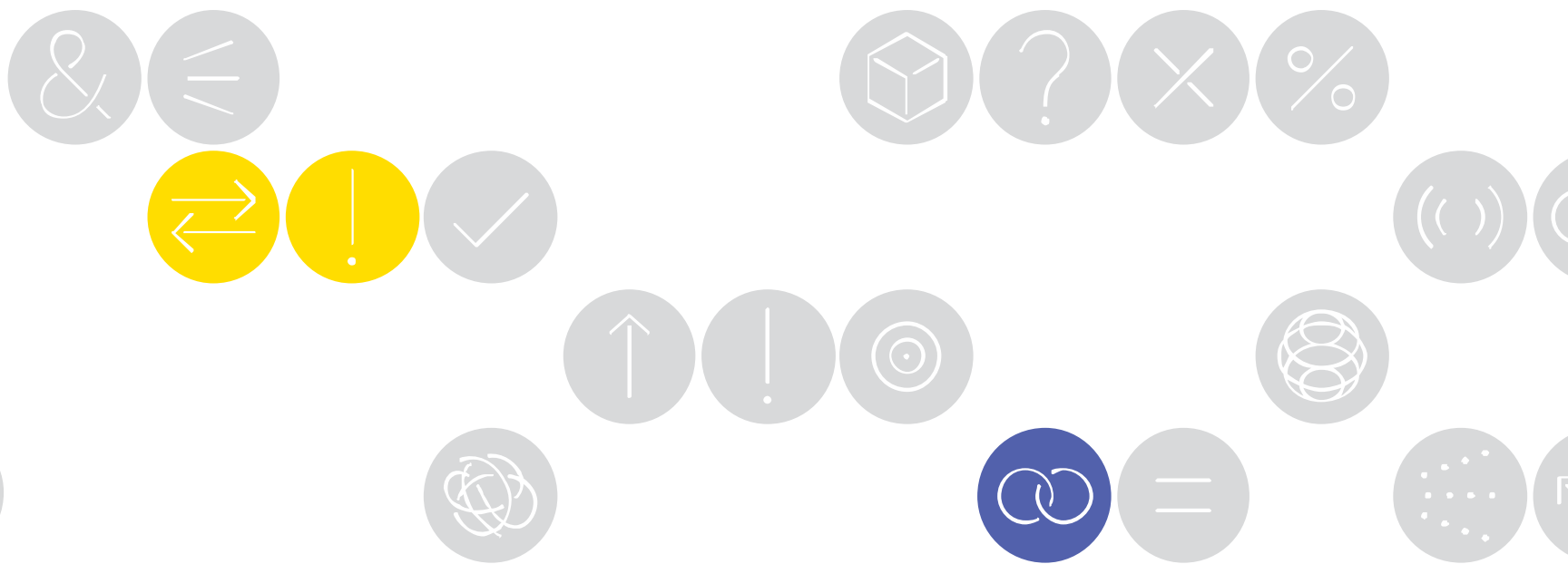


# Investor Presentation

4Q 2014



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This presentation contains forward-looking statements that are subject to risks and uncertainties. All statements other than statements of historical fact or relating to present facts or current conditions included in this presentation are forward-looking statements including any statements regarding guidance and statements of a general economic or industry specific nature. Forward-looking statements give our current expectations and projections relating to our financial condition, results of operations, guidance, plans, objectives, future performance and business. You can identify forward-looking statements by the fact that they do not relate strictly to historical or current facts. These statements may include words such as “anticipate,” “estimate,” “expect,” “project,” “plan,” “intend,” “believe,” “may,” “should,” “can have,” “likely” and other words and terms of similar meaning in connection with any discussion of the timing or nature of future operating or financial performance or other events.

The forward-looking statements contained in this presentation are based on assumptions that we have made in light of our industry experience and our perceptions of historical trends, current conditions, expected future developments and other factors we believe are appropriate under the circumstances. As you review and consider information presented herein, you should understand that these statements are not guarantees of future performance or results. They depend upon future events and are subject to risks, uncertainties (many of which are beyond our control) and assumptions. Although we believe that these forward-looking statements are based on reasonable assumptions, you should be aware that many factors could affect our actual future performance or results and cause them to differ materially from those anticipated in the forward-looking statements. Certain of these factors and other risks are discussed in the Company's filings with the U.S. Securities and Exchange Commission (the “SEC”) and include, but are not limited to: (i) our ability to adapt to developments and change in our industry; (ii) competition; (iii) unauthorized disclosure of data or security breaches; (iv) systems failures or interruptions; (v) our ability to expand our market share or enter new markets; (vi) our ability to identify and complete acquisitions, joint ventures and partnerships; (vii) failure to comply with applicable requirements of Visa, MasterCard or other payment networks or changes in those requirements; (viii) our ability to pass along fee increases; (ix) termination of sponsorship or clearing services; (x) loss of clients or referral partners; (xi) reductions in overall consumer, business and government spending; (xii) fraud by merchants or others; (xiii) a decline in the use of credit, debit or prepaid cards; (xiv) consolidation in the banking and retail industries; (xv) the effects of governmental regulation or changes in laws; and (xvi) outcomes of future litigation or investigations. Should one or more of these risks or uncertainties materialize, or should any of these assumptions prove incorrect, our actual results may vary in material respects from those projected in these forward-looking statements. More information on potential factors that could affect the Company's financial results and performance is included from time to time in the “Risk Factors” and “Management's Discussion and Analysis of Financial Condition and Results of Operations” sections of the Company's periodic reports filed with the SEC, including the Company's most recently filed Annual Report on Form 10-K and its subsequent filings with the SEC.

Any forward-looking statement made by us in this presentation speaks only as of the date of this presentation. Factors or events that could cause our actual results to differ may emerge from time to time, and it is not possible for us to predict all of them. We undertake no obligation to publicly update any forward-looking statement, whether as a result of new information, future developments or otherwise, except as may be required by law.



# Company Overview

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# A Leading *Integrated* Payment Processor in the U.S.



**vantiv**<sup>TM</sup>



**Merchant  
Acquiring**

**Network  
Services**

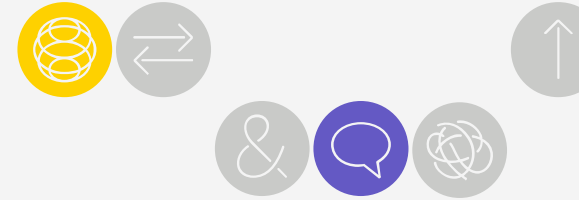
**Card Issuer  
Processing**



- ✓ **Comprehensive provider across the value chain**
- ✓ **Integrated technology platform**
- ✓ **Broad distribution and superior cost structure**
- ✓ **Serve large and small merchants and financial institutions**

**vantiv**<sup>TM</sup>

# Our Segments



## Merchant Services

## Financial Institution Services

2014 Net Revenue

**\$1,067mm**

**\$336mm**

2013 Net Revenue

**\$838mm**

**\$335mm**

### Vantiv Services

- **Merchant Acquiring**
  - Accept and process electronic payments at point-of-sale or online
  - Settlement of funds
  - Transaction reporting and analysis
- **Value-added services**
  - Security and fraud services, omni-channel acceptance, and data analytics

- **Integrated Card Issuer and Processing**
  - Issue, manage and process payment services for financial institution customers
- **Value-added Services**
  - Security services, card production, portfolio optimization and data analytics
  - Proprietary network branding, acceptance and transaction processing services for PIN Debit and ATM cards

### Customers

- **Small to mid-sized merchants and top-tier regional and national retailers**

- **Large and regional financial institutions, community banks and credit unions**

### Key Metrics<sup>1</sup>

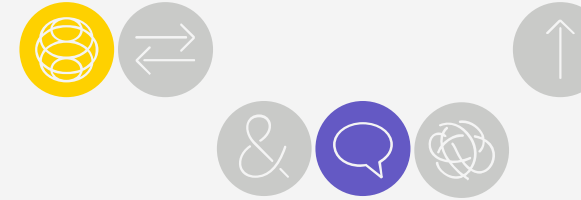
- **540,000 merchant locations served**
- **16.3 billion transactions processed**

- **1,400 financial institution relationships**
- **3.8 billion transactions processed**



Note: In certain cases, numbers are rounded  
<sup>1</sup> Key metrics as of 2014

# How We Make Money



## Merchant Services

- # of Transactions
- \$ Amount of Sales Volume
- Fees are based on:
  - % of the sale amount – “Merchant Discount Rate” (MDR) and/or
  - A fixed fee per transaction

## Financial Institution Services

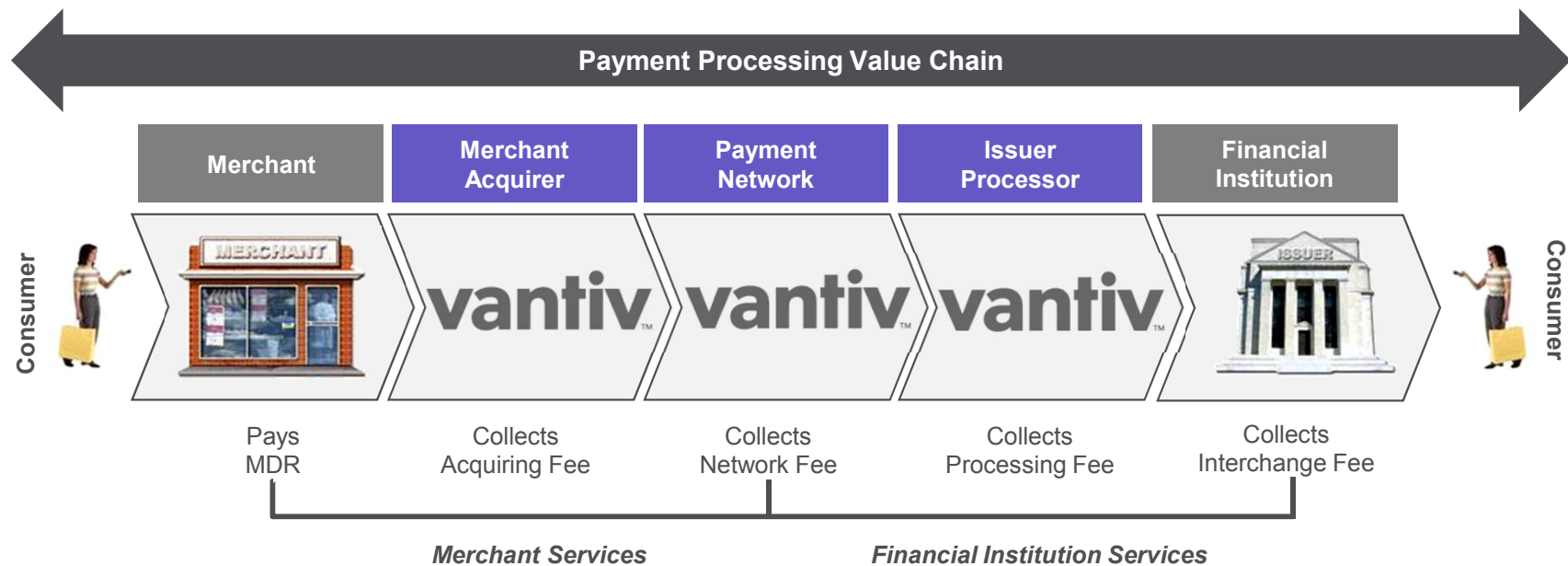
- # of Transactions
- Value-Added Services
- Fees are based on a:
  - A fixed fee per transaction
  - Volume driven fees on valued-added services

Key Drivers

Description

Example

Vantiv has the opportunity to generate fees across the value chain



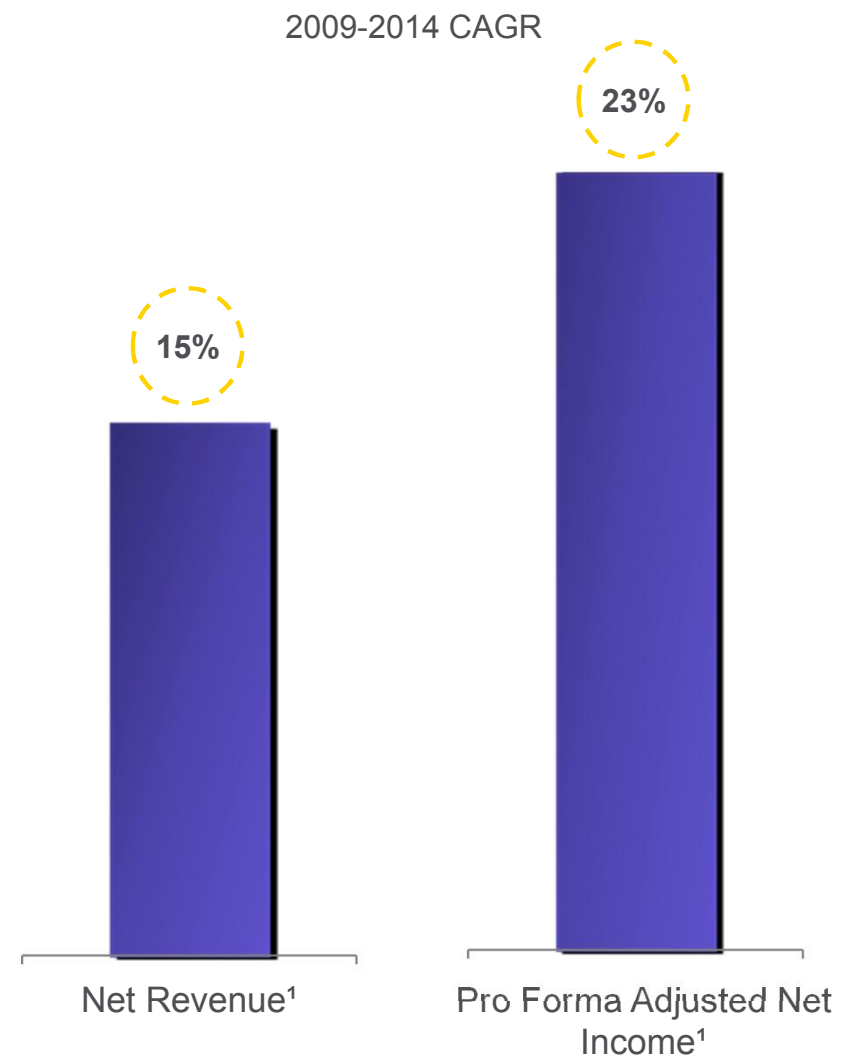
# Strong Execution and Momentum



## Our history

- 40 years of payment processing experience
- Business unit of Fifth Third Bank until June 2009
- Created separate stand-alone company to invest in growth opportunities
- IPO in March 2012
- Continued investment post-separation and IPO includes several strategic acquisitions
- Expanded into web-only E-commerce
- Established a leading position in the integrated payments channel

## Successfully executed on our vision since separation



<sup>1</sup> 2009 and 2010 pro forma for the NPC acquisition; please see reconciliation in appendix

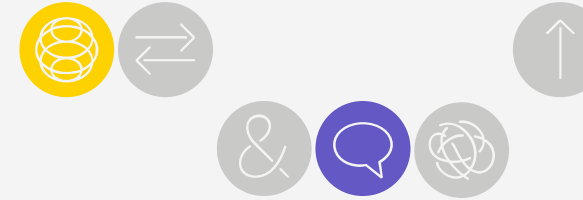


# Investment Highlights

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# Investment Highlights



## Leadership

**Market leader in an industry with favorable secular trends**

## Differentiated Business Model

**Unique combination of technology, capabilities and broad distribution provides competitive advantage**

## Attractive Market Position

**Focused on fast growing and highly profitable market segments**

## Significant Upside

**Significant, untapped opportunities for expansion and growth**

## Resilient

**Resilient business with strong recurring revenue, diversified customer base and good visibility**

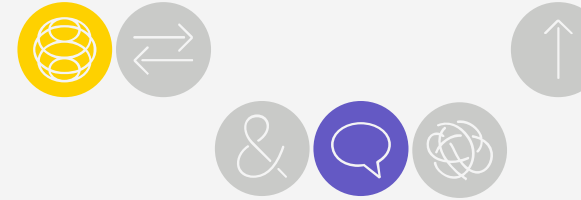
## Strong Operating Leverage

**Strong operating leverage and best-in-class margins<sup>1</sup>**



<sup>1</sup> Best-in-class refers to the publicly traded peer group of Global Payments, Heartland Payment Systems, and TSYS

# Market Leadership



## Merchant Services

- #3** ■ Ranked U.S. Merchant Acquirer in Total Transactions<sup>1</sup>
- #1** ■ Ranked U.S. Merchant Acquirer in PIN Debit transactions<sup>1</sup>

## Financial Institution Services

- 10%** ■ Market Share in the U.S. based on number of Financial Institution customers
- 1,400** ■ Financial Institution relationships across the U.S.

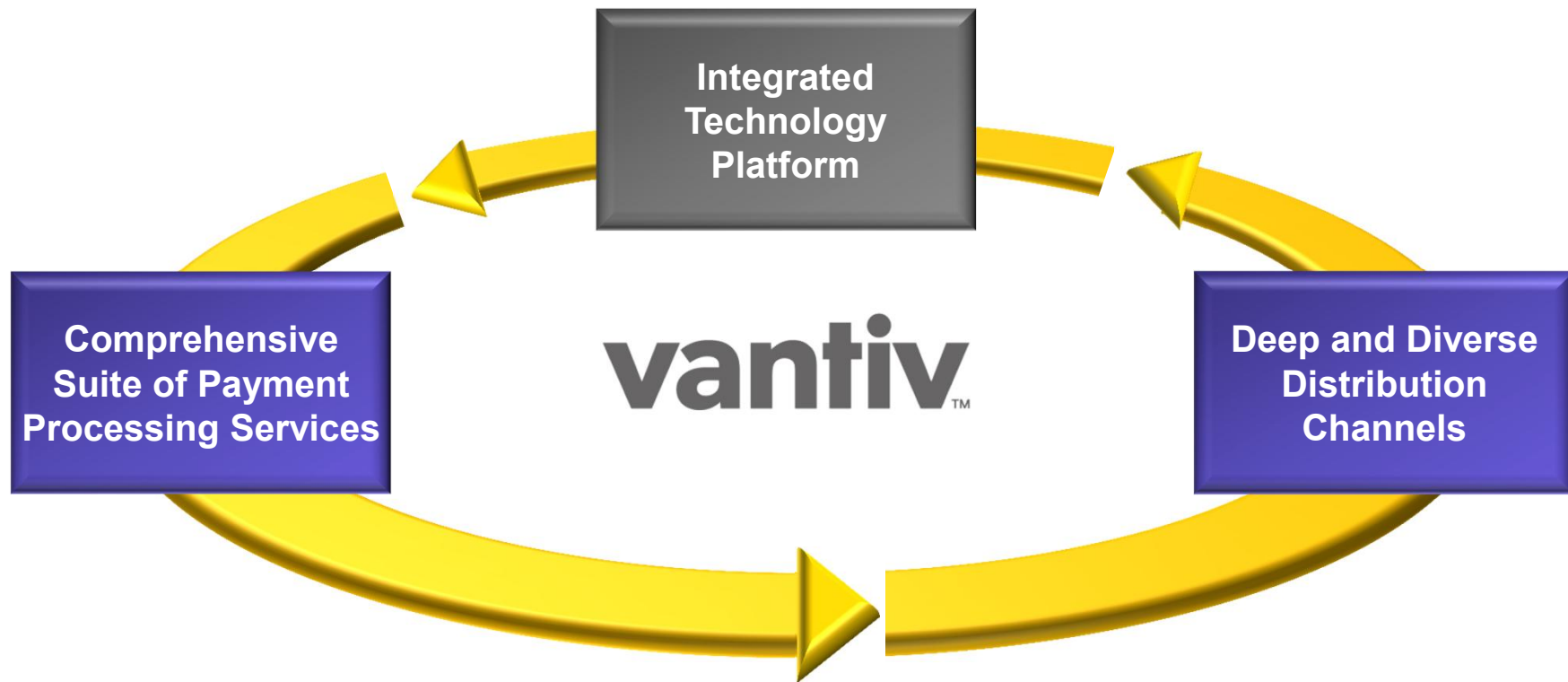
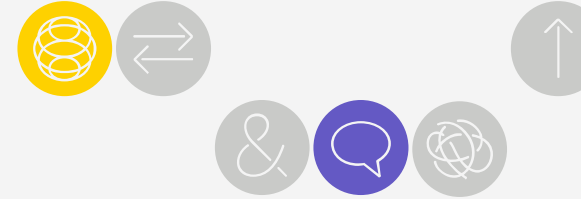
**Vantiv is well positioned as a market leader**

Source: The Nilson Report, March 2011, 2012, 2013 and 2014, Issues 967, 990, 1,013 and 1,036, respectively

<sup>1</sup> Purchase transactions represent number of transactions and include all general purpose credit, debit and prepaid card transactions, including signature and PIN debit; First Data includes Citi, SunTrust and Sovereign.

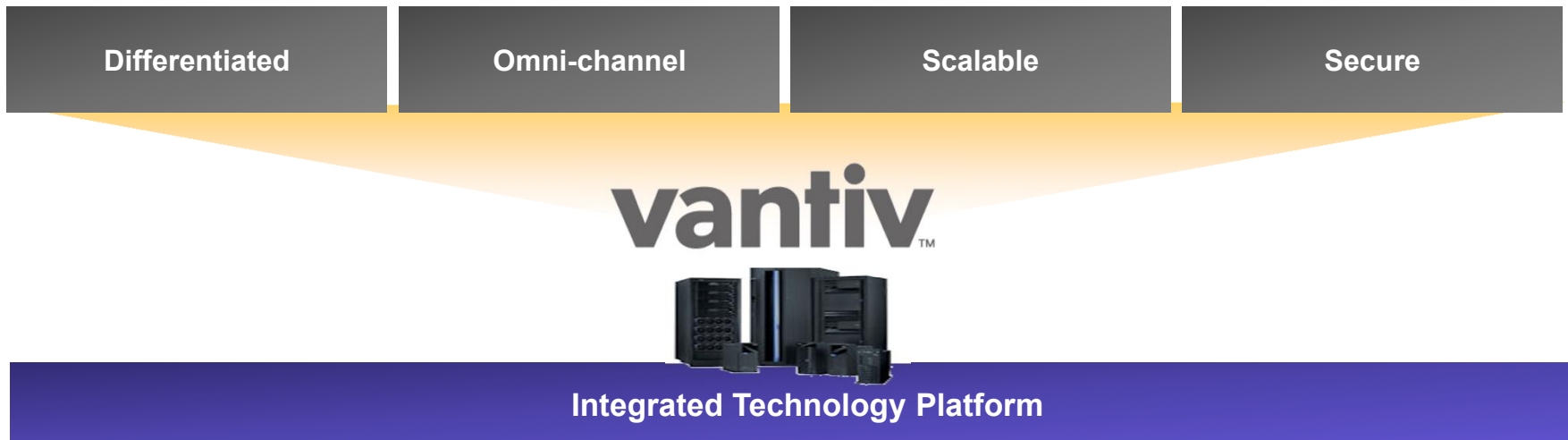
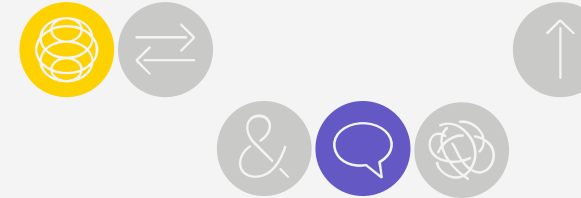


# Superior Business Model Drives Competitive Advantages



Vantiv's integrated business model provides services across the value chain

# Integrated Technology Platform Leverages our Scale



**Attributes**

*Single Point of Service*

*Ease of Connection and Delivery*

*Ability to Innovate*

*Value Added Information Solutions*

*Operating Leverage*

**Advantages**

✓ **Efficient service delivery**

✓ **Seamless delivery and maintenance**

✓ **Faster innovation and time to market**

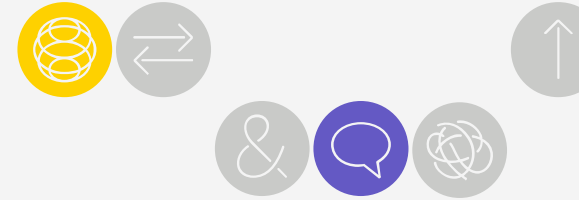
✓ **Superior functionality and data analysis**

✓ **Best-in-class cost structure and profitability<sup>1</sup>**



<sup>1</sup> Best-in-class refers to the publicly traded peer group of Global Payments, Heartland Payment Systems, and TSYS

# Broad and Comprehensive Suite of Service Offerings



*Comprehensive Offerings Across the Value Chain*

# vantiv™

*Serving Clients of All Types and Sizes*

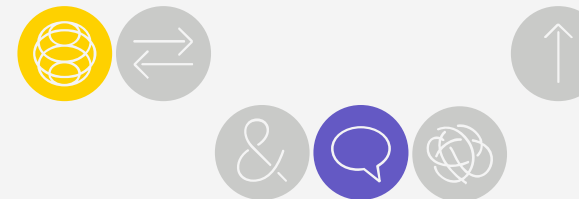


*Provided Through an Integrated Platform*

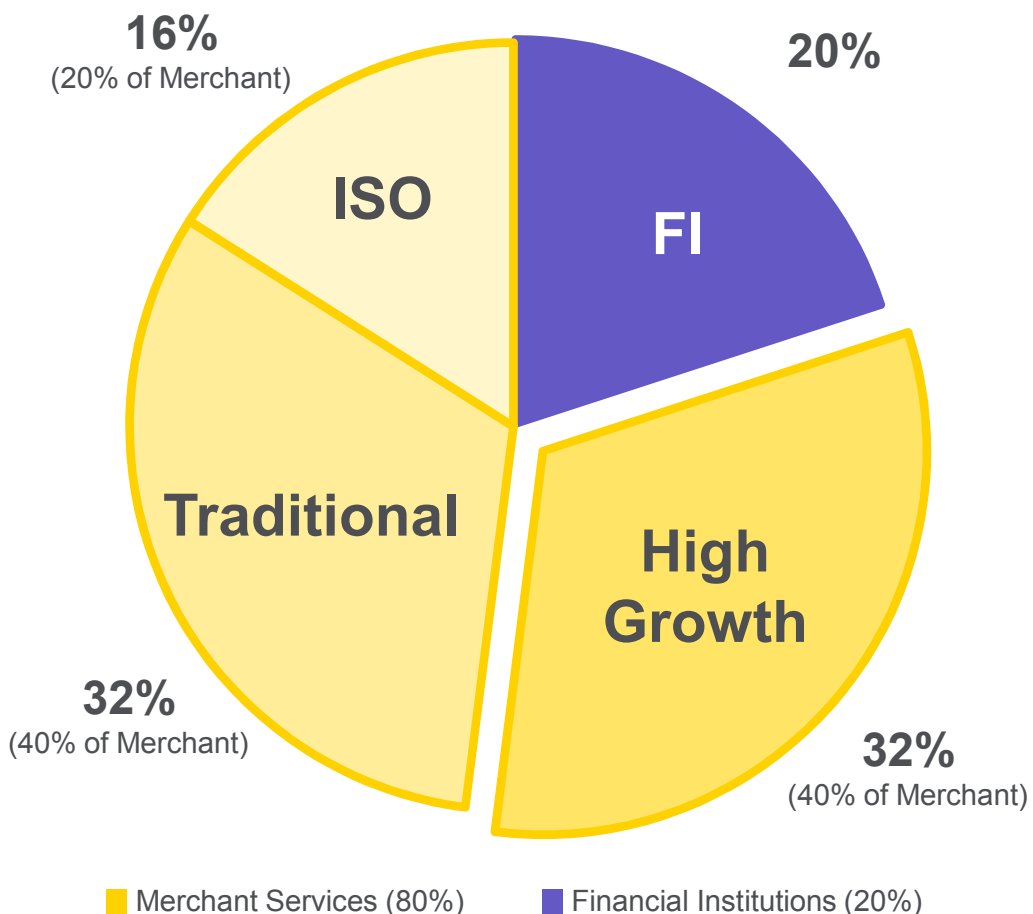


**vantiv™**

# Strong Sales and Distribution Across Multiple Channels



We continue to build on our core advantages to grow our Merchant and Financial Institutions businesses while executing on our strategy to expand into high-growth channels and verticals



- ✓ High-Growth channels include E-commerce, Merchant Bank, and Integrated Payments. These strategic distribution channels are expected to represent a larger piece of our business going forward.
- ✓ Our Traditional business includes direct sales forces that target both large national and small and mid-sized merchants through national, regional, and telesales teams
- ✓ Our Independent Sales Organization (ISO) partners target both small and mid-sized merchants
- ✓ We distribute our Financial Institutions services by utilizing direct sales forces and a diverse group of referral partners



Note: Represents approximate proportional breakdown of 2014 net revenue by channel and segment, pro forma for Mercury

# Focused on Fast Growing and Highly Profitable Market Verticals



**vantiv**<sup>TM</sup>

**Channels & Geographies**

**Integrated Payments**

**Merchant Banks**

**Domestic & International**

**Emerging Markets**

**E-commerce**

**Mobile Solutions**

**Vantiv Gaming Solutions**

**Differentiated Offerings**

**Security & Fraud Services**

**Data Analytics & Marketing**

**Alternative Payments & Loyalty**

**vantiv**<sup>TM</sup>



# Financial Overview

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# Financial Highlights



## Strong Business Model

- Strong transaction growth
- Recurring transaction fee revenue

## Stable and Predictable

- Stable revenue growth and diverse customer base
- Resilient business with high visibility and predictability
- Long-term contracts with high customer retention rates

## Significant Operating Leverage

- Integrated technology platform
- Strong scale efficiencies
- Best-in-class margins<sup>1</sup>

## High Cash Flow

- High free cash flow conversion
- Low capital requirements
- Enables investment in growth



<sup>1</sup> Best-in-class refers to the publicly traded peer group of Global Payments, Heartland Payment Systems, and TSYS

# Fourth Quarter and Full Year Financial Results and Milestones



|   | 4Q 2014 Performance          | Full Year 2014 Performance   |
|---|------------------------------|------------------------------|
| <b>Transactions</b><br><i>(growth)</i>  | <b>5,657</b><br><b>25%</b>   | <b>20,077</b><br><b>18%</b>  |
| <b>Total Net Revenue</b><br><i>(growth)</i>                                   | <b>\$402</b><br><b>30%</b>   | <b>\$1,403</b><br><b>20%</b> |
| <b>Adjusted EBITDA<sup>1</sup></b><br><i>(margin)</i>                         | <b>\$194</b><br><b>48.1%</b> | <b>\$670</b><br><b>47.8%</b> |
| <b>Pro Forma Adjusted Net Income<sup>1</sup></b><br><i>(growth)</i>           | <b>\$105</b><br><b>16%</b>   | <b>\$372</b><br><b>16%</b>   |
| <b>Pro Forma Adjusted Net Income Per Share<sup>1</sup></b><br><i>(growth)</i> | <b>\$0.53</b><br><b>18%</b>  | <b>\$1.87</b><br><b>20%</b>  |



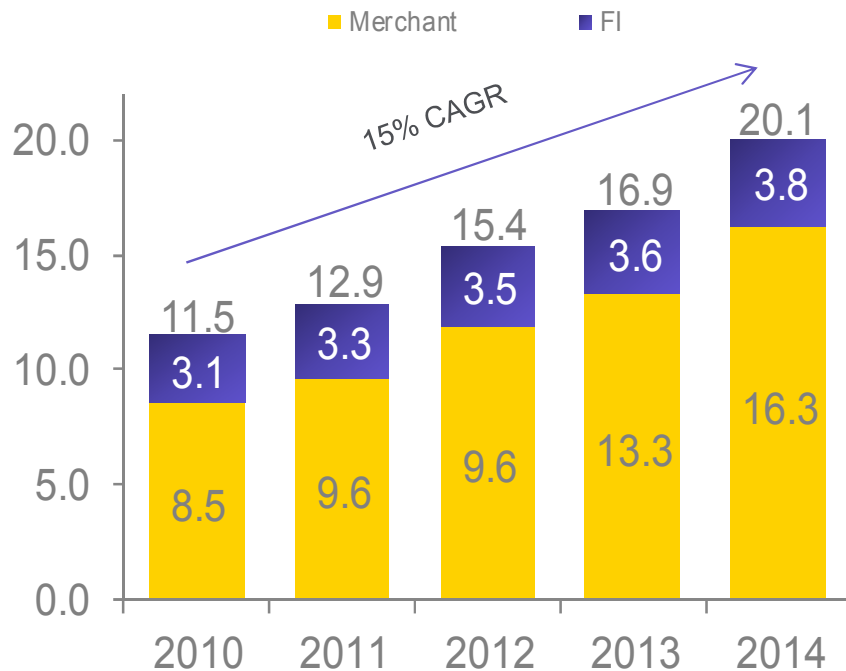
Note: Growth is year over year.  
<sup>1</sup> See reconciliation in the appendix.

# Strong Transaction Growth and Stable Yields Drive Revenue

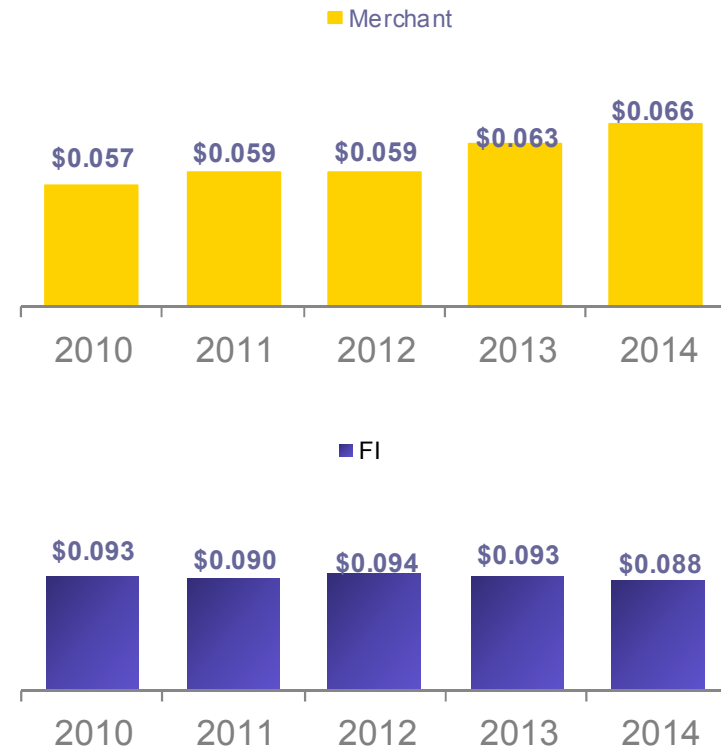


## Transactions

(Billions)



## Net Revenue per Transaction



**Strong transaction growth and recurring transaction fee revenue**



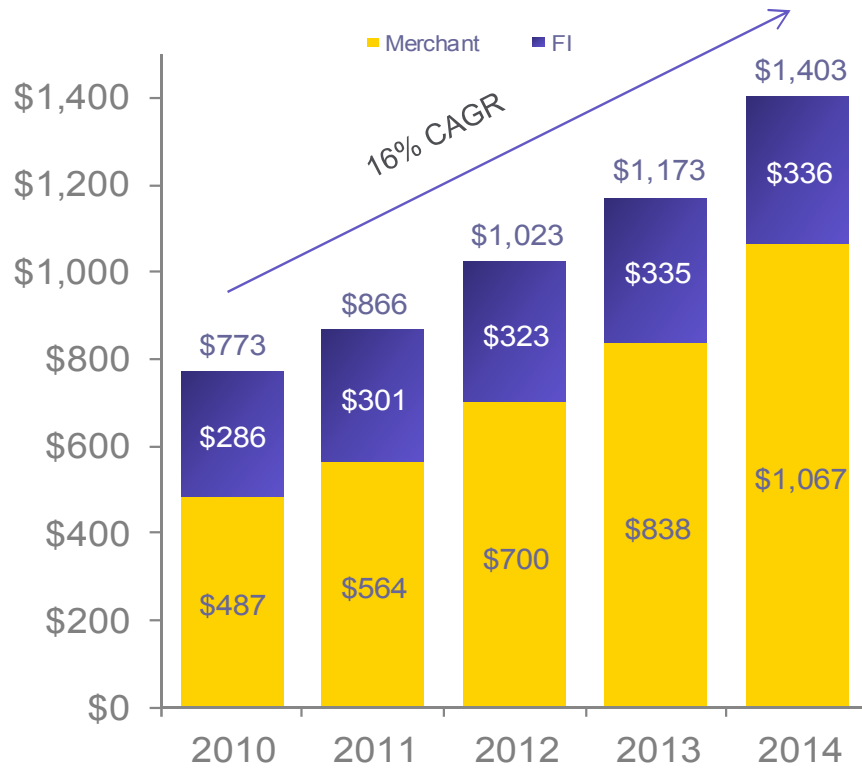
Note: All numbers in 2010 are Pro Forma for NPC acquisition; please see reconciliation in appendix

# Stable and Diversified Revenue Growth

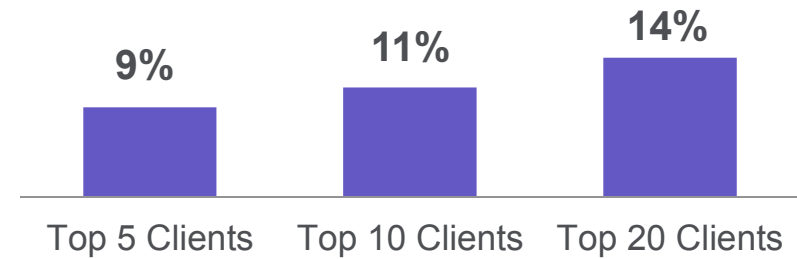


## Net Revenue<sup>1</sup>

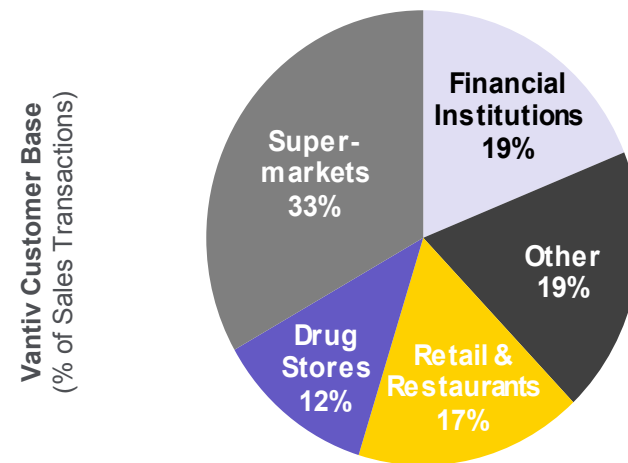
(\$Millions)



## 2014 Net Revenue Concentration

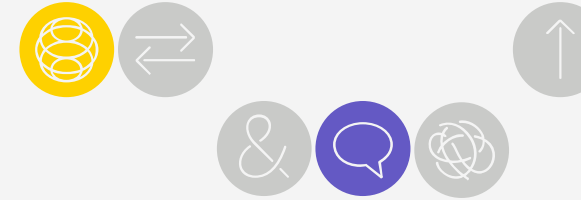


## 2014 Customer Concentration

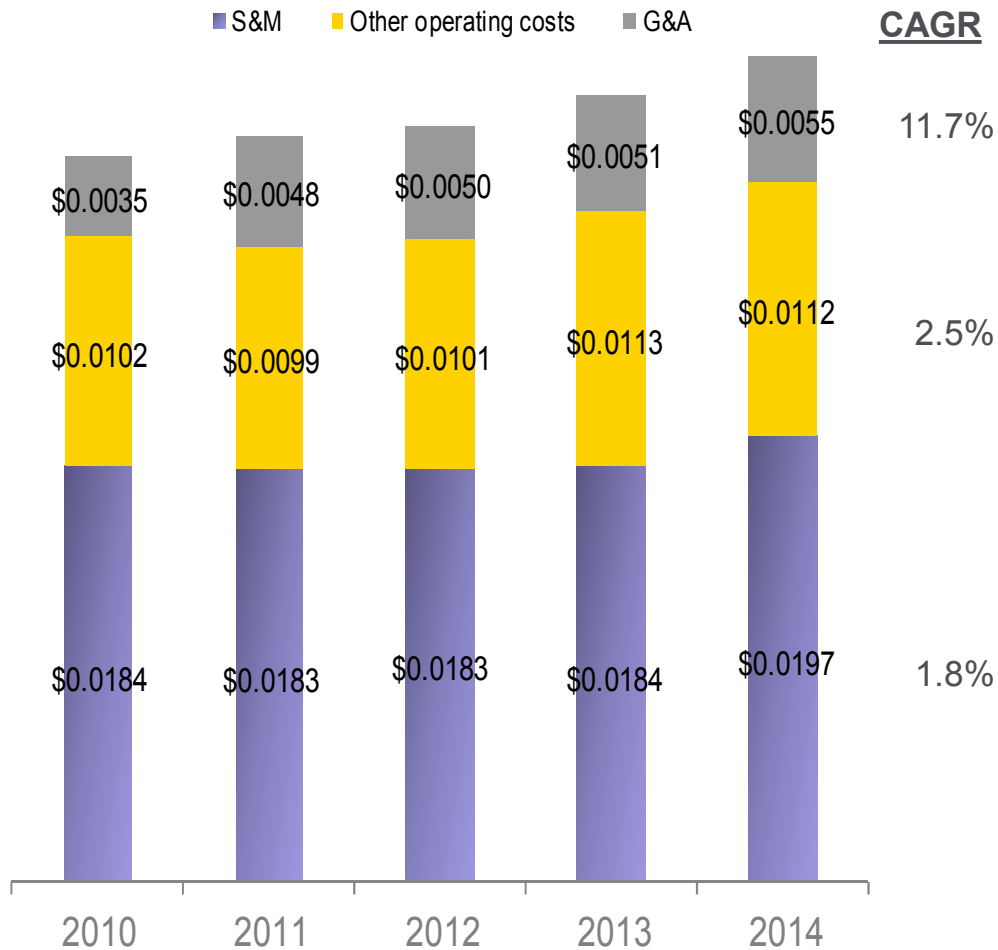


<sup>1</sup> Net Revenue in 2010 is Pro Forma for the NPC acquisition; see reconciliation in appendix  
Note: In certain cases, numbers are rounded

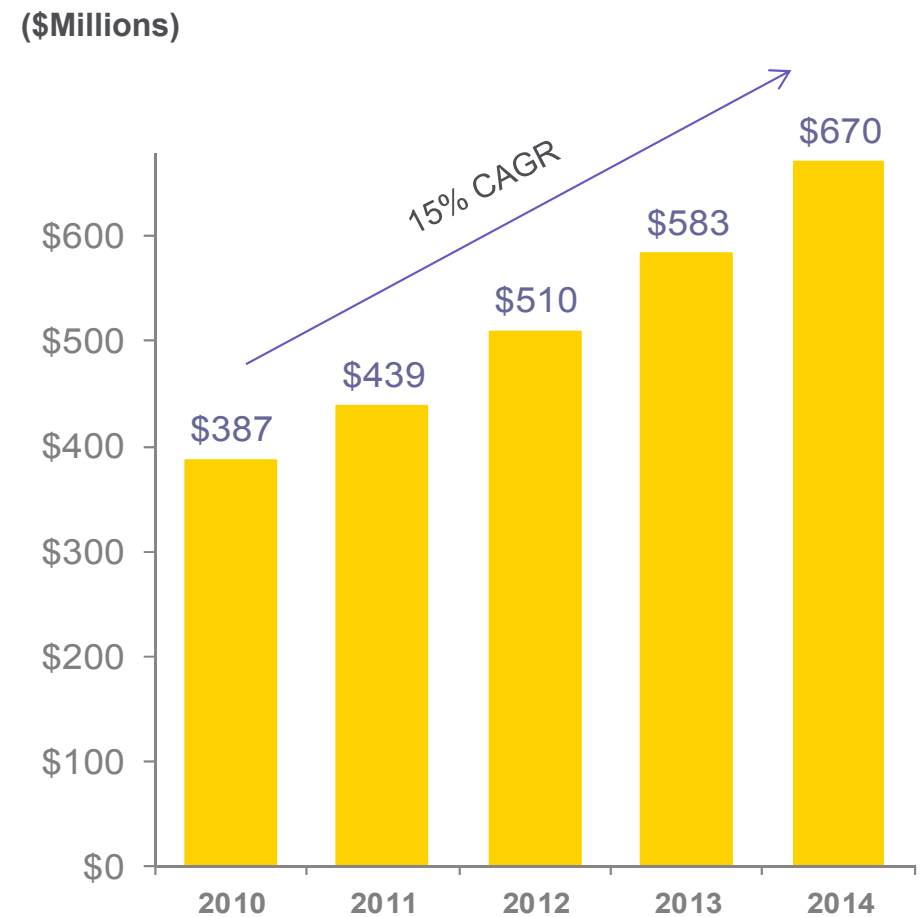
# Superior Cost Structure



**Cost per Transaction<sup>1</sup>**



**Adjusted EBITDA<sup>2</sup>**



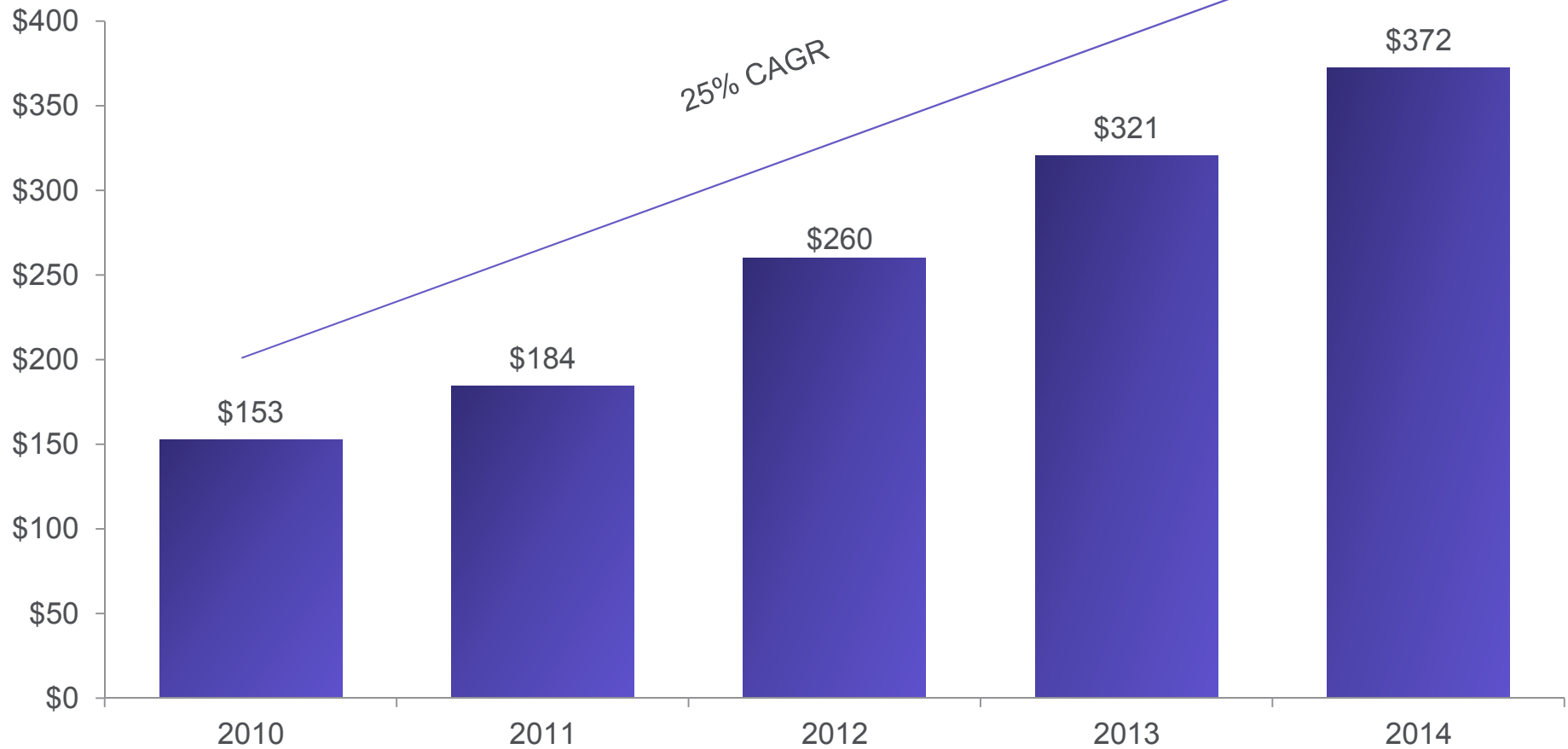
Note: All numbers in 2010 are Pro Forma for NPC acquisition  
 1 2014 costs trended higher due to Mercury acquisition costs  
 2 See reconciliation in appendix

# Sustainable and Compelling Earnings Growth



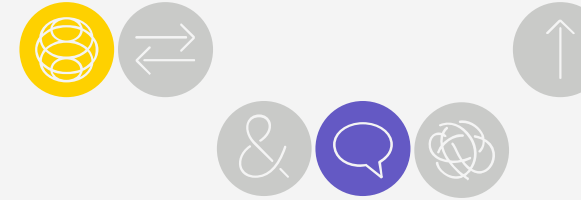
## Pro Forma Adjusted Net Income<sup>1</sup>

(\$Millions)



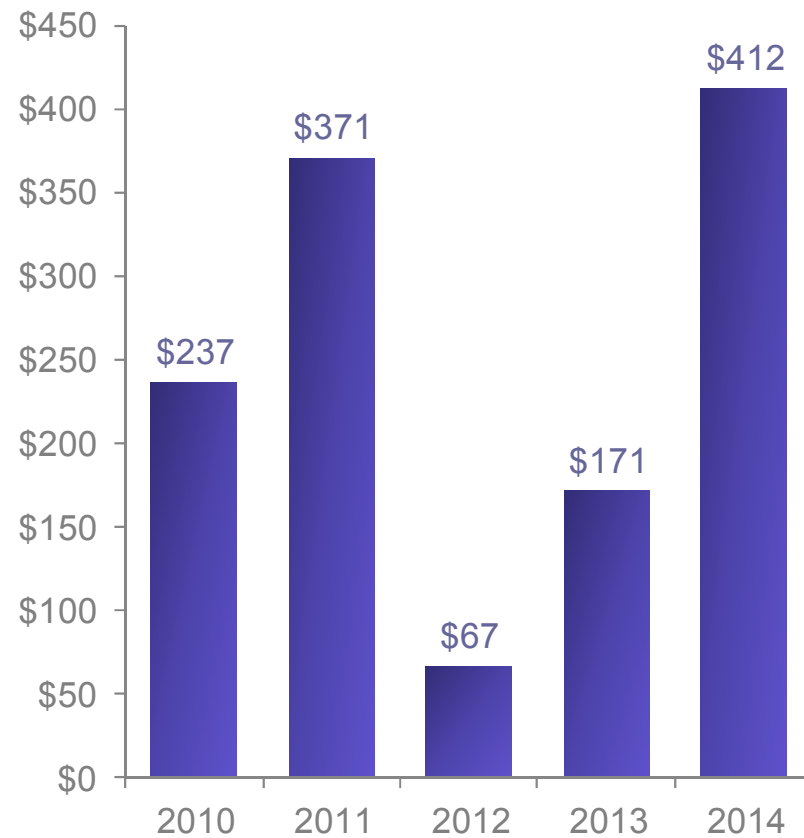
<sup>1</sup> See reconciliation in the appendix

# Balance Sheet Review

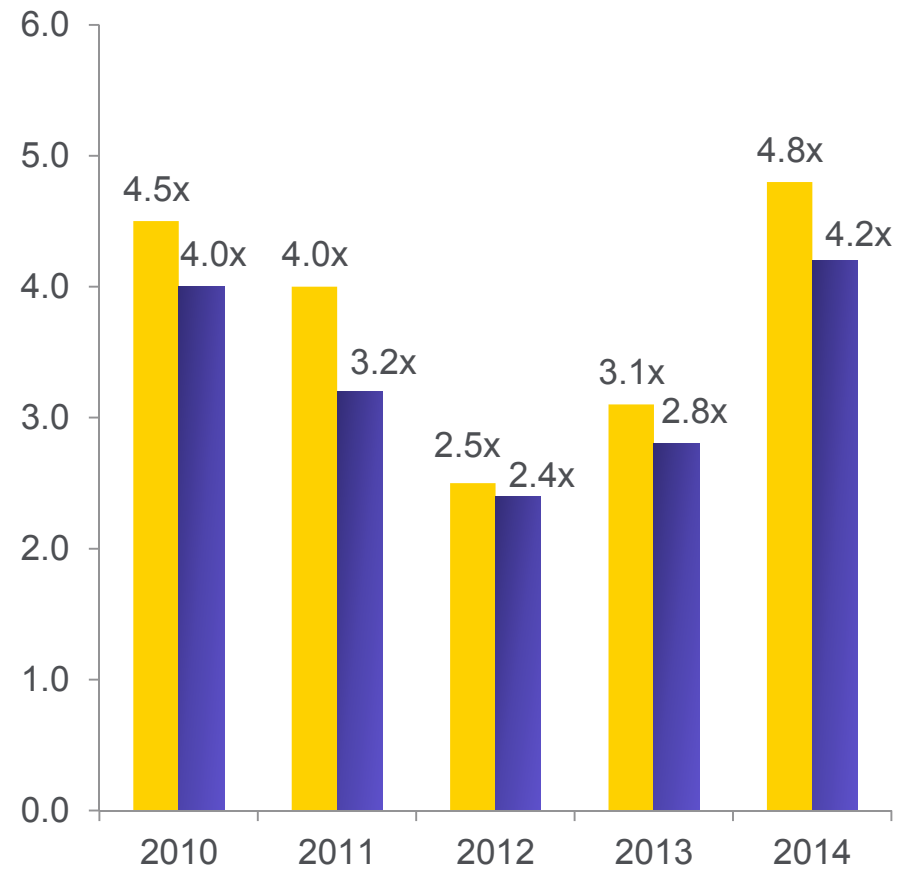


## Cash and Cash Equivalents, 12/31

(\$Millions)



## Debt to Pro Forma Adjusted EBITDA<sup>1</sup>



■ Gross Debt / PF EBITDA ■ Net Debt / PF EBITDA



<sup>1</sup> See reconciliation in appendix; leverage increase in 2014 driven by financing for the Mercury acquisition

# Investment Highlights



|                                      |   |
|--------------------------------------|---|
| <b>Leadership</b>                    | <b>Market leader in an industry with favorable secular trends</b>   |
| <b>Differentiated Business Model</b> | <b>Unique combination of technology, capabilities and broad distribution provides competitive advantage</b> |
| <b>Attractive Market Position</b>    | <b>Focused on fast growing and highly profitable market segments</b>  |
| <b>Significant Upside</b>            | <b>Significant, untapped opportunities for expansion and growth</b>   |
| <b>Resilient</b>                     | <b>Resilient business with strong recurring revenue, diversified customer base and good visibility</b>      |
| <b>Strong Operating Leverage</b>     | <b>Strong operating leverage and best-in-class margins<sup>1</sup></b>                                      |



<sup>1</sup> Best-in-class refers to the publicly traded peer group of Global Payments, Heartland Payment Systems, and TSYS





# Appendix

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# Pro Forma Transactions, Net Revenue and Capital Spend For NPC Acquisition



|   | Non-GAAP<br>Combined<br>Year Ended<br>12/31/2009 | Successor                |                          |
|---|--|--------------------------|--------------------------|
|   |  | Year Ended<br>12/31/2010 | Year Ended<br>12/31/2011 |
| (in millions)   |  |                          |                          |
| <b>Merchant Transactions S1</b>                       | <b>7,250</b>                                     | <b>8,206</b>             | <b>9,591</b>             |
| NPC   | 335  | 281                      |                          |
| <b>Pro Forma Merchant Transactions</b>                | <b>7,585</b>                                     | <b>8,487</b>             | <b>9,591</b>             |
| <br>  |  |                          |                          |
| <b>Net Revenue S1</b>                                 | <b>\$474</b>                                     | <b>\$566</b>             | <b>\$866</b>             |
| NPC   | \$233  | \$207                    | \$0                      |
| <b>Pro Forma Net Revenue</b>                          | <b>\$707</b>                                     | <b>\$773</b>             | <b>\$866</b>             |
| <br>  |  |                          |                          |
| <b>Purchase of property, plant &amp; equipment S1</b> | <b>\$14</b>                                      | <b>\$34</b>              | <b>\$63</b>              |
| Stand-alone   | 18   |                          |                          |
| <b>Pro Forma Capital Spend</b>                        | <b>\$32</b>                                      | <b>\$34</b>              | <b>\$63</b>              |

Note: NPC acquired November 2010. Adjustments made to transaction and revenue in both 2010 and 2009 to make comparable on a full year basis. Stand alone capital spend represents fixed asset investments made by Fifth Third Bank prior to the separation of the company from the Bank in 2009.

# Non-GAAP Reconciliation



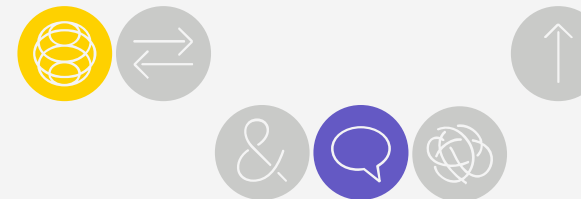
Per \$1 / 10-K / 10-Q

|   | Non-GAAP Combined     | Successor             |                       |                       |                       |                       |
|---|-----------------------|-----------------------|-----------------------|-----------------------|-----------------------|-----------------------|
|   | Year Ended 12/31/2009 | Year Ended 12/31/2010 | Year Ended 12/31/2011 | Year Ended 12/31/2012 | Year Ended 12/31/2013 | Year Ended 12/31/2014 |
| <b>EBITDA</b>                             | <b>247.2</b>          | <b>280.9</b>          | <b>384.0</b>          | <b>372.8</b>          | <b>518.3</b>          | <b>589.9</b>          |
| Transition Costs (a)                      | 24.1                  | 44.5                  | 33.6                  | 0.6                   | 0.6                   | 0.1                   |
| Debt refinancing and hedge term costs (b) | 0.0                   | 0.0                   | 13.7                  | 86.7                  | 20.0                  | 26.5                  |
| Share based compensation                  | 1.7                   | 2.8                   | 3.0                   | 33.4                  | 29.7                  | 42.2                  |
| Acquisition and Integration Costs (c)     | 0.0                   | 4.5                   | 3.8                   | 10.4                  | 14.5                  | 38.4                  |
| Losses related to put rights (d)          | 9.1                   | 4.3                   | 0.8                   | 0.0                   | 0.0                   | 0.0                   |
| Transaction costs (e)                     | 16.3                  | 0.0                   | 0.0                   | 0.0                   | 0.0                   | 0.0                   |
| NPC (f)                                   | 0.0                   | 63.5                  | 0.0                   | 0.0                   | 0.0                   | 0.0                   |
| Network Compliance Fee (g)                | 0.0                   | 0.0                   | 0.0                   | 6.0                   | 0.0                   | 0.0                   |
| TRA-related items (h)                     | 0.0                   | 0.0                   | 0.0                   | 0.0                   | 0.0                   | (26.7)                |
| <b>Adjusted EBITDA</b>                    | <b>298.4</b>          | <b>400.5</b>          | <b>438.8</b>          | <b>509.8</b>          | <b>583.1</b>          | <b>670.4</b>          |

Comparability Adjustments

|                                      |              |              |              |              |              |              |
|--------------------------------------|--------------|--------------|--------------|--------------|--------------|--------------|
| NPC                                  | 76.1         | 1.8          | 0.0          | 0.0          | 0.0          | 0.0          |
| Stand-alone costs                    | (23.2)       | (15.1)       | 0.0          | 0.0          | 0.0          | 0.0          |
| <b>Proforma EBITDA</b>               | <b>351.4</b> | <b>387.2</b> | <b>438.8</b> | <b>509.8</b> | <b>583.1</b> | <b>670.4</b> |
| Depreciation (i)                     | (32.4)       | (32.4)       | (33.7)       | (43.1)       | (60.5)       | (76.5)       |
| Interest Expense (j)                 | (106.5)      | (106.5)      | (105.6)      | (54.6)       | (40.9)       | (79.7)       |
| Taxes (k)                            | (81.8)       | (95.6)       | (115.3)      | (158.7)      | (185.4)      | (187.7)      |
| Tax Adjustments (l)                  | 0.0          | 0.0          | 0.0          | 6.5          | 24.3         | 46.5         |
| JV Non-Controlling Interest (m)      | 0.0          | 0.0          | 0.0          | 0.0          | 0.0          | (0.6)        |
| <b>Pro Forma Adjusted Net Income</b> | <b>130.7</b> | <b>152.7</b> | <b>184.1</b> | <b>260.0</b> | <b>320.5</b> | <b>372.4</b> |

# Non-GAAP Reconciliation (cont'd)



(a) Transition costs include costs associated with our separation transaction from Fifth Third Bank, including costs incurred for our human resources, finance, marketing and legal functions and severance costs; consulting fees related to non-recurring transition projects; expenses related to various strategic and separation initiatives; depreciation and amortization charged to us by Fifth Third Bank under our transition services agreement; and compensation costs related to payouts of a one-time signing bonus to former Fifth Third Bank employees transferred to us as part of our transition deferred compensation plan.

(b) Primarily includes non-operating expenses incurred with the refinancing of our debt in May 2011, March 2012, May 2013 and June 2014 as well costs associated with the early termination of our interest rate swaps in March 2012.

(c) Acquisition and integration costs include fees incurred in connection with our acquisitions, including legal, accounting and advisory fees as well as consulting fees for conversion and integration services and charges related to employee termination benefits.

(d) Represents the non-cash expense related to fair value adjustments to the value of the put rights Vantiv, Inc. received from Fifth Third Bank in connection with the separation transaction.

(e) Consists of transaction costs, principally professional and advisory fees, incurred by us on behalf of Advent in connection with the separation transaction.

(f) Reflects NPC's EBITDA from January 2010 until our acquisition of NPC in November 2010.

(g) MasterCard assessed a change of control compliance fee to the company of \$6.0 million as a result of our IPO.

(h) Represents non-operating income (expense) relating to a benefit recorded as a result of a reduction in certain TRA liabilities, partially offset by the change in fair value of a TRA entered into in June 2014.

(i) For periods prior to 2012, amounts represent depreciation expense associated with the company's property and equipment, assuming that the company's property and equipment at December 31, 2011 was in place on January 1, 2009. For periods subsequent to 2011, amounts represent the company's depreciation and amortization expense adjusted to exclude amortization of intangible assets acquired through business combinations and customer portfolio and related asset acquisitions. The twelve months ended December 31, 2014 also includes the write-down of a trade name of \$34.3 million.

(j) For periods prior to 2012, amounts represent interest expense associated with the company's level of debt, assuming the level of debt and applicable terms at December 31, 2011 was outstanding on January 1, 2009.

(k) Represents adjustments to income tax expense to reflect an effective tax rate of 36.5% for the year ended December 31, 2014 and 38.5% for all other periods presented, assuming the conversion of the Class B units of Vantiv Holding into shares of Class A common stock, including the tax effect of the adjustments described above. The effective tax rate is expected to remain at 36.5% going forward.

(l) Represents tax benefits due to the amortization of intangible assets and other tax attributes resulting from or acquired with our acquisitions, and to the tax basis step up associated with our separation from Fifth Third Bank and the purchase or exchange of Class B units of Vantiv Holding, net of payment obligations under tax receivable agreements.

(m) Represents the non-controlling interest, net of pro forma income tax expense, associated with a consolidated joint venture formed in May 2014.

# Non-GAAP Reconciliation (cont'd)



|   | 2009             | 2010             | 2011             | 2012             | 2013             | 2014             |
|---|------------------|------------------|------------------|------------------|------------------|------------------|
| <b>Adjusted EBITDA</b>                                | <b>\$351,391</b> | <b>\$387,204</b> | <b>\$438,794</b> | <b>\$509,844</b> | <b>\$583,059</b> | <b>\$670,414</b> |
| <i>Depreciation and amortization<sup>(1)(2)</sup></i> | 32,373           | 32,373           | 33,732           | 43,103           | 60,492           | 76,507           |
| <b>Income from Operations</b>                         | <b>\$319,018</b> | <b>\$354,831</b> | <b>\$405,062</b> | <b>\$466,741</b> | <b>\$522,567</b> | <b>\$593,907</b> |
| <i>Tax expense<sup>(3)(4)</sup></i>                   | 122,822          | 136,610          | 155,949          | 179,695          | 201,188          | 216,776          |
| <b>NOPAT</b>  | <b>\$196,196</b> | <b>\$218,221</b> | <b>\$249,113</b> | <b>\$287,046</b> | <b>\$321,379</b> | <b>\$377,131</b> |
| <i>Depreciation and amortization<sup>(1)</sup></i>    | 32,373           | 32,373           | 33,732           | 43,103           | 60,492           | 76,507           |
| <i>Capital expenditures<sup>(5)(6)</sup></i>          | (32,400)         | (33,655)         | (62,714)         | (51,435)         | (61,578)         | (103,179)        |
| <i>Cash tax benefits<sup>(7)</sup></i>                | 5,809            | 5,809            | 5,809            | 6,525            | 24,294           | 46,462           |
| <i>Change in net working capital<sup>(8)</sup></i>    | 48,100           | 28,775           | (64,947)         | (78,965)         | (9,097)          | 69,476           |
| <b>Unlevered Free Cash Flow</b>                       | <b>\$250,079</b> | <b>\$251,524</b> | <b>\$160,993</b> | <b>\$206,274</b> | <b>\$335,490</b> | <b>\$466,397</b> |
| <i>Adjustment for change in net settlement</i>        | (52,600)         | (91,472)         | 38,258           | 48,668           | (93,318)         | (157,663)        |
| <b>Adjusted Unlevered Free Cash Flow</b>              | <b>\$197,479</b> | <b>\$160,052</b> | <b>\$199,251</b> | <b>\$254,942</b> | <b>\$242,172</b> | <b>\$308,734</b> |
| <i>Interest expense (after tax)<sup>(9)</sup></i>     | 65,497           | 65,497           | 64,968           | 33,562           | 25,155           | 50,610           |
| <b>Levered Free Cash Flow</b>                         | <b>\$131,981</b> | <b>\$94,554</b>  | <b>\$134,284</b> | <b>\$221,380</b> | <b>\$217,018</b> | <b>\$258,124</b> |

# Non-GAAP Reconciliation (cont'd)



(1) Excludes amortization of intangible assets acquired in business combinations, primarily customer related intangible assets. The twelve months ended December 31, 2014 also includes the write-down of a trade name of \$34.3 million.

(2) For periods prior to 2012, amounts represent depreciation expense associated with the Company's property and equipment, assuming that the Company's property and equipment at December 31, 2011 was in place on January 2009.

(3) Unlevered tax expense at 38.5% of PF income from operations for periods prior to 2014 and unlevered tax expense at 36.5% of PF income from operations for 2014.

(4) Represents income tax expense assuming conversion of non-controlling interests into shares of Class A common stock

(5) Capital expenditures related to PP&E

(6) Capital expenditures in 2009 include stand alone capital that represents fixed asset purchases made by Fifth Third Bank prior to the separation of the Company from the bank.

(7) Represents tax benefits due to the amortization of intangible assets and other tax attributes resulting from or acquired with our acquisitions, and to the tax basis step up associated with our separation from Fifth Third Bank and the purchase or exchange of Class B units of Vantiv Holding, net of payment obligations under tax receivable agreements. For comparison purposes, the cash tax benefits have been presented for periods prior to 2012, reflecting the impact assuming the associated tax attributes were in place on January 1, 2009.

(8) Change in net working capital is calculated as the sum of the change in operating assets and liabilities per the statement of cash flows.

(9) For periods prior to 2012, amounts represent interest expense associated with the Company's level of debt, assuming the level of debt and applicable terms at December 31, 2011 was outstanding on January 1, 2009.