughout the US, Europe and Asia. Annual revenues are around \$130 million.</p> <p>Seller: VSS is a private investment firm focused on the information, education, media, communications and business services industries. VSS provides capital for buyouts, recapitalizations, growth financings and strategic acquisitions.</p> <p>Buyer: KKR is a leading global alternative asset manager with three primary business lines: private equity, fixed income and capital markets</p> <p>Terms: VSS has signed a definitive agreement to sell Ipreo LLC to KKR. Terms were not disclosed.</p> | S CORP | CRM D&A | S/SER | - | - | - | - |
| 16-May-11 | Cerberus Capital Management, L.P. (Cerberus) (New York, NY) | 3i Infotech Ltd. (Mumbai, India) ----- 3i Infotech's Global Billing & Payments unit consisting of: J&B Software (Blue Bell, PA) and Regulus Group (Napa, CA) | <p>Target: 3i Infotech's Global Billing & Payments unit consists of subsidiaries formerly known as Regulus Group and J&B Software. J&B Software (1984), which was acquired by 3i Infotech in 2007 for \$25.25, provides solutions for remote image capture, merchant capture, ARC and check 21/image exchange, intelligent document recognition, remote data entry, as well as core applications for wholesale and retail lockbox, full page document management, transaction archive, and online customer query. Regulus (1995), which was acquired by 3i Infotech in 2008 for \$80 million plus an earnout, is an outsourcer and provider of bill presentment and payment processing for customers in the insurance, finance, telecom, utilities and healthcare sectors in the U.S. Products and services include full service statement manufacturing and remittance processing.</p> <p>Seller: 3i Infotech is one of the top four Indian software product companies. The company provides software products and IT services (managed IT services, application software development & maintenance, payment services, business intelligence, IT consulting, BPO, document imaging & digitization and data warehousing) for the insurance, banking, capital markets, mutual funds, manufacturing, retail & distribution, and government. The company services customers in over 50 countries across five continents the U.S.</p> <p>Buyer: Cerberus Capital Management, L.P. (1992) is private investment firm with approximately \$23 billion under management.</p> <p>Deal Rationale: 3i Infotech's divestiture of this unit reduces its leverage, strengthens its balance sheet and enables it to focus on its core as an IT products and services player.</p> <p>Terms: Cerberus Capital Management, L.P. ("Cerberus") has 3i Infotech Limited's US-based Global Billing & Payments unit for \$137 million. The acquired unit has become a standalone Cerberus portfolio.</p> | B CORP | P | S/SER OUT | \$137.0 | - | - | - |

**Selected M&A Transactions Announced During the Latest Twelve Months
Financial Technology Companies**

| Announce Date | Buyer Name | Seller Name Target Name | Business Descriptions Deal Rationale Price and Terms | Classification Codes | | | EV (\$mm) | Enterprise Value / | | |
|------------------|--|--|---|----------------------|----------|-------------------|--------------|--------------------|--------|------|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBIT |
| 13-May-11 | TriNovus, LLC (Birmingham, AL) | eBank Systems, LLC (Lubbock, TX) | <p>Target: eBank Systems (1997) is a provider specializing in delivering complete turnkey core processing systems to community banks. The Company's flagship core processing application is called Trinisys.</p> <p>Buyer: TriNovus provides banks with solutions that address compliance, stress testing, vendor management and distressed assets. TriNovus founder and CEO David Brasfield previously founded SBS Corporation and Brasfield Technology, both of which provided core processing to community banks using Kirchman's Bankway software. SBS was acquired by The Intercept Group in 1999, and Brasfield Technologies was acquired by Metavante in 2005.</p> <p>Deal Rationale: TriNovus expands its portfolio of technology solutions by picking up a core technology platform and an experienced support staff.</p> <p>Terms: TriNovus has signed an agreement to acquire eBankSystems. Terms were not disclosed.</p> | B | CORE | S/SER | - | - | - | - |
| 3-May-11 | CRIF Corporation (Tampa, FL) A subsidiary of: CRIF S.p.A. (Bologna, Italy) | Cypress Software Systems LP (North Richland Hills, TX) | <p>Target: Cypress Software Systems L.P. provides an array of software and services that help financial institutions automate their loan application, underwriting and decisioning processes. These tools help institutions enhance risk management efforts, ensure regulatory compliance and decrease costs through higher lending efficiency and quality. Currently, Cypress serves more than 100 clients in the U.S. and in the Caribbean. Cypress was founded in February 2000 and is headquartered in North Richmond Hills, Texas, near downtown Fort Worth.</p> <p>Buyer: CRIF S.p.A. is a leading provider of banking credit information in Europe, including business and commercial information and credit and marketing management services. CRIF Corporation is the U.S. arm of CRIF and is comprised of a team of five leading automated lending technology and services companies: Aimbridge, APPRO, FLS, Magnum and Teres. CRIF Corporation is headquartered in Atlanta, Georgia and supports 650 U.S. banks, credit unions and financial institutions.</p> <p>Deal Rationale: The acquisition furthers CRIF's expansion in the U.S. In January 2008, CRIF acquired Magnum Communications, which provides credit data access, analysis and decision applications. In July 2008, CRIF acquired Teres Solutions, a provider of direct and indirect lending software to credit unions. In June 2009, CRIF acquired Aimbridge Indirect Lending, LLC, which markets auto loans and insurance products through partnerships with financial institutions and auto dealerships. In September 2009, CRIF acquired FLS Services LLP, which manages and automates indirect lending programs for credit union customers using third party software, including Teres' software. In April 2010, CRIF acquired Equifax Enabling Technologies LLC, which consists primarily of the APPRO suite of loan origination software for financial institutions.</p> <p>Terms: Financial terms were not disclosed.</p> | B | LEND | S/SER | - | - | - | - |

Selected M&A Transactions Announced During the Latest Twelve Months
Financial Technology Companies

| Announce Date | Buyer Name | Seller Name Target Name | Business Descriptions Deal Rationale Price and Terms | Classification Codes | | | EV (\$mm) | Enterprise Value / | | |
|---------------|---|--|---|----------------------|----------|-------------------|--------------|--------------------|--------|-------|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBIT |
| 27-Apr-11 | Polaris Software Lab Limited (Chennai, India) (POLS.BO) | IdenTrust Inc. (San Francisco, CA) | <p>Target: IdenTrust (1999) is a provider of digital identity authentication services to banks, U.S. federal identity programs and supply chain markets. IdenTrust provides a legally and technologically interoperable environment for authenticating and using identities worldwide. The Company was founded by a group of financial institutions that included Citigroup, Bank of America, Chase, Barclays, HSBC and Deutsche. IdenTrust's shareholders include 20 banks. In 2010, IdenTrust reported revenue of about \$9 million. Polaris expects IdenTrust to start making a profit in 2012</p> <p>Buyer: Polaris Software Lab (1993) develops applications for commercial, corporate, and investment banks, as well as the insurance industry. Its proprietary software suite, called Intellect, is an enterprise banking software platform for retail, corporate and investment banking. Intellect consists of nine programs to manage customer accounts, credit card and loan services, and allow customers to access their accounts online. Subsidiary Optimus Global Services provides business process outsourcing (BPO) services, which enable a company to outsource administrative back office functions. Citigroup has a 43% stake in the company and is Polaris' largest customer, representing almost the same amount in annual sales.</p> <p>Deal Rationale: Polaris picks up ten of the world's biggest financial organizations as clients as well as a portfolio of patents and associated intellectual property and expertise. The deal also marks Polaris' entry into cloud computing market.</p> <p>Terms: Polaris Software has agreed to buy an 85% stake in digital identity authentication outfit IdenTrust for \$20 million. Zions Bancorporation will maintain a significant equity position.</p> | B | SECUR | S/SER | \$23.5 | 2.6x | - | - |
| 27-Apr-11 | CoStar Group, Inc. (Washington, DC) (NasdaqGS: CSGP) | LoopNet, Inc. (San Francisco, CA) (NasdaqGS: LOOP) | <p>Target: LoopNet, Inc. (1997) operates an online marketplace for commercial real estate in the U.S. The company's online marketplace, LoopNet.com enables commercial real estate agents working on behalf of property owners and landlords to list properties for sale or for lease by submitting detailed information on property listings, including qualitative descriptions, financial and tenant information, photographs, and property characteristics in order to find a buyer or tenant. LoopNet generates revenue by charging a monthly subscription fee for premium membership, which provides enhanced marketing exposure for property listings and full access to search LoopNet property listings. Other meaningful sources of our revenue include BizBuySell and BizQuest, online marketplaces for operating businesses for sale; LoopLink, a property marketing search engine that more than 1,000 commercial real estate organizations have embedded in their Web sites; the REApplications product suite, which offers automated software for managing market research including property inventory, listings and comparables, commission management, customer relationship management (CRM), project tracking and transaction management; and, the sale of advertising and sponsorships on the Company's Website.</p> <p>Buyer: CoStar Group (1987) is provider of information and analytic services for the commercial real estate industry.</p> <p>Deal Rationale: CoStar Group eliminates a competitor and expects to achieve cost savings and take advantage of cross-selling opportunities.</p> <p>Terms: CoStar has signed a definitive agreement to acquire LoopNet, Inc. Pursuant to the merger agreement, LoopNet shareholders will receive \$16.50 in cash and 0.03702 shares of CoStar Group common stock for each share of LoopNet common stock, representing a total equity value of approximately \$860 million and an enterprise value of \$762 million. The transaction represents a premium of 31% to LoopNet's closing price on Tuesday, April 26, 2011. Following the transaction, LoopNet equity holders will own approximately 8.5% of CoStar shares outstanding on a fully diluted basis.</p> | RE | LEAD | SUB | \$762.0 | 9.5x | 35.3x | 42.5x |

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|---------------|---|---|---|----------------------|----------|-------------------|--------------|--------------------|--------|-----|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBT |
| 23-Apr-11 | ION Trading ("ION") (Dublin, Ireland) | Warburg Pincus LLC (New York, NY) ----- Wall Street Systems Delaware, Inc. ("Wall Street Systems") (New York, NY) | <p>Target: Wall Street Systems (1986) provides treasury, central banking and FX trade processing solutions. The Company has 700 employees, 14 offices worldwide and over 650 customers, consisting of banks, corporations, central banks/government agencies, and asset managers. Wall Street Systems has been majority-owned by private equity firm Warburg Pincus since 2006. At the time, Warburg acquired Wall Street Systems and Trema and combined the two. Wall Street Systems has been an active acquiror of other companies. In January 2011, the Company acquired Treasura, a corporate treasury manager service, from Thomson Reuters. In June 2010, Wall Street Systems bought City Financials, a corporate treasury specialist. In April 2010, the Company acquired Speranza, an electronic bank account management specialist.</p> <p>Seller: Warburg Pincus LLC is a private equity and venture capital firm specializing in all stages of a company's life cycle from founding startups, early-stage financings, growth equity investments, and developing companies to restructurings, recapitalizations, and management buyouts of mature businesses.</p> <p>Buyer: ION Trading provides real-time solutions across multiple asset classes for electronic trading, position management, pricing, risk management, and downstream processing. Clients are global financial institutions and niche financial specialists. Traders use ION front-end solutions and the ION platform for their day-to-day trading. The trading interface enables access to more than 80 electronic markets in a single view, using a fully customizable, user-friendly interface. Since 2004, ION has acquired and integrated eight companies. ION is owed by TA Associates.</p> <p>Deal Rationale: ION picks up products that are complementary to its own.</p> <p>Terms: ION has signed a definitive agreement to acquire Wall Street Systems. Terms were not disclosed.</p> | B CORP GOV | TREAS | S/SER | - | - | - | - |
| 11-Apr-11 | Wolters Kluwer Financial Services ("WKFS") (Minneapolis, MN) A division of: Wolters Kluwer (Amsterdam, the Netherlands) (Euronext Amsterdam: WLSNC.AS) | Spring Programs Ltd (Stroud, Gloucestershire, England, UK) | <p>Target: Spring Programs Ltd specializes in financial reporting and management software for banks. Spring's primary product, SPRiNG, was the first software package to be developed specifically for Bank of England reporting in 1987. Five of the six largest UK banking groups use SPRiNG to report to the regulator. Spring also provides solutions that address the financial reporting requirements of the Central Bank of Ireland, the FSA and British Bankers' Association. Additionally, Spring caters to UK Building Societies.</p> <p>Buyer: WKFS provides compliance, content, and technology solutions and services that help financial organizations manage risk and improve efficiency. WKFS' brands include ARC Logics for Financial Services, PCI, Compliance Resource Network, Bankers Systems, VMP Mortgage Solutions, AppOne, GainsKeeper, Capital Changes, NILS, AuthenticWeb and Uniform Forms. WKFS is part of Wolters Kluwer, a global information services and publishing company with annual revenues of €3.4 billion (\$4.9 billion) in 2009 and approximately 19,300 employees.</p> <p>Deal Rationale: The acquisition bolsters WKFS' resources in support of financial services firms in the UK. WKFS is acquiring Spring through its FRSGlobal business, which provides a unified regulatory reporting and risk management solution for financial organizations across the globe.</p> <p>Terms: Not disclosed.</p> | B | C | S/SER | - | - | - | - |

**Selected M&A Transactions Announced During the Latest Twelve Months
Financial Technology Companies**

Krall & Co. Inc.

M&A Advisory Services
Serving Financial Technology Companies

| Announce Date | Buyer Name | Seller Name Target Name | Business Descriptions Deal Rationale Price and Terms | Classification Codes | | | EV (\$mm) | Enterprise Value / | | |
|---------------|---|--|---|----------------------|------------|-------------------|--------------|--------------------|--------|-----|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBT |
| 7-Apr-11 | SunGard Data Systems Inc. (Wayne, PA) | Stratix Consulting (Toronto, Ontario, Canada) | <p>Target: Stratix Consulting (1996) is a provider of IT management consulting and integration services to Canada's financial services companies, with a focus on companies in the capital markets, wealth and investment management, and insurance vertical markets.</p> <p>Buyer: SunGard provides software and processing solutions for financial services, higher education and the public sector. SunGard also provides disaster recovery services, managed IT services, information availability consulting services and business continuity management software. The Company has annual revenue exceeding \$5 billion and more than 20,000 employees.</p> <p>Deal Rationale: Stratix supports SunGard's commitment to providing comprehensive business and technology solutions to the financial services industry in Canada. Stratix will be part of SunGard's Global Services business, which combines business consulting, technology and professional services for financial services firms, energy companies and corporations.</p> <p>Terms: SunGard has acquired Stratix Consulting. Terms were not disclosed.</p> | B S INS | CON ITS | SER | - | - | - | - |
| 6-Apr-11 | Genpact Limited (Hamilton, Bermuda) (NYSE: G) | Headstrong Corporation (Fairfax, VA) | <p>Target: Headstrong (1981), formerly known as James Martin & Co., provides domain-led IT services and consulting in specific industry segments. Headstrong is particularly strong in the financial services vertical, having nine of the top ten investment banks in the US as customers. Headstrong's domain practices in this sector include asset & wealth management, mortgages, reference data, securities financing, prime brokerage, derivatives and compliance. The company has more than 1500 financial domain experts, 3,700 total employees and four offshore delivery centers in India and the Philippines. Headstrong generated revenues of approximately \$217 million in 2010. In January 2009, Headstrong acquired Lydian Data Services.</p> <p>Buyer: Genpact provides business process and technology management, offering a broad portfolio of enterprise and industry-specific services to more than 400 clients worldwide. Genpact began in 1997 as the India-based captive business process services operation for GE Capital. As part of a reorganization in 2004, GE sold an indirect 60% interest in Genpact to General Atlantic LLC and Oak Hill Partners. In August 2007, Genpact completed its IPO. As of December 31, 2010 the Company had more than 43,900 employees with operations in thirteen countries. In 2010, Genpact had net revenues of \$1.26 billion, of which 38% was from GE.</p> <p>Seller: Headstrong is a portfolio company of Welsh, Carson, Anderson & Stowe. In September 2003, Headstrong raised \$191 million in equity financing – \$173 million from Welsh, Carson and \$18 million from H&Q Asia Pacific.</p> <p>Deal Rationale: Through the transaction, Genpact enters the IT services business and becomes a one-stop shop for both IT services and business process outsourcing. In addition, Genpact adds capital markets and healthcare domains to its businesses and broadens its customer base. GE accounted for 38% of Genpact's revenue in 2010.</p> <p>Terms: Genpact has agreed to acquire Headstrong for \$550 million. The deal will be funded with \$200 million of cash on hand and \$350 million in debt.</p> | S | ITS | SER | \$550.0 | 2.5x | - | - |

Selected M&A Transactions Announced During the Latest Twelve Months
Financial Technology Companies

Krall & Co. Inc.

M&A Advisory Services
 Serving Financial Technology Companies

| Announce Date | Buyer Name | Seller Name Target Name | Business Descriptions Deal Rationale Price and Terms | Classification Codes | | | EV (\$mm) | Enterprise Value / | | |
|---------------|---|--|---|----------------------|----------|----------------|-----------|--------------------|--------|-----|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBT |
| 4-Apr-11 | Ingenico S.A. (Neuilly-Sur-Seine, France) (Paris: ING.PA) | VeriFone Systems, Inc. (San Jose, CA) (NYSE: PAY) and Hypercom Corporation (Scottsdale, AZ) (NYSE: HYC) ----- The U.S. payment systems business of Hypercom | <p>Target: The U.S. payment systems business of Hypercom. In the U.S., Hypercom has built a strong customer base across different channels including Bankcard, multi-lane retail and value-added services. In 2010, this business produced revenues of approximately \$61 million.</p> <p>Buyer: Ingenico is a provider of payment solutions, with over 15 million terminals deployed in more than 125 countries. The company serves a wide variety of customers, such as small merchants, banks, retailers, lottery companies, hospitals, retail chains, government administration, service stations, m-commerce, transportation, and hospitality.</p> <p>Deal Rationale: In November 2010, VeriFone signed a definitive agreement to acquire Hypercom. VeriFone's main interest is in Hypercom's European operations. The U.S. assets are for sale because they overlap those of VeriFone. For Ingenico, the transaction will significantly increase its presence in the banking channel in the US, particularly through the independent sales organisation community. In addition, the deal supports Ingenico's goal of accelerating the adoption of contactless NFC technology.</p> <p>Terms: VeriFone Systems, Inc. and Hypercom Corporation have reached an agreement to sell the U.S. payment systems business of Hypercom to Ingenico S.A. for an aggregate purchase price of \$54 million in cash, subject to certain post-completion price adjustments. The transaction is will to close immediately prior to completion of VeriFone's acquisition of Hypercom, which is expected to occur in the second half of 2011.</p> | CORP B | P | MFR S/SER | \$54.0 | 0.9x | - | - |
| 30-Mar-11 | Bottomline Technologies (de), Inc. (Portsmouth, NH) (NASDAQ: EPAY) | H.I.G. Capital, L.L.C. (Miami, FL) ----- LAS Holdings, Inc. ("Allegient") Doing business as Allegient Systems, Inc. and H.I.G. Law Audit, LLC (Wilton, CT) | <p>Target: Allegient Systems (1988) is a provider of claims vendor management solutions (outside legal counsel, independent adjuster and other expert services) to insurance companies, third party administrators and self-insured corporations. Allegient's Web-based offerings include bill review capabilities for legal expenses as well as those of independent adjusters. Allegient delivers collaboration, efficiency and productivity to the bill review processes by using electronic invoicing, online bill review, budgeting, workflow management and a sophisticated rules engine. Allegient's Business Intelligence capabilities allow users to access, analyze and share data for the purpose of improving legal and independent adjuster expense, performance and outcome.</p> <p>Seller: H.I.G. Capital is a leading global private equity investment firm with more than \$8.5 billion of equity capital under management. HIG acquired Allegient in 1999.</p> <p>Buyer: Bottomline Technologies provides collaborative payment, invoice and document automation solutions to corporations, financial institutions and banks around the world. The company's solutions are used to streamline, automate and manage processes involving payments, invoicing, global cash management, supply chain finance and transactional documents.</p> <p>Deal Rationale: Allegient's proprietary Software as a Service (SaaS) platform and value-added turnkey solutions complement and extend Bottomline's Legal eXchange™ portfolio. The combined customer base consists of well over 100 insurers.</p> <p>Terms: On March 29, 2011, Bottomline Technologies (de), Inc. entered into an Agreement and Plan of Merger with LAS Holdings, Inc., a Delaware Corporation doing business as Allegient Systems, Inc. ("Allegient") and H.I.G. Law Audit, LLC. Under the terms of the Merger Agreement, the Company agreed to acquire Allegient for \$48 million in cash, subject to closing balance sheet adjustments. On April 1, 2011, Bottomline completed its acquisition of Allegient under the Merger Agreement. At closing, a wholly-owned subsidiary formed by Bottomline to effect the transaction merged with and into Allegient and Allegient became a wholly-owned subsidiary of the Bottomline.</p> | INS CORP | BILL | S/SER | \$48.0 | - | - | - |

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| Announce Date | Buyer Name | Seller Name Target Name | Business Descriptions Deal Rationale Price and Terms | Classification Codes | | | EV (\$mm) | Enterprise Value / | | |
|---------------|---|---|--|----------------------|----------|-------------------|--------------|--------------------|--------|-----|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBT |
| 28-Mar-11 | SunGard Data Systems Inc. (Wayne, PA) | ValueLink Information Services (Tonbridge, England, UK) | <p>Target: ValueLink is a specialist data service provider for investment managers and fund administrators. Using a managed data service model, ValueLink collects and consolidates pricing and corporate actions data from numerous sources, and performs six levels of quality checking, including inter-vendor and client-specific price analyses. Investment managers and fund administrators rely on the resulting validated data to help meet their requirements for data transparency, operational efficiency and valuation accuracy. The Company also reconciles and validates counterparty data alongside evaluated pricing.</p> <p>Buyer: Buyer: SunGard provides software and processing solutions for financial services, higher education and the public sector. SunGard also provides disaster recovery services, managed IT services, information availability consulting services and business continuity management software. The Company has annual revenue exceeding \$5 billion and more than 20,000 employees.</p> <p>Deal Rationale: ValueLink's services complement SunGard's Asset Arena, which provides accounting and operational support for mutual funds worldwide. ValueLink will become part of SunGard's Asset Management business</p> <p>Terms: SunGard has acquired ValueLink Information Services. Terms were not disclosed.</p> | S | D&A | SER | - | - | - | - |
| 24-Mar-11 | Davis + Henderson Corporation ("DHF") (Toronto, Ontario, Canada) (Toronto: DHF-UN.TO) | Spectrum Equity Investors (Boston, MA) ----- Mortgagebot LLC (Mequon, WI) | <p>Target: Mortgagebot provides financial institutions with POS solutions for mortgage lending. The Company's PowerSite family of solutions enables mortgage lenders to originate mortgage loan applications directly over the Internet, through branch or call centre personnel, or with professional loan officers. Mortgagebot software is deployed as SaaS and is designed as multi-tenant architecture. The Company has nearly 1000 customers consisting mainly of small to medium-sized community banks and credit unions in the U.S. Mortgagebot has little customer concentration risk. Customer contracts typically have terms of 4-5 years. Revenue growth has averaged 13% over the last four years. The Company earns revenue from a combination of subscription fees (70%) and transaction-based fees (20%). In 2010, Mortgagebot recorded revenues and EBITDA of approximately US\$38.8 million and US\$20.8 million, respectively. Mortgagebot was founded in 1997 as a division of Marshall & Ilsley Corporation and was spun-off as an independent company through a management led buyout in April 2001. Spectrum Equity Investors completed an \$84 million recapitalization of Mortgagebot in September 2005 and owned a majority stake in the Company.</p> <p>Buyer: Davis + Henderson Corporation ("DHF") (1875) provides programs, technology products, and technology based business services primarily to the financial services industry in Canada. DHF offers (a) chequing and credit card accounts programs, (b) credit lifecycle management technologies and (c) outsourced business service solutions.</p> <p>Seller: Spectrum Equity Investors is a private equity firm with offices in Boston and Menlo Park.</p> <p>Deal Rationale: The transaction aligns with DHF's strategy of expanding and diversifying within the financial services marketplace. DHF has made a number of acquisitions in recent years: Advanced Validation Systems (2005), Filogix (2006), Cyence (2008) and Resolve (2009).</p> <p>Terms: Davis + Henderson Corporation has entered into an agreement to acquire Mortgagebot LLC for a purchase price of US \$231.8 million, payable in cash. The US\$231.8 million purchase price and transaction expenses will be funded through the issuance of \$121.8 million of common stock and \$115 million of new borrowings.</p> | M | LEND | SaaS | \$231.8 | 6.0x | 11.1x | - |

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| Announce Date | Buyer Name | Seller Name Target Name | Business Descriptions Deal Rationale Price and Terms | Classification Codes | | | EV (\$mm) | Enterprise Value / | | |
|---------------|---|--|---|----------------------|----------|-------------------|--------------|--------------------|--------|-----|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBT |
| 15-Mar-11 | CoreLogic (Santa Ana, CA) (NYSE: CLGX) | Dorado Network Systems Corporation (San Mateo, CA) | <p>Target: Dorado (1998) provides a suite of enterprise mortgage lending solutions that automates loan origination and consolidates internal and external service integrations into a unified process, connecting lenders, their partners and consumers through a collaborative, real-time workflow. The Company's ChannelMaster(TM) mortgage loan origination system (LOS) enables financial institutions to run and centrally monitor the consumer lending process from lead generation through post-close.</p> <p>Buyer: CoreLogic is a provider of property, financial and consumer information, analytics and services to mortgage originators and servicers, financial institutions and other businesses, government and government-sponsored enterprises. On May 26, 2010, The First American Corporation separated into two independent publicly traded companies: CoreLogic (NYSE: CLGX) and First American Financial Corporation (NYSE: FAF).</p> <p>Deal Rationale: Dorado adds a mortgage loan origination system which is deployed as SaaS to its portfolio of solutions. In addition, CoreLogic will use Dorado technology in its outsourcing business.</p> <p>Terms: CoreLogic, which previously owned 32% of Dorado Network Systems Corporation, paid \$32 million in cash for the remaining 68% of Dorado. The purchase price for the 68% stake implies an enterprise value of approximately \$47.1 million. Dorado will operate as CoreLogic Dorado.</p> | M | LEND | SaaS | \$47.1 | - | - | - |
| 15-Mar-11 | Lender Processing Services, Inc. ("LPS") (Jacksonville, FL) (NYSE: LPS) | PCLender.com, Inc. (Hockessin, DE) | <p>Target: PCLender.com, Inc. provides Web-based mortgage software and mortgage lending technology solutions for mortgage companies, credit unions, and community banks. The Company's loan origination software, InHouse Software, is available in three configurations-enterprises, standard and express. The Company also offers Web sites for retail lending, management of B2B relationships and wholesale lending, and online mortgage applications. The company was founded in 1997 in Hawaii by Lionel Urban and David Faulkner.</p> <p>Buyer: LPS is a provider of integrated technology and services to the mortgage lending industry, with an emphasis on mortgage processing and default management services. LPS conducts its operations through two reporting segments, Technology, Data and Analytics and Loan Transaction Services, which produced approximately 31% and 69%, respectively, of revenues for the year ended December 31, 2010. Technology solutions include MPS, which automates loan servicing; Desktop system, a Web-based workflow management application designed to streamline and automate business processes; Empower, a mortgage LOS used by banks, savings & loans and mortgage bankers; SoftPro, a real estate closing and title insurance production application used to create forms used in the closing of residential and commercial real estate transactions, and RealEC, a collaborative vendor network for the mortgage industry. LPS' loan transaction services include default management services and loan facilitation services. In July 2008, FIS spun off LPS to its shareholders in a tax free distribution.</p> <p>Deal Rationale: PCLender complements Empower. Empower is marketed to large national and regional lenders. PCLender's LOS is a SaaS solution and will enable LPS to expand its addressable market to include smaller lenders. Finally, PCLender expands LPS' portfolio of origination solutions in anticipation of a mortgage market recovery and a normalized default servicing market.</p> <p>Terms: PCLender.com has been acquired by Lender Processing Services, Inc. Terms were not disclosed.</p> | M | LEND | SaaS | - | - | - | - |

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| Announce Date | Buyer Name | Seller Name Target Name | Business Descriptions Deal Rationale Price and Terms | Classification Codes | | | EV (\$mm) | Enterprise Value / | | |
|---------------|--|---|---|-------------------------|----------|-------------------|--------------|--------------------|--------|------|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBIT |
| 8-Mar-11 | Google Inc. (Mountain View, CA) (NasdaqGS: GOOG) | BeatThatQuote.com (London, England, UK) | <p>Target: BeatThatQuote.com (2005) is a U.K. price-comparison website for loans, insurance, legal services and utilities. The Company reported a £2 million loss on £8.5 million in revenues for the year ended January 2010.</p> <p>Seller: John Paleomyrites, the Company's founder, owned 90% of the BeatThatQuote.com.</p> <p>Buyer: Google Inc. (1998) maintains an index of Web sites and other online content for users, advertisers, and Google network members and other content providers. The Company generates revenue primarily by delivering online advertising. Google focuses on areas, such as search, advertising, operating systems and platforms, and enterprise. Businesses use its AdWords program to promote their products and services with targeted advertising. In addition, the third parties that comprise the Google Network use its AdSense program to deliver relevant ads that generate revenue and enhance the user experience.</p> <p>Deal Rationale: The acquisition enables Google to expand its comparison services in the UK. It already has a similar service called Comparison Ads in the US and has some limited offerings in the UK. By adding price comparison results to search, Google can get a piece of the transaction whenever someone starts searching for personal finance products on its search engine.</p> <p>Terms: Google has BeatThatQuote.com, a U.K. price-comparison website for 37.7 million pounds (\$61 million).</p> | B M INS S U | LEAD | S/SER | £37.7 | - | - | - |
| 8-Mar-11 | Misys plc (London, England, UK) (FTSE: MSY.L) | Gandacar Consulting Limited ("GCL") (Carleton Place, ON, Canada) ----- Assets and business associated with Gandacar's financial services products. | <p>Target: The intellectual property, software and expertise behind the ST-Pymnts, TradeWatch, OFAC and FinCEN products of Gandacar Consulting Limited ("GCL").</p> <p>Seller: Gandacar Consulting Limited provides communications software consulting and project management, and develops synchronous device drivers for communications protocols.</p> <p>Buyer: Misys (1979) engages in the development, management, and licensing of software products and solutions to the financial services and healthcare industries. The company offers various products and services in the areas of wholesale international banking, retail and universal banking, enterprise risk management, treasury and capital markets, integration technology, and enterprise wide compliance management. It serves banks, financial institutions, and corporate treasury departments. Misys plc also offers products and services in the areas of practice management systems for physicians, electronic medical records, physician revenue cycle management, clinical trials for physician practices, medical document management solutions, electronic prescribing, emergency department and care management systems, and homecare systems. It provides these products and services to physician offices and medical centers. The company has operations in the United Kingdom and rest of Europe, the Asia Pacific, the Americas, the Middle East, and Africa.</p> <p>Deal Rationale: Misys enhances its Transaction Banking offering in the US by picking up a US payments engine that it can integrate with its core systems. GCL's solutions for US domestic payments, including FED (the Federal Reserve's Fedwire funds transfer service) and CHIPS (the Clearing House Interbank Payment Systems) complements Misys' knowledge of payments hubs and connectivity to SWIFT. GCL's US-centric payments engine will be combined with existing Misys international payments capabilities so that US-based banks have an easier path to international expansion and non-US banks can add US connectivity to their international payments processes. Misys had previously integrated the GCL solutions within its offering.</p> <p>Terms: Misys has acquired the intellectual property, software and expertise behind the ST-Pymnts, TradeWatch, OFAC and FinCEN products of Gandacar Consulting Limited. Terms were not disclosed.</p> | B | P | S/SER | - | - | - | - |

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| Announce Date | Buyer Name | Seller Name Target Name | Business Descriptions Deal Rationale Price and Terms | Classification Codes | | | EV (\$mm) | Enterprise Value / | | |
|------------------|--|---|---|----------------------|----------|-------------------|--------------|--------------------|--------|-----|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBT |
| 3-Mar-11 | Equifax Inc. (Atlanta, GA) (NYSE: EFX) | Workload Financial Business Consultants Limited (Cumbernauld, Scotland, UK) | <p>Target: Workload (1988) operates a shared investment product data exchange with information provided by over 90 of the UK's leading financial services companies. The information provided by these companies is wealth and asset data, including information on ISAs, bonds, unit trusts, pensions and mortgages. Workload provides these companies with market intelligence for use in sales, product design and distribution strategies.</p> <p>Buyer: Equifax (1913) is a global provider of information solutions for businesses and consumers. The Company's products and services are based on databases of consumer and business information derived from numerous types of credit, financial, employment and income, public record, demographic and marketing data. It uses analytical tools to analyze this data to create customized insights, decision-making solutions and processing services for businesses.</p> <p>Deal Rationale: The acquisition of Workload is part of Equifax's strategy to continue to develop its global wealth intelligence business. Equifax Inc acquired U.S. wealth data specialist, IXI, at the end of 2009, and Workload extends this expertise.</p> <p>Terms: Equifax has acquired Workload Financial Business Consultants Limited. Terms were not disclosed.</p> | B | D&A | S/SER | - | - | - | - |
| 2-Mar-11 | Fiserv, Inc. (Brookfield, WI) (NasdaqGS: FISV) | Maverick Network Solutions (Wilmington, DE) | <p>Target: Maverick Network Solutions develops prepaid, reloadable Visa and MasterCard debit card programs for employers, retailers and other companies. Products include private label debit cards for retailers, incentive and reward cards programs, and other alternative payment solutions. Maverick was founded by James Shanahan and had ten employees. Investors in Maverick included Robin Hood Ventures, the Delaware Innovation Fund, the Delaware state government, Emerald Stage2 Ventures, of and Trestle Ventures.</p> <p>Buyer: Fiserv, Inc. (1984) provides technology solutions to banks, thrifts, credit unions, investment management firms, leasing and finance companies, retailers, merchants, and government agencies. The company operates in two segments: Payments and Industry Products, and Financial Institution Services. The Payments and Industry Products segment provides electronic bill payment and presentment services, and debit and other card-based payment products and services to meet the electronic transaction processing needs of the financial services industry. It also offers Internet banking, investment account processing services for separately managed accounts, card and print personalization services, and fraud and risk management products and services. The Financial Institution Services segment provides account processing services, item processing services, loan origination and servicing products, cash management and consulting services, and other products and services that support various types of financial transactions.</p> <p>Deal Rationale: Fiserv expands its portfolio of electronic payment solutions by acquiring Maverick's prepaid solutions.</p> <p>Terms: Fiserv has acquired prepaid card processing and other technologies developed by Maverick Network Solutions, a Delaware-based provider of advanced prepaid and reward and incentive card programs. Maverick's employees became part of the Fiserv Card Services group on March 1, 2011. Financial terms were not disclosed.</p> | CORP | P | S/SER | - | - | - | - |

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| Announce Date | Buyer Name | Seller Name Target Name | Business Descriptions Deal Rationale Price and Terms | Classification Codes | | | EV (\$mm) | Enterprise Value / | | |
|---------------|--|--|---|----------------------|----------|-------------------|--------------|--------------------|--------|-----|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBT |
| 1-Mar-11 | Fiserv, Inc. (Brookfield, WI) (NasdaqGS: FISV) | Credit Union On-Line Inc. ("CUOL") (Waltham, MA) | <p>Target: Credit Union On-Line Inc. (CUOL) is a credit union service organization ("CUSO") that runs an outsourced version of the XP2® account processing solution from Fiserv. CUOL has been providing data processing solutions for credit unions since 1980. Most recently, it has focused on offering a hosted, ASP version of the latest release of the XP2 account processing solution. It is the first data center to leverage XP2 in a service bureau environment. A CUSO is an organization owned wholly or in part by one or more credit unions to provide service to the credit unions, their members, or both. Credit unions form CUSO's to conduct business that the credit unions themselves cannot directly engage in due to regulatory restrictions.</p> <p>Seller: The CUOL organization was co-owned by CEO Connie Boretti and two credit unions: RTN Federal Credit Union and Medical Area Federal Credit Union.</p> <p>Buyer: Fiserv, Inc. (1984) provides technology solutions to banks, thrifts, credit unions, investment management firms, leasing and finance companies, retailers, merchants, and government agencies. The company operates in two segments: Payments and Industry Products, and Financial Institution Services. The Payments and Industry Products segment provides electronic bill payment and presentment services, and debit and other card-based payment products and services to meet the electronic transaction processing needs of the financial services industry. It also offers Internet banking, investment account processing services for separately managed accounts, card and print personalization services, and fraud and risk management products and services. The Financial Institution Services segment provides account processing services, item processing services, loan origination and servicing products, cash management and consulting services, and other products and services that support various types of financial transactions.</p> <p>Terms: Fiserv has acquired Credit Union On-Line Inc. Financial terms were not disclosed.</p> | B | CORE | OUT | - | - | - | - |
| 28-Feb-11 | Fiserv, Inc. (Brookfield, WI) (NasdaqGS: FISV) | Mobile Commerce Ltd. (M-Com) (Atlanta, GA) | <p>Target: Mobile Commerce Ltd. (M-Com) is an international mobile banking and payments provider. The Company's flagship product, BankAnywhere, is an end-to-end mobile financial services solution that includes (a) simultaneous support for all mobile access modes (SMS, Mobile Browser, downloadable applications and others), (b) a broad range of mobile transactions from simple banking inquiries to a set of mobile alerting and payment models, (c) comprehensive enrollment and customer care tools and (d) channel management capabilities, including service analytics, security management, diagnostic resources and tools that facilitate full integration into the bank's core infrastructure assets. M-Com, founded in 2000, is based in Atlanta, Ga. and has an office in New Zealand.</p> <p>Buyer: Fiserv, Inc. (1984) provides technology solutions to banks, thrifts, credit unions, investment management firms, leasing and finance companies, retailers, merchants, and government agencies. The company operates in two segments: Payments and Industry Products, and Financial Institution Services. The Payments and Industry Products segment provides electronic bill payment and presentment services, and debit and other card-based payment products and services to meet the electronic transaction processing needs of the financial services industry. It also offers Internet banking, investment account processing services for separately managed accounts, card and print personalization services, and fraud and risk management products and services. The Financial Institution Services segment provides account processing services, item processing services, loan origination and servicing products, cash management and consulting services, and other products and services that support various types of financial transactions.</p> <p>Deal Rationale: Fiserv and M-Com have been partners since 2008, developing and delivering Mobile Money™ from Fiserv to financial institutions. The transaction will enable Fiserv to integrate M-Com's mobile banking and payment technology into current product offerings and leverage that technology in developing new solutions.</p> <p>Terms: Fiserv has acquired M-Com. M-Com's CEO Adam Clark and all employees of M-Com will join Fiserv as part of the transaction. Financial terms of the acquisition were not disclosed.</p> | B | P | S/SER | - | - | - | - |

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|------------------|--|--|---|----------------------|----------|-------------------|--------------|--------------------|--------|------|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBIT |
| 22-Feb-11 | Bottomline Technologies (de), Inc. (Portsmouth, NH) (NASDAQ: EPAY) | Business Information Technology Group ("BITG") (Auckland, New Zealand) | <p>Target: Business Information Technology Group ("BITG") is a Bottomline software distributor and channel partner focused on the corporate market with locations in both Australia and New Zealand.</p> <p>Buyer: Bottomline Technologies provides collaborative payment, invoice and document automation solutions to corporations, financial institutions and banks around the world. The company's solutions are used to streamline, automate and manage processes involving payments, invoicing, global cash management, supply chain finance and transactional documents.</p> <p>Terms: Effective February 15, 2011, Bottomline Technologies, through its wholly owned subsidiary Bottomline Technologies (Aust) Pty. Ltd., acquired substantially all of the assets and assumed certain liabilities of Business Information Technology Group for an initial cash payment of AU\$0.9 million (approximately \$0.9 million based on current exchange rates) and a contingent payment of up to AU\$0.9 million to the extent that certain agreed upon goals with respect to revenue and operating profit are achieved during the year following the acquisition.</p> | CORP | DIST | SER | \$0.9 | - | - | - |
| 22-Feb-11 | Bottomline Technologies (de), Inc. (Portsmouth, NH) (NASDAQ: EPAY) | Direct Debit Limited ("DDL") (London, England, UK) | <p>Target: Direct Debit Limited (DDL) is a provider of payments automation software for direct debits and receivables management for corporations, banks, financial institutions and government organizations.</p> <p>Buyer: Bottomline Technologies provides collaborative payment, invoice and document automation solutions to corporations, financial institutions and banks around the world. The company's solutions are used to streamline, automate and manage processes involving payments, invoicing, global cash management, supply chain finance and transactional documents.</p> <p>Deal Rationale: The acquisition of DDL expands Bottomline's suite of global payments, invoicing and transaction banking solutions. This transaction expands Bottomline's relationships with major banks, including HSBC and RBS, and corporations such as The Associated Press, Cadbury Schweppes, L'Oréal and Manchester United. The combination also extends Bottomline's existing relationships with Vocalink and Bacs.</p> <p>Terms: Effective February 14, 2011, Bottomline Technologies, through its wholly owned subsidiary Bottomline Technologies Limited, acquired Direct Debit Limited for a cash payment of £5,000,000 (approximately \$8.0 million based on current exchange rates) and 133,915 shares of Bottomline common stock valued at approximately \$2.9 million as of the acquisition date.</p> | CORP B GOV | P | S/SER | \$10.9 | - | - | - |

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|------------------|---|--|--|----------------------|----------|-------------------|--------------|--------------------|--------|------|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBIT |
| 7-Feb-11 | Visa Inc. (San Francisco, CA) (NYSE: V) | PlaySpan Inc. (Santa Clara, CA) | <p>Target: PlaySpan Inc. (2006) provides a payments platform which handles transactions for digital goods in online games, digital media and social networks around the world. The Company provides a global payments solution through its UltimatePay product, which enables users to make safe, convenient and friendly in-app purchases using over 85 global payment methods in 180 countries. UltimatePay includes PlaySpan's Ultimate Game Card®, the #1 selling multi-game prepaid card, which available in more than 50,000 retail locations across North America and a growing list of countries worldwide. PlaySpan enables publishers and developers to generate new revenues, acquire new users, and extend the loyalty of existing users. PlaySpan was founded in 2006 by then 12-year old Arjun Mehta.</p> <p>Seller: Investors include Easton Capital, Menlo Ventures, Novel TMT Ventures, Silicon Valley Bank Capital, STIC, Softbank, Vodafone and GE Asset Management. The company raised \$46 million since its founding.</p> <p>Buyer: Visa operates a retail electronic payments network worldwide. The Company owns and operates VisaNet, a global processing platform that provides transaction processing services, consisting primarily of authorization, clearing, and settlement. The Company owns a range of payment brands, including Visa, Visa Electron, PLUS, and Interlink that are licensed to customers for use in their payment programs. In April 2010, Visa acquired CyberSource, a provider of electronic payment and risk management solutions.</p> <p>Deal Rationale: The acquisition of PlaySpan complements Visa's 2010 CyberSource acquisition and extends the company's capabilities into one of the fastest-growing segments of eCommerce – digital and mobile commerce.</p> <p>Terms: Visa Inc. has entered into an agreement to acquire PlaySpan Inc. for approximately \$190 million in cash, plus additional consideration for performance milestones.</p> | CORP | P | S/SER | \$190.0 | - | - | - |
| 7-Feb-11 | Fidelity National Information Services, Inc. ("FIS") (Jacksonville, FL) (NYSE: FIS) | GIFTS Software, Inc. (New York, NY) | <p>Target: GIFTS Software, Inc. (1996) provides anti-money laundering and office of foreign assets control, e-banking, and customer relationship management solutions for financial institutions. It also offers integrated funds transfer, investigation and compensation, and Web-based cash management systems. The company's products include GIFTSWEB EDD for regulatory reporting requirements; eGIFTS, a global integrated funds transfer and telecommunication system to automate the payment and telecommunication processing of banks; GIFTSWEB for electronic banking, including Web-based payment, initiation, and payment and balance inquiry; and GIFTS ICSWEB, a browser-based investigation and compensation module. It also provides support services.</p> <p>Buyer: Fidelity National Information Services (FIS) is a global provider of banking and payments technology solutions, processing services and information-based services. The Company offers financial institution core processing, card issuer and transaction processing services, including the NYCE Network, a national electronic funds transfer (EFT) network. In addition, the Company provides services to numerous retailers, through the check processing and guarantee services.</p> <p>Deal Rationale: For FIS, the transaction is a strategic move to meet the growing demand for cash management and international services among small- to mid-sized financial institutions, as well as top-tier financial institutions. Through an existing partnership with GIFTS Software, FIS has deployed the company's wire transfer solution in a hosted environment via a transaction-based pricing model. The licensed solution has been deployed in conjunction with a number of FIS' core solutions. The ASP solution is already integrated with FIS' IBS core banking platform and FIS intends to integrate it into the company's other core solutions.</p> <p>Terms: Not disclosed.</p> | B | C P | S/SER | - | - | - | |

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|------------------|---|---|--|----------------------|----------|-------------------|--------------|--------------------|--------|-----|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBT |
| 3-Feb-11 | SunGard Data Systems Inc. (Wayne, PA) | PredictiveMetrics, Inc. (Tinton Falls, NJ) | <p>Target: PredictiveMetrics is a provider of predictive scoring and analytical decision solutions for trade credit, collections, utilities and other markets. The Company offers custom and/or industry specific statistical decision models for both the B2C and B2B markets.</p> <p>Buyer: SunGard provides software and processing solutions for financial services, higher education and the public sector. SunGard also provides disaster recovery services, managed IT services, information availability consulting services and business continuity management software. The Company has annual revenue exceeding \$5 billion and more than 20,000 employees.</p> <p>Deal Rationale: The acquisition will help extend SunGard's AvantGard suite of receivables solutions to offer statistical scoring services that help organizations proactively analyze the credit and collection worthiness and likelihood of delinquency or payment across their receivables portfolio.</p> <p>Terms: SunGard has acquired PredictiveMetrics. Terms were not disclosed.</p> | CORP C&R B | D&A | S/SER | - | - | - | - |
| 20-Jan-11 | NEOVIA Financial Plc (Douglas, UK) (AIM: NEO) | 7012985 Canada Inc. ("Optimal Payments") (Montreal, Canada) | <p>Target: Optimal Payments (2000) is a payment processor that provides credit/debit card and e-check (Direct Debit) solutions to retail/point of sale, Internet, and mail-order/telephone-order (MOTO) merchants in Canada, the United States, Europe, and the Caribbean, processing in excess of US\$ 2.5 billion in transactions annually. Its head office is in Montreal, with additional offices in the United States; Gatineau, Quebec; and the United Kingdom. Optimal Payments develops and maintains proprietary software, which enables its merchant clients to interface with various banks, credit and debit card providers, and other entities involved in the payment processing chain. Its software has advanced and highly effective fraud- and risk-management components built into it, allowing the company to assist clients in mitigating the risk of fraudulent transactions. Its software and payment solutions are tailored to the needs of individual clients so that the services match their needs in a wide range of businesses with varying requirements.</p> <p>Buyer: NEOVIA Financial Plc (1999) is an alternative payments business which provides online money transfer services worldwide. The Company operates as an electronic wallet for consumers and provides instant access for members' funds and indemnified fund transfers for merchants. The company has a market presence in the Internet Gaming market. A NETELLER account acts as an e-wallet that enables members (individuals who open NETELLER accounts) to add, withdraw and transfer funds. Members can instantly transfer funds to/from any merchant (or Web site) that supports NETELLER's online payments system, and to/from other NETELLER members. The Company, which was founded by Stephen Lawrence and John Lefebvre, was formerly known as NETELLER plc and changed its name to NEOVIA Financial Plc in November 2008.</p> <p>Deal Rationale: Optimal Payments is a strong strategic fit with NEOVIA's stored value ("NETELLER") business.</p> <p>Terms: NEOVIA has entered into of a definitive agreement to acquire the online payments business and substantially all of the assets of Optimal Payments for consideration of up to US\$ 50 million in cash, shares, seller debt financing due in April 2014, and warrants. The principal amount of seller debt financing is \$20 million and may be reduced if certain performance conditions are not met in calendar years 2011 and 2012. NEOVIA Financial Plc announced its intent to rename to Optimal Payments Plc and ticker to OPAY.L.</p> | CORP | P | S/SER | \$50.0 | - | - | - |

**Selected M&A Transactions Announced During the Latest Twelve Months
Financial Technology Companies**

| Announce Date | Buyer Name | Seller Name Target Name | Business Descriptions Deal Rationale Price and Terms | Classification Codes | | | EV (\$mm) | Enterprise Value / | | |
|---------------|---|---|---|----------------------|----------|-------------------|--------------|--------------------|--------|------|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBIT |
| 18-Jan-11 | Sterci (Geneva, Switzerland) | Simplex Consulting (London, England, UK) | <p>Majority Stake</p> <p>Target: Simplex Consulting (1993) develops back office software for banks, corporations and securities houses and is a Swift Service Bureau operator. The Company's software is deployed as Software as a Service (SaaS). Simplex was the first independent SWIFT Service Bureau in the UK (2004) and is the major 'white-label' managed payments service provider to HSBC and RBS.</p> <p>Buyer: Sterci provides SOA solutions for STP in the fields of financial messaging, application integration, reconciliation, and data management for financial institutions. Clients include HSBC, RBS, the Bank for International Settlements, JPMChase, Euroclear, GLG, Dexia, Lloyds Banking Group, Crédit Agricole Suisse, Saudi Arabian Monetary Agency, Swiss National Bank, BNP Paribas Services, Swissquote, Union Bancaire Privée, Banque Privée Edmond de Rothschild. Sterci is an official SWIFT partner and is fully ISO 9001 certified by SQS. Sterci is headquartered in Geneva with a direct presence in France, the UK, Canada and Singapore.</p> <p>Deal Rationale: Sterci and Simplex have worked well together as partners. In March 2010 Simplex and Sterci launched a global Super Bureau for global financial institutions, corporations and investment firms. By acquiring a majority stake in Simplex, Sterci positions itself to better address global market opportunities. Sterci and Simplex combined have an installed base of over 230 customers in 16 countries, in excess of 50 bureau customers across five countries in Europe, operations in both London and Geneva, and strategic outsourcing agreements with three of the world's largest transaction banks.</p> <p>Terms: Sterci has increased its stake in Simplex Consulting from 25% to 51%. Financial terms were not disclosed. Sterci acquired the 25% stake in Simplex in 2009.</p> | B CORP S | P | SaaS OUT | - | - | - | - |
| 12-Jan-11 | Markit Group Limited (London, England, U.K.) | QuIC Financial Technologies, Inc. (Vancouver, Canada) | <p>Target: QuIC (1998) provides the financial organizations with enterprise solutions for risk management, pricing and financial analytics. The company offers the QuIC product suite that consists of an n-dimensional vector based calculator to solve mathematical problems. Products include the QuIC Engine for desktop computers to achieve levels of performance associated with supercomputers. QuIC is headquartered in Vancouver, Canada with offices in Calgary, London and New York. The Company has 105 employees. QuIC Financial Technologies, Inc. was formerly known as Quadrus Financial Technologies, Inc. Investors include JMI Equity Ventures West.</p> <p>Buyer: Markit (2001) is a global financial information services company with over 1,300 employees. The company provides independent data, valuations and trade processing across all asset classes. Markit's clients include hedge funds, asset managers, central banks, regulators, rating agencies and insurance companies.</p> <p>Deal Rationale: Markit will combine its strengths in data with QuIC's analytics expertise to create an integrated solution. Markit's data set, which spans all major asset classes in the cash and over-the-counter derivative markets, will be input for the QuIC Engine, a high speed computational framework. QuIC will become part of Markit's valuations and analytics services unit.</p> <p>Terms: Not disclosed.</p> | S B | D&A | S/SER | - | - | - | - |

**Selected M&A Transactions Announced During the Latest Twelve Months
Financial Technology Companies**

Krall & Co. Inc.

M&A Advisory Services
Serving Financial Technology Companies

| Announce Date | Buyer Name | Seller Name Target Name | Business Descriptions Deal Rationale Price and Terms | Classification Codes | | | EV (\$mm) | Enterprise Value / | | |
|---------------|--|---|--|----------------------|----------|-------------------|--------------|--------------------|--------|-------|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBT |
| 11-Jan-11 | CoreLogic (Santa Ana, CA) (NYSE: CLGX) | RP Data Limited (RP) (Brisbane, Australia) (ASX: RPX) | <p>Target: RP Data (RP) is a provider of property information, analytics and risk management services in Australia and New Zealand. The Company is the leading provider of residential and commercial property information throughout Australia and New Zealand. In addition, the Company is the largest supplier of electronic property valuations and consumer reports in Australia. RP Data serves more than 10,000 clients has significant market penetration with real estate agents, appraisers and financial institutions in Australia and New Zealand. For the FY ended June 30, 2010, RP reported revenue and EBITDA of AS\$7,812,000 and AS\$19,649,000, respectively. Revenue by segment was as follows: Analytics (21%), Data (74%) and Software (5%). For the FY ending June 30, 2011, RP has provided EBITDA guidance of AS\$30 million to AS\$32 million.</p> <p>Buyer: CoreLogic is a provider of consumer, financial and property information, analytics and services to business and government. On May 26, 2010, The First American Corporation separated into two independent publicly traded companies: CoreLogic (NYSE: CLGX) and First American Financial Corporation (NYSE: FAF).</p> <p>Deal Rationale: The acquisition expands the international footprint of CoreLogic and serves as a platform for broader expansion into the Asia-Pacific Region.</p> <p>Terms: CoreLogic has agreed to acquire the 60% stake in RP Data that it doesn't already own for a price of AS\$1.65 per share plus assumption of existing debt. CoreLogic currently holds a 40% equity interest in RP Data which it has acquired over the past four-and-a-half-years at an average price of AS\$1.08 per share. The purchase price for the remaining 60% equity is AS\$149 million. CoreLogic will assume AS\$45 million of bank debt. The equity price of AS\$149 million for 60% of RP implies an equity value for the whole company of AS\$248 million and an EV of AS\$293 million. (The EV calculation is not net of cash because a balance sheet as of December 31, 2010 is not available. In conjunction with the transaction, RP Data proposes to declare a special dividend of AS\$0.05 per share to shareholders of record at the close of the transaction.)</p> | REAL M | D&A | S/SER | \$293.0 | 5.1x | 14.9x | 24.5x |
| 11-Jan-11 | iPipeline, Inc. (Exton, PA) | GaleForce Solutions Inc. (Vancouver, Canada) | <p>Target: GaleForce provides customer relationship management (CRM) solutions with client management, productivity, compliance and security tools, and industry-specific integrations to broker-dealers, banks, wealth management advisors, insurance agents, and other financial services professionals. Based on Microsoft Dynamics, GaleForce solutions are deployed either on-premise or online via their Software-as-a-Service (SaaS) model. The Company provides its solutions through a global network of system-integration and reseller partners.</p> <p>Buyer: iPipeline provides on-demand software that supports marketing, selling, and processing solutions for insurance companies. iPipeline's channel solutions for carriers, distributors, and producers automate activities for CRM, forms distribution and processing, quotes and illustrations, in Good Order e-Applications, agency management, and policy delivery and related services, enabling the insurance industry to market, sell, and process faster. iPipeline provides the process automation and seamless integration needed to make a sale by aggregating approximately 200 carriers, 1,300 distributors, and financial professionals and advisors in a single, Web-based environment -- the iPipeline Customer Network. iPipeline's primary investors are NewSpring Capital, based in Radnor, Pennsylvania, and Volition Capital, based in Boston, Massachusetts.</p> <p>Deal Rationale: The acquisition of GaleForce supports iPipelines strategy to penetrate the wealth management, banking and broker-dealer markets and expands its capabilities in the insurance industry. iPipeline plans to integrate Galeforce's solutions with its own Velocity platform. The acquisition is also a first step by iPipeline in creating a global footprint in the financial services industry. GaleForce has customers in Africa, the Americas, Asia, Europe, and Oceania.</p> <p>Terms: The acquisition was an asset purchase transaction. Terms were not disclosed.</p> | S B INS | CRM | S/SER SaaS | - | - | - | - |

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Financial Technology Companies**

Krall & Co. Inc.

M&A Advisory Services
Serving Financial Technology Companies

| Announce Date | Buyer Name | Seller Name Target Name | Business Descriptions Deal Rationale Price and Terms | Classification Codes | | | EV (\$mm) | Enterprise Value / | | |
|------------------|---|--|--|----------------------|----------|-------------------|--------------|--------------------|--------|------|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBIT |
| 10-Jan-11 | Wall Street Systems Delaware, Inc. ("Wallstreet") (New York, NY) | Thomson Reuters Corporation (NY, New York) (NYSE: TRI) (TSX: TRI) ----- The assets of Thomson Reuters Corporate Treasury Manager (a.k.a. "Treasura") | <p>Target: Thomson Reuters Corporate Treasury Manager (a.k.a. "Treasura") is a Software-as-a-Service (SaaS) provider of cash and liquidity management services to corporations in North America. Treasura is SAS70 certified.</p> <p>Seller: Thomson Reuters Corporation provides information for businesses and professionals in the financial, legal, tax and accounting, healthcare, science, and media markets worldwide. The company operates in approximately 100 countries. The company was formerly known as The Thomson Corporation and changed its name to Thomson Reuters Corporation as a result of the acquisition of Reuters in April 2008.</p> <p>Buyer: Wall Street Systems (Wallstreet) (1986) provides treasury, central banking and FX trade processing solutions. The Company has 600 employees, 13 offices worldwide and over 350 customers, consisting of banks, corporations, central banks/government agencies, and asset managers. Wall Street Systems, a privately held corporation, is majority-owned by Warburg Pincus, a private equity investor.</p> <p>Deal Rationale: The acquisition enhances the company's position within the global corporate treasury space. Wallstreet will integrate the Treasura service into its existing suite of treasury management solutions, with a particular emphasis on its cash management functionality. The addition of Treasura will accelerate Wallstreet's North American expansion in the mid-tier corporate market, complementing the Company's June 2010 acquisition of London-based City Financials. Wallstreet also acquired Speranza Systems, a provider of electronic bank account management (eBAM) solutions in April 2010.</p> <p>Terms: Wall Street Systems has signed an agreement to acquire the assets of Thomson Reuters Corporate Treasury Manager (a.k.a. "Treasura"). The acquisition is expected to close by the end of January 2011. Terms were not disclosed.</p> | CORP | TREAS | SaaS | - | - | - | - |

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Financial Technology Companies**

Krall & Co. Inc.

M&A Advisory Services
Serving Financial Technology Companies

| Announce Date | Buyer Name | Seller Name Target Name | Business Descriptions Deal Rationale Price and Terms | Classification Codes | | | EV (\$mm) | Enterprise Value / | | |
|------------------|-------------------------------------|---|--|----------------------|----------|-------------------|--------------|--------------------|--------|------|
| | | | | Industry Vertical | Solution | Business Model | | Revenue | EBITDA | EBIT |
| 4-Jan-11 | Ellie Mae, Inc. (Pleasanton, CA) | Mortgage Pricing Systems, LLC ("MPS") (Montville, NJ) | <p>Target: Mortgage Pricing Systems ("MPS") develops and maintains product eligibility and loan pricing solutions for small, medium and large mortgage banking companies. MPS' LEAP! Interactive is a point-of-sale, online technology that fully integrates with existing client platforms. Other LEAP! products include automatic rate alerts, batch pricing and numerous API solutions. All MPS offerings feature a rules engine that enables up-to-the-minute pricing, guideline and adjustment changes. MPS has about 35 customers.</p> <p>Buyer: Ellie Mae (1997) provides enterprise mortgage origination solutions for mortgage bankers, mortgage brokers, community banks, credit unions and other mortgage lenders. The company's offerings include the Encompass® and Encompass360(TM) Mortgage Management Solutions, Encompass CenterWise(TM) websites and electronic document management services, Encompass Closer document preparation services, Encompass Compliance Service™, Encompass Product and Pricing Service™ and Encompass Assured GFE™. Ellie Mae also hosts the Ellie Mae Network that allows mortgage professionals to easily and securely conduct electronic business transactions with the lenders and settlement service providers they work with to process and fund loans.</p> <p>Deal Rationale: The transaction supports Ellie Mae's strategy of expanding its product offerings to include solutions that manage everything from customer acquisition to sale of loan. In 2008, Ellie Mae purchased Online Documents, a mortgage document preparation vendor. In 2010, Ellie Mae acquired Mavent, a compliance engine developer. Although MPS' LEAP! is already accessible to Encompass360 customers through an integration in 2009 with the Ellie Mae Network, now that Ellie Mae owns the LEAP technology, the integration will be enhanced. The two technologies are both built on the same .NET, SQL server architecture, which will facilitate the integration of the PPE into the LOS. Ellie Mae intends to maintain its partnerships with other PPE providers that integrate into Encompass360 through the Ellie Mae Network.</p> <p>Terms: Mortgage technology developer Ellie Mae purchased the intellectual property, technology and other assets of Mortgage Pricing Systems. Financial terms were not disclosed.</p> | M | LEND | S/SER | - | - | - | - |

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M&A Advisory Services
Serving Financial Technology Companies

| Announce Date | Buyer Name | Seller Name Target Name | Business Descriptions Deal Rationale Price and Terms | Classification Codes | | | EV (\$mm) | Enterprise Value / | | |
|------------------|------------|----------------------------|--|----------------------|----------------------------|--|--------------|--------------------|--------|------|
| | | | | Industry Vertical | Business Solution Model | | | Revenue | EBITDA | EBIT |

Source: Company press releases and filings.

Classification Codes

Industry Vertical: AUTO=Automobile Finance, B=Banking, CORP=Corporations, GOV=Government, INS = Insurance, INV = Investments, L=Legal, M = Mortgage and RE=Real Estate, S=Securities Dealers, Asset Managers and Investors and U=Utilities.

Solutions Vertical: A=Appraisal, ACCT=Accounting Software, D&A=Analytics & Data, BI=Business Intelligence, BILL=Bill and Fee Management Software, BPM=Business Process Management, C=Compliance, CLAIM=Insurance Claim Admin., CON=Consulting, CORE=Core Proc C&R=Collections & Recovery, CONT=Information and Publishing, CRM=Customer Relationship Management and Marketing, D&A=DATA & ANALYTICS, DIST=DISTRIBUTION, DCS=Data Center Services, DM=Document Management, DOCS=Document Preparation, DP=Document Processing, DRS=Disaster Recovery Services, DueDil=Due Diligence, E=Equipment, EMP=Employee Screening, FRAUD=Fraud Detection, GIS=Geographic Information Systems, H=Healthcare, IB=Internet Banking, ITS=IT Services, INTEG= Integration Software, LEAD=Lead Generation, Lead Management and Online Marketing, LEND=Lending Solutions, LOS=Loan Origination System, OUT= Outsourcing, P = Payments and Internet Banking, PORT=Portfolio Management, REG=Regulatory Reporting, RISK=Risk Management, SECUR=Security Solutions, SERV=Mortgage Servicing Solutions, SETTLE=Settlement Services, SMART=Smart Cards, TAM=Technology Asset Management, TRADE=Trade Management, TREAS=Treasury Management, U=Insurance Underwriting and WEB=Website Design and hosting.

Business Model Vertical: OUT=Outsource Service Provider, S = Software, SaaS=Software-as-a-Service, SER = Services and SUB=Subscriptions.

Notes:

(1) Multiples are based upon latest twelve months operating results, unless otherwise indicated.