

INTERNATIONAL MONEY EXPRESS, INC.
CODE OF BUSINESS CONDUCT AND ETHICS
(Effective July 26, 2018)

I. INTRODUCTION

A. Statement of Purpose

This Code of Business Conduct and Ethics (the “Code”) sets forth our global guidelines for promoting conduct in accordance with ethical standards, and deterring any wrong-doing on behalf of International Money Express, Inc. (together with its currently existing and future subsidiaries, the “Company”).

The Code underscores our fundamental values and is intended to help Covered Persons (as defined below) understand how to make proper and ethical day-to-day business decisions. The Company is committed to conducting business in a manner that follows the highest ethical standards and complies with all applicable laws.

In today’s business and regulatory environment, the legal requirements affecting the Company’s operations can be complex and sometimes confusing. As a result, not every ethical and legal issue can be anticipated and the Code cannot provide all the answers, nor can it replace the honest and ethical behavior of thoughtful directors, officers and employees. The Code operates as a guide to help Covered Persons resolve ethical and legal questions.

It is the responsibility of Covered Persons to use the Code and common sense when there are questions regarding Covered Person’s behavior or that of other Company employees and people with whom the Company is doing business. Covered Persons are responsible for conducting themselves in compliance with the provisions of this Code.

B. Goals

The goals of this Code include:

1. informing Covered Persons of the cultural and behavioral expectations to engage in proper and ethical business conduct.
2. providing guidance for relevant laws, rules, regulations and policies affecting day-to-day activities of Covered Persons, including guidance on making political and charitable contributions.
3. promoting the protection of Company assets, including corporate opportunities and confidential information.
4. facilitating a process to address issues and questions involving appropriate business conduct.
5. identifying confidential means for Covered Persons to report suspected violations of the Code.

C. Key Expectations

Key expectations the Company hopes the Code will facilitate:

1. compliance with all applicable laws, rules, regulations and policies governing our business conduct worldwide.
2. honest, fair and trustworthy conduct in all Company activities.
3. identification and avoidance of conflicts of interest between work and personal affairs.
4. maintenance of fair employment practices extending to every member of the Company's workforce.
5. promotion of a safe workplace.
6. maintenance of a culture where ethical conduct is recognized, valued and exemplified by all employees.

D. Scope

The Code applies to the directors, officers and employees of any Company entity (an "Employee" or "Employees"), as well as third parties that do business with or on behalf of any Company entity, including but not limited to customers, agents and paying agents (an "Affiliate" or "Affiliates"), as well as governmental bodies and officials, and others who support our business (together with Employees and Affiliates, a "Covered Person" or "Covered Persons").

E. Policy

The Company is committed to the highest standards of honest and ethical behavior and integrity in carrying out its business activities. This Code sets forth guidelines for promoting conduct in accordance with such standards, and deterring any wrong-doing.

The Code is the foundation for all Company policies and procedures, but no set of rules can cover all possible situations. As such, the Company relies on the good judgment and high moral standards of Covered Persons in every business-related interaction as the principal guide to ethical conduct.

F. Accountability for Adherence to and Enforcement of Code

Employees and Affiliates will be held fully accountable for adherence to the letter and the spirit of this Code. The Company will promptly investigate any reports received, including from the party compliance hotline, of potential violations of this Code by an Employee or Affiliate and will endeavor to consistently and fairly enforce this Code. Material matters or matters involving an external authority will be escalated to the Audit Committee of the Board of Directors (the "Audit Committee").

Other reports of suspected violations, of law, regulation, industry code, and/or Company policy/procedure, may be investigated under the direction of the Chief Administrative and Compliance Officer and/or Vice President of Human Resources who will report to the appropriate committee of the Board of Directors (the "Board") as required.

Any violations of this Code, applicable laws, regulations, guidelines, industry codes, Company policies and/or procedures may result in disciplinary actions, up to and including termination of employment and/or termination of the business relationship. Illegal action will be dealt with swiftly and violators will be reported to the appropriate authorities.

G. Waivers

Any waiver of a violation of this Code for an Executive Officer or Director of the Company may be made only by the Nominating and Corporate Governance Committee of the Board of Directors (the “Nominating and Corporate Governance Committee”). Any such waiver will be reported to the extent required by the rules and regulations of the U.S. Securities and Exchange Commission (the “SEC”) and Nasdaq Capital Market (“Nasdaq”).

H. Dissemination and Amendment

This Code shall be distributed to each new Employee and Affiliate upon commencement of his or her employment or other relationship with the Company and shall also be distributed annually to each Employee, and each Employee shall certify that he or she has received, read and understood this Code and has complied with its terms.

This Code may be amended from time to time and shall be posted on the Company’s website. The Company shall state in its annual proxy statement that this Code is available on the Company’s website.

I. Reporting of Code Violations

It is essential that violations of any provision of this Code be promptly reported. In addition to any other avenue available, you may, in your sole discretion, report to the Chair of the Audit Committee, Chief Administrative and Compliance Officer and/or Vice President of Human Resources any violation using the following options:

In writing: International Money Express, Inc.
Attn: Chief Administrative and Compliance Officer
9480 South Dixie Highway
Miami, Florida 33156

International Money Express, Inc.
Attn: Vice President of Human Resources
9480 South Dixie Highway
Miami, Florida 33156

By phone: (305) 671-8000

Any report may be made openly or confidentially and/or anonymously. You may also report violations of this Code and send questions or comments to your supervisor or any member of the Board.

Investigations are confidential to the Company; limited information will be shared at the Company’s discretion and only to the extent allowed under applicable law. The Chief Administrative and Compliance Officer and/or Vice President of Human Resources shall maintain a written record of all reported violations, including their receipt, acknowledgement (for reports not made anonymously), investigation and resolution and shall prepare a periodic summary report of matters that have a material impact for the Audit Committee. Any member of the Audit

Committee shall at any time, upon request, be given prompt access to the complete underlying report reflected in any written record.

The Company will not allow retaliation for reports of violations of this Code made in good faith. The Company will endeavor to consistently and fairly enforce this Code. Reports of violations of this Code will be investigated under the direction of the Company's Chief Administrative and Compliance Officer and/or Vice President of Human Resources, who will report to the Audit Committee as required. More specific guidance can be found in the Company's Whistleblower and Non-Retaliation Policy.

J. Further Information

This Code is necessarily general. If you have any question about its applicability to a particular situation, please consult with your supervisor or, in appropriate circumstances, with the Chief Administrative and Compliance Officer and/or Vice President of Human Resources, whose contact information is set forth above.

II. OUR BUSINESS PRINCIPLES

A. Compliance with Laws

The Company expects Covered Persons to conduct their personal and business dealings in accordance with the letter, spirit and intent of all applicable laws, rules and regulations and to refrain from any form of illegal, dishonest or unethical conduct. As a public reporting company with its stock trading on Nasdaq, the Company is also subject to regulation by the SEC and/or the applicable listing standards of Nasdaq. Covered Persons are expected to follow and comply with all laws and policies that relate to their professional responsibilities and role at the Company.

Disregard of the law will not be tolerated. Violation of domestic or foreign laws, rules and regulations may subject an individual, as well as the Company, to civil or criminal penalties. Covered Persons should be aware that conduct and records, including e-mails, are subject to internal and external audits and may be discoverable by a third party in the event of a government investigation or litigation.

More specific guidance can be found in the Company's Securities Trading Policy.

B. Corporate Opportunities

Employees are prohibited from: (i) taking for themselves opportunities that are discovered through the use of corporate property, information or position; (ii) using Company property, information or position for personal gain; and (iii) competing with the Company except as authorized in the Company's certificate of incorporation or bylaws. Employees owe a duty to the Company to advance its legitimate interests whenever possible.

C. Prohibition of Bribes and Kickbacks; Gifts

Employees and Affiliates are prohibited from participating in any arrangement or action whereby the Company, or any person or entity considering doing business with the Company,

including customers, agents, paying agents and governmental bodies and officials or any employee of the foregoing, gives or receives any improper benefit or detriment, including without limitation, any bribe or kickback (a “Prohibited Arrangement”). A bribe or kickback includes: (a) any money, fee, commission, credit, gift, gratuity, thing of value or compensation of any kind that is provided, directly or indirectly, and that has as one of its purposes the improper obtaining or rewarding of favorable treatment in a business transaction; and/or (b) any arrangement in which a thing of value is provided to employees or agents of a person or entity in order to secure favorable treatment from such person or entity, but to the detriment of that person or entity.

Business-related gifts or free services, including but not limited to, providing or accepting gifts, requesting or granting favors, or conducting business for personal gain, may create a conflict of interest. Gifts to Employees and/or Affiliates from vendors should be nominal in value (i.e., US\$25). If a gift has a greater value, then it must be reported to the Company’s management. The Company’s management can then determine whether to donate the gift, share it with the local office or return it to the sender, as appropriate under the circumstances.

Gifts to vendors are prohibited without prior approval of Chief Administrative and Compliance Officer and/or Vice President of Human Resources. Please discuss with your supervisor any gifts or proposed gifts that you are not certain are appropriate.

Common sense and moderation should prevail in business entertainment engaged in on behalf of the Company. Employees may provide, or accept, business entertainment to or from anyone doing business with the Company only if the entertainment is infrequent, modest, intended to serve legitimate business goals and in compliance with applicable law.

Any Employee or Affiliate of the Company who has knowledge of the occurrence or planning of any violations of the foregoing guidelines under this heading must promptly report the arrangement to the Chief Administrative and Compliance Officer and/or Vice President of Human Resources.

More specific guidance can be found in the Company’s FCPA and Anti-Bribery Policy.

D. Political Activity

Employees and Affiliates, as private individuals, are free to contribute to and work for political parties, causes or candidates and to participate in debate on issues of the day. However, political contributions by corporations are regulated by state and federal laws, and in some cases are prohibited. Therefore, in no case may an Employee’s or Affiliate’s personal opinions or financial contributions be represented as a Company opinion, contribution or endorsement.

E. Fair Dealing

Employees shall deal fairly with the Company’s Covered Persons. No Employee shall take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or similar unfair practice.

Stealing proprietary information, possessing trade secret information that was obtained without the owner's consent, or inducing improper disclosure of such information by past or present employees of other companies is prohibited.

1. Relationships with Customers. The Company is committed to dealing with its customers fairly, honestly and with integrity. Specifically, information we supply to customers should be current, accurate and complete to the best of our knowledge. Employees should never deliberately misrepresent information to customers.

2. Relationships with Agents and Paying Agents. The Company deals fairly and honestly with its agents and paying agents. This means that our relationships with agents and paying agents are based on quality, service and reputation. Employees dealing with agents and paying agents must carefully guard their objectivity. Specifically, no Employee should accept or solicit any personal benefit from an agent or paying agent or potential agent or paying agent that might compromise, or appear to compromise, their objective assessment of the agent's or paying agent's potential or actual productivity and remittance volume. Employees can give or accept promotional items of nominal value or moderately scaled entertainment within the limits of responsible and customary business practice.

3. Relationships with Competitors. The Company is committed to free and open competition in the marketplace and throughout all business dealings. Affiliates must avoid all actions that reasonably could be construed as being anti-competitive or otherwise contrary to laws governing competitive practices in the marketplace, including federal and state antitrust laws. This includes misappropriation and/or misuse of a competitor's confidential information or making false statements about the competitor's business and business practices.

III. CONFLICTS OF INTEREST

A. Avoidance of Conflicts of Interest

A "conflict of interest" arises when an Employee's private interest interferes, or appears to interfere, in any way, with the interests of the Company as a whole or his or her objectivity and effectiveness as an Employee. Conflicts of interest may also arise when an Employee or Affiliate, or members of his or her family, receives improper personal benefits as a result of his or her position at the Company. Loans to, or guarantees of obligations of, Employees, and their family members, may create conflicts of interest. Actual conflicts of any of these types should be avoided, but even the appearance of a conflict of interest can be harmful.

Some examples of potential conflicts of interest include, but are not limited to:

1. Working for a competitor while employed with the Company;
2. Hiring or contracting with a family member or friend to provide goods or services;
3. Employees who have direct or indirect ownership in a non-public company that is a competitor of the Company or is doing business with the Company;

4. Acceptance of impermissible gifts or services from vendors or individuals doing business with or seeking to do business with the Company; and

5. Employees serving as a director, officer, consultant or any other key role with a company doing business with or competing with the Company.

Employees must report the existence or discovery of any circumstances which constitute a conflict of interest or could create a potential conflict of interest, including any financial or other business relationship, transaction, arrangement or other interest or activity with any of the Company's agents, paying agents, competitors or other persons.

Conflicts of interest are not clear-cut, so if you have a question, you should consult with the Chief Administrative and Compliance Officer and/or Vice President of Human Resources.

B. Outside Employment

Unless outside employment is prohibited by applicable Company policies or contract, Employees and Affiliates must exercise care and good judgment in accepting outside employment to assure that such employment does not conflict with, or affect the performance of, such Employee's or Affiliate's responsibilities to the Company. If an Employee or Affiliate has any question about the propriety of outside employment, he or she should discuss the matter with his or her supervisor.

C. Competitive Activities

Employees and Affiliates are expected to avoid any outside interest that might conflict with their loyalty to the Company or their commitment to its values. They should neither invest in competitors' businesses nor act on behalf of competitors. Investments in stocks of broadly owned, publicly traded, companies that compete with the Company are permissible only if such investments are not so significant as to affect the Employee's or Affiliate's efforts on behalf of and loyalty to the Company.

IV. TREATMENT OF EMPLOYEES, BUSINESS PARTNERS AND CUSTOMERS

A. Employee Safety

The Company is committed to providing a safe working environment for all of its Employees and expects all third party Covered Persons to do the same for their employees that work on and/or support the business with the Company. It is the Company's policy to comply fully with all applicable federal, state and local health and safety laws, rules and regulations.

The Company is committed to the principle of a drug-free workplace, and it will not tolerate substance abuse in the workplace.

B. Equal Employment Opportunity

The Company is committed to promoting equal employment opportunity in all of its operations. It is the Company's policy not to discriminate against any employee or applicant for employment because of race, color, religion, sex, sexual orientation, age, national origin or disability and to comply fully with all laws prohibiting discrimination and promoting opportunity and advancement in employment.

V. FINANCIAL INTEGRITY

A. Accuracy of Books and Records and Disclosure

The maintenance of accurate records is critical. The Company and its officers must assure that it makes full, fair, accurate, timely and understandable disclosure in reports and documents that it files with or submits to the SEC and in other public communications made by it. The Disclosure Committee is responsible for establishing effective disclosure controls and procedures and internal control over financial reporting within the meaning of applicable SEC rules and regulations. The Company expects the Disclosure Committee to take a leadership role in implementing such controls and procedures and to position the Company to comply fully with its disclosure obligations within the timeframe required under applicable SEC rules and regulations. No Covered Person should interfere with, hinder or obstruct the Company's efforts to meet the standards for public disclosure set forth above.

Each Employee is charged with keeping or completing accurate records with respect to his or her employment and areas of responsibility. Such records must be truthfully and carefully recorded, maintained in compliance with approved document retention programs, and applicable law or regulation and reported on a timely basis and in a manner that will enable the Company to meet the disclosure requirements described above.

B. Special Ethics Guidelines for Employees with Financial Reporting Responsibilities

If the Company's principal executive officer, principal financial officer, principal accounting officer or controller, or a person performing similar functions, (each, a "Financial Officer") believe that actions have taken place, may be taking place or could potentially take place that violate or would or could potentially violate this Code, including any actual or apparent conflicts of interest between personal and professional relationships, involving any management or other employees who have a significant role in the Company's financial reporting, disclosures or internal controls, the Financial Officer must immediately bring this matter to the attention of the Audit Committee. A Financial Officer must also promptly bring to the attention of the Audit Committee any information he or she may have concerning evidence of a material violation by the Company or any of its agents of the securities or other laws, rules or regulations applicable to the Company and the operation of its business.

Financial Officers must:

1. promptly bring to the attention of the Audit Committee, or a member thereof, any material information of which the Financial Officer may become aware that affects the disclosures made by the Company in its public filings, any material information that may assist the Audit Committee in fulfilling its responsibilities, any matters that the Financial Officer feels

could compromise the integrity of the Company's financial reports and any disagreements on accounting matters;

2. act in good faith, with due care, competence and diligence, without misrepresenting material facts or allowing independent judgment to be subordinated; and

3. always act with the highest standards of personal and professional integrity and do not tolerate others who attempt to deceive or evade responsibility for actions.

VI. PROTECTING OUR ASSETS

It is imperative that all Company assets and resources be treated with the same respect and diligence as personal assets and that Covered Persons be alert to opportunities for cost-effective use of Company assets and resources. Covered Persons may not use Company assets or resources for personal benefit or gain or for any illegal purpose.

VII. COMPLIANCE CERTIFICATION

Each Employee is required to sign, date and return an annual certification of compliance with this Code and other topics as determined by the Company to the Chief Administrative and Compliance Officer and/or Vice President of Human Resources within ten (10) days of issuance.