



Q3 2016 Investor Presentation

November 15, 2016

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Executive Officer

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Disclaimer

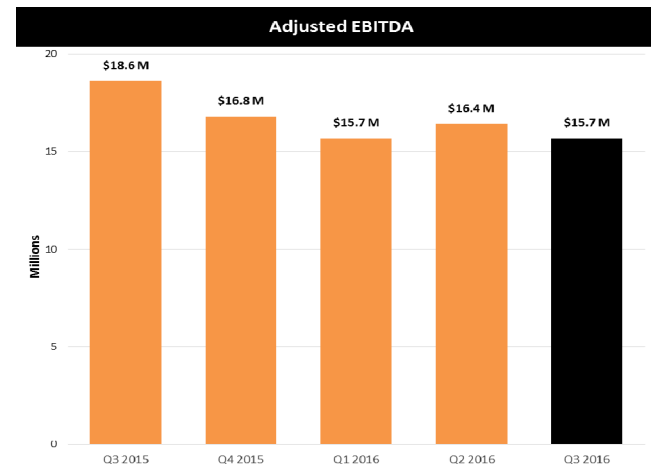
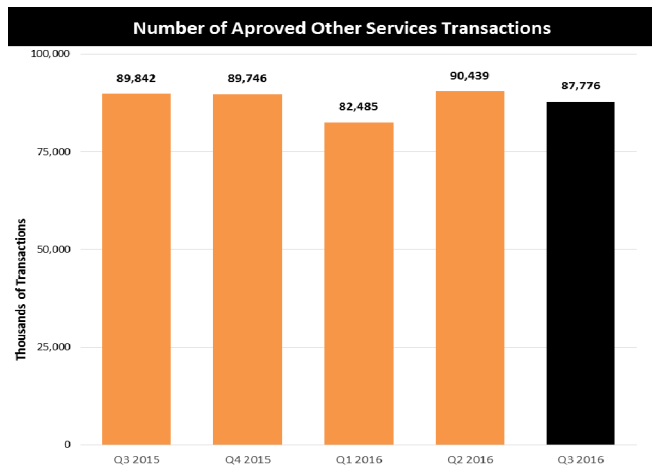
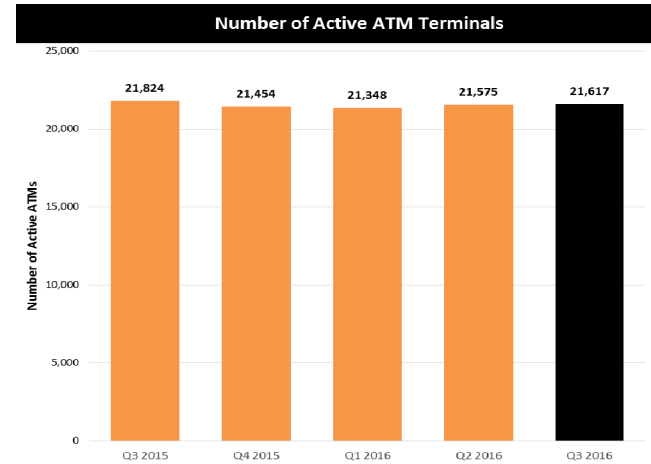
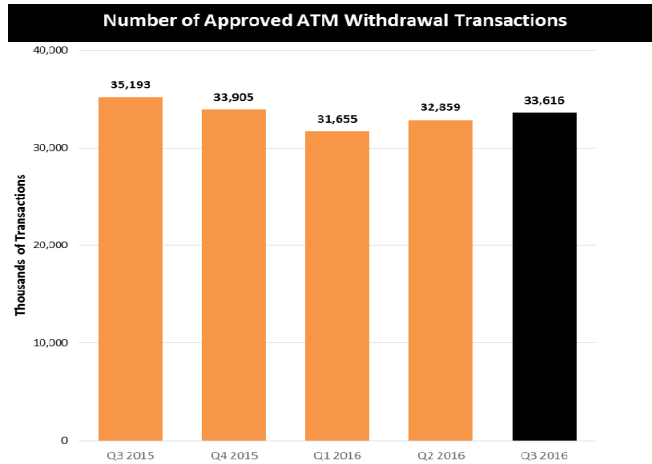
This information includes “forward looking statements” based upon current expectations, estimates and projections that involve a number of risks and uncertainties which could cause actual results to differ materially from those anticipated by DirectCash Payments Inc. (“DCPayments”). A number of important factors could cause actual outcomes and results to differ materially from those expressed in these forward-looking statements. These factors include those set forth in DC Payments’ Annual Information Form for the period ended December 31, 2015 which can be found on the SEDAR website at www.sedar.com.

This information includes certain measures that do not have any standardized meaning prescribed by International Financial Reporting Standards (IFRS) and therefore may not be comparable with the calculation of similar measures for other Issuers.

All values are reported in Canadian dollars unless otherwise noted.

Financial Highlights

Q3 2016 as compared to Q3 2015



Consistent Performance

Highlights

Successfully acquired the Australian retail ATM and managed services ATM business from First Data Resources Australia Limited and CashCard Australia Limited, comprising approximately 3,500 ATMs for cash consideration of A\$55 million

Entered into a bridge loan facility agreement for a \$70 million non-revolving bridge loan facility

Entered into a second vault cash rental agreement in Australia with a A\$180 million limit maturing in 18 months to fund the vault cash usage of the ATM business acquired in Australia

Subsequent to the quarter, announced a definitive agreement under which Cardtronics plc would acquire DC Payments for a purchase price of \$19.00 per share, expected to close in the first quarter of 2017

\$240.0M¹ in dividends, \$0.7M² in shares repurchased, for a total of \$240.7 Million returned to shareholders

\$240.7M
Returned to
Shareholders

192% Total
Return³

¹Reflects distributions/dividends from December 14, 2004 through September 30, 2016

²Repurchased 55000 common shares from August 2015 to December 31, 2015 at an average price of \$12.04 per share

³Reflects total cumulative return to common shareholders or trust unitholders that invested upon IPO on December 14, 2004 to close of market on September 30, 2016

CashCard Acquisition

Price	A\$55M
Counterparty	First Data Limited
Total ATMs	3,500
Retail ATMs	2,500
Managed Services ATMs	1,000
EMV Upgrades Required	
Strategic Entry into Managed Services Business	



DirectCash Proposed Acquisition

DirectCash Payments

Price \$19.00 CAD per share

Shares 17.5M

Closing Date Q1 2017

Transaction Value \$460M USD

About Cardtronics

Enterprise Value \$2.75B USD

ATMs 190,000

Operations Global

Head Office Houston, Texas; London, England

Symbol NASDAQ:CATM



Material Approvals, Covenants & Conditions

Material Approvals		Material Covenants		Material Conditions	
Shareholder Approval	December 2, 2016	60% of acquired ATMs EMV Enabled by January 1, 2017	50%	Termination of the DC Bank Agreement	✓
		60% of acquired ATMs processing EMV transactions on a live operational basis	1%	Non-competition and non-solicitation executed by Jeff Smith	✓
Court Approval	December 2016	Renew at least 60% of contracts which would otherwise expire on or prior to June 30, 2017	30%	No breach of financial covenants	✓
		90% of the existing fleet EMV enabled by January 1, 2017	86%	No Material Adverse Effect	✓
		Written submission to the ACCC	✓		

Please see full Arrangement Agreement on SEDAR

Acquisition Covenants

Regulatory Approvals

Regulatory Approval	Status
Make any notifications filings and submissions with any Governmental Entity as required by Antitrust laws	
Not participate in any substantive meeting or discussion with a Governmental Entity in respect of obtaining Regulatory Approvals unless it consults with the other Party in advance	
Cardtronics shall do all things necessary to obtain the Regulatory Approvals, and to avoid or eliminate each and every impediment under any Antitrust Law asserted by any Governmental Entity	
DirectCash shall promptly notify Cardtronics of any Governmental Entity or third party filings or complaints and any Material Adverse Effect	

These are not Conditions to the Arrangement Agreement, these are Covenants. Any failure to satisfy the foregoing thresholds shall not constitute a breach of the Agreement, unless such failure would reasonably be expected to have a Material Adverse Effect.



Objectives

Meet conditions & covenants in Arrangement Agreement

Integrate CashCard acquisition in Australia

Continue to execute business plan of DirectCash Payments

Deliver business to Cardtronics as negotiated



▶ **Questions?**