

May 4, 2010

# FINANCIAL TECHNOLOGY PARTNERS LP FTP SECURITIES LLC

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

## OpHedge

*in its strategic alliance with*

## CITCO

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# OpHedge Enters into Strategic Alliance with Citco

## FT Partners Advises on OpHedge's Strategic Alliance with Citco Fund Services

### Transaction Overview and Rationale

#### Overview

- On May 4, 2010, OpHedge Investment Services ("OpHedge") announced it has entered into a strategic alliance with Citco Fund Services ("Citco")
- OpHedge is a full-service fund administrator to some of the largest hedge funds in the world with over \$38 billion in assets under administration ("AUA") and is known for its tailored middle and back office solutions that provide complex hedge funds a complete consultative service
- OpHedge is owned by two leading industry participants, Soros Fund Management LLC and Platinum Grove Operations Holdings, L.P.
- Citco Fund Services is a leading global full service hedge fund administrator with \$550 billion in AUA and is a subsidiary of The Citco Group, a worldwide group of independent financial service providers, comprised of international banks, trust and fund services companies

#### Significance of Strategic Transaction

- Mutually beneficial partnership that allows the combined business to leverage both OpHedge's and Citco's best-of-breed capabilities to enhance the service offering to their existing and new clients
- OpHedge's current locations in Rye Brook, NY and Shanghai will add further capacity to Citco's existing 18 fund administration locations worldwide

#### FT Partners' Role

- FT Partners teamed with OpHedge to identify and explore multiple strategic alternatives for the company
- FT Partners served as exclusive strategic and financial advisor to OpHedge and its Board of Directors

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# OpHedge Enters into Strategic Alliance with Citco

## Key Company Information

### OpHedge Investment Services

<b>Founded:</b>	2005
<b>Headquarters:</b>	Rye Brook, NY
<b>Additional Offices:</b>	Shanghai, China, Cayman Islands
<b>Employees:</b>	~200

### The Citco Group

<b>Founded:</b>	1939
<b>Headquarters:</b>	Amsterdam, Netherlands
<b>Additional Offices:</b>	Offices are located in over 37 countries with 18 fund administration locations worldwide
<b>Employees:</b>	4,000+

#### Business Description:

- OpHedge is the 19th largest hedge fund administrator globally, and the 7th largest independent fund administrator<sup>(1)</sup>
- OpHedge processes highly complex financial products across multiple asset classes and currencies with services that encompass the entire transaction life cycle
  - Services include trade capture and processing, corporate actions, settlements, collateral management, reconciliation, valuation, and daily, weekly and monthly profit and loss and net asset value
- OpHedge also offers comprehensive middle office services including lifecycle management of OTC products, daily NAV production, daily P&L attribution by portfolio, strategy and position, independent enforcement of individual client's pricing and valuation policy, and complete collateral management capabilities
- The Company's fund administration offering includes innovative operational risk management services to meet the demands of investors and regulators, including real-time monitoring of metrics and task completion
- OpHedge also offers support for tax and financial statement preparation and is known for expertise handling bank loan and distressed debt instruments

#### Business Description:

- The Citco Group provides niche financial services in hedge fund administration, custody and fund trading financial products, and corporate and fiduciary solutions
- Citco's customers include hedge funds, private equity and real estate firms, institutional banks, Global 1000 companies and high net worth individuals
- Citco operates in five segments: Banking, Corporate and Trust, Financial Products, Fund Services and Transparency Platform
- Citco Fund Services is the world's largest full-service hedge fund administrator with \$550 billion in AUA
  - Offers a full range of fund administration services to hedge funds, funds of hedge funds, private equity funds and real estate investment funds
- Citco's fund administration services include fund accounting and net asset value calculations, investor relations services, anti-money laundering compliance, corporate & legal services, and various other ad-hoc services such as tax reporting and financial statement preparation

# OpHedge Enters into Strategic Alliance with Citco

## Fund Administration and Related Transactions – 2002 to Present

Date	Acquirer / Investor	Target	Enterprise Value (\$ in mm)
May-10	Credit Suisse	Fortis Prime Fund Solutions (PFS)	NA
Feb-10	Bank of New York Mellon	PNC Global Investment Servicing	\$2,310
Jan-10	Undisclosed Investors	Cortland Capital Market Services	NA
Jan-10	Asset Management Service	SGR Servizi	NA
Dec-09	State Street	Mourant International Finance Administration	NA
Sep-09	Undisclosed Investors	MadisonGrey Holdings	NA
May-09	UMB Financial Corporation	J.D. Clark	23
Mar-09	SS&C Technologies (Carlyle)	Evare	4
Feb-09	Credit Agricole	CACEIS (35% stake)	2,389
Nov-08	European Fund Administration	SGR Servizi	NA
Nov-08	GBST	Coexis	35
Aug-08	Fulcrum Group (3i)	Butterfield Fund Services	NA
Jun-08	NEA-IndoUS Ventures	Basiz Fund Service	NA
Jun-08	BNP Paribas	Bank of America (Prime Brokerage Business)	300
May-08	ALPS Fund Services	Price Meadows	NA
May-08	Equity Trust	Custom House Fund Services	NA
Apr-08	CACEIS	Natixis, Institutional Securites Services	NA
Feb-08	Société Générale Securities Services	Unicredito Italiano (Securities Services Business)	285
Jan-08	Deutsche Bank	HedgeWorks	99
Jan-08	Maitland International	Maitland Fund Services (15% stake)	NA
Jan-08	XL Capital	Equinox Alternative Investment Services	NA
Nov-07	PNC Financial Services	Albridge Solutions	NA
Aug-07	Ditiken Investment Company	Maitland Fund Services (10% stake)	NA
Jul-07	CACEIS	Olympia Capital International	NA
Jun-07	3i Group	Fulcrum Limited	NA
Jun-07	IFG Group	Northern Trust International Fund Administration Services	6
May-07	TD Ameritrade	Fiserv Trust Business	325
May-07	Citi	Bisys	1,581
Apr-07	BNP Paribas	RBS International Securities Services	231
Feb-07	State Street	Investors Financial Services	4,459
Dec-06	BNP Paribas	Baloise-Holding, Custody and Fund Management Business	NA
Jun-06	Capita Financial Group	Sinclair Henderson	NA
Mar-06	Fortis	Hedge Funds Services (HFS)	NA
Feb-06	J.P. Morgan Securities	Paloma Partners, Middle And Back Office Operations	NA
Jul-05	The Carlyle Group	SS&C Technologies	1,008
Jul-05	Management Buyout	The Citco Group	NA
Feb-05	SS&C Technologies	Eisnerfast	25
Oct-03	SS&C Technologies	Amicorp Fund Services (Fund Administration)	2
Oct-03	TA Associates	GlobeOp Financial Services	NA
Oct-02	Bank of New York Mellon	International Fund Administration	NA

# Overview of Selected FT Partners Transactions

FT Partners is the Leader in Financial Technology Investment Banking

**FT Partners serves as the sole strategic advisor to some of the most prominent financial technology companies**

**FT Partners has deep experience in the Securities and Capital Markets Technology Sector**

Financial Technology Partners LP  
FTP Securities LLC

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

**TORA**  
TECHNOLOGY. TRADING. LIQUIDITY.™

in its minority capital raise with

**Goldman Sachs**

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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

**INSTINET.**

in its acquisition of substantially all the business and assets of

**TORC**  
FINANCIAL

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**FTEN**  
Access. Speed. Control.

In its Series B financing with

**Merrill Lynch** **CREDIT SUISSE**

**J.P.Morgan** **Goldman Sachs**

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

**WOMBAT**  
FINANCIAL SOFTWARE

In its sale to

**NYSE Euronext.**

for total consideration of approximately  
**\$ 225,000,000**

**FINANCIAL TECHNOLOGY PARTNERS**

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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

**liquidnet.**

In its financing agreement with

**TCV** **SUMMIT PARTNERS**

for total consideration of approximately  
**\$ 250,000,000**

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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

**ATD**  
Automated Trading Desk, LLC

in its sale to

**citi**

for cash and stock consideration of approximately  
**\$ 680,000,000**

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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

**ITG**  
INVESTMENT TECHNOLOGY GROUP

in its acquisition of

**macgregor**

for cash consideration of approximately  
**\$ 230,000,000**

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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

**SOUNDVIEW**  
TECHNOLOGY GROUP™

in its sale to

**charles SCHWAB**

for cash consideration of approximately  
**\$ 345,000,000**

**FINANCIAL TECHNOLOGY PARTNERS**

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## 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:
  - **Financing Dealmaker of the Year** (2008)
  - **Dealmaker of the Year** (2007 and 2009)
  - **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 **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



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

#### **Selected Transactions:**

- The \$680 million sale of ATD to Citigroup
- The \$250 million minority capital raise for Liquidnet
- The minority capital raise for Tora Holdings with Goldman Sachs
- The \$35 million capital raise for MarketAxess
- The \$200 million sale of Wombat Financial Software to NYSE Euronext
- The \$230 million cash acquisition of The MacGregor Group by Investment Technology Group
- The sale of 35% minority interest in Forex Capital Markets (FXCM)
- The \$125 million sale of LatentZero to Fidessa
- The acquisition of TORC Financial by Instinet