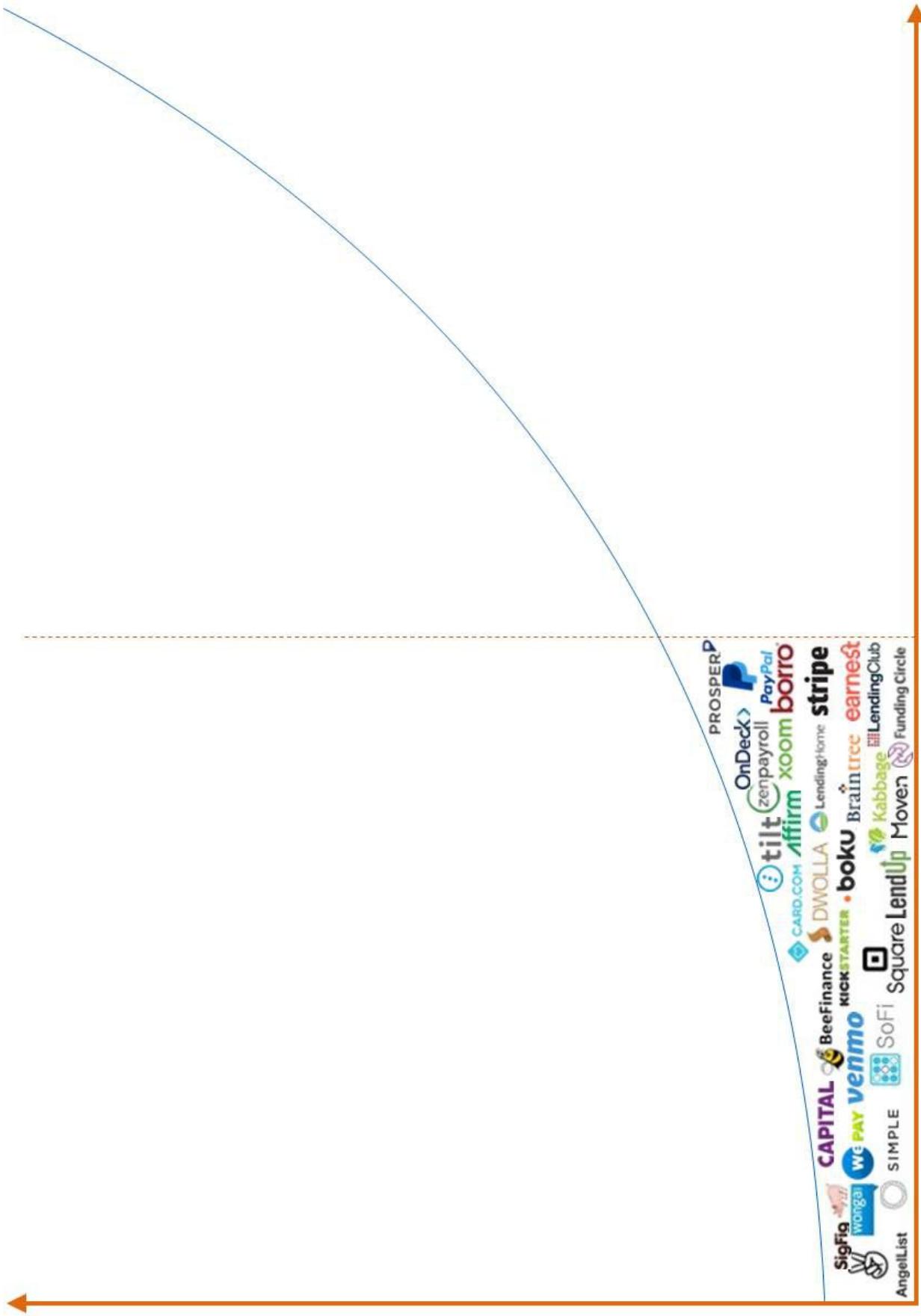


STANDARD TREASURY

Series-A



Trend: the application layer of financial services is exploding



Last six years

Next six years



Behind every fintech application is a wholesale bank:

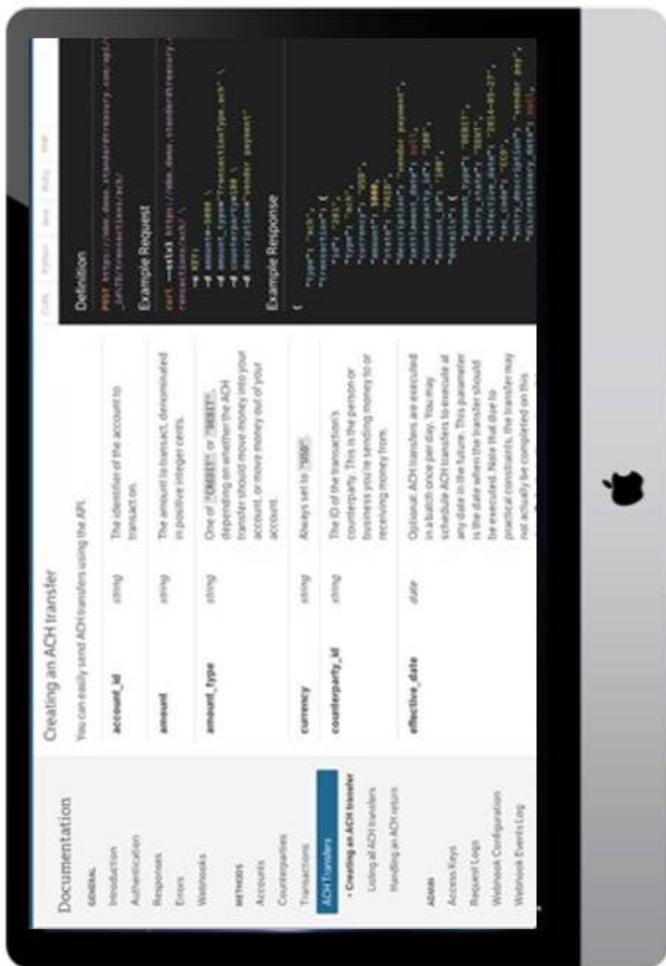


Fintech apps are hard and costly because banks have:

- bad technology
- bad culture
- bad technology culture

We know this problem better than most.

The world's largest banks had asked us to build them APIs.



But we stopped to build our own wholesale bank:
the banking platform to power the fintech app revolution

Value

WELLS FARGO makes \$3
for every \$1

that Brain**tree** makes

Giant market with a focused start

**Top Down:
Banking revenue
\$1 Trillion**

**Gross Value:
Wholesale banking
\$259 Billion**

**TAM:
Global Startup
Wholesale banking
\$5 Billion**

This is hard...

...what it takes:

- Great API platform
- Great backend infrastructure
- Banking license in at least one country (UK)
- Global roll out (US and Europe)

Why now? The timing is right:

- Regulatory Changes
- Technology Maturity
- Rapidly growing market with eager customers

Our world class team



Dan Kimerling,
CEO
COO of Gifflty,
Analyst at TechCrunch
BA/MA, University
of Chicago



Zac Townsend,
President
Risk @Stripe,
CTO of Newark NJ
BA, Brown, MPA, NYU



Jim Brusstar:
Eng Lead, Sidecar
Eng Lead, FB Platform
BSE in CS from Michigan



Chris Dean,
VPE
Co-Founder, Merced
VP, BabyCenter
CalTech Physics



Mike Clarke:
Infrastructure Lead,
Disqus
EE from Notre Dame



Keith Ballinger,
Head Architect
Co-Creator of .Net;
Developer,
Fed Reserve,
Published 2 software
books



David Jarvis:
Software Engineer
CircleCI;
Data Scientist, AK
BA, University of Chicago

Current landscape



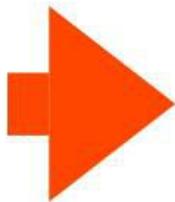
BIG BANKS



aren't nimble,
too much
legacy tech



SMALL BANKS



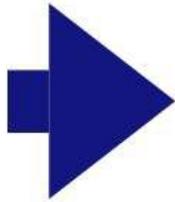
bad technology but
worse risk management
and relationship with
the regulators



NEW UK BANKS

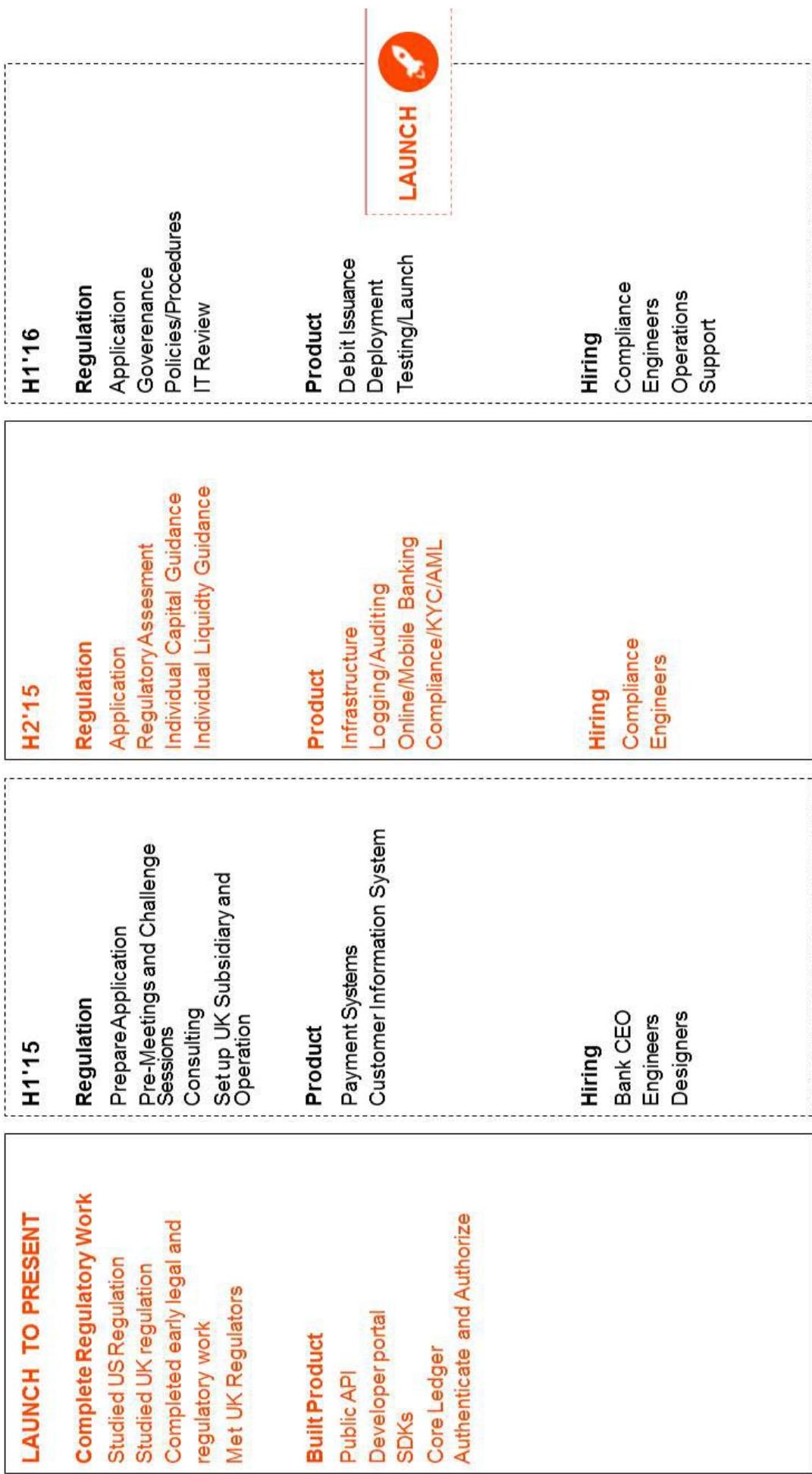
STARLING

Atom



these are all consumer-
focused retail banks

With \$10M, we will get authorized in the UK



Series A Financials

Month	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	Total
	Phase 1: Application						Phase 2: Authorization						Phase 3: Mobilizations						Phase 4: Customers Live						
Current Burn																									
SF Office	10	10	10	10	10	10	10	10	10	10	10	10	10	10	10	10	10	10	10	10	10	10	10	10	240
Five Engineers	70	70	70	70	70	70	70	70	70	70	70	70	70	70	70	70	70	70	70	70	70	70	70	70	1680
Two Founders	17	17	17	17	17	17	17	17	17	17	17	17	17	17	17	17	17	17	17	17	17	17	17	17	408
Benefits, etc	33	33	33	33	33	33	33	33	33	33	33	33	33	33	33	33	33	33	33	33	33	33	33	33	792
<i>New Personnel in UK</i>																									
Bank CEO	20	20	20	20	20	20	20	20	20	20	20	20	20	20	20	20	20	20	20	20	20	20	20	20	420
Compliance	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	315
Risk	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	315
Designer	10	10	10	10	10	10	10	10	10	10	10	10	10	10	10	10	10	10	10	10	10	10	10	10	120
UK Office																									
<i>New Personnel in the US</i>																									
Engineers	12	12	12	12	12	12	12	12	12	12	12	12	12	12	12	12	12	12	12	12	12	12	12	12	288
Security	12	12	12	12	12	12	12	12	12	12	12	12	12	12	12	12	12	12	12	12	12	12	12	12	288
Product																									696
Infrastructure																									216
<i>Regulatory Work</i>																									
Regulatory Advisor	150	150	250	250	350	350	150	150	150	150	150	150	25	25	25	25	25	25	25	25	25	25	25	25	2550
Legal Work	25	25	25	25	50	50	10	10	10	10	10	10													260
Total	337	337	449	509	634	634	406	406	406	406	295	295	307	307	307	307	307	306	306	306	306	306	306	8990	

Once launched we have durable advantages:

- Sticky developer relationships
- Regulatory head start (2-3 years)
- Risk management network effects
- Easy to expand to commercial banking

Risks & Mitigations:

Risk	Plan
1 We can't get licensed; significantly less market demand	Sell our software to other banks
2 It takes longer to get license	Slow down our burn
3 It takes longer to ship our software	Speed up engineering hiring
4 If we can't find the right people	Work with headhunters and use contractors, as needed

STANDARD TREASURY

Thank you



Appendices

- A. Background: Past financing, product and progress
- B. UK Regulatory Environment
- C. US Regulatory Environment
- D. Product Roadmap and Use Cases
- E. Technology and Architecture

Appendix A

- A. Background: Past financing, product and progress
- B. UK Regulatory Environment
- C. US Regulatory Environment
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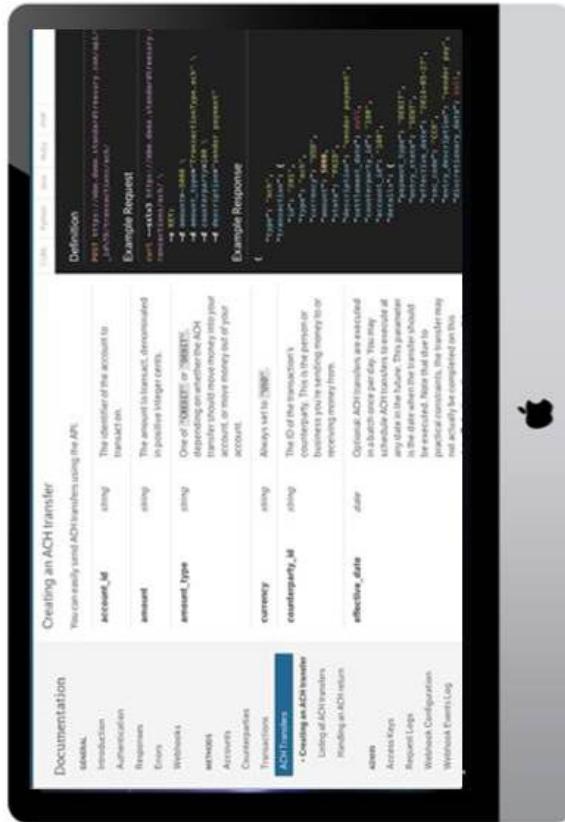
Our history

We've always been focused on **API Banking...**

by providing the world's largest banks all the ingredients for success in API Banking.

- Secure integration with bank middleware
- Public APIs tailored to each partner's unique needs
- Self-service developer administration
- Up-to-date documentation & SDKs
- World-class developer support

- Partner & growth engineering
- Turnkey app store



Background

PRESS

American Banker's Top
Ten Tech Companies
to Watch

FINANCE

\$2.7M convertible
note financing

Featured in



THE WALL STREET JOURNAL

AMERICAN
BANKER

bank^o
innovation

ACCELERATORS

Fintech Innovation Lab

Selected by fourteen top banks to participate
Mentored by Goldman Sachs, Deutsche Bank,
Morgan Stanley and UBS

Y Combinator

CommerceInnovate

Mentored on advanced payments by MasterCard

Current investors include:



Angels include:

Brian McLoughlin
Cory Ondrejka
Paul Buchheit
Josh Abramowitz
Jonathan Abrams
Greg Kidd
Gus Felder
Jay Mandelbaum
Dalton Caldwell
John Wolthuis

Appendix B

- A. Background: Past financing, product and progress
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Easier to start in the United Kingdom

We have spent the last six months studying the regulatory and legal landscape.



Planning to de novo a bank in the United Kingdom:

- Much friendlier regulatory climate
- Political desire for new banks and banking models
- New legal pathway to more easily de novo a bank
- Specific authorizations to operate our business model
- Fewer restrictions on capital structure

Big opportunity in United Kingdom as first market:



Every startup we met said there was a need for the bank, and that they would either switch their existing business to our bank or would switch all future product development to our bank. Given what these existing players told us about their current usage bills with their banks, we believe we could easily be profitable on the soft commitments we've already received.

New Easier Process to Start Banks

- Improvements to – and streamlining of – the pre-filing system
- Reduced capital requirements at authorization
- Reduced liquidity requirements for new entrant banks
- Simplification and streamlining of application documentation
- A reduced minimum realistic time for the application process of six months (previously two years)

Three relevant regulators in the UK, all friendly

Prudential Regulator Authority

- Part of Bank of England
- Part of “dual” bank authorizations process
- Has responsibility for safety and soundness regulation of U.K. banks
- Open to competent business plans outside traditional banking models
- Analogous to the Federal Reserve’s supervision work in the US



Financial Conduct Authority

- Independent agency
- Part of “dual” bank authorizations process
- Has responsibility for regulating banks in relation to consumer protection, conduct, market participation and financial crime issues
- Mash up of SEC, FDIC, and FinCen for a US analogy
- Set up Innovation Hub to guide startups through agency

Payments Systems Regulatory

- Part of the Financial Conduct authority
- Standing up on April 1, 2015
- Publishing guidance supporting “challenger” banks



Payments Systems Regulatory

There is a rich financial technology ecosystem

We met with some ecosystem players like Level39, Innovate.Finance, the FinTech Innovation Lab, etc. We like the concentration of community, lobbying power, and knowledge that we found, as well as the appetite for the type of infrastructure we're proposing.

We got the sense, as well, that we could be a active, vocal, and potentially powerful member of the community. Several people said we might be able to influence UK political discussion given sufficient time and resources: that we could be fintech's poster child because we're infrastructure.

Appendix C

- A. Background: Past financing, product and progress
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1. Why not start a bank in the US?
2. Why not buy a bank in the US?
3. Why not partner with a bank in the US?

1. Why not start a bank in the US?

FDIC not granting de novo charters:

**ONLY
2**

Since the financial crisis the FDIC has approved only two de novo applications – one for a development bank in New Haven and another for an Amish bank.

1. Why not start a bank in the US?

WHY THE FDIC DISLIKES DE NOVOS

- FDIC identified that recent de novo banks had a disproportionate share of failures and serious safety and soundness problems.
- After the crisis, the FDIC tightened its policy on de novo banks and effectively restricted serious consideration of de novo banks

STANDARD TREASURY COULD NOT DE NOVO

- We do not believe that the Standard Treasury plans fall within the exceptionally narrow parameters that, at this moment in time, would cause the FDIC to give serious consideration to a de novo application.
- Barring a major change in the FDIC's approach to de novo charters, which we deem unlikely under the current Chairman, we believe it highly improbable that Standard Treasury could successfully pursue an application for a de novo charter.
 - Completely auditable and trackable.

2. Why not buy a bank in the US?

We'd have to own their

- customers
- technology
- loan book
- staff
- particular authorizations
- regulatory relationships
- physical plant

these would be major distractions while we build tech infrastructure

2. Why not buy a bank in the US?

Since the financial crisis, all U.S. federal bank regulators have increased scrutiny of applications to acquire banks, particularly applications by non-banks.

2. Why not buy a bank in the US?

Non-bank applicants can expect to have to meet standards applicable to de novo institutions including:

- a requirement to operate under a business plan approved by the bank's primary regulator for the first seven years of operation
- closer supervisory scrutiny
- more frequent examinations
- operating conditions specific to the particular application, typically include higher capital standards than required by otherwise-applicable regulation
- the more an application deviates from a traditional community-banking model, the greater this scrutiny becomes.

2. Why not buy a bank in the US?

This heightened scrutiny of non-traditional models in turn gives rise to longer application processing times and reduced likelihood of success.

2. Why not buy a bank in the US?

Restrictions on capital sources:

- Many banking regulators in the US have a natural skepticism towards private equity and venture capital investors, who they perceive as having short term profit motives.
- While this perception is unfair to many such investors, particularly in the venture capital industry, few banking regulators understand the sector well enough to make nuanced distinctions

2. Why not buy a bank in the US?

Bank holding company:

- There are a complex series of controls that very likely prevents any non-natural person from owning more than 9.9% of a bank without being subject to registering as a bank holding company.
- Banking holding companies are regulated by the Federal Reserve and are subject to an onerous set of reporting, risk management, and internal financial controls.

3. Why not partner with a bank?

1. Lack of control
2. Bad technology interfaces
3. Aren't responsive
4. Designed unscalable internal control & risk management
5. Are reluctant to white label
6. Stuck in legacy mindset
7. Bad culture and worse technology culture

Appendix D

- A. Background: Past financing, product and progress
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Our product

We are providing banking infrastructure via API to partners who will use and resell our services at scale.

The Amazon Web Services (storage, compute platform) or Uber (logistics, transportation platform) of banking: the high-volume provider of core financial services.
Over time this will include white labeled services like:

ACCOUNTS



- Deposits through companies like Simple, Bee, Zenefits
- Custodial accounts through companies like WealthFront, Betterment, Sigfig
- Escrow accounts through companies like Angellist

LENDING



- Real-time mortgage decisioning for companies like Trulia
- Warehouse facilities for companies like Lending Club

PAYMENTS



- Cash payments through companies like ZenPayroll, LendingHome.
- Card payments merchant acquiring through companies like Stripe, WePay, Balanced Payments
- Card issuing through companies like Card.com, TrueLink Financial

Product demo
demo.standardtreasury.com

Example use cases

1. **Commercial Customers (Lever)**
 1. Open a new account
 2. Collect all the information for CIP and KYC
 3. Automatically run KYC (and credit) checks
 4. Open account with zero dollar
 5. Accept a BACS/CHAPS/FPS from another bank account / investor
 6. Rent office space
 7. Create a letter of credit
 8. Pay corporate rent
 9. Send BACS/CHAPS/FPS to particular counterparty
 10. Pay for other things (debit cards, checks, other payments)
 11. Accounting and identity (Xero or direct connections)
 12. Bill pay
2. **Commercial Customers with Debit Features (Lever+)**
 1. Accept ACH debits
 2. Drawdown wires
3. **Wholesale Payments Customers (ZenPayroll)**
 1. FBO accounts
 2. KYC on beneficiaries
 3. ACH Debit to corporate
 4. ACH Debit at scale to FBO
 5. ACH Credit from FBO
 6. KYC on counterparties
4. **Wholesale Resellers of Retail Accounts (Bee/Simple)**
 1. Open retail accounts
 2. Information
 3. Payments
5. **Card Issuance Programs (TrueLink, card.com, Gifty)**
6. **ISO/PSP and Merchant Acquiring (Stripe/WePay/PayPal/Balanced)**
7. **Custodial accounts for asset managers (Betterment/WealthFront/Sigfig)**
8. **Advanced data and analytics on usage, counterparties, international accounts**
9. **Foreign exchange execution, settlement, accounts**
10. **Private wealth management tools**
11. **Broker dealer execution, settlement, white labeled portals**

Economics by program type

	Fixed revenue per program	Variable revenue per transaction
Acquiring	Minimal set-up fees	Significant revenue per dollar processed
	Significant set-up fees and ongoing program management fees	Significant revenue per card issued and swipe
Issuing	Minimal set-up fees	Mixed: Significant revenue per real-time dollar processed, minimal for multi-day settlement
	Minimal set-up fees	
Cash Payment s	Minimal set-up fees and ongoing program management fees	Little revenue per dollar of AUM
	Significant set-up fees and ongoing program management fees	
Custodian	Significant set-up fees and ongoing program management fees	Little revenue per origination; ongoing revenue for servicing
Origination	Significant set-up fees and ongoing program management fees	

Appendix E

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Our technology

Our core banking system is built using an API-first design. Every operation in the bank is controlled by a secured rest API, with a micro-services architecture on the backend. Because we started from scratch, our system is built with security, reliability, speed, and usability.

API

- Payments and Transfers
- Authentication and Authorization
- Logging and Auditing
- Documentation

Technology Stack

- Clojure on JVM
- PostgreSQL
- Kafka
- Storm
- AngularJS
- AWS (Beanstalk, RDS, ELB, S3)

UX

- Bank Manager Operations
- Online Commercial Banking
- Developer Portal

Infrastructure

- Core ledger
- Customer information System
- KYC, AML, Fraud detection

Technical Details

After building out APIs for core banking systems in the US we determined that none of the standard offerings met our desire to drive the entire bank with a secure API in a highly performant manner. All of our services and UX are built around the existing API.

HIGH LEVEL DESIGN

- API uses OAuth and JWT to auth every request/response
- All synchronous calls are delegated from the API gateway to the relevant internal micro-services
- A large percentage of those calls create events that are asynchronously handled by our fault tolerant master workflow system.
- Each micro service has its own cluster of machines with its own datastore
- There are separate public and private API services. Public for general consumption, private for services used by the Bank Personnel.

OUR SYSTEM

- API first
- High volume, Reliable, Secure
- Completely auditable and trackable