RESEARCH REPORT

September 16, 2019

Visa vs. Mastercard vs. AMEX:

Payments Space Revisited

Visa Inc. was first pitched by the QUIC team in November of 2015 and has been one of FIG's top performers ever since. Now, nearly four years later, given the company's strong performance and high multiples, the team felt it was necessary to re-evaluate if Visa still has room to outperform.

Through this report, the FIG team has furthered its understanding of the payment processing space. Going forward, the FIG team continues to believe that Visa is the same high-quality business it once was, and there is more conviction in it than Mastercard and American Express.

This report will dive further into:

– The payments industry and key players within the space

– Revisiting the original Visa theses and an overview of Mastercard and American Express

– Comparing the three companies side by side and exploring which is the best

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Electronic Payments Overview

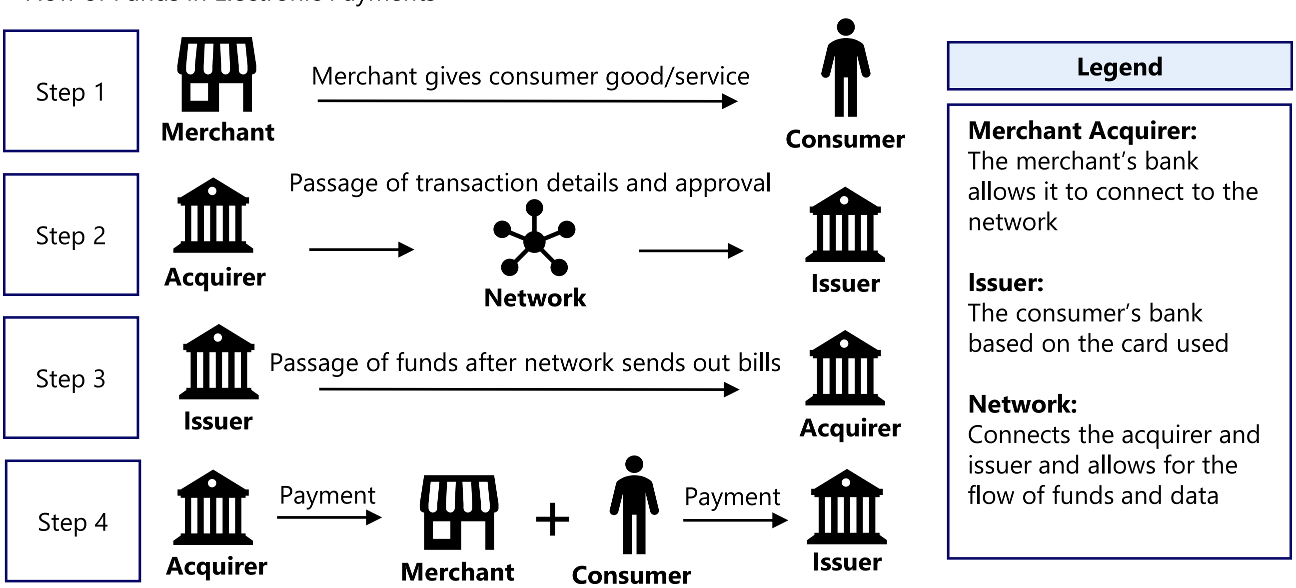
The electronic payments industry involves several players to connect the merchant and consumer. The first player is the merchant acquirer, who acts as the merchant's bank and connects it to the network — examples include Worldpay and Chase Merchant Services. The second player is the issuer, which is the consumer's bank for the credit or debit card — examples include TD and RBC. The last player is the network itself, which allows for the flow of information and funds between the acquirer and issuer — examples include Visa and Mastercard. The transaction process consists of authorization, clearing and settling.

When a consumer purchases goods or services from a merchant, the first step of authorization is initiated, which happens within seconds. A digital message containing the details of the transaction is sent to the acquirer, who then sends it to the network. The network will run it through fraud prevention tools then send the request to the issuer. The issuer will check the customer's account balance and possibly approve the transaction. If approved, the issuer places a hold on those funds and sends information back to the network, which sends an approval message to the acquirer, allowing the merchant to sell the item to the customer successfully. The second step is clearing — the acquirer will format the data and submit the transaction to the network. The network sorts all of the transactions and transmits a consolidated file to each issuer. The issuer then debits the transaction amount.

The final step is settlement. The network sends net settlement statements to all acquirers and issuers. The issuer will pay the acquirer the transaction value, less an interchange fee of about 1.75%. The acquirer will have to pay the merchant, less a merchant discount of about 0.5% on the amount received. The account holder will also have to pay the issuing bank (Exhibit I). Interchange fees are collected by the issuer and merchant discount fees are collected by the acquirer. The electronic payments network charges a network fee of about 0.25%.

EXHIBIT I

Flow of Funds in Electronic Payments



Industry Overview

Competitive Landscape

The primary players controlling the digital payment networks include Visa, Mastercard, and American Express (Exhibit II), with Visa controlling 53% of the U.S. market in 2018. Given the stability and strength of the businesses, market shares have remained consistent over time.

Digital Disruption and Industry Consolidation

Large payment network companies are extremely hard to disrupt. The U.S. recently introduced tap-to-pay machines, and soon after, Apple Pay and Google Pay were introduced. However, both decided to partner with a network instead of competing with them since they are widely accepted and very reliable. Historically, every company has only controlled one aspect of the digital payments chain. However, cross consolidation is becoming more common. In 2019, FIS (issuer processor) acquired Worldpay (merchant acquirer) for $35B and Fiserv (issuer processor) acquired First Data (merchant acquirer) for $22B. There are several end-to-end players controlling everything from the merchant to the end consumer such as PayPal, Square, Chase, and Alipay. End-to-end players function similarly to existing company models, the same company controls every step, it allows for more efficient interactions between merchants and consumers. End-to-end players can pursue unique strategies such as offering merchants fee discounts in exchange for the merchants giving better deals to the consumer.

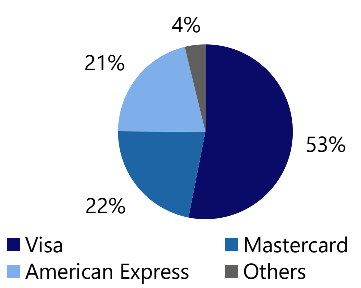
Growth in Digital Payments

In 1990, only 15% of all transactions were credit or debit while in 2017, 72% of all transactions were credit or debit. By 2022, it is expected this number will rise to 82%. In addition, between 1990 to 2017, the proportion of cash used remained constant, comprising ~20% of total transactions. Debit and credit cards have primarily replaced the large market share that checks held, rather than reducing the market share of cash. Cash has stayed flat, as it represents transactions where merchants can't afford a point-of-sale terminal. In response, Square released a revolutionary point-of-sale reader that transforms a cellphone into a payment gateway — this was replicated by PayPal, Clover, and Shopify.

There is significantly more room for growth in emerging economies, as much of the population still relies on cash. Asia's non-cash transactions rose 34% annually between 2012 to 2016 (Exhibit III). During that same time period, North America's non-cash transactions only rose 5.9% annually, due to high market saturation.

EXHIBIT II

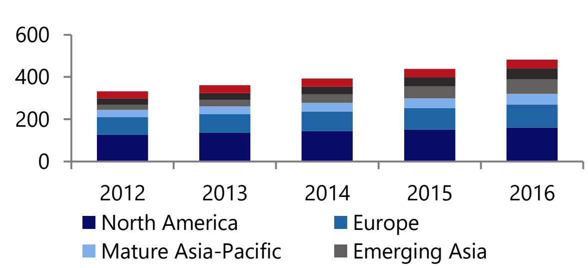
2018 U.S. Market Share Breakdown



Source(s): WalletHub

EXHIBIT III

Number of Worldwide Non-Cash Transactions



Source(s): Statista

Revisiting the Visa Theses

QUIC first pitched Visa in 2015 to gain exposure to companies in the FIG sector that are less interest-rate sensitive. In short, Visa operates a network that allows for almost instantaneous transaction processing between customers, businesses, and their respective banks. Visa is a network as opposed to a traditional financial institution. It does not offer credit or earn revenue from interest. Visa earns money by charging network fees to the card issuer and the merchant processor.

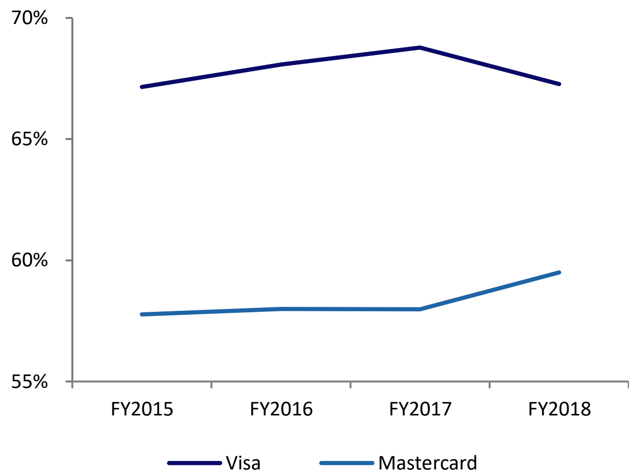
The primary investment theses for Visa was its dominant market position and strong underlying growth drivers. The argument was that Visa cards accounted for over 60% of all payment cards and worldwide electronic transactions in 2013. As a result of Visa's market-leading scale, it has been able to leverage economies of scale to expand its margins to be significantly larger than competitors. However, Visa's margins rely on its size, which means changes in market share can have an impact on profitability.

Visa is one of the oldest payments network companies that has benefitted from changes and growth in payment industry dynamics historically. However, because other competitors in the space are pursuing aggressive growth strategies, including acquisitions and in-house research and development, Visa is continuously challenged to maintain its leadership in the market.

Recently, Visa has made a series of acquisitions to make its network more straightforward and more secure for its users. The most significant acquisition Visa made since the first pitch was in November 2015, when Visa acquired Visa Europe. The strategy behind the deal was to create an integrated global leader in the payment industry and to capitalize on low card penetration rates in Europe. Additionally, on September 12, 2019, Visa completed the acquisition of Verifi, which is a technology company that reduces the occurrences of chargebacks. Verifi works with all parties of the payment industry to develop a more secure network throughout the whole process.

EXHIBIT IV

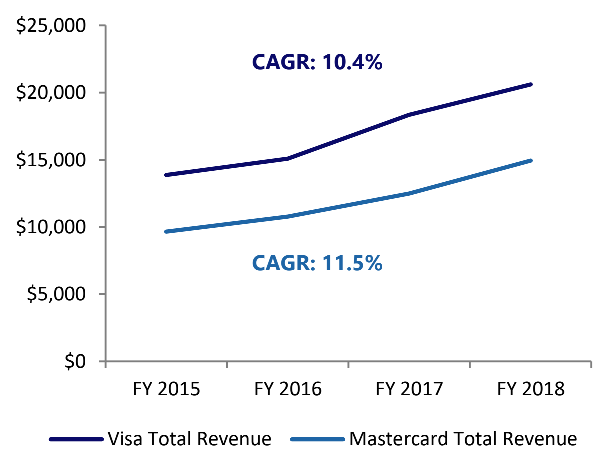
Visa and Mastercard EBITDA Margin (%)



Source(s): S&P Capital IQ

EXHIBIT V

Visa and Mastercard Revenue Growth (US$ MM)



Source(s): S&P Capital IQ

Company Overview: Mastercard

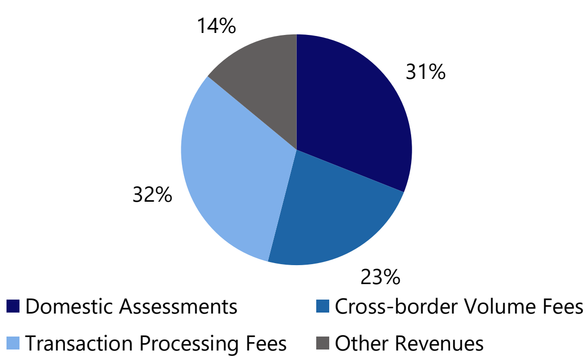
Overview

Mastercard Incorporated (NYSE: MA) is a global payment processor that connects consumers, financial institutions, merchants, governments, and other organizations, to use electronic forms of payments as opposed to cash or check. The company also provides many value-added offerings such as safety and security products, information and analytics services, consulting, and loyalty and reward programs. The company grows its business through a combination of organic growth, led by changes in consumer spending, and strategic investments.

Mastercard's unique global payments network allows them to authorize, clear, and settle transactions for acquirers and issuers in more than 150 currencies and 210 countries and territories. The company employs about 14,800 people, with 903MM credit cards in circulation worldwide and approximately 47MM individual merchants accepting Mastercard as payment. Mastercard's aggressive growth strategy has This allows them to create superior returns — Mastercard has achieved an annual return on invested capital above 35% for the past ten years. In contrast, Visa has maintained a ROIC around 15% due to its maturity.

EXHIBIT VI

Mastercard's Revenue Breakdown by Segment



Source(s): Company Filings

Mastercard's revenue can be segmented into four categories (Exhibit VI). Transaction processing fees are based on the number of transactions, regardless of the dollar values. Domestic assessments and cross-border volume fees are both based on the dollar value. Other revenues consist of value-added service offerings for acquirers and issuers.

Mastercard owns three major trademarks that are essential to its business, including Mastercard, Maestro, and Cirrus. The company made six acquisitions in 2019 to date, as it aims to become tech-enabled (Exhibit VII). In addition, management pursues acquisitions to control more of the industry's value chain, which would allow for highly integrated transactions and faster processing speeds. Controlling more of the value chain also allows for a less costly and better experience for merchants and consumers.

EXHIBIT VII

Mastercard's Strategic Acquisitions

April 16, 2019	Vyse is a technology platform that connects merchants with lenders, enabling them to offer customers diversified credit options
March 12, 2019	Ethoca is a global provider of technology solutions that connects merchants and card issuers in real-time to resolve fraud related issues
July 9, 2019	Transfast is a payments company with a significant cross-border network, capable of reaching 90% of the world population
August 6, 2019	The payments platform owned by Nets was acquired for $3.19B, it includes an electronic billing platform with instant-payment services.

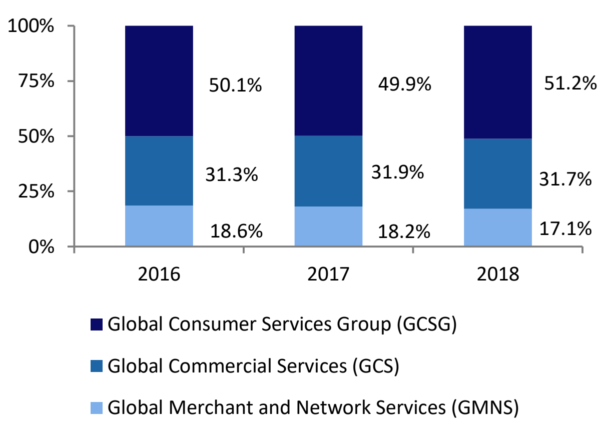
Company Overview: American Express

American Express (AMEX) was founded in 1850, and it offers credit card payment as well as travel and concierge services to its customers. AMEX is a premium credit card brand, offering credit cards positioned for wealthy individuals who could take advantage of its premium services such as airport lounges and the American Express concierge. AMEX operates in three segments: Global Consumer Services Group (GCSG), Global Commercial Services (GCS), and Global Merchant and Network Services (GMNS).

In the GCSG segment, AMEX offers credit cards coupled with cashback and travel rewards to its customers to attract and retain high spending and creditworthy individuals. Compared to its competitors, AMEX cardholders typically have larger transaction values. However, AMEX also has very high costs associated with gaining access to merchants and premium rewards to cardholders, which reduces its margins relative to peers. The main difference between American Express and its competitors is how the company generates revenue. American Express generates revenue on annual cardholder fees, interest on outstanding balances, and has the highest merchant fees in the industry. However, these revenue streams do not come without risks. Unlike Visa and Mastercard, AMEX also takes on its own credit risk because it is its own issuer. American Express has seen provisions for credit losses grow almost 70% from 2016. Over the last two years, AMEX's write-off rates have increased modestly from 2.1% to 2.5%. AMEX cards are costly to own, with some cards costing hundreds of dollars in annual fees. The reason why the American Express business model works is that although merchants do not like paying the higher fees when a customer uses an American Express card, these cardholders are often wealthier. Therefore, they will likely spend more per transaction than other customers. In the GCSG segment, American Express also offers credit and other business services to companies of all sizes, worldwide. The network services revenue stream is lower compared to other credit card companies because its business model focuses on growing extremely profitable relationships from fewer individuals in a concentrated area. However, management outlined developing its network as something that they would like to improve along with expanding its leadership in the premium card space and growing commercial payments and digital offerings.

EXHIBIT VIII

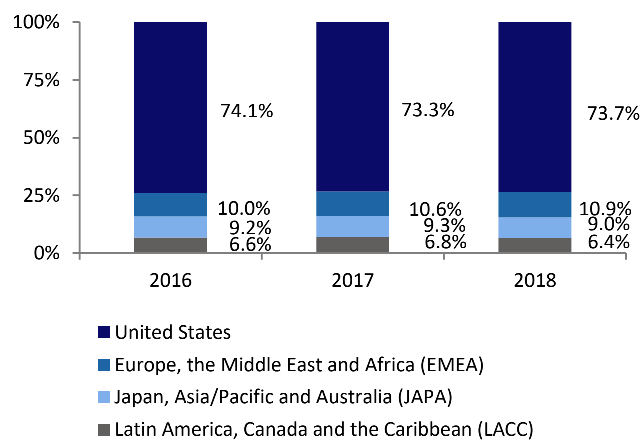
American Express Revenue by Segment



Source(s): S&P Capital IQ

EXHIBIT IX

American Express Revenue by Geography



Source(s): S&P Capital IQ

Explaining Differences in Valuation

Mastercard has always traded at relatively higher valuations than Visa and American Express. Looking at Exhibit XI, it is quite rare for Mastercard to have worse performance than either American Express or Visa. This is due to the market pricing-in growth of Mastercard in emerging markets as well as its strategic acquisitions. Visa has recently pursued active M&A in order to develop new technologies to improve the payment process. AMEX typically trades at a lower premium compared to Mastercard and Visa because its network is not as extensive, and its business model is slightly riskier. However, AMEX has added one million merchants in the U.S. in 2018.

EXHIBIT X

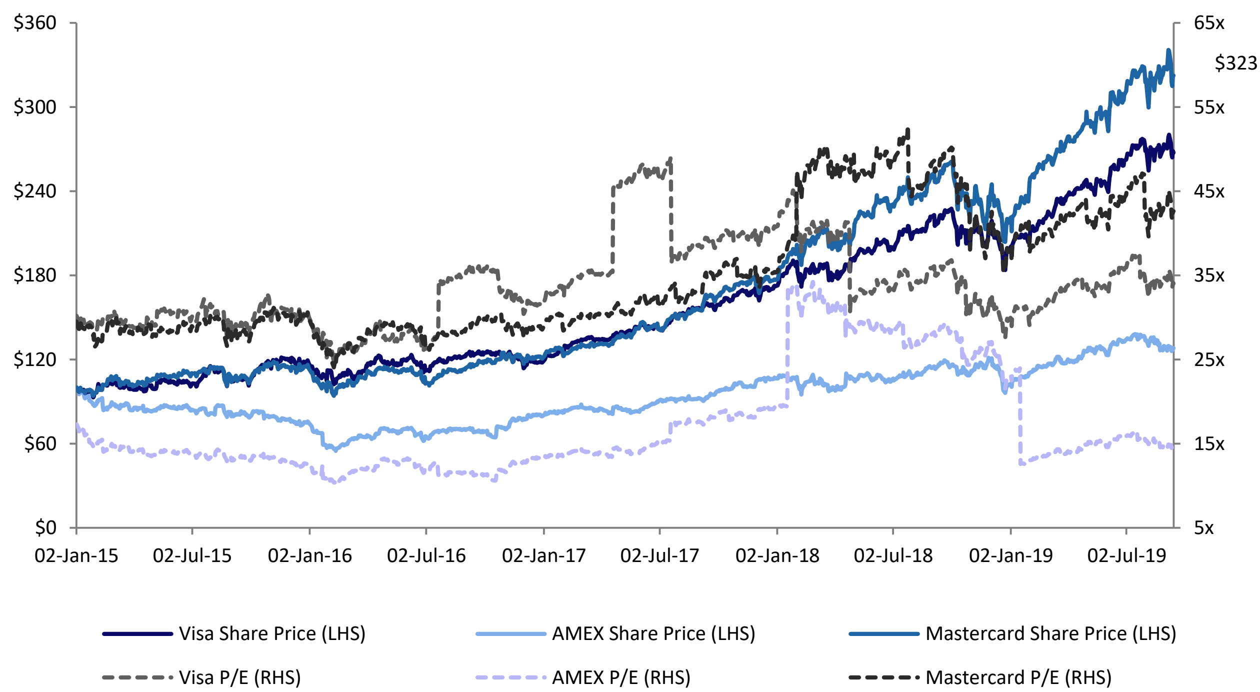
Comparable Company Valuations

Ticker	Market Cap ($MM)	ROIC 2017	ROIC 2018	P / E 2018	P / E 2019E	ROE 2017	ROE 2018
V	$386,720	15.5%	16.7%	37.3x	31.7x	20.4%	30.9%
MA	$280,424	38.9%	46.2%	42.8x	36.3x	69.6%	106.0%
AXP	$98,748	3.4%	8.2%	16.1x	14.7x	14.2%	34.1%

Source(s): S&P Capital IQ

EXHIBIT XI

Relative Performance of Visa Inc., American Express Company and Mastercard Incorporated



Source(s): S&P Capital IQ

Comparing Visa, Mastercard, and American Express

EXHIBIT XII

Comparing Strategic Qualities of Visa, Mastercard, and American Express

	Visa	Mastercard	American Express
How is Revenue Earned?	1) Card issuer fees 2) Merchant fees	1) Card issuer fees 2) Merchant fees	1) Annual cardholder fees 2) Interest on outstanding balances 3) Merchant fees
Primary Users of Products/Services	1) Merchants: fraud protection, customer loyalty 2) Cardholders: through banks and financial institutions	1) Merchants: security services, customer loyalty 2) Cardholders: through banks and financial institutions	1) Cardholders: premium brands/experiences 2) Merchants: e-commerce companies, premium retailers and brands
Average Transaction Value (2016)	US$80	US$80	US$141
Revenue by Geography (2018)	US: 45% International: 55%	North America: 36% International: 64%	US: 74% International: 26%
Growth Strategy per Management (FY 2018)	1) Investment in Europe 2) Investment in technology 3) Expanding into B2B	1) Investment in Europe 2) Investment in technology 3) Growing into B2B	1) Expanding in premium consumer space 2) Strengthening network and position in commercial payments

Comparing Key Financial Metrics of Visa, Mastercard, and American Express

	Visa	Mastercard	American Express
ROA	**2015:** 15% **2016:** 12% **2017:** 12% **2018:** 12%	**2015:** 21% **2016:** 21% **2017:** 21% **2018:** 23%	**2015:** 3% **2016:** 3% **2017:** 2% **2018:** 4%
Net Income Margin	**2016:** 40% **2017:** 37% **2018:** 50%	**2016:** 38% **2017:** 31% **2018:** 39%	**2016:** 16% **2017:** 8% **2018:** 19%
U.S. Market Share (Network Purchase Volume)	**2016:** 51% **2017:** 53% **2018:** 53%	**2016:** 23% **2017:** 22% **2018:** 22%	**2016:** 23% **2017:** 21% **2018:** 21%
5-Year Beta	0.98	1.07	1.06

Source(s): Company Filings, Nilson Report, Capital IQ

Comparing Visa, Mastercard, and American Express (Cont'd)

Strengths and Weaknesses

1) Market Share and Growth Opportunities

Visa and Mastercard both have very similar growth strategies with a focus on Europe and B2B customers. In contrast, American Express is focused on expanding the premium services and benefits it can offer to both its cardholders as well as its merchant partners. When evaluating these two strategies, it is essential to consider each company's resiliency through business cycles and the risk each company is taking on through its growth strategy. For example, while American Express is known as a premium credit card brand and derives significant value from its relatively high average transaction value per card, it is also exposed to the credit risk of its customers. This gives American Express high interest-rate exposure compared to the other companies. Because Visa and Mastercard are not exposed to the same type of credit risk that American Express is, the FIG team believes that these two companies have more resilient strategies. Furthermore, unlike other financial institutions where expansion in Asia is a crucial determinant of future growth, these network companies face significant risk and competition in the region due to existing competitors, the nature of mobile payments, and the presence of substantial end-to-end providers. This makes the European strategy that much more critical to the continued market share growth of Visa and Mastercard. Even though Mastercard has historically grown faster in Europe than its competitors, the FIG team believes that there is no meaningful difference between Visa and Mastercard's European strategy due to Visa's recent reacquisition of its European business.

2) Efficiency

Visa has the highest net income margin among the three companies, while Mastercard has the highest ROA. Furthermore, Visa's net income margin has improved in recent years, more so than Mastercard, representing the result of the company's measures to invest in improvements to its transaction processes to reduce costs. Furthermore, the impact of the integration of Visa's European business is still being reflected in its financials, resulting in skewed results. For example, the fluctuations in Visa's EBITDA and net income margins are partially due to tax and depreciation impacts from the reintegration. The FIG team expects that many of these changes are not representative of a long-term shift in Visa's profitability and remain confident in the stabilization of its metrics.

ROA, compared to net income margin, looks at the balance sheet impacts of the company's acquisitions, relative to its earnings. Visa's lower ROA is due to it's higher intangible assets from its reacquired Europe business (~US$16Bn), relative to the smaller amount of intangibles and goodwill that Mastercard has accumulated. However, a significant portion of the difference between Visa and Mastercard's ROA also comes from Visa's slower earnings growth relative to its asset-base growth. Because Visa is a relatively mature company, and because Mastercard's revenue mix is exposed to faster-growing markets internationally, Mastercard's ROA is higher. Furthermore, with this consideration in mind, Visa's integration of its European business with its technological advantages gives the company a significant runway for growth. Ultimately, the FIG team believes that Visa has not realized the full value of its European business yet.

3) Value of Offering

While American Express has a significantly different offering compared to Mastercard and Visa, most notably its role in the system as a card issuer as well as a network, the FIG team does not feel comfortable with the associated risk of its business. Visa and Mastercard have very similar offerings and the most important points of differentiation are how these two companies will build its network by offering services to merchants. The FIG team believes that Visa's focus on improving its transaction process will have direct benefits on its relationships and financial performance.

Does the Team Still Have Conviction in the Payments Space?

Does the FIG Team Still Have Conviction in Visa?

Based on our research, the FIG team sees little risk for immediate disruption for payment networks in North America and Europe. Visa, Mastercard, and American Express have developed fast, reliable networks, with high merchant acceptance rates over the past few decades. In addition, the networks take a relatively small portion of each transaction fee such that the incentive to replace them is lower compared to merchant acquirers and issuers. Most likely, the team sees technology companies leveraging existing networks and putting its consumer-facing software on top of it (i.e., Apple Pay).

Asia, Latin America, and the Middle East are where determining the outlook is less clear-cut. Many countries are in the process of developing networks to be less reliant on U.S. companies. For example, players like Alipay and UnionPay benefit from regulatory advantages in China.

Which Company Has the Better Strategy?

To determine which company has the best strategy, the FIG team must first establish which markets are most attractive. As previously mentioned, the European segment, as well as the growing B2B segment, present the best opportunities for payment networks going forward.

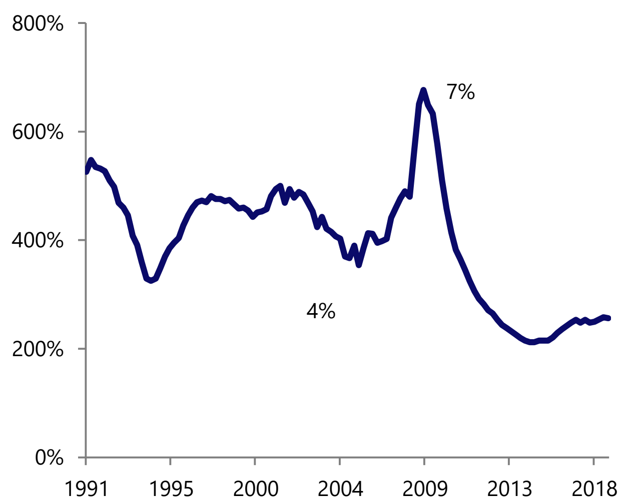
Based on our basic market sizing, there is a large immediate opportunity in Europe and Japan. To size this opportunity, the FIG team ranked the world's 20 largest economies based on GDP and highlighted those with more than $30K GDP per capita. Finally, listed countries with an electronic payment penetration below 20% of GDP were highlighted. Based on this, there is an immediate US$4.81B opportunity within the European and Japanese markets (Exhibit XIV).

The B2B market is another highly attractive opportunity given its purchase volume of $20T that is only ~10% penetrated by card. The space is currently dominated by legacy payment methods, including cash, automated clearing house (ACH) and cheque. This penetration rate is considered quite low compared to the 40/50% penetration of the retail POS market. Assuming a 40% penetration rate on that $20T and 20bps earned per transaction, this represents another $16B revenue opportunity. While many roadblocks are currently preventing the B2B market from seeing the same penetration as the retail market (i.e., legacy ERP systems, disparate accounting systems), the FIG team sees players who can offer a streamlined B2B solution as long-term winners in this space.

The FIG team is least bullish on American Express due to its primarily U.S. exposure. Over 70% of its revenues in 2018 came from within the U.S. In addition, the FIG team has less conviction in the credit card lending business due to historical credit card delinquency rates. FIG wants to pursue a more resilient strategy in the event of a downturn (Exhibit XIII).

EXHIBIT XIII

Historical U.S. Credit Card Delinquency Rates



Source(s): FRED Economic Data

Does the Team Still Have Conviction in the Payments Space? (Cont'd)

EXHIBIT XIV

Sizing the Immediate Opportunity for Visa and Mastercard

Rank	Country	2017 GDP (B USD)	Population (MM)	GDP Per Capita	V/MA Volume (B)	Cards per Capita	Payment Penetration (GDP)
1.	United States	$19,485	326	$59,771	$4,717	4	24%
2.	China	$12,062	1,386	$8,703	$946	0.2	8%
3.	Japan	$4,860	127	$38,267	$382	1.2	8%
4.	Germany	$3,701	83	$44,586	$44	0.1	1%
5.	India	$2,652	1,339	$1,981	$87	2.4	3%
6.	United Kingdom	$2,640	66	$40,000	$858	0.3	33%
7.	France	$2,588	67	$38,622	$510	1	20%
8.	Brazil	$2,053	209	$9,824	$311	1.4	15%
9.	Italy	$1,947	61	$31,916	$175	1.2	9%
10.	Canada	$1,650	37	$44,600	$394	3	24%
11.	Russia	$1,578	144	$10,961	$159	0.9	10%
12.	South Korea	$1,531	51	$30,015	$298	1.6	19%
13.	Australia	$1,386	25	$55,454	$282	1.5	20%
14.	Spain	$1,317	47	$28,020	$135	1.1	10%
15.	Mexico	$1,158	129	$8,979	$81	0.7	7%
16.	Indonesia	$1,015	264	$3,846	$3	0	0%
17.	Turkey	$852	81	$10,513	$129	0.9	15%
18.	Netherlands	$832	17	$48,955	$10	0.5	1%
19.	Saudi Arabia	$689	33	$20,866	$40	0.5	6%
20.	Switzerland	$679	8	$84,876	$20	0.4	3%

Rank	Country	2017 GDP (B USD)	Population (millions)	GDP Per Capita	V/MA Volume (B)	Cards per Capita	Payment Penetration
1.	Japan	$4,860	127	$38,267	$382	1.2	8%
2.	Germany	$3,701	83	$44,586	$44	0.1	1%
3.	Italy	$1,947	61	$31,916	$175	1.2	9%
4.	Netherlands	$832	17	$48,955	$10	0.5	1%
5.	Switzerland	$679	8	$84,876	$20	0.4	3%

Total Volume at Current Penetration	$631
Total Volume Assuming 20% Penetration	$2,404
Immediate Revenue Opportunity for V/MA (Assuming 20bps Per Transaction)	$4.81

Source(s): World Bank, JPMorgan

Does the Team Still Have Conviction in the Payments Space? (Cont'd)

Between Visa and Mastercard, both companies have strategies that are attractive. The two companies are investing heavily into the European space as well as the B2B space. In 2018, Visa completed its integration of Visa Europe into its global VisaNet system. Meanwhile, Mastercard has been able to secure a partnership with Nordic financial institutions to help bring real-time payments to the Nordic markets. Both companies have been investing heavily in instant payment services so that workers can receive funds the day of – an increasingly important feature for ride-hailing drivers and others in the gig economy.

Which Company is Better Value?

As both Visa and Mastercard are high-quality companies with strategies that are strong, deciding on one will come down to which valuation is cheapest. Mastercard has historically traded at a slight premium due to its higher growth profile. In our DCF, despite the Visa model assuming less growth, returns are still higher. Therefore, the FIG team concludes that our conviction remains with our current holding, Visa.

EXHIBIT XV

Visa DCF Assumptions & Output		
Implied UFCF CAGR in Projection Period		11.9%
Terminal Multiple		12.0x
Terminal Year EBITDA		$49,487
Discount Rate		5.54%
Terminal Value:		$593,844
PV of Terminal Value:		$346,405
Sum of PV of Cash Flows:		$178,967
Enterprise Value:		**$525,372**
Less Net Debt:		($8,817)
Less Preferred Equity		($5,462)
Equity Value		$511,093
Shares Outstanding		2,215.0
Implied Price Per Share:	**$**	**230.74**

Target Return	
Current Share Price	$176.11
Target Share Price	$230.74
Dividend Yield	0.58%
Return	*24.26%*

EXHIBIT XVI

Mastercard DCF Assumptions & Output		
Implied UFCF CAGR in Projection Period		13.2%
Terminal Multiple		12.0x
Terminal Year EBITDA		$31,215
Discount Rate		5.53%
Terminal Value:		$374,575
PV of Terminal Value:		$218,602
Sum of PV of Cash Flows:		$131,444
Enterprise Value:		**$350,046**
Less Net Debt:		($2,528)
Less Preferred Equity		$0
Equity Value		$347,518
Shares Outstanding		1,014.6
Implied Price Per Share:	**$**	**342.53**

Target Return	
Current Share Price	$274.08
Target Share Price	$342.53
Dividend Yield	0.50%
Return	*20.48%*

References

1. Company Filings
2. FRED Economic Data
3. Google Images
4. JPMorgan
5. Mastercard Annual Report
6. Nilson Report
7. S&P Capital IQ
8. Visa Annual Report
9. WalletHub
10. World Bank