

December 17, 2012

FINANCIAL TECHNOLOGY PARTNERS LP FTP SECURITIES LLC

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



in its acquisition of select assets of



for total consideration of approximately

\$137,000,000

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World Fuel's Acquisition of Multi Service

FT Partners Advises World Fuel on its \$137mm Acquisition of Multi Service



Transaction Overview and Rationale

World Fuel's acquisition demonstrates FT Partners' continued ability to provide critical advisory services in the payments processing and financial technology sectors

Overview of Transaction

- On December 17, 2012, World Fuel Services ("World Fuel" or the "Company"; NYSE:INT) announced its \$137mm acquisition of select assets of Multi Service Corporation ("Multi Service")
- World Fuel, a fuel logistics company, engages in marketing, selling and distributing aviation, marine and land fuel products and related services worldwide
- Multi Service is a global transaction management company specializing in fleet, government and commercial payment programs primarily through closed-loop networks
- World Fuel will finance the transaction principally through existing bank credit facilities

Significance of Transaction

- Achieves highly-attractive outcome for both World Fuel and Multi Service
 - World Fuel able to benefit from Multi Service's technology-enabled fuel card / corporate payments platform and other commercial services and solutions
 - Multi Service able to combine with a globally-recognized partner in the fuel industry in order to grow and expand

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to World Fuel
- FT Partners leveraged its deep industry expertise to provide critical advisory services throughout the transaction
- FT Partners' second fuel card-related transaction of the year and thirteenth payments processing transaction highlights its continued history of success as a trusted advisor within the financial technology sector

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World Fuel's Acquisition of Multi Service



Multi Service Overview

Multi Service is an industry-leading provider of specialized payment programs

Multi Service Company Overview

President:	Mark O'Connell
Headquarters:	Overland Park, Kansas
Founded:	1978

Business Segments

Fuel Card	<ul style="list-style-type: none"> Offers several fuel card pricing programs based on client preference
Aero Card	<ul style="list-style-type: none"> Global, closed-loop network for purchasing aviation fuel and ground services
Marine Card	<ul style="list-style-type: none"> Connects commercial and government bunker buyers to a global network of marine fuel suppliers
Tolls	<ul style="list-style-type: none"> Provides toll payments solutions and transaction information for transport companies in Europe
Prepaid	<ul style="list-style-type: none"> Provides unique corporate prepaid card programs
"Open Road"	<ul style="list-style-type: none"> Membership-based legal services program for traffic citations targeting over-the-road drivers
Private Label	<ul style="list-style-type: none"> Private label program offering transaction processing services
Electronic Bill Pay and Presentment	<ul style="list-style-type: none"> Integrated front- and back-office services for energy and finance industry

Company Description

- The Multi Service product offering includes the Multi Service Fuel Card, accepted at more than 3,500 truck stops in the United States and Canada, Multi Service Tolls, accepted at tolls, bridges and tunnels across Europe, and government payment systems for fuel procurement around the world
- Multi Service processes more than 8mm transactions annually
- Multi Service's customer base includes industry-leading companies such as Navistar, GM, BP and Shell
- Multi Service is headquartered in Overland Park, Kansas and also has offices in the Netherlands and Australia

Key Strategic Partners



Source: Company Website.



World Fuel's Acquisition of Multi Service



World Fuel Overview

World Fuel Company Overview

CEO & President:	Michael J. Kasbar
Headquarters:	Miami, FL
Founded:	1984
Employees:	2,100
Mkt. Cap:	\$2.85bn ⁽¹⁾

Company Description

- World Fuel (NYSE:INT) is a global leader in the downstream marketing and financing of fuel products and related services for the aviation, land and marine segments
- **Aviation:**
 - Markets fuel and related services to a broad base of aviation customers including major commercial airlines, corporate fleets and military fleets
 - Serves aviation customers at more than 3,100 locations
- **Land:**
 - Markets fuel and related services to petroleum distributors including government and commercial customers
 - Provides more than 2bn gallons of fuel annually through 800 land fuel distribution locations
- **Marine:**
 - Markets fuel and related services to a broad base of marine customers including international container and tanker fleets, commercial cruise lines and U.S. and foreign governments
 - Places 35,000 marine fuel transactions annually in more than 1,000 sea ports around the world

Selected Acquisition Summary

Announce Date	Target
08/06/12	
01/24/11	
12/20/10	
12/16/10	
08/23/10	
03/28/08	
11/08/07	

Source: Company Website, SEC Filings.
 (1) As of December 14, 2012.



World Fuel's Acquisition of Multi Service

FT Partners Advises Fleet One on its \$369mm Sale to Wright Express



Transaction Overview and Rationale

Overview of Transaction

- On September 5, 2012, Fleet One ("Fleet One" or the "Company") announced its \$369mm cash sale to Wright Express (NYSE: WXS)
- Fleet One, a portfolio company of LLR Partners and FTV Capital, is a leading provider of fuel cards and fleet management services available at more than 60,000 fuel and maintenance locations throughout the U.S.
- Wright Express is a global provider of value-based business payment processing and information management solutions with operations in six countries

Significance of Transaction

- Represents the combination of two of the leading providers of fuel cards
 - High-profile transaction with significant interest from leading strategic partners and private equity firms
- Achieves highly-attractive outcome for both Fleet One and Wright Express
 - Fleet One able to monetize ownership at a strong valuation while combining with a preferred partner in the fuel card space
 - Wright Express able to gain control of a leading competitor within the fuel card industry and recognize meaningful synergies
- Expands Wright Express' offering with the addition of Fleet One's industry-leading Over-the-Road and Local platforms

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Fleet One and its Board of Directors
- FT Partners developed a detailed and comprehensive set of marketing materials and financial analyses to highlight the unique value of Fleet One and help navigate a thorough investor diligence process
- Transaction highlights FT Partners' continued success in achieving highly attractive outcomes for leading payments processing and financial technology firms

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in its cash sale to



for total consideration of approximately

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World Fuel's Acquisition of Multi Service



FT Partners Advises Jack Henry on its \$300mm Acquisition of iPay

Transaction Overview and Rationale

Overview of Transaction

- On May 7, 2010, Jack Henry & Associates (NASDAQ:JKHY) announced its \$300mm all cash acquisition of iPay Technologies, a portfolio company of Spectrum Equity Investors and Bain Capital Ventures
- Jack Henry is a leading provider of computer systems and ATM / debit card / ACH transaction processing services primarily for financial services organizations
- iPay partners with companies like Jack Henry & Associates to provide online bill payment solutions to financial institutions and supports those institutions' retail and small business customers with a highly configurable electronic payments platform

Significance of Transaction

- Jack Henry has first-hand experience working with iPay due to their long-time business partnership
- iPay's bill pay engine will be able to seamlessly integrate with Jack Henry's online banking solution
- Key acquisition for Jack Henry that supports its expansion in the electronic payments industry and further strengthens its payments offering

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Jack Henry and its board of directors
- Demonstrates FT Partners' ability to establish strong relationships with leading Payments / Financial Technology firms and assist them in achieving their long-term strategic goals
- Highlights FT Partners' continued strength in the Payments and Banking Technology sector

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in its acquisition of



iPay Technologies

for total consideration of approximately

\$300,000,000



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World Fuel's Acquisition of Multi Service

FT Partners Advises on \$60.5mm Acquisition of Goldleaf Financial Solutions



Transaction Overview and Rationale

Overview of Transaction

- On August 17, 2009 Goldleaf Financial Solutions (NASDAQ: GFSI) announced its sale to Jack Henry & Associates (NASDAQ: JKHY) for approximately \$60.5mm in cash
 - \$19.1mm in equity plus assumption of approximately \$41.4mm of debt
 - Jack Henry's cash offer of \$0.98 per share of Goldleaf represents a 40% premium over the closing share price on August 14th
 - Represents 0.7x LTM revenue and 4.8x LTM EBITDA) ⁽¹⁾
- Jack Henry also anticipates significant annual cost synergies from the combination of the two companies
- Jack Henry provides integrated technology solutions and data processing services to financial institutions including commercial banks and credit unions
- Goldleaf offers integrated technology and payment processing solutions for community banks and financial institutions; Goldleaf will become a wholly-owned subsidiary of Jack Henry
- The transaction closed on October 1st

Significance of Transaction

- The two companies have complementary clients, technology, services and business models that will allow them to deliver more comprehensive product and service offerings
- The acquisition allows Jack Henry to expand its current payment processing platform to address the growing remote deposit capture services market with Goldleaf's industry leading solution
- Goldleaf represents Jack Henry's 17th acquisition since 2003

FT Partners' Role

- FT Partners served as exclusive strategic and financial advisor to Jack Henry and its Board of Directors

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for total cash consideration of

\$60,500,000



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1) Source: SEC Filings; LTM refers to period beginning Q2 2008 and ending Q1 2009.



World Fuel's Acquisition of Multi Service



FT Partners Advises ITG on its \$230mm Acquisition of Macgregor

Transaction Overview and Rationale

Overview of Transaction

- On July 13, 2005, Investment Technology Group Inc. (NYSE:ITG) announce its \$230mm acquisition of Macgregor
 - ITG is a specialized brokerage firm that provides clients with innovative technologies that span the entire electronic trading process from pre-trade analysis to trade execution to post-trade evaluation

Significance of Transaction

- Based in Boston, Macgregor is a leading provider of trade order management systems and financial network services that facilitate straight-through trade processing for institutional investors
 - Provides blue chip list of customers for distribution of ITG's existing offerings
 - Deepens ITG's penetration into institutional clients' trading operations in a comprehensive, technology-driven role that is mission critical
 - Reinforces ITG's broker-neutral status in the electronic brokerage space

FT Partners' Role

- FT Partners acted as exclusive strategic and financial advisor to Investment Technology Group ("ITG") in its acquisition of Macgregor
- FT Partners executed comprehensive strategic and financial analyses to determine the true value of Macgregor for ITG in order to help navigate a thorough diligence process
- Transaction highlights FT Partners' continued success in achieving highly attractive outcomes for leading financial technology firms

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World Fuel's Acquisition of Multi Service

Selected Transactions



Payments Processing

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in its sale to




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in its Significant Growth Recapitalization by




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Financial Technology Partners LP
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in its approximately 60% Strategic Growth Investment by




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Financial Technology Partners LP
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in its sale to



for cash consideration of approximately

\$525,000,000



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Buy-side Advisory

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in its financing for the acquisition of



for total consideration of approximately

\$ 540,000,000



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in its acquisition of




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Financial Technology Partners LP
FTP Securities LLC
is pleased to announce its exclusive role as sole strategic and financial advisor to



in its acquisition of substantially all of the business and assets of




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In the acquisition of

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World Fuel's Acquisition of Multi Service

FT Partners Wins "Investment Banking Boutique of the Year" and Many Other Accolades



Awards Overview

- FT Partners consistently receives top honors and recognition from national association:
 - **Dealmaker of the Year** (2007, 2008, 2009 and 2012)
 - **Professional Services (B-to-B) Deal of the Year** (2012)
 - **Boutique Investment Bank of the Year** (2011)
 - **Deal of the Decade** (2011)
 - **Middle Market Deal of the Year, Cross-Border Deal of the Year and IT Services Deal of the Year** (2010)
 - **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)
- **2008's top ranked** investment banker named on *Institutional Investors* annual "Online Finance 40" ranking
 - Consecutively ranked for 3 years (2008, 2007, 2006)
- 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 **more than 12 separate awards** for outstanding performance and client results
 - FT Partners has received over 75 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



Investment Bank of the Year Deal of the Decade

Selected Transactions:

- **Undisclosed** Mercury Payments Systems' 60% strategic investment by Silver Lake
- **Undisclosed** Sale of ProPay to TSYS
- **\$369 million** Sale of FleetOne to WEX
- **\$1.3 billion** Sale of AmWINS to New Mountain Capital
- **\$700 million** Sale of ATD to Citigroup
- **\$525 million** Sale of Lynk Systems to RBS
- **\$370 million** Sale of Custom House to Western Union
- **\$325 million** Sale of Verus to Sage Group
- **\$300 million** Jack Henry acquisition of iPay Technologies
- **\$245 million** Sale of Corillian to Checkfree
- **\$177 million** Financial advisory role on VeriFone's IPO
- **\$145 million** Sale of EDC to Cardtronics
- **\$50 million** Minority Investment in Yapstone led by Accel Partners