

January 14, 2008

# FINANCIAL TECHNOLOGY PARTNERS LP FTP SECURITIES LLC

*is pleased to announce its role as exclusive  
strategic and financial advisor to Wombat Financial Software*



**WOMBAT**  
FINANCIAL SOFTWARE

*in its sale to*



**NYSE Euronext**<sup>SM</sup>

*for cash consideration of approximately*

## \$200,000,000

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***The Only Investment Bank  
Focused Exclusively on Financial Technology***  
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# NYSE Euronext Acquires Wombat Financial Software

## FT Partners Advises on \$200 Million Sale of Wombat Financial Software

### Transaction Overview and Rationale

- On January 14, 2008 NYSE Euronext (“NYSE”) entered into an agreement to acquire Wombat Financial Software (“Wombat”)
  - Transaction announced for \$200 million in cash
  - Transaction is expected to close early second quarter 2008 and is expected to be accretive to NYSE’s 2009 earnings
- This strategic acquisition broadens NYSE’s offering of comprehensive market-agnostic connectivity, transaction and data-management solutions to customers globally by integrating Wombat’s industry-leading data enterprises
- Wombat allows NYSE to bridge their commercial technology and market data strategies as well as broaden NYSE’s customer reach
  - NYSE will add Wombat’s offerings to their existing offerings of execution, content and distribution services to enable customers to effectively and efficiently manage that content
- Customers will be offered efficient ways to monitor and control their data use and support their administrative tasks
- NYSE will now be able to integrate and link the messaging and data platforms to offer new solutions for smart order routing, risk management, DMA and other applications
- Market message data has increased almost 5x in the last year<sup>(1)</sup>
  - Much of the message volume growth has been from algorithmic trading, which is expected to account for more than 50% of all trades in 2010 (up from 20-25% today)<sup>(2)</sup>
  - Regulations (such as Reg NMS and MiFID) have also increased message volumes

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FINANCIAL  
TECHNOLOGY  
PARTNERS

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Focused Exclusively on Financial Technology**

# NYSE Euronext Acquires Wombat Financial Software

## Wombat Financial Software Company Overview

### Key Company Information

**Founded:** 1997  
**Headquarters:** New York, NY  
 (Other offices in the UK and Asia)

#### Business Description:

- Wombat Financial Software is a leading provider of some of the most technologically advanced data and messaging solutions for the financial services industry
  - Over 100 customers across North America, Europe and Asia, including 12 of the top global investment banks as well as many of the top brokerage firms
- Wombat's efficient software solutions help significantly decrease hardware spend, addressing infrastructure problems based around rapid increases in financial data associated with rising automated trading-related market volumes

### Product Solution Suites

**Market Data Technology:** Best of breed feed handlers and ticker plant technology distributed

**Middleware Technology:** High performance message data platform based on MAMA (Middleware Agnostic Messaging API)

**Compliance Software:** Market data usage analysis reporting and compliance services

**Algorithmic Trading Solutions:** Low latency data management trading software and tools for algorithmic traders

**Professional Services:** Full range of support and professional service offerings to complement market data solutions

### Customers



### Management

Name	Title	Notes
Danny Moore	CEO	■ Formerly of First Derivatives
Jon Lambert	CFO	■ 20 years of software market experience and formally CFO / COO of Contivo
Tim Yockel	VP, Sales	■ 12 Years of enterprise software sales experience
Ken Barnes	VP, Business and Planning	■ Formerly led Reuters America Enterprise Information Division
Brendan Duffy	VP, Engineering	■ Formerly COO and VP of commercial services at Datactics

# NYSE Euronext Acquires Wombat Financial Software

## NYSE Euronext Company Overview

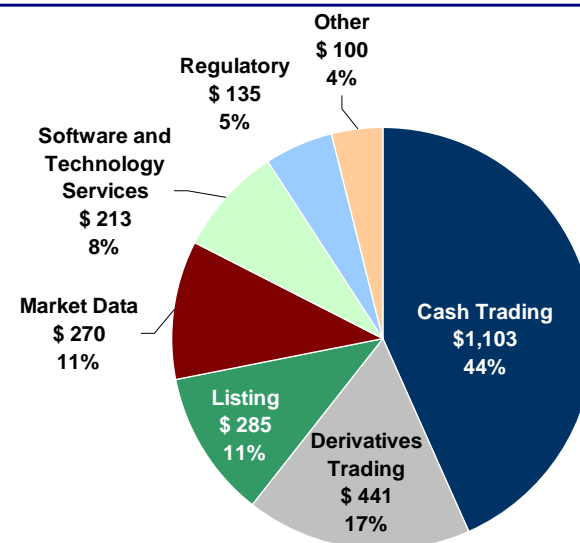
### Key Company Information

**Founded:** 1792  
**Headquarters:** New York, NY

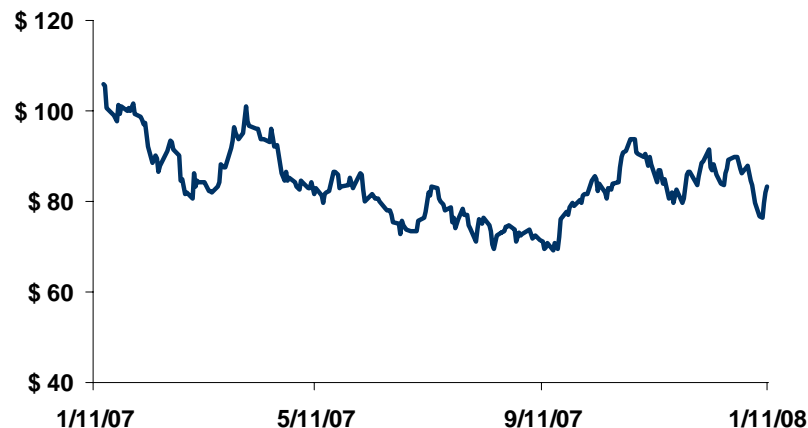
#### Business Description:

- NYSE Euronext (NYSE: NYX) is the holding company for NYSE Group, Inc. and Euronext N.V., bringing together six cash equities exchanges in five countries and six derivatives exchanges offering listings, trading in cash equities, equity and interest rate derivatives, bonds and distribution of market data
- Euronext N.V. is a cross-border exchange providing international services for regulated cash markets and derivative markets in European countries such as France, UK, Belgium, Portugal and the Netherlands
- NYSE Group consists of NYSE, an equities exchange and provider of a liquid marketplace where investors buy and sell listed companies securities, and NYSE Arca, which provides securities listing, trading and market data products and services

### 2007 Revenue Breakdown<sup>(1)</sup>



### Stock Performance NYSE: NYX



### Acquisition History (\$ in mm)

Date	Target	Price
12/11/2007	Atos Euronext Market Solutions	\$ 404
12/10/2007	National Stock Exchange of India	NA
12/07/2007	Powernext S.A., Enviromental Business	NA
12/18/2006	Marco Polo Network	NA
12/18/2006	SECFinex	NA
12/12/2006	TransactTools	NA
12/12/2006	Hugins ASA	27
10/25/2006	Securities Industry Automation Corp.	40
07/19/2006	NYSE MatchPoint	NA
05/22/2006	Euronext N.V.	11,992
04/20/2005	Archipelago Holdings	3,271

# Overview of Selected FT Partners Transactions

## FT Partners is the Leader in Financial Technology Investment Banking

Financial Technology Partners LP  
FTP Securities LLC

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



**WOMBAT**  
FINANCIAL SOFTWARE

in its sale to



**NYSE Euronext**

for cash consideration of approximately

**\$ 200,000,000**



The Only Investment Bank  
Focused Exclusively on Financial Technology

- **Wombat is a world leader in market data management solutions**
- **The integration of Wombat's data platform with NYSE will provide a bridge for their commercial technology and market data strategies**

Financial Technology Partners LP  
FTP Securities LLC

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



in its financing agreement with




**TCV** **SUMMIT PARTNERS**

for total consideration of

**\$ 250,000,000**



The Only Investment Bank  
Focused Exclusively on Financial Technology

- **Largest ever U.S.-based minority private equity investment in the financial technology / financial services sector, 11th largest in any sector<sup>(1)</sup>**
- **Liquidnet is ranked as one of the top 14 largest NYSE institutional brokers and the 15th largest NASDAQ broker<sup>(2)</sup>**

Financial Technology Partners LP  
FTP Securities LLC

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



**TradingScreen**  
SIMPLIFYING GLOBAL MARKETS

in its minority recapitalization for

**\$ 110,000,000**



The Only Investment Bank  
Focused Exclusively on Financial Technology

- **One of the most sought after investments in the financial technology sector to date**
- **Ranked #3 Best Execution Management provider by Waters magazine and one of the top four remaining independent Execution Management Systems by Tower Group**

Financial Technology Partners LP  
FTP Securities LLC

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



in its sale to



for cash and stock consideration of approximately

**\$ 680,000,000**



The Only Investment Bank  
Focused Exclusively on Financial Technology

- **Acquisition of ATD will make Citi a top-tier aggregator of equity order flow and provides access to deeper pools of liquidity**
- **In 2006, ATD accounted for approximately 6% of all NYSE volume and 6% of all NASDAQ volume**

# Overview of Selected FT Partners Transactions

## FT Partners is the Leader in Financial Technology Investment Banking

Financial Technology Partners LP  
FTP Securities LLC

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



in the sale of Refco's 35% interest in FXCM to




The Only Investment Bank  
Focused Exclusively on Financial Technology

- **FXCM is the largest non-bank Futures Commission Merchant ("FCM") in the world as measured by excess net capital**
- **Ranked #60 in the Inc. Magazine's Inc. 500 List of America's Fastest Growing Companies for 2005**

Financial Technology Partners LP  
FTP Securities LLC

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



in its sale to



for aggregate consideration of up to approximately

**\$ 125,238,000**



The Only Investment Bank  
Focused Exclusively on Financial Technology

- **Combination of LatentZero and Fidessa provides, for the first time, the potential for true integration of multi-asset buy-side and sell-side trading flows on a significant scale**
- **Purchase price represented a 3.64x multiple to 2006 revenue**

Financial Technology Partners LP  
FTP Securities LLC

is pleased to announce its role as exclusive strategic and financial advisor to Investment Technology Group, Inc.



in its acquisition of



for cash consideration of approximately

**\$ 230,000,000**



The Only Investment Bank  
Focused Exclusively on Financial Technology

- **ITG is one of the largest financial technology companies in the securities / capital markets space**
- **ITG is publicly traded on the NYSE with a market capitalization of \$1 bn+**

Financial Technology Partners LP  
FTP Securities LLC

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



in its sale to



for cash consideration of approximately

**\$ 345,000,000**



The Only Investment Bank  
Focused Exclusively on Financial Technology

- **Transaction combines SoundView's high quality independent equity research content with Schwab's premier trading execution capabilities**
- **Transaction closed at a 57% premium to market price on October 1<sup>st</sup>, 2003**

# FT Partners Named “Dealmaker” and “Investment Bank” of the Year

## The “M&A Advisor” Selects FT Partners for M&A Industry-Wide Awards

### Awards Overview

- FT Partners consistently receives top honors and recognition from national association:
  - **Dealmaker of the Year** (2007)
  - **Investment Banking Firm of the Year** (2004 and 2006)
  - **Financing Professional of the Year** (2006)
  - **Product of the Year – IPO Advisory** (2006)
  - **Deals of the Year** (2005, 2006 and 2007)
- Founder and Managing Partner, Steve McLaughlin, lauded **highest honors** as both “Dealmaker of the Year” and “Financing Professional of the Year”
- Top award winning Investment Bank collecting **10 separate awards** for outstanding performance and client results
  - FT Partners has received over 40 award nominations across an unprecedented array of categories
- FT Partners’ **“IPO Advisory”** service – as demonstrated in one of the most successful Payments IPOs in history, VeriFone – received its third industry award in 12 months for Product of the Year
  - Previously recognized in our 2006 Financing Professional of the Year award and 2005 Deal of the Year
- The annual awards dinner recognizes significant M&A accomplishments amongst top firms in banking, private equity and other providers of strategic M&A services



### **Dealmaker of the Year** **Investment Bank of the Year**

#### **Selected Transactions:**

- The \$680 million sale of ATD to Citigroup
- The \$245 million cash sale of Corillian Corp to CheckFree
- The \$110 million minority recapitalization of TradingScreen
- The \$250 million capital raise for Liquidnet
- The \$125 million sale of LatentZero to Fidessa
- The \$325 million cash sale of Verus Financial Management to Sage Group PLC
- The \$540 million financing to support VeriFone’s acquisition of Lipman Electronic Engineering
- The \$230 million cash acquisition of The MacGregor Group by Investment Technology Group