

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or Section 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): March 26, 2018

**FINTECH ACQUISITION CORP. II**

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of  
incorporation or organization)

001-37986

(Commission File Number)

47-4219082

(I.R.S. Employer  
Identification Number)

2929 Arch Street, Suite 1703  
Philadelphia, PA

(Address of principal executive offices)

19104

(Zip Code)

Registrant's telephone number, including area code: (215) 701-9555

**Not Applicable**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation to the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

## **Item 7.01 Regulation FD Disclosure.**

As previously announced, on December 19, 2017, FinTech Acquisition Corp. II (the “Company”) entered into an Agreement and Plan of Merger (the “Merger Agreement”) by and among the Company, FinTech II Merger Sub Inc., a direct wholly-owned subsidiary of the Company (“Merger Sub 1”), FinTech II Merger Sub 2 LLC, a direct wholly-owned subsidiary of the Company (“Merger Sub 2” and together with Merger Sub 1, the “Merger Subs”), Intermex Holdings II, Inc. (“Intermex”) and SPC Intermex Representative LLC (the “Representative”), which provides for the acquisition of Intermex by the Company pursuant to the proposed merger of Merger Sub 1 with and into Intermex with Intermex continuing as the initial surviving entity (the “First Merger”), immediately following which the initial surviving entity will be merged (the “Second Merger,” and together with the First Merger, the “Merger”) with and into Merger Sub 2, with Merger Sub 2 continuing as the surviving entity and a direct wholly owned subsidiary of the Company.

Attached hereto as Exhibit 99.1 and incorporated into this Item 7.01 by reference is an investor presentation that will be used by the Company in making presentations to certain existing and potential stockholders of the Company with respect to the Merger.

The information in this Item 7.01 (including Exhibit 99.1) is being furnished and shall not be deemed to be filed for purposes of Section 18 of the Securities and Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise be subject to the liabilities of that section, nor shall it be deemed to be incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act.

### **Additional Information About the Transaction and Where to Find It**

The Company will file with the SEC a Registration Statement on Form S-4, which will include a preliminary proxy statement/prospectus of the Company, in connection with the Merger and will mail a definitive proxy statement/prospectus and other relevant documents to its stockholders. The Company’s stockholders and other interested persons are advised to read, when available, the preliminary proxy statement/prospectus, and amendments thereto, and the definitive proxy statement/prospectus in connection with the Company’s solicitation of proxies for its stockholders’ meeting to be held to approve the Merger because the proxy statement/prospectus will contain important information about the Company, Intermex and the Merger. The definitive proxy statement/prospectus will be mailed to stockholders of the Company as of a record date to be established for voting on the Merger. Stockholders will also be able to obtain copies of the Registration Statement on Form S-4 and the proxy statement/prospectus, without charge, once available, at the SEC’s website at [www.sec.gov](http://www.sec.gov) or by directing a request to: FinTech Acquisition Corp. II, 2929 Arch Street, Suite 1703, Philadelphia, PA 19104, Attn: James J. McEntee, III.

### **Participants in Solicitation**

The Company and its directors and officers may be deemed participants in the solicitation of proxies of the Company’s stockholders with respect to the approval of the Merger. Information regarding the Company’s directors and officers and a description of their interests in the Company is contained in the Company’s annual report on Form 10-K for the fiscal year ended December 31, 2017, which was filed with the SEC, and will also be contained in the Registration Statement on Form S-4 and the definitive proxy statement/prospectus for the Merger when available. Each of these documents is, or will be, available at the SEC’s website or by directing a request to the Company as described above under “Additional Information About the Transaction and Where to Find It.”

In connection with the Merger, at any time prior to the special meeting to approve the Merger, certain existing Company stockholders, which may include certain of the Company’s officers, directors and other affiliates, may enter into transactions with stockholders and other persons with respect to the Company’s securities to provide such investors or other persons with incentives in connection with the approval and consummation of the Merger. While the exact nature of such incentives has not yet been determined, they might include, without limitation, arrangements to purchase shares from or sell shares to such investors and persons at nominal prices or prices other than fair market value. These stockholders will only effect such transactions when they are not then aware of any material nonpublic information regarding the Company, Intermex or their respective securities.

## Forward Looking Statements

This Current Report on Form 8-K contains "forward-looking statements" within the meaning of the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995. Forward-looking statements may be identified by the use of words such as "anticipate", "believe", "could", "continue", "expect", "estimate", "may", "plan", "outlook", "future" and "project" and other similar expressions that predict or indicate future events or trends or that are not statements of historical matters. These statements, which involve risks and uncertainties, relate to analyses and other information that are based on forecasts of future results and estimates of amounts not yet determinable and may also relate to our future prospects, developments and business strategies. In particular, such forward-looking statements include statements concerning the timing of the Merger; the business plans, objectives, expectations and intentions of the public company once the transaction is complete, and Intermex's estimated and future results of operations, business strategies, competitive position, industry environment and potential growth opportunities. These statements are based on the Company's or Intermex's management's current expectations and beliefs, as well as a number of assumptions concerning future events.

Such forward-looking statements are subject to known and unknown risks, uncertainties, assumptions and other important factors, many of which are outside the Company's or Intermex's control that could cause actual results to differ materially from the results discussed in the forward-looking statements. These risks, uncertainties, assumptions and other important factors include, but are not limited to, (1) the occurrence of any event, change or other circumstances that could give rise to the termination of the Merger Agreement; (2) the inability to complete the transactions contemplated by the Merger Agreement due to the failure to obtain approval of the stockholders of the Company or other conditions to closing in the Merger Agreement; (3) the ability of the public entity to meet NASDAQ's listing standards following the Merger; (4) the risk that the proposed transaction disrupts current plans and operations of Intermex as a result of the announcement and consummation of the Merger and related transactions; (5) the ability to recognize the anticipated benefits of the proposed business combination, which may be affected by, among other things, competition, the ability of the combined company to grow and manage growth profitably, maintain relationships with suppliers and agents and retain its management and key employees; (6) costs related to the proposed business combination; (7) changes in applicable laws or regulations; and (8) the possibility that Intermex may be adversely affected by other economic, business, regulatory and/or competitive factors. Additional factors that could cause actual results to differ materially from those expressed or implied in forward-looking statements can be found in the Company's most recent annual report on Form 10-K, subsequently filed quarterly reports on Form 10-Q and current reports on Form 8-K, which are available, free of charge, at the SEC's website at [www.sec.gov](http://www.sec.gov), and will also be provided in the Registration Statement on Form S-4 and the Company's proxy statement/prospectus when available. New risks and uncertainties arise from time to time, and it is impossible for us to predict these events or how they may affect us. You are cautioned not to place undue reliance upon any forward-looking statements, which speak only as of the date made, and the Company and Intermex undertake no obligation to update or revise the forward-looking statements, whether as a result of new information, future events or otherwise.

## Disclaimer

This communication shall neither constitute an offer to sell or the solicitation of an offer to buy any securities, nor shall there be any sale of securities in any jurisdiction in which the offer, solicitation or sale would be unlawful prior to the registration or qualification under the securities laws of any such jurisdiction.

## Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<b>Exhibit No.</b>	<b>Description</b>
99.1	<a href="#">Investor Presentation</a>

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**FINTECH ACQUISITION CORP. II**

Dated: March 26, 2018

By: /s/ James J. McEntee, III  
Name: James J. McEntee, III  
Title: Chief Financial Officer



# Investor Presentation

March 2018



CONFIDENTIAL

## Legal Disclaimers

This Investor Presentation contains "forward-looking statements" within the meaning of the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995. Forward-looking statements may be identified by the use of words such as "anticipate", "believe", "could", "continue", "expect", "estimate", "may", "plan", "outlook", "future" and "project" and other similar expressions that predict or indicate future events or trends or that are not statements of historical matters. These statements, which involve risks and uncertainties, relate to analyses and other information that are based on forecasts of future results and estimates of amounts not yet determinable and may also relate to our future prospects, developments and business strategies. In particular, such forward-looking statements include statements concerning the timing of the proposed merger (the "Merger") of Intermex Holdings II, Inc. with and into a direct wholly owned subsidiary of FinTech Acquisition Corp. II ("FNTE"); the business plans, objectives, expectations and intentions of the public company once the transaction is complete, and Intermex's estimated and future results of operations, business strategies, competitive position, industry environment and potential growth opportunities. These statements are based on FNTE's or Intermex's management's current expectations and beliefs, as well as a number of assumptions concerning future events. Such forward-looking statements are subject to known and unknown risks, uncertainties, assumptions and other important factors, many of which are outside FNTE's or Intermex's control that could cause actual results to differ materially from the results discussed in the forward-looking statements. You are cautioned not to place undue reliance upon any forward-looking statements, which speak only as of the date made, and FNTE and Intermex undertake no obligation to update or revise the forward-looking statements, whether as a result of new information, future events or otherwise.

FNTE will file with the SEC a Registration Statement on Form S-4, which will include a preliminary proxy statement/prospectus of FNTE, in connection with the Merger and will mail a definitive proxy statement/prospectus and other relevant documents to its stockholders. FNTE's stockholders and other interested persons are advised to read, when available, the preliminary proxy statement/prospectus, and amendments thereto, and the definitive proxy statement/prospectus in connection with FNTE's solicitation of proxies for its stockholders' meeting to be held to approve the Merger because the proxy statement/prospectus will contain important information about FNTE, Intermex and the Merger. The definitive proxy statement/prospectus will be mailed to stockholders of FNTE as of a record date to be established for voting on the Merger. Stockholders will also be able to obtain copies of the Registration Statement on Form S-4 and the proxy statement/prospectus, without charge, once available, at the SEC's website at [www.sec.gov](http://www.sec.gov) or by directing a request to: FinTech Acquisition Corp. II, 2929 Arch Street, Suite 1703, Philadelphia, PA 19104, Attn: James J. McEntee, III.

FNTE and its directors and officers may be deemed participants in the solicitation of proxies of FNTE's stockholders with respect to the approval of the Merger. Information regarding FNTE's directors and officers and a description of their interests in FNTE is contained in FNTE's annual report on Form 10-K for the fiscal year ended December 31, 2017, which was filed with the SEC, and will also be contained in the Registration Statement on Form S-4 and the definitive proxy statement/prospectus for the Merger when available. Each of these documents is, or will be, available at the SEC's website or by directing a request to FNTE as described above. In connection with the Merger, at any time prior to the special meeting to approve the Merger, certain existing FNTE stockholders, which may include certain of FNTE's officers, directors and other affiliates, may enter into transactions with stockholders and other persons with respect to FNTE's securities to provide such investors or other persons with incentives in connection with the approval and consummation of the Merger. While the exact nature of such incentives has not yet been determined, they might include, without limitation, arrangements to purchase shares from or sell shares to such investors and persons at nominal prices or prices other than fair market value. These stockholders will only effect such transactions when they are not then aware of any material nonpublic information regarding FNTE, Intermex or their respective securities.

The Intermex financial information provided in this Investor Presentation is unaudited.

# Transaction Overview

<b>TRANSACTION</b>	<ul style="list-style-type: none"><li>• FinTech Acquisition Corp. II ("FNTE"), a publicly-traded Special-Purpose Acquisition Company ("SPAC"), will merge with Intermex Holdings II, Inc. (dba "Intermex")</li><li>• Merged company will apply to continue the listing of its common stock on the NASDAQ</li><li>• Transaction is expected to close in the second quarter of 2018, pending Money Transfer License approvals</li></ul>
<b>VALUE</b>	<ul style="list-style-type: none"><li>• Transaction value: \$346.5 million total enterprise value<ul style="list-style-type: none"><li>• 10.4x 2017A Adjusted EBITDA of \$33.4 million <sup>(1)</sup></li><li>• 8.6x 2018P Adjusted EBITDA of \$40.1 million <sup>(1)</sup></li></ul></li></ul>
<b>CONSIDERATION &amp; POST-TRANSACTION OWNERSHIP</b>	<ul style="list-style-type: none"><li>• Intermex's current majority owner, Stella Point Capital, will maintain a substantial ownership position in the company</li><li>• Existing Intermex shareholders will receive:<ul style="list-style-type: none"><li>• Approximately \$92 million in cash</li><li>• \$166 million in FNTE common shares</li></ul></li><li>• FNTE's current public shareholders will continue to own 17.5 million FNTE shares</li></ul>
<b>POST-TRANSACTION MANAGEMENT &amp; BOARD</b>	<ul style="list-style-type: none"><li>• Intermex's management team will continue to operate the business, post-transaction</li><li>• The Intermex board of directors will expand to 8 members and become the board of FNTE, with FNTE stockholders selecting 1 board observer</li></ul>

(1) Adjusted EBITDA reflects add-backs for one-time, non-recurring items. Please see page 32 for more detail.

# Capitalization & Ownership<sup>(1)</sup>

(\$ in millions)

## Proposed Sources

Rollover Equity	\$166.0
FinTech Acquisition Corp Equity	176.2 <sup>(2)</sup>
<b>Total Sources</b>	<b>\$342.2</b>

## Proposed Uses

Stock Consideration	\$166.0
Cash Consideration to Seller	92.0
Cash to Balance Sheet	62.9
Estimated Transaction Costs	21.3
<b>Total Uses</b>	<b>\$342.2</b>

## Pro Forma Capitalization at Closing

Cash <sup>(3)</sup>	\$122.1
Revolving Credit Facility	20.0
Term Loan	91.4
<b>Total Debt</b>	<b>\$111.4</b>
<b>Implied Market Capitalization<sup>(4)</sup></b>	<b>\$357.1</b>
<b>Pro Forma Enterprise Value</b>	<b>\$346.5</b>
2018E Adjusted EBITDA <sup>(5)</sup>	40.1
<b>Pro Forma Enterprise Value / 2018E Adjusted EBITDA</b>	<b>8.6x</b>
<b>Net Debt / 2018E Adjusted EBITDA</b>	<b>(0.3x)</b>

Party	Shares Free From Lockup at \$10 Share Price	
	Common Shares	% Ownership
Existing Intermex Shareholders <sup>(6)</sup>	16,598,282	46.5%
FNTE Public Shareholders <sup>(7)</sup>	17,500,000	49.0%
FNTE Sponsor Shareholders <sup>(8)(9)</sup>	1,614,667	4.5%
<b>Total</b>	<b>35,712,949</b>	<b>100.0%</b>

(1) Pro forma as of December 31, 2017; subject to potential changes in transaction structure, capitalization and working capital adjustments between now and expected transaction closing.

(2) Includes interest of \$883,186 earned on the original \$175 million held in trust and \$362,581 of cash held outside of the trust.

(3) Represents cash balance on December 31, 2017 plus cash to balance sheet as a result of the transaction.

(4) Includes 20% of the total 5,973,333 beneficially owned Founder Shares, or 1,194,666 shares, that are not subject to transfer restrictions following the close of a business combination, and 420,000 private placement shares purchased by the FinTech Sponsor and Cantor Fitzgerald at the IPO. All Founder Shares and private placement shares will become subject to a lock-up upon the close of business combination not to exceed 15 months. In addition to the lock-up agreement, holders of the Founder Shares are not permitted to transfer or sell any of the four remaining 20% tranches until a closing stock price exceeds \$12.00, \$13.50, \$15.00 and \$17.00, respectively, for any 20 trading days within a 30-trading day period following the consummation of a business combination.

(5) Adjusted EBITDA reflects add-backs for one-time, non-recurring items. Please see page 32 for more detail.

(6) Assumes existing Intermex shareholders receive an equity consideration of \$166.0 million in FNTE common shares, which are subject to lock-up at the close of a business combination, not to exceed 15 months.

(7) Assumes no IPO investors redeem their shares for cash in trust.

(8) If necessary to ensure that legacy Intermex shareholders maintain 50% control of the voting shares in the pro forma entity, a portion of the FNTE Founder Shares may be placed in a voting trust controlled by existing Intermex shareholders.

(9) Includes 20% of 250,000 beneficially owned Founder Shares, or 50,000 shares, that the Founders have agreed to transfer to existing Intermex shareholders at transaction closing. The 50,000 shares are not subject to transfer restrictions but are subject to the lock-up agreement as described in Footnote 3.



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## I. Executive Summary

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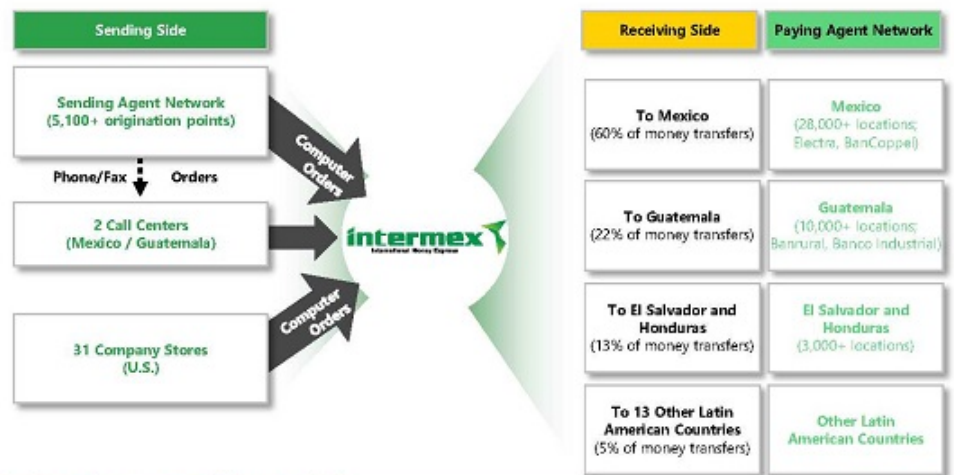
# Intermex Overview



<b>\$215.4M</b>	2017 Revenue
<b>\$33.4M</b>	2017 Adjusted EBITDA <sup>(2)</sup>
<b>15.6%</b>	2017 Adjusted EBITDA Margin % <sup>(2)</sup>
<b>19.1M</b>	2017 Money Transfer Transactions
<b>\$6.8B+</b>	2017 Remittance Volume
<b>17</b>	Countries across Latin America
<i>Licensed in 50 U.S. states and Puerto Rico, served through a sending agent base of 5,100+ independent, non-exclusive agents and 31 company stores</i>	
<b>585</b>	Total Employees

- Intermex utilizes its technology enabled platform to deliver differentiated financial services to consumers. It is a leading provider of money transfer services in the large and growing U.S. to Latin America and Caribbean ("LAC") corridor, which represents \$74+ billion of annual transaction volume <sup>(1)</sup>
- Intermex's unique and differentiated approach to the market has resulted in significant and sustainable market share gains and excess growth relative to industry peers
- The Company's success has driven impressive financial performance, including organic revenue and Adjusted EBITDA compounded annual growth rates (CAGR) of 32% and 35%, respectively, from 2015 to 2017

## Efficient, High Growth Platform



(1) World Bank (2015). Reflects LAC market size as of 2016.

(2) Adjusted EBITDA reflects add-backs for one-time, non-recurring items. Please see page 32 for more detail.

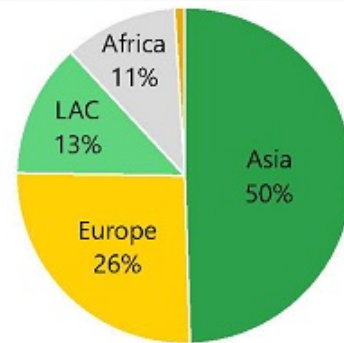
# Global Remittance Market

*Worldwide, an estimated US\$574B was sent in 2016, US\$138.2B from the U.S. alone (1)*

## Worldwide Market Landscape

- More than 247 million people live outside their countries of birth (2)
- According to available official data, the Mexico – United States corridor is the largest migration corridor in the world, accounting for 13 million migrants in 2013 (2)
- Globally, the average transfer hovers around US\$200 - US\$500 (2)
- Among geographical regions, LAC achieved the most rapid growth rate of remittances, an estimated 4.8 percent in 2015(4)

## Regional Share of Global Inflow Remittances (3)



- In 2015, the top recipient countries of recorded remittances were India, China, the Philippines and Mexico (2)
- Developing countries are estimated to receive about \$441 billion, nearly three times the amount of official development assistance (2)

(1) Pew Research Center, "Remittance Flows Worldwide in 2016."

(2) The World Bank, "Migration and Remittances Factbook 2016."

(3) The World Bank, "Annual Remittances Data (updated as of Apr. 2017) – Inflows."

(4) The World Bank, "Migration and Remittances – Migration and Development Brief 26 – April 2016."

# Large Industry with Accelerating Growth

The LAC remittance market is supported by four key growth drivers

## Strong Remittance Volume Growth in Intermex's Core Markets <sup>(1)</sup>

(Total Remittance Volume, \$ in billions)



- Hispanics represent over 50% of foreign-born residents in the U.S. and are highly concentrated in California, Texas, Florida, and New York
- Substantial opportunities exist for continued increases in LAC remittance volume as housing starts grow and wages for foreign-born Hispanics increase
- As the number of Hispanic foreign-born workers continues to rise, volumes of remittances sent back to families in LAC countries should increase accordingly

(1) Banco de Guatemala, Banco de Mexico and World Bank. Represents total remittance volume.

# Favorable, Fragmented Competitive Landscape

*Intermex enjoys a strong and growing position across key target markets*

## LAC Market Landscape



**Total Market Size:**  
~\$74 Billion <sup>(1)</sup>

## Intermex Share of Key Target Markets <sup>(2)</sup>

### Mexico Market Share Breakdown

	2017	2014
WESTERN UNION	18%	19%
MoneyGram	16%	18%
<b>Intermex</b>	<b>15%</b>	<b>8%</b>
Ria	13%	13%
Sigue	10%	13%
DolEx	7%	7%
All Others	21%	22%

### Guatemala Market Share Breakdown

	2017	2014
<b>Intermex</b>	<b>20%</b>	<b>13%</b>
Ria	14%	14%
Sigue	13%	18%
WESTERN UNION	10%	12%
MoneyGram	9%	11%
DolEx	6%	6%
All Others	28%	26%

## LAC Countries - 2016

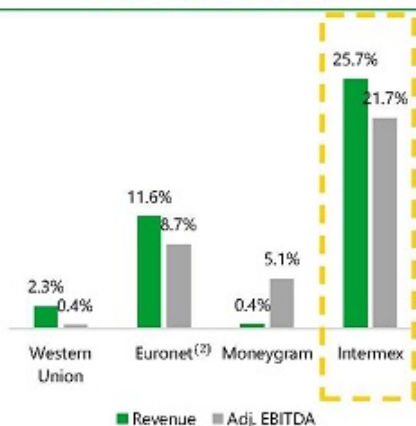
Country	Size (US\$B) <sup>1</sup>	Region
MEX	26.4	36%
GUA	7.2	10%
DOM	5.5	8%
COL	4.9	7%
ELS	4.6	6%
HON	3.9	5%
PER	2.9	4%
BRA	2.7	4%
ECU	2.7	4%
JAM	2.4	3%
HAI	2.3	3%
BER	1.4	2%
NIC	1.3	2%
BOL	1.2	2%
OTHER	3.4	5%

(1) World Bank (2016). Reflects estimated LAC market size as of 2017.

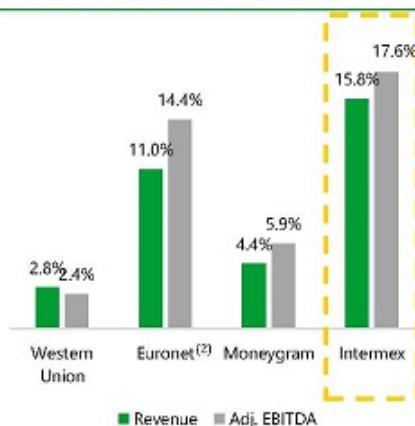
(2) Management estimated market share of remittances as of 2017.

# Peer Analysis

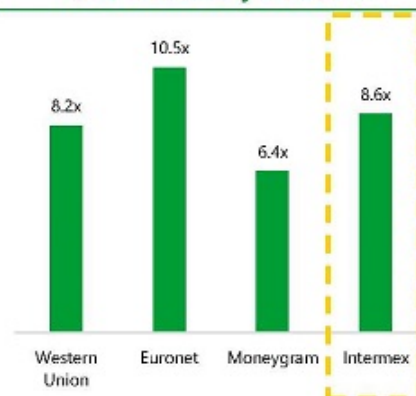
2016 – 2018P CAGR



2017 – 2019P CAGR



TEV / 2018P Adj. EBITDA <sup>(1)</sup>



(\$ in millions, except per share data)

Company Name	Ticker	Stock Price	Market Value	Enterprise Value	P / E		TEV / Adj. EBITDA <sup>(1)</sup>		TEV / Revenue	
					2017P	2018P	2017E	2018P	2017E	2018E
Western Union Co.	WU	\$19.00	\$8,870.8	\$11,066.2	10.3x	9.8x	8.2x	8.2x	2.0x	1.9x
Euronet Worldwide, Inc.	EEFT	\$86.01	\$4,711.7	\$4,353.1	16.6x	14.3x	10.5x	10.5x	1.9x	1.8x
Moneygram International, Inc.	MGI	\$8.62	\$496.3	\$1,419.7	7.5x	6.6x	6.4x	6.4x	0.9x	0.9x
<b>Mean</b>					<b>11.5x</b>	<b>10.2x</b>	<b>8.3x</b>	<b>8.3x</b>	<b>1.6x</b>	<b>1.5x</b>
<b>Median</b>					<b>10.3x</b>	<b>9.8x</b>	<b>8.2x</b>	<b>8.2x</b>	<b>1.9x</b>	<b>1.8x</b>

Note: Market data as of 3/23/2016.

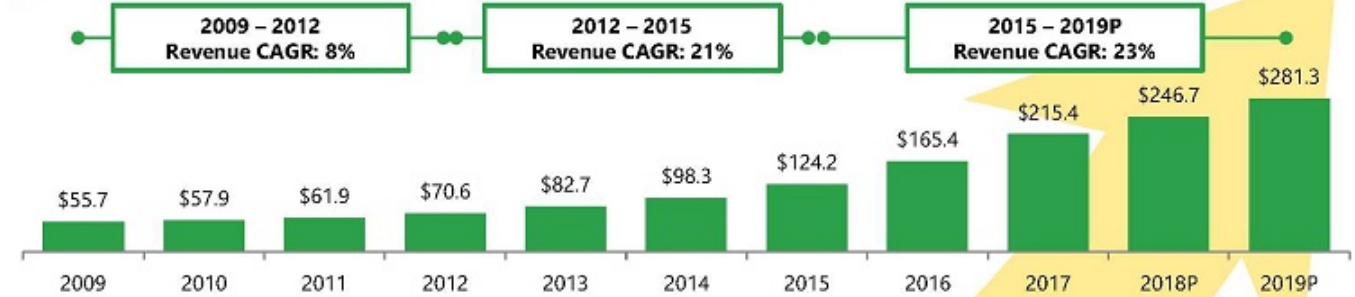
(1) Adjusted EBITDA reflects add-backs for one-time, non-recurring items. Please see page 32 for more detail.

(2) Represents Ria, the money transfer business, only.

# Intermex – Evolution of a Market Leader

History of sustained market share growth provides a strong platform for future growth

(\$ in millions)



### Early Years

- Intermex was founded in 1994 as a money transfer provider headquartered in Miami, Florida
- Acquired Servimex, Americana and Manifo and expanded into 13 new U.S. states
- Opened call centers in Mexico and Guatemala
- Completed re-engineering and business model shift to focus on efficient agents and profitability
- Investment in innovative and highly scalable technology

**Business Foundation**  
1994 - 2012

### Expansion

- Further market penetration into western and northeastern U.S.
- Economic recovery sets in, providing backdrop for market growth
- Acceleration of market share gains
- Increased proprietary payor network coverage and penetration
- Launched differentiated CRM platform and loyalty program to capture additional customers
- Began developing mobile / online strategy

**Inflection Point**  
2013 - 2017

### Future State

- High growth core business generated from CA, TX, NY, IL and others
- Continued growth above market in stronghold (15) states
- Leverage existing consumer relationships to expand services offering (e.g. online and general purpose cards)
- Leverage technology infrastructure – B2B / white label solutions
- Expand presence within LAC corridors and other global markets

**Accelerated Growth**  
2017 - Beyond



## II. Investment Highlights

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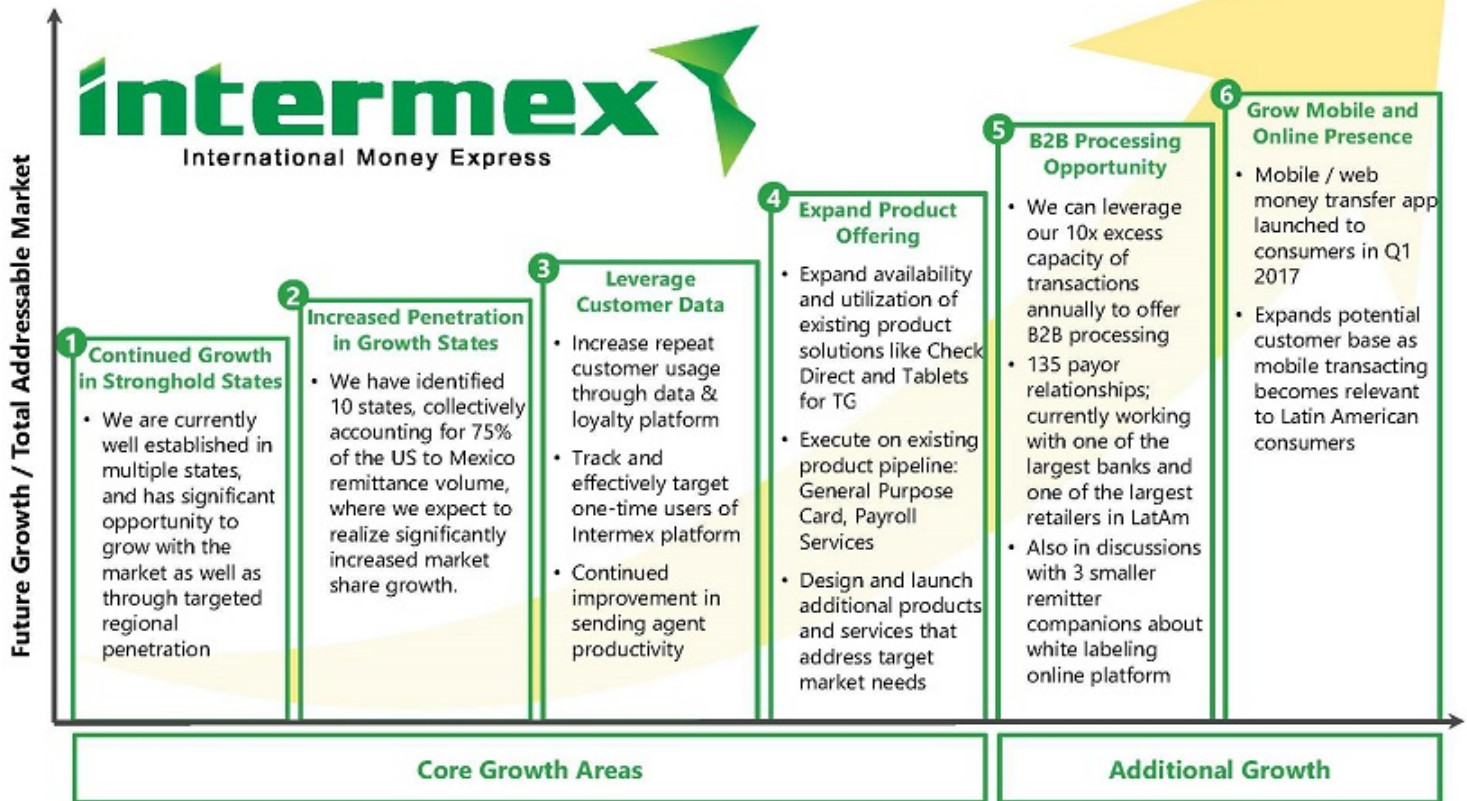
# Highly Compelling Investment Opportunity




- 1 Numerous Highly Attractive Growth Opportunities
- 2 Intermex Employs a Highly Differentiated Approach
- 3 Intermex Grows in Excess of the Industry
- 4 Systematic and Efficient Sales Strategy and Execution
- 5 Deepen Customer Relationships
- 6 Highly Scalable and Industry-Leading Technology Platform
- 7 Superior Compliance Culture
- 8 Strong and Accelerating Financial Performance
- 9 Experienced and Proven Management Team

# Numerous Highly Attractive Growth Opportunities

*Intermex is well-positioned to execute on its growth strategies*



# Intermex Employs a Highly Differentiated Approach

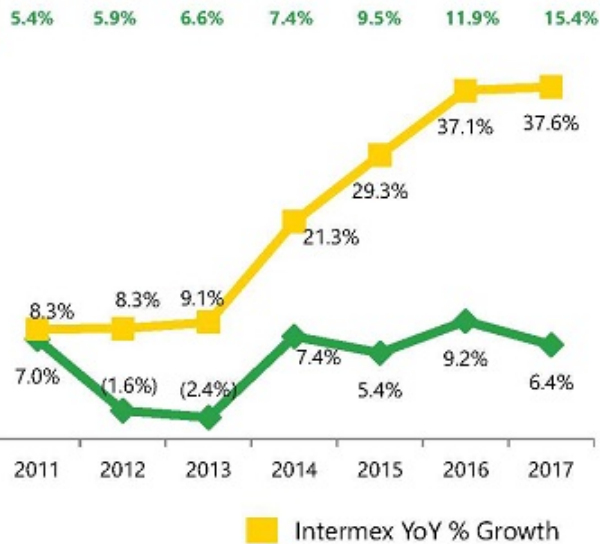
	 <b>Intermex Approach</b>	<b>Industry Approach</b> Large                      Niche	
<b>Send Corridors</b>	<ul style="list-style-type: none"> <li>Focus on the <b>most profitable</b> corridors, market share growth and efficiency</li> </ul>	<ul style="list-style-type: none"> <li>Grow revenue by <b>entering new send corridors</b></li> </ul>	
<b>Agents</b>	<ul style="list-style-type: none"> <li>Focus on <b>productive agent growth</b> and agent performance</li> </ul>	<ul style="list-style-type: none"> <li>Focus on <b>growing agent base</b></li> </ul>	
<b>Marketing / Sales</b>	<ul style="list-style-type: none"> <li><b>Concentrated agent base</b> allows for focused and co-branded advertising campaigns</li> </ul>	<ul style="list-style-type: none"> <li>Large agent base results in general and generic campaigns</li> </ul>	<ul style="list-style-type: none"> <li>Limited investment in marketing and promotion</li> </ul>
<b>Pricing</b>	<ul style="list-style-type: none"> <li>Charge <b>premium pricing</b> to match above-market service quality and reliability</li> </ul>	<ul style="list-style-type: none"> <li>Inflexible relative to price changes and market pressures</li> </ul>	<ul style="list-style-type: none"> <li>Compete through discount pricing to drive volume</li> </ul>
<b>Service Levels</b>	<ul style="list-style-type: none"> <li><b>Invest profits</b> into improving service levels, technology and new products</li> </ul>	<ul style="list-style-type: none"> <li>Legacy systems and approach not well targeted to individual markets</li> </ul>	<ul style="list-style-type: none"> <li><b>Limited margin</b> available to invest in the systems</li> </ul>
<b>Growth</b>	<ul style="list-style-type: none"> <li>Continue growing revenue levels based on <b>flexibility and nimbleness</b></li> </ul>	<ul style="list-style-type: none"> <li>Slow growth while maintaining high margins</li> </ul>	<ul style="list-style-type: none"> <li>Growth in transaction volume at the expense of profitability</li> </ul>
<b>Reinvestment</b>	<ul style="list-style-type: none"> <li>Invest to further <b>accelerate growth</b></li> </ul>	<ul style="list-style-type: none"> <li>Must allocate capital to new corridors / new agents to offset stagnant or declining growth</li> </ul>	<ul style="list-style-type: none"> <li>No money to reinvest – seeking exit through acquisition.</li> </ul>

Intermex's differentiated approach strengthens its relationships with agents, payers and depository banks, which translates into lower costs, higher customer satisfaction and lower working capital needs

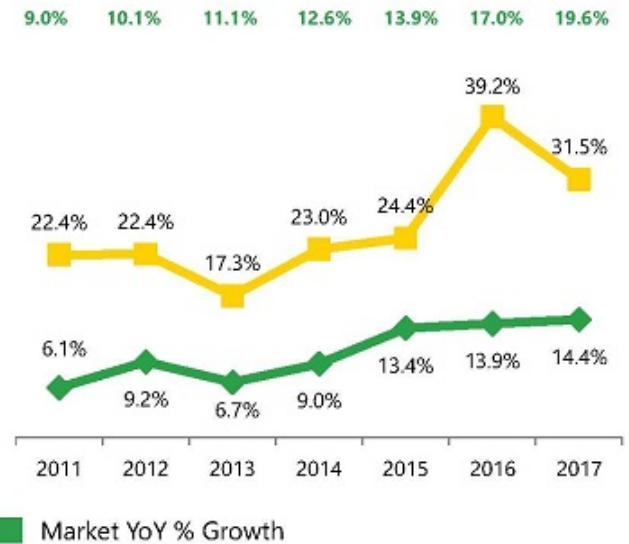
# Intermex Grows in Excess of the Industry

## Mexico Remittance Volume <sup>(1)</sup> (60%)

Intermex  
Market Share



## Guatemala Remittance Volume <sup>(1)</sup> (22%)



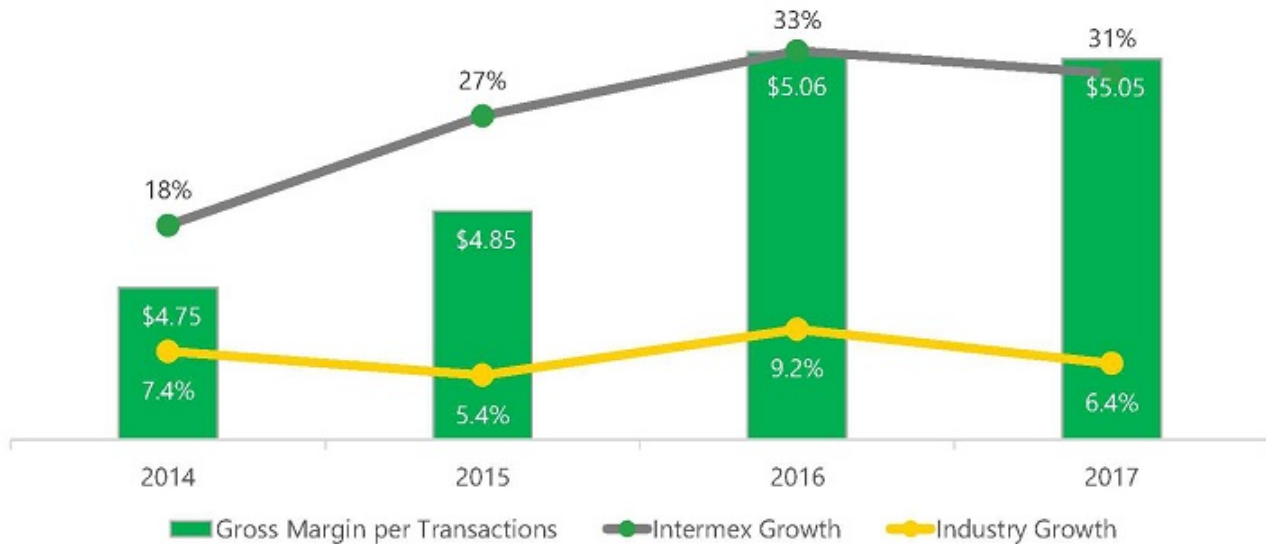
- Within its core markets of Mexico and Guatemala, Intermex has consistently grown above the market rate of growth and gains meaningful market share
- In 2017, Intermex has demonstrated strong 38% and 50% growth in its newer markets of El Salvador and Honduras, respectively

Source: World Bank Migration and Development Brief #22 (2014).  
 (1) Source: Banco de Guatemala and Banco de Mexico.

## Intermex Grows in Excess of the Industry (cont'd)

*Intermex sustains strong margins while increasing transaction growth to Mexico*

### Margin Expansion (Mexico)



- In 2017 Intermex maintained its margins while the industry grew at a decelerated rate.
- Intermex has been able to capture additional market share while increasing strong margins

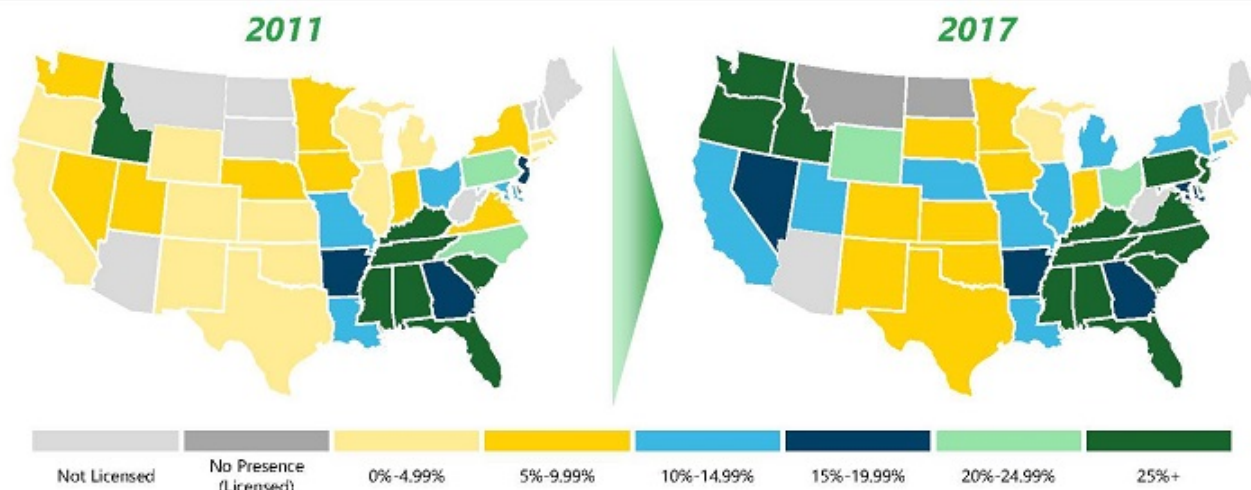
Source: Banco de Mexico.

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## Intermex Grows in Excess of the Industry (cont'd)

*Intermex has grown its market share while focusing on larger send states such as California and New York*

### Estimated Market Share within Intermex's Core Markets (% of Remittance Volume)



- Intermex was initially focused on small and mid-sized states, predominantly in the Southeast, and enjoys strong market share in this region
- Since entering California in 2008, and New York in 2009, expansion efforts have focused on larger markets and a significant opportunity for growth remains in both the Northeast and the West
- Concerted effort in states with large potential (e.g., Texas and Illinois) with a dedicated market growth plan

Source: Management estimates and U.S. Census data. State-by-state remittance volumes estimated by allocating aggregated remittance volume from U.S. to Mexico, Guatemala, Honduras and El Salvador based on percentage of foreign-born Hispanic residents within a given state.

# Systematic and Efficient Sales Strategy and Execution

## Prioritizing agent productivity and consistently growing wires per agent

- Intermex has a **unique approach** to developing and maintaining its agent network
- Focuses on onboarding the **right agents in the right geographies** (high concentration of foreign-born residents)
- Management estimates Intermex agents are as much as **4.5x more productive** than industry average

### Systematic

- Leverage data driven targeting of agents in areas that have a high concentration of foreign-born population
- Standardized opportunity assessment
- Commit agent to minimum volume and measure ROI

### Efficient

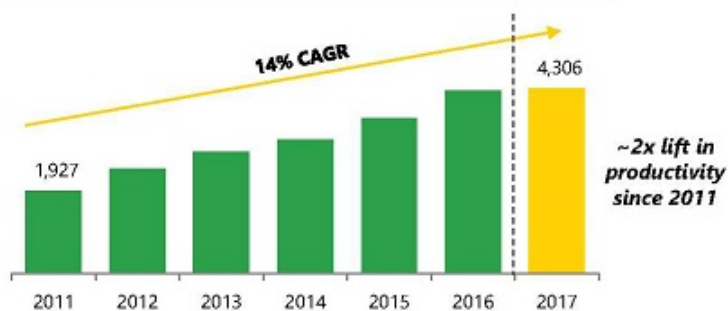
- Creates beneficial fee structure with agents and rewards added traffic in stores
- Intermex focuses on agent productivity over absolute number of agents, consistently increasing wires per agent over the past few years

### Highly Productive Agent Network

(Transactions in millions)



### Average # Wires Per Agent



Note: Agent count reflects yearly average.

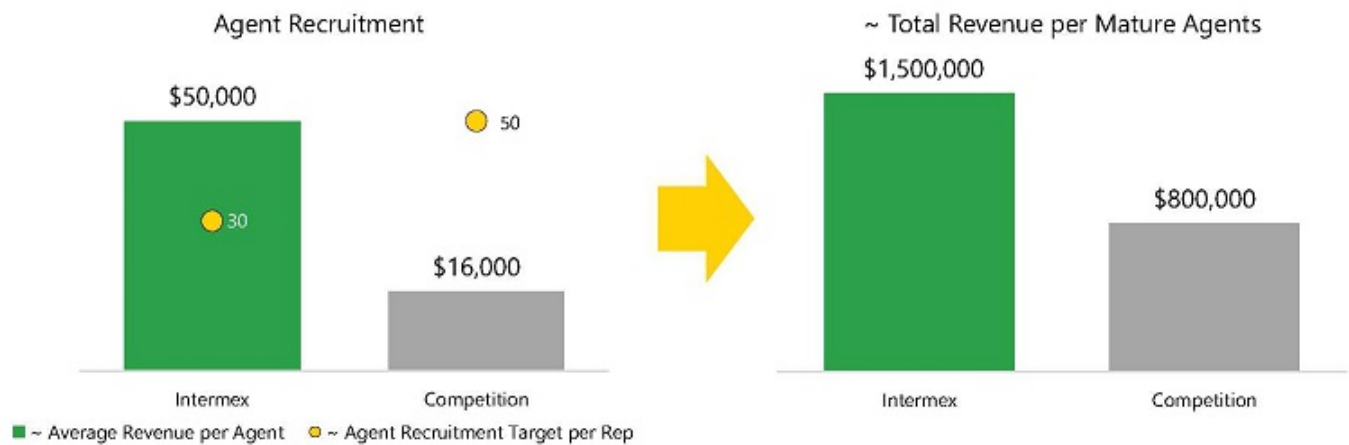


## Systematic and Efficient Sales Strategy and Execution (cont'd)

### *Intermex's unique differentiation in agent recruitment*

- Intermex focuses on recruiting productive agents with high growth potential in targeted opportunity areas
- This metric-based strategy results in more total revenue from fewer agents than the competition

#### Intermex Approach vs Industry Approach



Note: Competition numbers reflect management estimates as of 2017.

# Deepen Customer Relationships

## Leverage industry-leading loyalty program to drive preference for Intermex

### Program Overview

- Interpuntos was piloted beginning in October 2014 and is currently live in 11 states (~2,800 agents)
- Members earn 1 point for each wire sent and paid, with unlimited earning and redemption potential
- Points can be redeemed for discounts on FX rates or wire fees, depending on receiving country

#### Objective:

- Become our customer's and agent's preferred provider of financial processing solutions through:
  - Accelerating transaction speed for both customers and agents by avoiding the need for manual data entry
  - Providing non price-related differentiation to steer transactions to Intermex
  - Creating a single view of customers by incentivizing enrollment
  - Leveraging customer data to provide differentiated services, experiences and capabilities

### Impact to Business

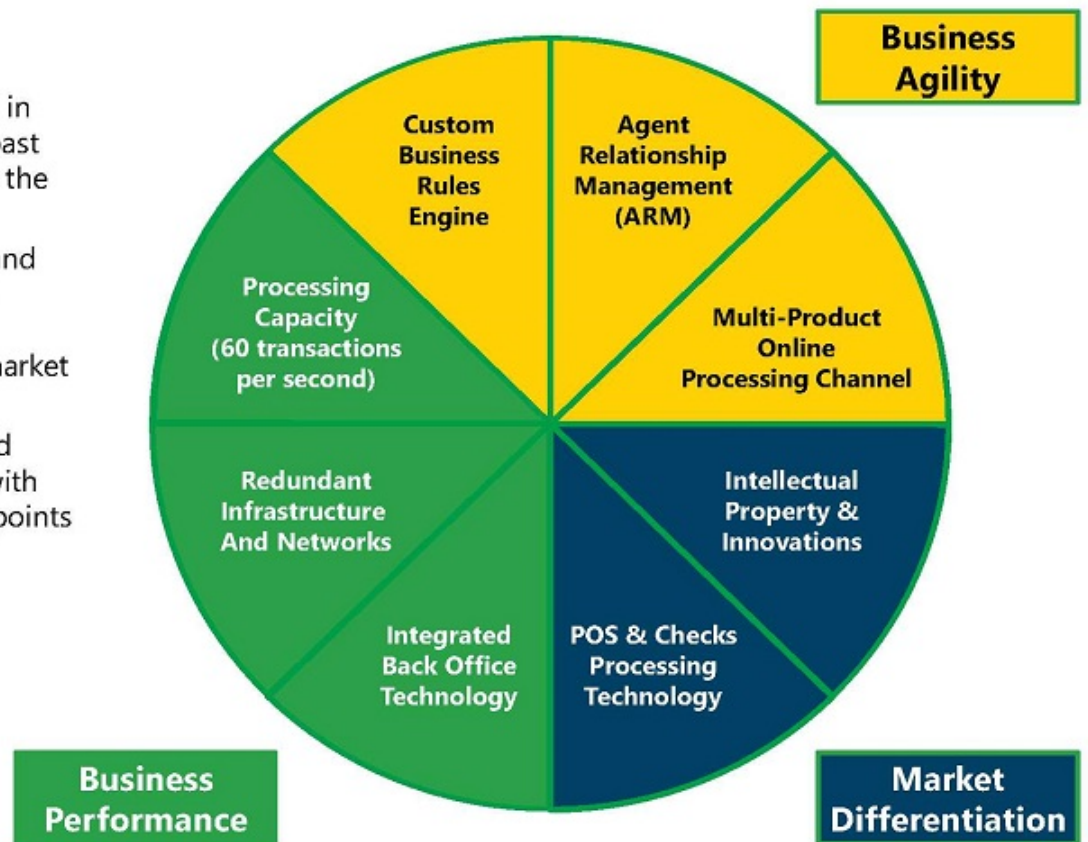
- Through program analysis we have observed:
  - Members transact 30% more after enrollment and 3x more than non-members
  - Accelerated early engagement by new members generated 3.5 more transactions over a 12-month period vs. non-members.
- Using average transaction values, the program has generated an estimated \$700K in gross margin in 2016



## Highly Scalable and Industry-Leading Technology Platform

*Proprietary software and world-class technology*

- Intermex has invested in technology over the past four years to enhance the customer experience
- Proprietary software and infrastructure uptime performance enable business agility and market differentiation
- World-class server and network technology with multiple redundancy points built in



## Highly Scalable and Industry-Leading Technology Platform



### Speed of POS Transactions

Repeat sender transactions completed in half the time of most competitors

### Systems Uptime and Reliability

99.95% historical uptime SLA with 3-datacenter balancing and auto failover

### Technical Support Response Time

Best-in-class 8-second answer time, most issues solved in under 5 minutes

### Processing Capacity and Easy Scalability

Capacity to process 10 times current volume, scalable by adding more servers

### Proprietary Business Software

Powerful engine allows granular FX customization and real-time risk analysis

# Superior Compliance Culture

*Intermex maintains a highly comprehensive, rigorous compliance process*

## Compliance Checks

- Conduct all compliance checks through the extensive compliance module which is part of our proprietary POS system
  - "Know Your Customer" due diligence
  - "Anti-Money Laundering" checks
- Strong policies, procedures and internal controls stricter than regulatory requirements

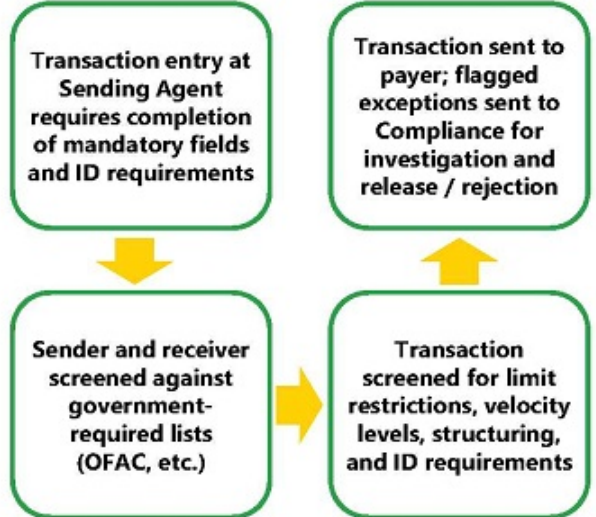
## Transaction Monitoring

- All transactions subject to real-time AML and OFAC screening
- Post-transaction analysis to detect, report and prevent suspicious activity
- Transactions are instantly flagged when ID verification and source of funds is required

## Ongoing Agent Overview

- Rigorous Agent oversight performed by compliance field examiners
- Comprehensive and ongoing Agent training on regulatory requirements
- Enhanced due diligence process for sending and paying Agents

## Key Milestones in the Process



## Intermex Risk and Compliance Tools

**EQUIFAX**

**Experian**

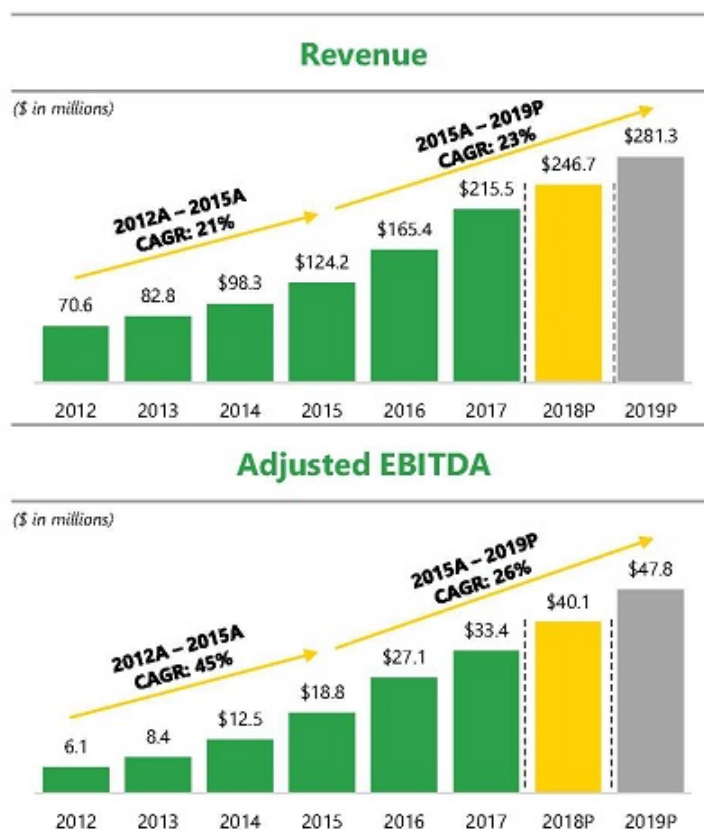
**LexisNexis**

**TransUnion**

# Strong and Accelerating Financial Performance

*Intermex has a highly attractive financial profile with strong momentum*

- Intermex's highly differentiated approach, along with its unique and efficient platform, has allowed the Company to significantly grow scale and profitability
- Strong top-line and margin growth demonstrates business scalability and operational leverage
- Full year 2017 results demonstrate execution of strategic priorities
- Significant market share growth opportunities in West, Midwest and Northeast U.S. send markets, and within existing Latin American receive markets



Note: Please see page 32 for detail on adjustments to EBITDA.

## Experienced and Proven Management Team

### Results-driven management team with 110+ years of combined industry experience

- Execution focused management with deep industry experience and operational expertise that has successfully increased scale, expanded the ecosystem and driven growth
- Maintain an efficient client and regulatory focused organization with 238 employees in the U.S. and 325 employees in Latin America

	Years With Company	Years In Industry	Prior Experience
<b>Robert Lisy</b> <i>Chairman and CEO</i>	9	27	 
<b>Tony Lauro</b> <i>Chief Financial Officer</i>	-	20	   
<b>Jose Perez-Villarreal</b> <i>Chief Compliance Officer and Chief Administration Officer</i>	16	23	
<b>William Velez</b> <i>Chief Information Officer</i>	4	11	   
<b>Eduardo Azcarate</b> <i>Chief Business Development Officer</i>	10	18	  
<b>Randy Nilsen</b> <i>Chief Sales &amp; Marketing Officer</i>	2	25	  
<b>Michael Creamer</b> <i>SVP of Human Resources</i>	-	-	  
<b>Bradley Pitts</b> <i>SVP of Marketing &amp; Communications</i>	-	-	 

### III. Financial Highlights

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# Summary Financials

(\$ in millions)

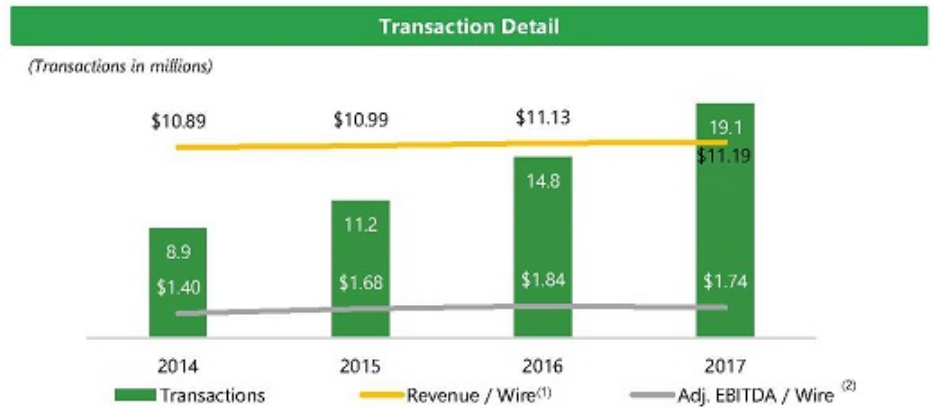
	2014	2015	2016	2017	2018P	2019P
<b>Revenue</b>						
Money Transfer Service Fees	\$84.2	\$105.5	\$138.5	\$181.7	\$213.9	\$245.5
Foreign Exchange Income	13.1	17.6	25.8	32.5	31.2	34.2
Other Income	1.0	1.1	1.1	1.3	1.6	1.6
<b>Total Revenue</b>	<b>\$98.3</b>	<b>\$124.2</b>	<b>\$165.4</b>	<b>\$215.5</b>	<b>\$246.7</b>	<b>\$281.3</b>
YoY Growth %	18.8%	26.3%	33.2%	30.3%	14.5%	14.0%
<b>Total Cost of Sales</b>	<b>\$60.8</b>	<b>\$81.7</b>	<b>\$108.0</b>	<b>\$144.9</b>	<b>\$155.8</b>	<b>\$178.3</b>
<b>Gross Profit</b>	<b>\$37.6</b>	<b>\$42.5</b>	<b>\$57.4</b>	<b>\$70.6</b>	<b>\$90.9</b>	<b>\$103.0</b>
Margin %	38.2%	34.2%	34.7%	32.8%	36.8%	36.6%
<b>Total Adjusted Operating Expenses</b>	<b>\$25.0</b>	<b>\$23.7</b>	<b>\$30.3</b>	<b>\$37.2</b>	<b>\$50.8</b>	<b>\$55.2</b>
Adj. Opex as % of Revenue	25.5%	19.1%	18.3%	17.3%	20.6%	19.6%
<b>Adjusted EBITDA <sup>(1)</sup></b>	<b>\$12.5</b>	<b>\$18.8</b>	<b>\$27.1</b>	<b>\$33.4</b>	<b>\$40.1</b>	<b>\$47.8</b>
YoY Growth %	41.1%	49.8%	44.3%	23.2%	20.1%	19.1%
Margin %	12.8%	15.1%	16.4%	15.5%	16.3%	17.0%

Note: 2015 and 2016 financials are restated to be in accordance with the 2017 audited financial statements.

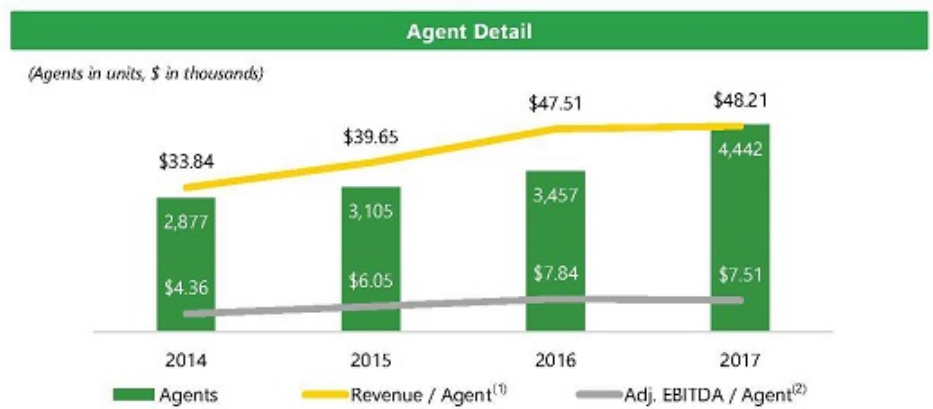
(1) Adjusted EBITDA reflects add-backs for one-time, non-recurring items. Please see page 32 for more detail.

# Per Transaction and Agent Detail

- Revenue and EBITDA per transaction has increased from 2014 to present



- Average agent productivity has increased in the historical period



Note: 2015 and 2016 financials are restated to be in accordance with the 2017 audited financial statements.  
 (1) Includes only Money Transfer Service Fees and Foreign Exchange Income.  
 (2) Adjusted EBITDA reflects add-backs for one-time, non-recurring items. Please see page 32 for more detail.

# Balance Sheet

(\$ in millions)

	December 31 2016	December 31 2017		December 31 2016	December 31 2017
<b>Assets</b>			<b>Liabilities</b>		
Cash	\$37.6	\$59.2	Current Portion of Long-Term Debt	\$0.8	\$3.9
Accounts Receivable, Net <sup>(1)</sup>	31.2	55.4	Accounts Payable	5.9	8.9
Prepaid Wires	16.3	11.7	Wire Transfers & Money Orders Payable	30.1	56.3
Other Prepaid Expenses & Current Assets	0.4	0.9	Accrued & Other	9.9	11.5
<b>Total Current Assets</b>	<b>\$85.5</b>	<b>\$127.1</b>	<b>Total Current Liabilities</b>	<b>\$46.7</b>	<b>\$80.6</b>
Property & Equipment, Net	\$6.2	\$8.5	Debt, Net of Current Portion and Debt Issuance Costs	\$77.2	\$107.5
Goodwill	0.0	36.3	<b>Total Long-Term Liabilities</b>	<b>\$77.2</b>	<b>\$107.5</b>
Intangible Assets, Net	6.3	48.7	Equity	\$3.3	\$35.9
Deferred Tax Asset, Net	27.8	1.7	<b>Total Liabilities &amp; Equity</b>	<b>\$127.1</b>	<b>\$224.1</b>
Other Assets	1.2	1.7			
<b>Total Assets</b>	<b>\$127.1</b>	<b>\$224.1</b>			

Note: December 31, 2016 balance sheet is restated to be in accordance with the 2017 audited financial statements.

(1) Net of allowance of \$307,562 and \$290,801 for 2017 and 2016, respectively.

# Statement of Cash Flows

(\$ in millions)

	2015	2016	2017
<b>Cash Flows from Operating Activities:</b>			
Net Income / (Loss)	\$5.8	\$9.4	(\$13.5)
Depreciation & Amortization	\$2.5	\$2.5	\$17.0
Share-based Compensation	0.1	0.1	4.8
Provision for Bad Debts	0.7	0.9	1.5
Debt Issuance Cost Amortization	0.7	2.7	0.4
Deferred Taxes	4.0	3.7	(1.8)
Loss on Disposals of Property & Equipment	0.1	0.2	0.3
Changes in Assets and Liabilities			
Accounts Receivable	(\$6.7)	(\$16.7)	(\$26.1)
Prepaid Expenses & Other Assets	(13.5)	5.7	3.7
Wire Transfer & Money Order Payables	6.9	9.3	25.4
Accounts Payable and Accrued Other	4.0	4.6	4.7
<b>Net Cash Flows from Operating Activities</b>	<b>\$4.5</b>	<b>\$15.5</b>	<b>\$16.2</b>
<b>Cash Flows from Investing Activities:</b>			
Purchases of Property & Equipment	(\$2.1)	(\$3.0)	(\$4.6)
Net Cash Used in Acquisition	\$0.0	\$0.0	(\$0.9)
<b>Net Cash Flows from Investing Activities</b>	<b>(\$2.1)</b>	<b>(\$3.0)</b>	<b>(\$5.5)</b>
<b>Cash Flows from Financing Activities:</b>			
Borrowings under Term Loan	\$35.0	\$40.3	\$102.0
(Repayment) / Borrowings under Revolving Loan, Net	3.0	(2.0)	10.0
Repayment of Term Loan	(9.4)	(1.3)	(76.2)
Debt Issuance Costs	(2.8)	(2.3)	(4.7)
Common Dividend Distributions	(18.1)	(1.3)	(20.2)
Purchase of Preferred Stock	(10.6)	0.0	0.0
Purchase of Common Stock	0.0	(34.0)	0.0
<b>Net Cash Flows from Financing Activities</b>	<b>(\$3.0)</b>	<b>(\$0.6)</b>	<b>\$10.9</b>
Effect of Exchange Rate Changes on Cash	(\$0.1)	(\$0.1)	\$0.1
Net Increase / (Decrease) in Cash	(\$0.7)	\$18.7	\$21.6
Cash, Beginning of Period	\$19.6	\$18.9	\$37.6
<b>Cash, End of Period</b>	<b>\$18.9</b>	<b>\$37.6</b>	<b>\$59.2</b>

Note: 2015 and 2016 financials are restated to be in accordance with the 2017 audited financial statements.

## Adjusted EBITDA Reconciliation

(\$ in millions)	2014	2015	2016	2017
Net Income	\$26.1	\$5.8	\$9.4	(\$13.5)
Interest, Net	1.7	4.2	9.5	12.1
Taxes <sup>(1)</sup>	(20.2)	4.2	4.1	(1.7)
Depreciation & Amortization	4.3	2.5	2.5	17.0
<b>EBITDA, As Reported</b>	<b>\$11.9</b>	<b>\$16.6</b>	<b>\$25.6</b>	<b>\$13.9</b>
<i>% Margin, As Reported</i>	<i>12.1%</i>	<i>13.4%</i>	<i>15.5%</i>	<i>6.5%</i>
<b>Adjustments</b>				
Transaction Costs	\$0.0	\$1.6	\$0.9	\$12.6
Share-based Compensation	0.0	0.1	0.1	4.8
Management Fee	0.0	0.0	0.0	0.7
Bank Fee Adjustment <sup>(2)</sup>	0.0	0.0	0.0	0.6
Transaction Bonus	0.0	0.0	0.0	0.5
Legal Fees	0.3	0.4	0.4	0.1
Loss on Disposals of Property & Equipment	0.1	0.1	0.2	0.1
Settlement for employee lawsuit	0.0	0.0	0.0	0.0
Florida compliance review	0.1	0.0	0.0	0.0
Other <sup>(3)</sup>	0.3	0.0	0.0	0.0
Total adjustments	\$0.7	\$2.1	\$1.5	\$19.5
<b>Adjusted EBITDA</b>	<b>\$12.5</b>	<b>\$18.8</b>	<b>\$27.1</b>	<b>\$33.4</b>
<i>% Margin</i>	<i>12.8%</i>	<i>15.1%</i>	<i>16.4%</i>	<i>15.5%</i>

Note: 2015 and 2016 financials are restated to be in accordance with the 2017 audited financial statements.

(1) In 2014, the Company had deferred tax asset expenses of \$20.3 million, due primarily to the reversal of a valuation allowance that had been taken against the DTA. During this period, the Company paid small amounts of cash taxes that offset the total deferred tax provisions.

(2) The bank fee adjustment is a one-time adjustment made at the end of 2017 to switch from a cash to accrual accounting method with respect to bank fees.

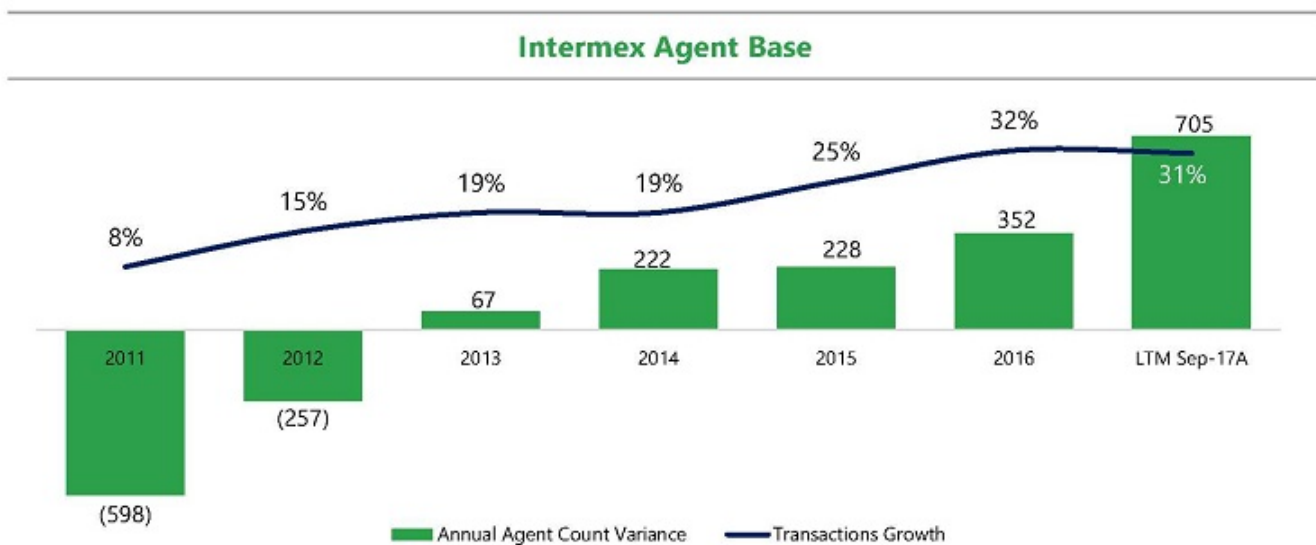
(3) 2014 Other adjustments include equity based compensation, fax to cloud service costs PF adjustment, passed audit adjustments, foreign exchange gains/losses, and IVA expenses.

# IV. Appendix

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## Systematic and Efficient Sales Strategy and Execution (cont'd)

### Agent Production vs Agent Count



- In 2009 Intermex started terminating unproductive agents while adopting a new approach to recruitment
- Despite a declining agent base, transactions grew due to increased productivity from remaining agents and better performance from new activations
- As agent count has exponentially increased since 2013, transaction growth continues to rise at a rate above that of the market

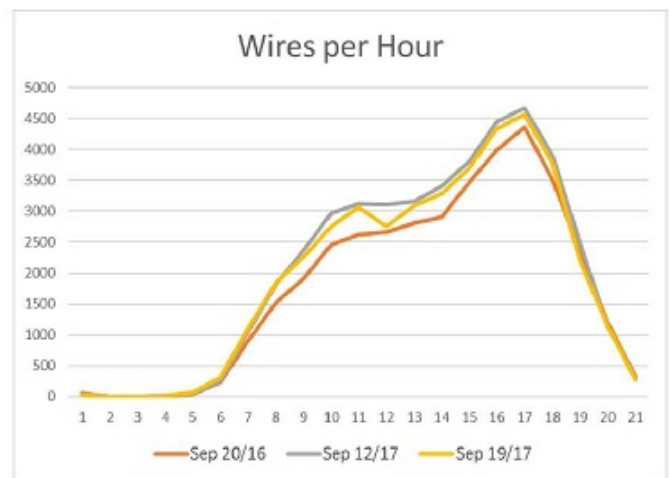
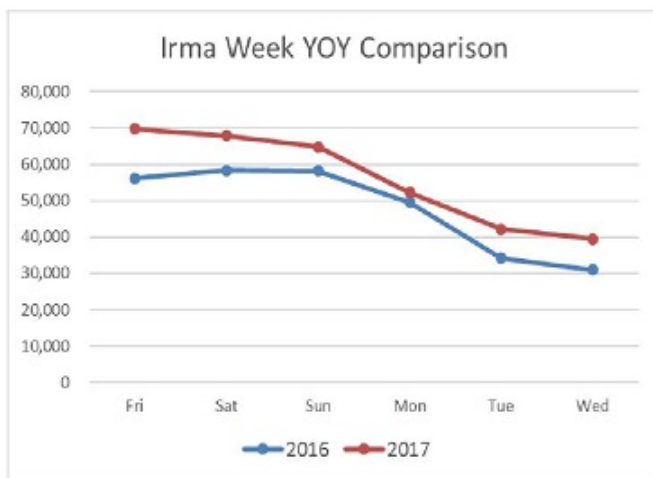
# From Irma to Earthquake – Testing Resilience

## Hurricane Irma

- Intermex deployed its Business Continuity Plan (BCP) 3 days before the event
- Mexico and Guatemala subsidiaries supported key stakeholders in Miami
  - Equipment supplied to key personnel (i.e. satellite phones, hotspots and backup laptops) allowed for uninterrupted communications
- HQ facilities ran on generator for 5 days
- Data and voice circuits were unaffected

## Mexico Earthquake (Tuesday, Sept 19)

- Facilities in Puebla, Mexico were evacuated at 2:14PM EST
- Intermex immediately activated its BCP to enable operations center support
- Within a 2-hour period, calls were routed and processes handled as per BCP by Miami and Guatemala backup personnel



Note: Graphs show minimal to no impact to business operations.