

**Deal of the Week: Fidelity National Information Services to Buy Worldpay for \$35B**

Announcement Date	<ul style="list-style-type: none"> <li>March 18, 2019</li> </ul>	
Acquirer	<ul style="list-style-type: none"> <li>Fidelity National Information Services, Inc. (NYSE: FIS)</li> </ul>	
Acquirer Description	<ul style="list-style-type: none"> <li>International provider of financial services technology and outsourcing services</li> <li>Provides payment processing and banking software, services and outsourcing of the associated technology</li> <li>Founded in 1968 and headquartered in Jacksonville, FL</li> </ul>	
Acquirer Financial Statistics	<ul style="list-style-type: none"> <li>Mkt Cap: \$35.0 billion</li> <li>EV: \$43.5 billion</li> <li>LTM Revenue: \$8.4 billion</li> </ul>	<ul style="list-style-type: none"> <li>LTM EBITDA: \$2.4 billion</li> <li>LTM EV / Revenue: 5.2x</li> <li>LTM EV / EBITDA: 18.2x</li> </ul>
Target Company	<ul style="list-style-type: none"> <li>Worldpay, Inc. (NYSE: WP)</li> </ul>	
Target Description	<ul style="list-style-type: none"> <li>Global provider of electronic payment processing services to merchants and financial institutions</li> <li>Founded in 2009 and headquartered in Cincinnati, OH</li> </ul>	
Target Financial Statistics	<ul style="list-style-type: none"> <li>Mkt Cap: \$33.7 billion</li> <li>EV: \$37.7 billion</li> <li>LTM Revenue: \$3.9 billion</li> </ul>	<ul style="list-style-type: none"> <li>LTM EBITDA: \$1.6 billion</li> <li>LTM EV / Revenue: 9.6x</li> <li>LTM EV / EBITDA: 24.3x</li> </ul>
Acquirer Advisor(s)	<ul style="list-style-type: none"> <li>Centerview Partners and Goldman Sachs</li> </ul>	
Target Advisor(s)	<ul style="list-style-type: none"> <li>Credit Suisse</li> </ul>	
Price / Consideration	<ul style="list-style-type: none"> <li>\$35 billion</li> </ul>	<ul style="list-style-type: none"> <li>Cash and stock</li> </ul>
Rationale	<ul style="list-style-type: none"> <li>The companies have complementary solutions and services encompassing financial institution issuer services, network and merchant services including global leadership in eCommerce, as well as loyalty and fraud solutions</li> <li>Clients will benefit from combined omni-channel payment and multi-currency capabilities, robust risk and fraud solutions and advanced data analytics</li> <li>The companies expect organic revenue growth of 6 – 9% through 2021, in conjunction with \$700 million of total EBITDA synergies from the combination of revenue and expense opportunities over the next three years</li> <li>The combined company will have pro forma 2018 annual revenue and adjusted EBITDA of approximately \$12.3 billion and \$4.9 billion, respectively. FIS anticipates retaining its investment grade credit ratings, reducing leverage to approximately 2.7x in 12 to 18 months and continuing to grow its dividend supported by robust free cash flow</li> <li>“Scale matters in our rapidly changing industry,” stated Gary Norcross, chairman, president and chief executive officer, FIS. “Upon closing later this year, our two powerhouse organizations will combine forces to offer a customer-driven combination of scale, global presence and the industry’s broadest range of global financial solutions. As a combined organization, we will bring the most modern solutions targeted at the highest growth markets.”</li> </ul>	
Deal Points	<ul style="list-style-type: none"> <li>Worldpay shareholders will be entitled to receive 0.9287 FIS shares and \$11.00 in cash for each share of Worldpay, valuing the company at \$112.12 per share, a premium of about 14% to its Friday close</li> <li>Upon closing, FIS shareholders will own ~53% and Worldpay shareholders will own ~47% of the combined company</li> <li>Stock and cash combination values Worldpay at an enterprise value of ~\$43 billion, including assumption of Worldpay debt, which FIS expects to refinance</li> </ul>	