

# FINANCIAL TECHNOLOGY & INFORMATION

## 2009 Key Highlights

- The largest transaction for 2009 was Fidelity National Information Services Inc. a subsidiary of Fidelity National Financial, Inc. who acquired Metavante Technologies, Inc. for \$2.89 billion.
- The most active buyer in Financial Technology & Information in terms of volume of transactions either purchased direct or through partner or affiliated business announced for 2009 with 4 transactions to their credit was The Carlyle Group.
- Financially sponsored transactions represented 26 transactions which equates to 15 percent of the total volume and \$1.84 billion, 18 percent of the value for 2009.

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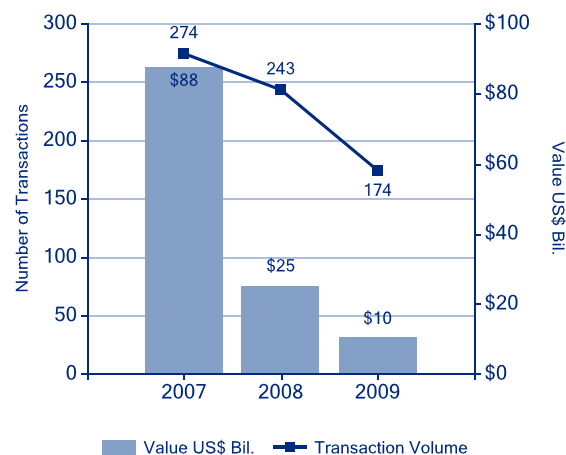
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### M&A Market Dynamics



**Figure 1.** 2007 - 2009 value and volume comparison

## 2009 VS 2008 Key Trends

- Total transaction volume in 2009 decreased by 28 percent over 2008 from 243 in 2008 to 174 in 2009.
- Total transaction value in 2009 decreased by 59 percent over 2008, from \$25.29 billion in 2008 to \$10.30 billion in 2009.
- The segment with largest increase in value in 2009 over 2008 was Payments with a 98 percent increase from \$2.87 billion in 2008 to \$5.68 billion in 2009.

## M&A MARKET OVERVIEW

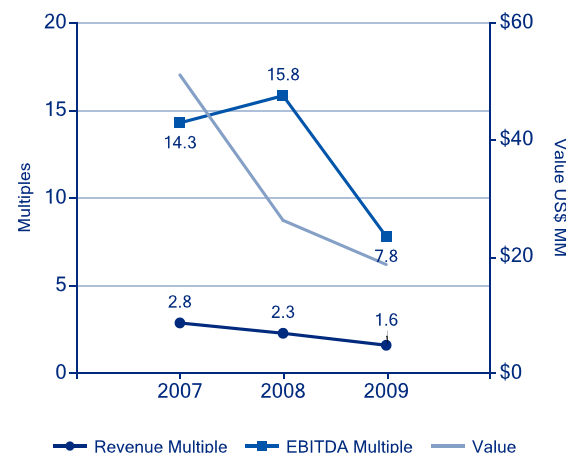
Out of 691 transactions tracked by Berkery Noyes between 2007 and 2009 we determined the aggregate transaction values paid for transactions, where the values of 287 were disclosed (known), to be \$109.00 billion. Based on known transaction values, using a histogram on a logarithmic scale, we project values of 404 undisclosed (unknown) transactions to be \$11.90 billion for a combined total of \$120.90 billion worth of transactions tracked over the past three years.

The most active buyer in Financial Technology & Information in terms of volume either purchased direct or through partner or affiliated business between 2007 and 2009 with 12 transactions was SunGard Data Systems Inc.

Berkery Noyes determined that the nearly one-third of companies sold between 2007 and 2009 received transaction values between \$7 million to \$33 million,

Out of 691 transactions tracked by Berkery Noyes between 2007 and 2009 we found that financially sponsored transactions accounted for 14 percent or 98 transactions and greater than 31 percent or \$37.84 billion worth of financially sponsored transactions.

### Median Enterprise Value Multiples

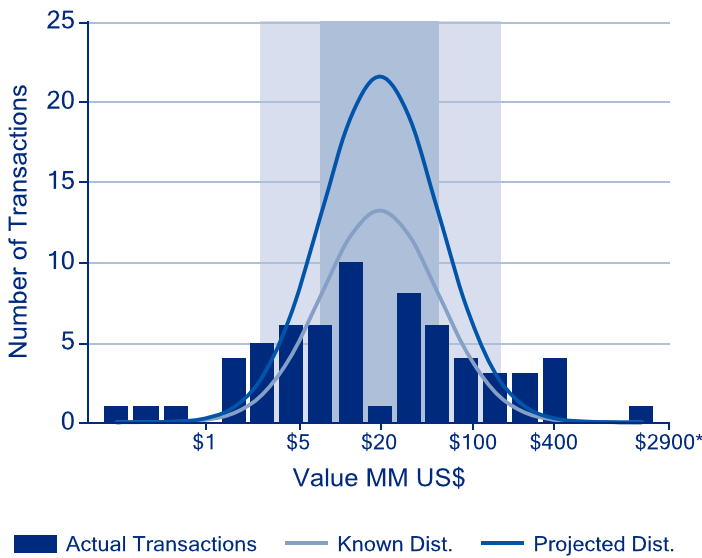


**Figure 2.** 2007 - 2009 median: Value, Revenue, EBITDA comparison.

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## Bell Curve - Histogram



**Figure 3.** Shows distribution of transactions among Financial Technology & Information industry transactions based on publicly available information and Berkery Noyes estimates. Using a logarithmic scale, we determined that the middle 3rd of companies purchased had transaction values of \$4.5 million to \$33.1 million. Based on these data, we estimate the total transaction value of deals done from Jan. 1 to Dec. 31, 2009 at \$10.3 billion.

\* Indicates largest transaction in the industry from Jan. 1, 2009 to Dec. 31, 2009

## Distribution Table

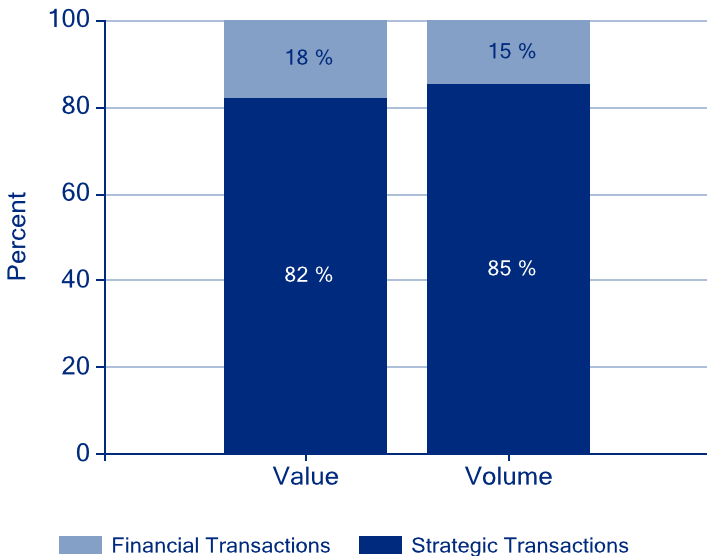
Value in MM US\$	Known Number	Projected Number	Total Number	%	Cumulative %
\$0.2	1	0	1	2 %	2 %
\$0.4	1	0	1	2 %	3 %
\$0.6	1	0	1	2 %	5 %
\$1.0	0	0	0	0 %	5 %
\$1.6	4	1	4	6 %	11 %
\$2.7	5	3	7	8 %	18 %
\$4.5	6	7	12	9 %	27 %
\$7.4	6	13	18	9 %	36 %
\$12.2	10	19	28	15 %	52 %
\$20.1	1	22	22	2 %	53 %
\$33.1	8	19	27	12 %	65 %
\$54.6	6	13	19	9 %	74 %
\$90.0	4	7	11	6 %	80 %
\$148.4	3	3	5	5 %	85 %
\$244.7	3	1	3	5 %	89 %
\$403.4	4	0	4	6 %	95 %
\$665.1	0	0	0	0 %	95 %
\$1,096.6	0	0	0	0 %	95 %
\$1,808.0	1	0	1	2 %	97 %
<b>Total #</b>	<b>66</b>	<b>108</b>	<b>174</b>		
<b>Total \$ Value</b>	<b>\$8,107</b>	<b>\$2,195</b>	<b>\$10,302</b>		

■ Middle 3rd of Industry ■ Middle 2/3rds of Industry

**Figure 4.** Represents data in the bell curve-histogram, including both actual and projected acquisition values.

## STRATEGIC VS FINANCIAL COMPARISON

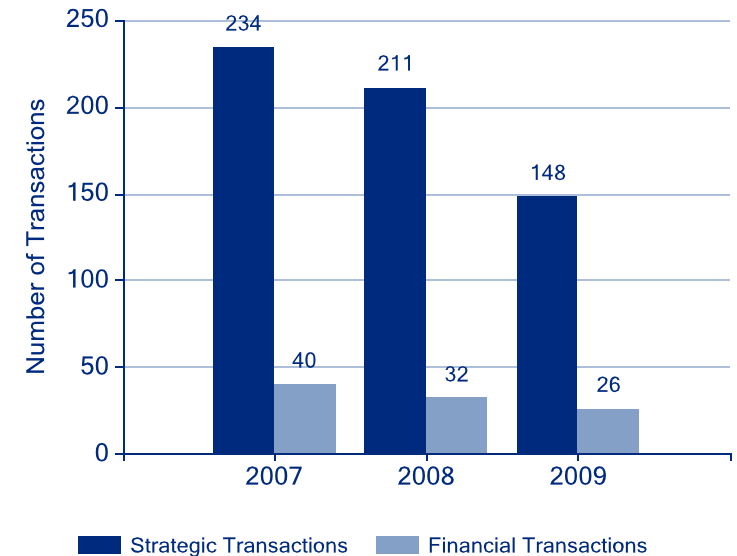
### M&A Dynamics By Transaction Type



**Figure 5.** Out of 174 transactions tracked by Berkery Noyes in 2009 we found that financially sponsored transactions accounted for 15 percent of the volume or 26 transactions and greater than 18 percent of the value or \$1.84 billion.

**note:** financially sponsored transactions include PE-backed strategic acquisitions.

### Transaction Type



**Figure 6.** Financially sponsored transactions represented 15 percent of the volume and 18 percent of the value for 2009 as opposed to 13 percent of the volume and 15 percent of the value for 2008.

Top Ten Notable Transactions 2009

Deal Date	Target Name	Buyer	Value MM US\$
04/01/09	Metavante Technologies, Inc.	Fidelity National Information Services Inc.	\$2,894
01/08/09	thinkerswim, Inc.	TD Ameritrade Holding Corporation	\$581
03/27/09	Payment Processing Unit from Fifth Third Bancorp	Advent International Corporation	\$561
07/22/09	Bankrate, Inc.	Apax Partners	\$546
09/25/09	easycash Beteiligungen GmbH	Ingenico SA	\$403
05/07/09	Custom House, Ltd.	The Western Union Company	\$371
11/18/09	Revolution Money	American Express Company	\$300
10/28/09	ORIX Securities Coporation	Monex Group, Inc.	\$275
02/25/09	Money Transfer Business from FEXCO	The Western Union Company	\$244
08/26/09	Independent Specialist Technology (UK) Ltd	Lloyds TSB Development Capital	\$186
2009 Aggregate Transaction Value			\$10,302
Top 10 Aggregate Transaction Value			\$6,362
<b>Top 10 Aggregate Value as a Percentage of All Transactions</b>			<b>62 %</b>

Figure 7. Lists the top ten transactions for 2009 and calculates their aggregate transaction value as a percentage of the 2009 total aggregate transaction value as shown on Figure 1 & 4.

note: Transactions data based on announced date.

Median EV/Revenue Multiples By Size

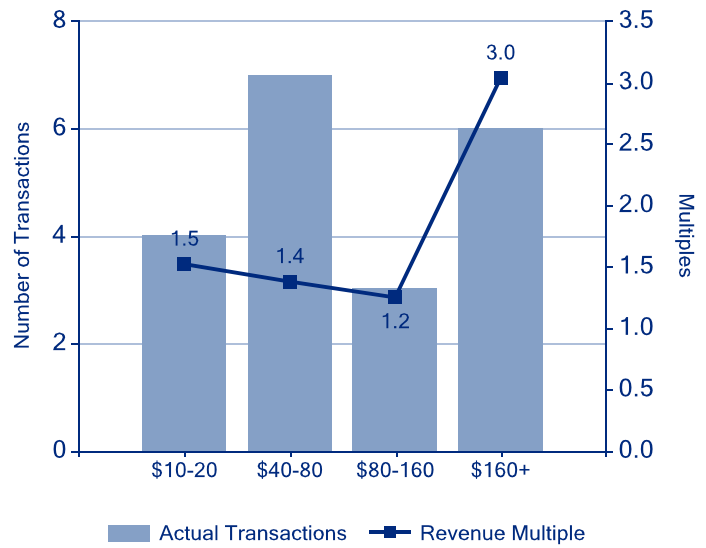


Figure 8. Presents the median enterprise value/revenue multiples paid for financial technology & information companies during 2009 based on publicly available sales price and revenue data. The vertical axis shows the number of transactions. The horizontal axis shows enterprise value ranges. The line graph represents the median enterprise value/revenue multiple in each size range of announced transactions.

note: This chart is an amalgam of all the market segments that we track. Individual market segments vary and may have higher or lower median multiples.

NUMBER OF TRANSACTIONS | January 1, 2007 - December 31, 2009

Transactions By Market Segment

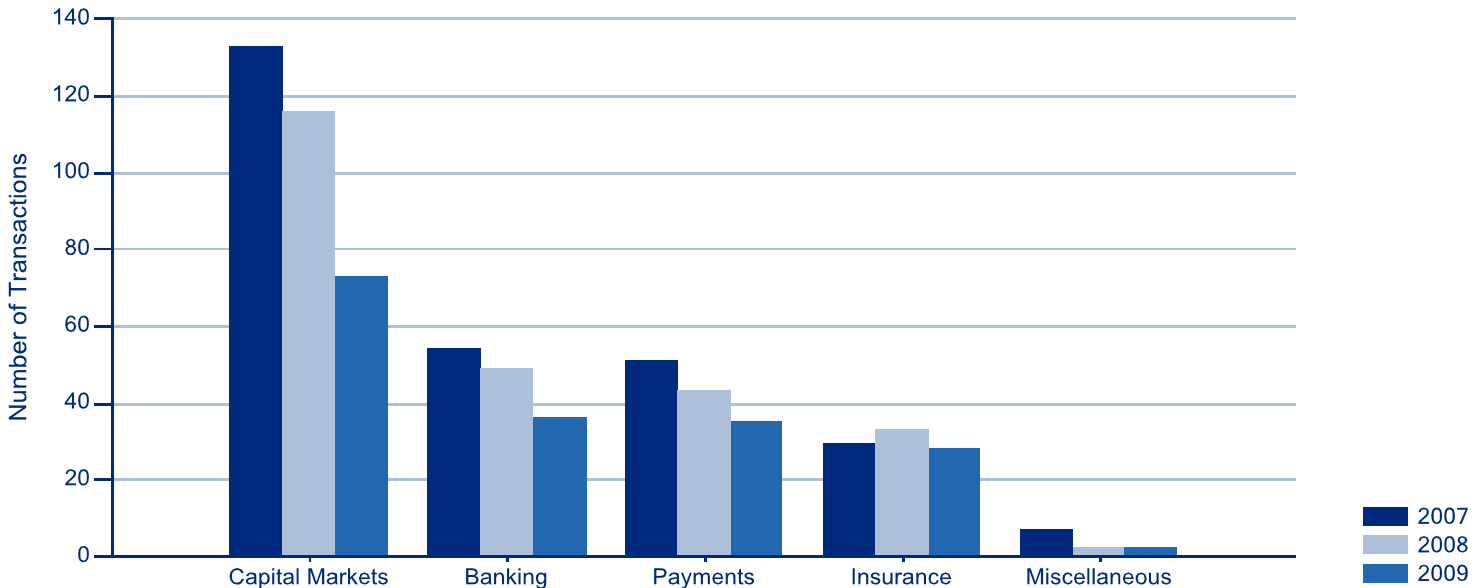


Figure 9. Presents the transaction volume by market segment for 2007 - 2009.

## About Berkery Noyes

Founded in 1980, Berkery Noyes is the leading independent investment bank specializing in the information content and technology industries. The firm has initiated, managed and closed more than 400 merger and acquisition transactions for privately held and publicly traded companies in the business, technology, education, health, financial and legal information segments. Berkery Noyes is unique among investment banking firms in that we combine truly independent strategic research and industry intelligence with senior information technology banking expertise. With no equity fund or brokerage business to manage, our partners and investment banking professionals are one hundred percent focused on M&A advisory services. Berkery Noyes employs over 30 individuals with deep industry knowledge and experience who strive to exceed our clients' expectations by maximizing the full value of their information technology and content assets.

All charts in this report are based on data gathered by Berkery Noyes. All transaction statistics are based on announcement date. The most current information is available in our Weekly Deal Report which can be accessed via our website at [www.berkerynoyes.com](http://www.berkerynoyes.com). Click on the "Publications" tab to sign up.

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### PETER OGNIBENE | Managing Director

Peter has 20 years of media and investment banking experience. Since joining Berkery Noyes in 1996, Peter has managed more than 60 sell-side and buy-side transactions in the financial, legal & regulatory technology and content markets. Notable transactions include: the sale of Asset Control to Fidelity Ventures, Discovery Cracker to Wolters Kluwer, NameProtect to Corporation Services Company, Sheshunoff Information Services to Alex Information and Highline Data; Thomson Corporation's divestiture of Institutional Shareholder Services to Proxy Monitor, Thomson Financial Insurance Solutions to Fitch Ratings, and Wolters Kluwer Corporate & Financial Services in its acquisition of PCi Corporation.

### DICK O'DONNELL | Managing Director

For the past 35 years Dick has served several of America's leading corporations and professional firms (General Electric, American Express, Crane Company, Lehman Brothers, Mellon Financial, Allied Chemical and KPMG Peat Marwick). Business roles have included COO, CFO, CAO, Corporate Controller, Corporate Treasurer, Chief Strategic Officer, Corporate Audit Head, Director of Operations, Head of Securities Broker Dealer and Investment Advisor. He has led numerous corporate M&A transactions and financings over his career.

### JOHN GUZZO | Managing Director

John Guzzo is a Managing Director of Berkery Noyes, specializing in the Financial Services group. He was named to that position in December 2009 after joining the firm as Vice President in 2005. He previously spent eleven years in investment banking and financial services at Giuliani Capital Advisors (formerly Ernst & Young Corporate Finance) and Ernst & Young. In addition to his investment banking background, John has also performed tax due diligence and structuring of merger and acquisitions transactions within the Financial Services industry. During his tenure at Berkery Noyes, John has worked on several notable transactions, including the sale of UpToDate to Wolters Kluwer and the recapitalization of Asset Control by Fidelity Ventures among many others. John is a Certified Public Accountant, holds Series 7 and 63 Licenses, and received his MBA from Columbia Business School.

### JOSEPH BERKERY | Chief Executive Officer

### JOHN SHEA | Chief Operating Officer

## FOOTNOTES

### Market Segments

Market Segment	Description
Banking	Banking Processing,Debt Collection/Accts Receivable/Accts Payable,Retirement Products, Wealth Management,Mortgage,Lending,Risk Mgmt, Compliance, Fraud Prevention,Consumer or Professional Banking Content,Real Estate Valuation
Capital Markets	Financial Data,Investment Research/News/Pricing,Trade Risk,Algo Trading,Security Processing,Instrument Info Services
Insurance	Policy Management and Administration,Underwriting Administration,Claims Management,Analytics and Decision Tools,Consumer Information,Professional Information,Agency Management,Investor Offering,Misc Insurance
Miscellaneous	Information & Technology Catering to Financial Services Firms
Payments	Credit Card Issuer,Money Transfers,Stored Value Cards,Internet Payments,Mobile Payments,Credit Information,Counter-Party Information,Trade Credit

Figure 10. Represents what types of financial technology & information transactions are included in Figure 9.

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