



FINANCIAL TECHNOLOGY AND INFORMATION INDUSTRY

FULL YEAR 2012 :: Mergers and Acquisitions Trend Report

2012 KEY HIGHLIGHTS

- IntercontinentalExchange's announced acquisition of NYSE Euronext for \$10.19 billion was the largest industry transaction during 2012.
- There were 47 financially sponsored transactions with an aggregate value of \$4.86 billion, representing 16 percent of the total volume and 16 percent of the total value, respectively.

2012 KEY TRENDS

- Total transaction volume in 2012 increased by seven percent over 2011, from 282 to 302.
- Total transaction value in 2012 increased by 52 percent over 2011, from \$19.84 billion to \$30.23 billion. This was primarily due to IntercontinentalExchange's announced acquisition of NYSE Euronext in 2012. Deutsche Börse Group had originally planned to merge with NYSE Euronext back in 2011.
- The median revenue multiple improved from 2.6x in 2011 to 2.9x in 2012. The median EBITDA multiple rose from 11.5x to 11.9x.
- The segment with the largest increase in volume in 2012 over 2011 was Payments with a 47 percent increase, from 66 to 97 transactions. Payments represented 32 percent of the industry's aggregate transaction volume in 2012, compared to 23 percent in 2011.

M&A MARKET OVERVIEW

Berkery Noyes tracked 865 transactions between 2010 and 2012, of which 338 disclosed financial terms, and calculated the aggregate transaction value to be \$61.03 billion. Based on known transaction values, we project values of 527 undisclosed transactions to be \$10.42 billion, totaling \$71.45 billion worth of transactions tracked over the past three years.

Disclosed median enterprise value multiples for all segments combined in this report during the last 36 months were 2.5x revenue and 12.3x EBITDA.

Based on volume, the most active market segment that Berkery Noyes tracked between 2010 and 2012 was Capital Markets with 293 transactions.

M&A Market Dynamics

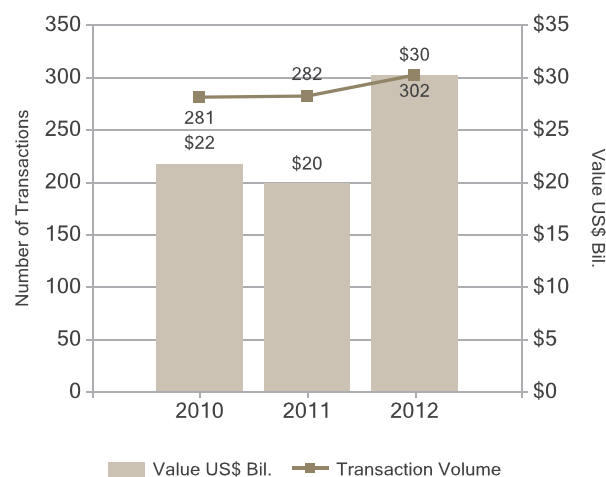


Figure 1. 2010-2012 value and volume comparison.

Median Enterprise Value Multiples

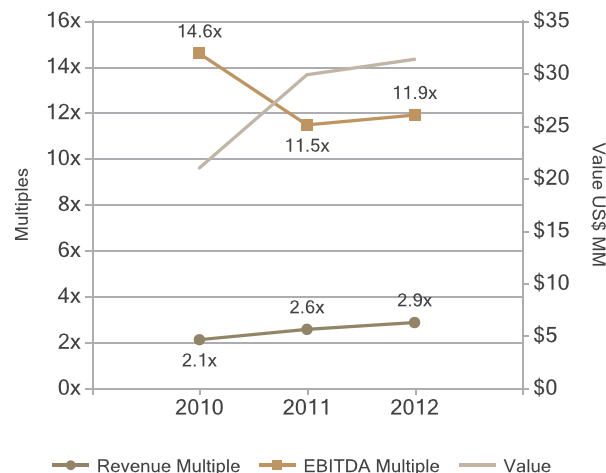


Figure 2. 2010-2012 median value, revenue, EBITDA comparison.

Transaction Analysis :: January 1, 2012 – December 31, 2012

Bell Curve - Histogram

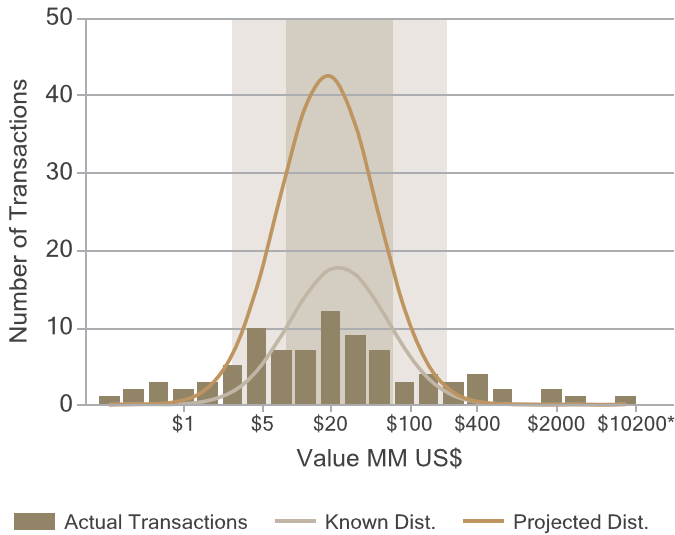


Figure 3. Shows distribution of transactions among the Financial Technology & Information Industry transactions based on publicly available information and Berkery Noyes estimates. Using a logarithmic scale, we determined that nearly one-third of companies purchased had transaction values of \$7.4 million to \$33.1 million. Based on this data, we estimate the total transaction value of deals done from Jan. 1 to Dec. 31, 2012 at \$30.2 billion.

* Indicates largest transaction in the industry from Jan. 1, 2012 to Dec. 31, 2012.

Distribution Table

Value in MM US\$	Known Number	Projected Number	Total Number	%	Cumulative %
\$0.2	1	0	1	1 %	1 %
\$0.4	2	0	2	2 %	3 %
\$0.6	3	0	3	3 %	7 %
\$1.0	2	1	2	2 %	9 %
\$1.6	3	2	5	3 %	12 %
\$2.7	5	7	11	6 %	18 %
\$4.5	10	15	25	11 %	29 %
\$7.4	7	27	34	8 %	37 %
\$12.2	7	39	45	8 %	45 %
\$20.1	12	42	54	13 %	58 %
\$33.1	9	36	45	10 %	69 %
\$54.6	7	24	31	8 %	76 %
\$90.0	3	13	15	3 %	80 %
\$148.4	4	5	9	4 %	84 %
\$244.7	3	2	4	3 %	88 %
\$403.4	4	0	4	4 %	92 %
\$665.1	2	0	2	2 %	94 %
\$1,096.6	0	0	0	0 %	94 %
\$1,808.0	2	0	2	2 %	97 %
\$2,981.0	1	0	1	1 %	98 %
\$4,914.8	0	0	0	0 %	98 %
\$8,103.1	1	0	1	1 %	99 %
Total #	89	213	302		
Total \$ Value	\$26,218	\$4,014	\$30,232		
Middle 3rd of Industry		Middle 2/3rds of Industry			

Figure 4. Presents the data depicted in the bell curve histogram.

Note: The projected number column is rounded as a result of the projection and may produce insignificant errors in the total sum.

Strategic vs. Financial Comparison

M&A Dynamics By Transaction Type

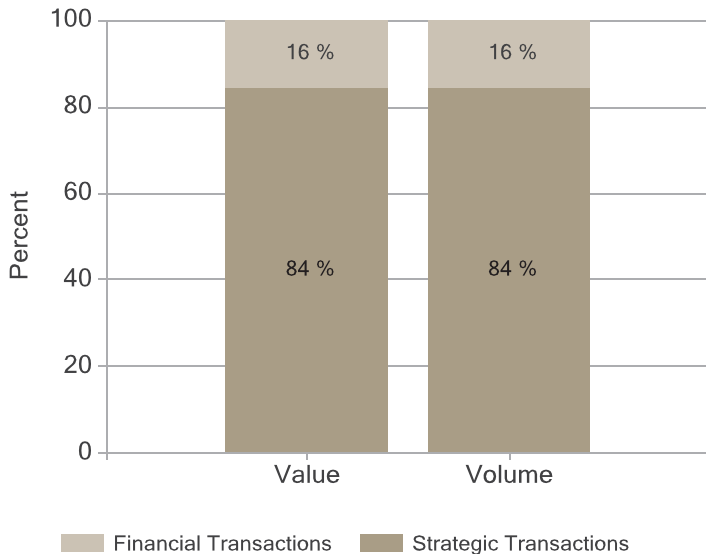


Figure 5. 2012 value and volume comparison by acquirer type.

Note: Financial transactions are those financed by private equity, venture capital, and other investment firms. This includes acquisitions by portfolio companies of the investment firms.

Transaction Type

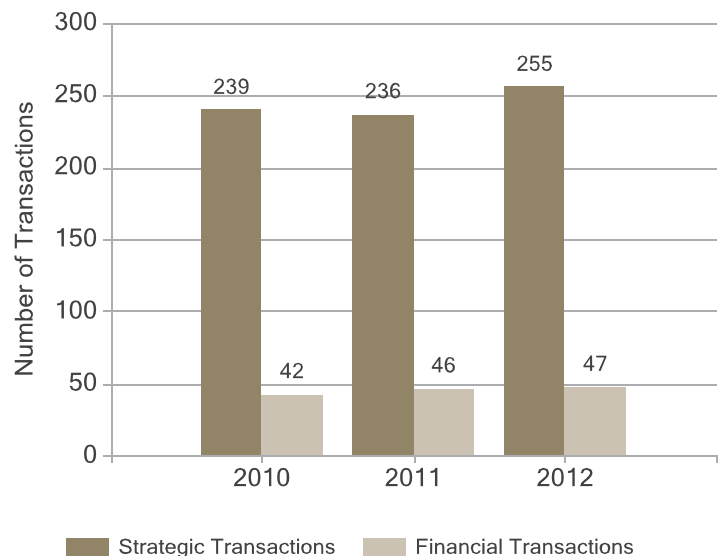


Figure 6. 2010-2012 acquirer type comparison by year.

Purchaser Analysis

Top Ten Notable Transactions 2012

Deal Date	Target Name	Buyer	Value MM US\$
12/20/12	NYSE Euronext	IntercontinentalExchange	\$10,189
05/22/12	Ariba, Inc.	SAP America, Inc.	\$4,402
06/18/12	London Metal Exchange	Hong Kong Exchanges and Clearing Limited	\$2,174
03/19/12	Misys plc	Turaz	\$2,018
02/14/12	Talaris Ltd.	Glory Ltd.	\$1,021
12/03/12	CSC Credit Services	Equifax, Inc.	\$1,000
07/02/12	Merchant e-Solutions, Inc.	Cielo S.A.	\$614
07/09/12	FXall	Thomson Reuters	\$557
08/15/12	Accelerated Payment Technologies	Global Payments, Inc.	\$413
08/09/12	Argus Information & Advisory Services, LLC	Verisk Analytics, Inc.	\$405
2012 Aggregate Transaction Value			\$30,232
Top 10 Aggregate Transaction Value			\$22,793
Top 10 Aggregate Value as a Percentage of All Transactions			75 %

Figure 7. Lists the top ten transactions for 2012 and calculates their aggregate transaction value as a percentage of the 2012 total aggregate transaction value as shown on Figure 1 & 4.

Note: Transaction data based on **announced date**. Deal value represents total consideration paid by the acquirer.

Median EV/Revenue Multiples By Size

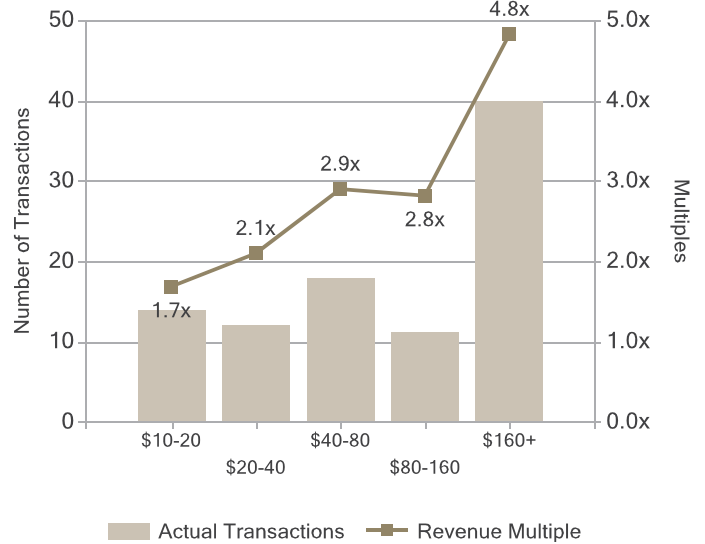


Figure 8. Presents the median enterprise value/revenue multiples paid for companies in the Financial Technology & Information Industry from Jan. 1, 2010 to Dec. 31, 2012 based on publicly available sales price and revenue data.

Transaction Volume by Segment :: January 1, 2010 – December 31, 2012

Transactions By Market Segment

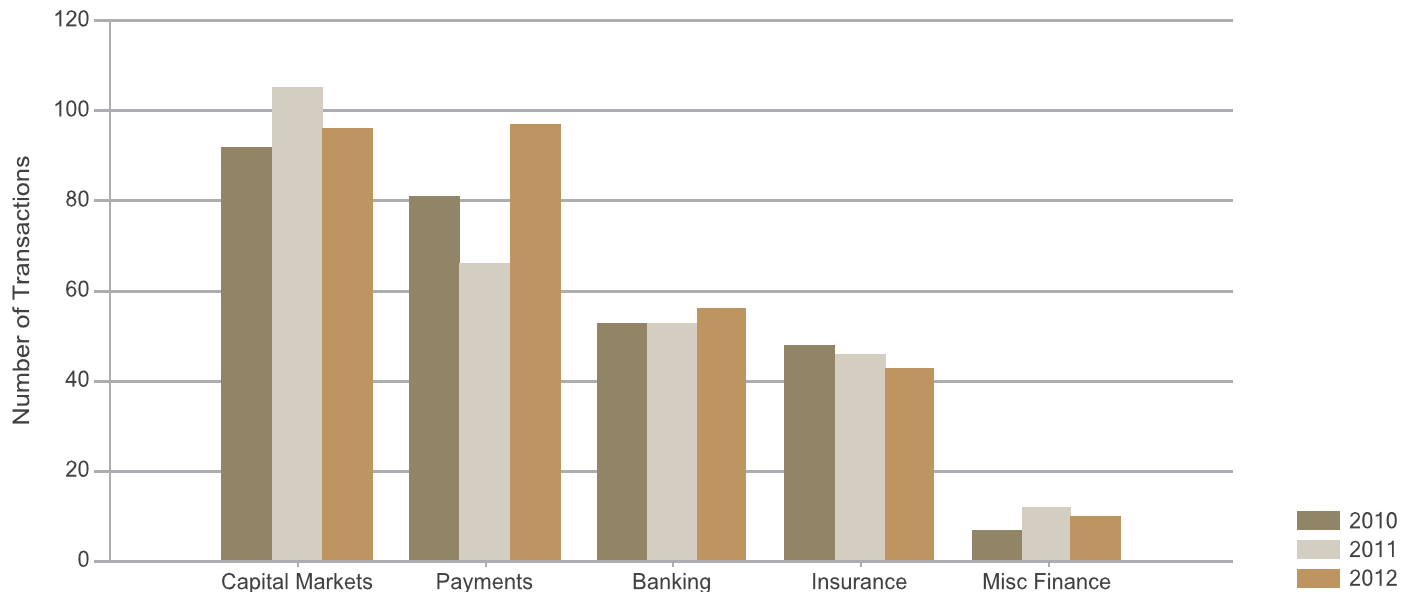


Figure 9. Presents the transaction volume by market segment within the Financial Technology & Information Industry from Jan. 1, 2010 through Dec. 31, 2012.

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The DNA of M&A

All charts in this report are based on data gathered by Berkery Noyes' research department. All time period statistics are based on the transaction announcement date.

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Taylor

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