



**FINANCIAL TECHNOLOGY PARTNERS ADVISES PROPAY ON ITS
STRATEGIC SALE TO TOTAL SYSTEMS SERVICES (“TSYS”)**

*Transaction Represents Another Stellar Outcome for FT Partners’ Clients in the
Payment Processing Transaction, Solidifying FT Partners as Clear Leader in the Sector*

San Francisco, November 15, 2012 – Financial Technology Partners LP and FTP Securities LLC (together, “FT Partners”), are pleased to announce the signing of another highly successful landmark transaction in the payments and financial technology sector, serving as sole strategic and financial advisor to ProPay, Inc. (“ProPay” or the “Company”) and its Board on its proposed sale to Total Systems Services (“TSYS”).

ProPay is a privately held merchant acquirer based in Lehi, Utah. The Company has amassed approximately 250,000 merchant organizations ranging from small, home based entrepreneurs to multi-billion dollar enterprises. The acquisition positions TSYS to capitalize on the explosive growth of mobile payments and more effectively compete in the small and micromerchant segment. The transaction positions ProPay to pursue additional growth opportunities and further scale the business by leveraging TSYS’ strategic relationships, processing capabilities and expertise in the sector. Upon closing, ProPay will become a subsidiary of TSYS and maintain its location in Lehi, Utah.

The transaction underscores FT Partners’ prominence in the payment technology space for more than a decade, having represented the foremost leaders in the sector such as ProPay, Mercury Payment Systems, YapStone, Central Payment, Merchant Warehouse, VeriFone, FleetOne, EDC, Custom House, Solveras, Verus, Lynk Systems (aka WorldPay US) and many others in highly successful transactions.

"ProPay is delighted with this transaction and with the dedication, teamwork and overall value added by the entire FT Partners team," said Gary Goodrich, ProPay CEO. "FT Partners over delivered on every dimension of our expectations and they have our highest praises. I would recommend them to any CEO or Board in the industry."

"We couldn't be more thrilled with this outcome for the ProPay team," said Steve McLaughlin, Managing Partner of Financial Technology Partners. "Gary and the entire ProPay management team created a truly disruptive technology and business and the partnership with TSYS will enable them to realize the full potential of the platform."

"The depth of expertise and level of commitment of the entire FT Partners team was tremendous," said Greg Pesci, ProPay President and COO. "While Steve was extremely integral and involved throughout the entire process, the depth of the rest of the team was equally strong. Their tireless dedication, knowledge of the payments space, and excellent work were truly remarkable."

"We sincerely enjoyed working with Steve McLaughlin and the FT Partners' team. Throughout this process Steve has earned my trust and respect as a consummate dealmaker. I appreciate the way he continually assessed our goals and worked tirelessly bringing them to fruition," said Steve Houghton, Chairman and Co-Founder of ProPay. "He and his team were extremely dedicated throughout the entire process -- our board is very pleased with the value they delivered."

FT Partners was named “Boutique Investment Bank of the Year” in December 2011 for providing outstanding advisory services and achieving exceptional results for its clients. Its representation of Mercury Payment Systems in its investment by Silver Lake Partners, previously recognized as “Deal of the Year” in 2010, was also named a finalist for “Deal of the Decade”.

Selected FT Partners Transactions:

- \$1.3 billion growth recapitalization of AmWINS by New Mountain Capital
- \$700 mm sale of ATD to Citigroup
- \$238 million capital raise for SquareTrade by Bain Capital
- YapStone’s \$50 million minority investment led by Accel Partners
- Mercury Payment Systems’ approximately 60% strategic investment by Silver Lake
- \$370 million sale of Custom House to Western Union
- \$525 million sale of Lynk to The Royal Bank of Scotland
- \$325 million cash sale of Verus Financial Management to Sage Group PLC
- Central Payment on its recapitalization and strategic investment by TSYS
- Merchant Warehouse’s significant growth equity investment by Parthenon
- \$177 million Initial Public Offering for VeriFone
- \$292 million debt recapitalization for VeriFone
- \$300 million acquisition of iPay Technologies by Jack Henry
- \$60.5 million acquisition of Goldleaf Financial by Jack Henry
- \$245 million cash sale of Corillian Corp to CheckFree
- \$42.5 million sale of Alogent to Goldleaf Financial

About Financial Technology Partners LP and FTP Securities LLC

FT Partners is the only investment banking firm focused exclusively on providing strategic and financial advisory services to clients and CEOs in the dynamic global financial services and technology sector. The firm offers strategic advisory services in mission-critical transactions including mergers, acquisitions, IPOs, LBOs, refinancings, recapitalizations, joint ventures and private capital raisings. FT Partners’ Managing Partner, Steve McLaughlin, formerly was a senior investment banker in Goldman, Sachs & Co.’s (NYSE: GS) Financial Technology Group and was the senior investment banker in the Financial Institutions Group in San Francisco before leaving the firm to form FT Partners in late 2001. San Francisco-based FT Partners is comprised of a senior team of experienced investment bankers formerly with Goldman Sachs’ financial technology, financial services, M&A, corporate finance and investment banking groups. Any securities related transactions contemplated by or acted upon hereunder are conducted by FTP Securities LLC, a FINRA broker-dealer and a wholly owned subsidiary of Financial Technology Partners LP. For additional information, please visit www.ftpartners.com.

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