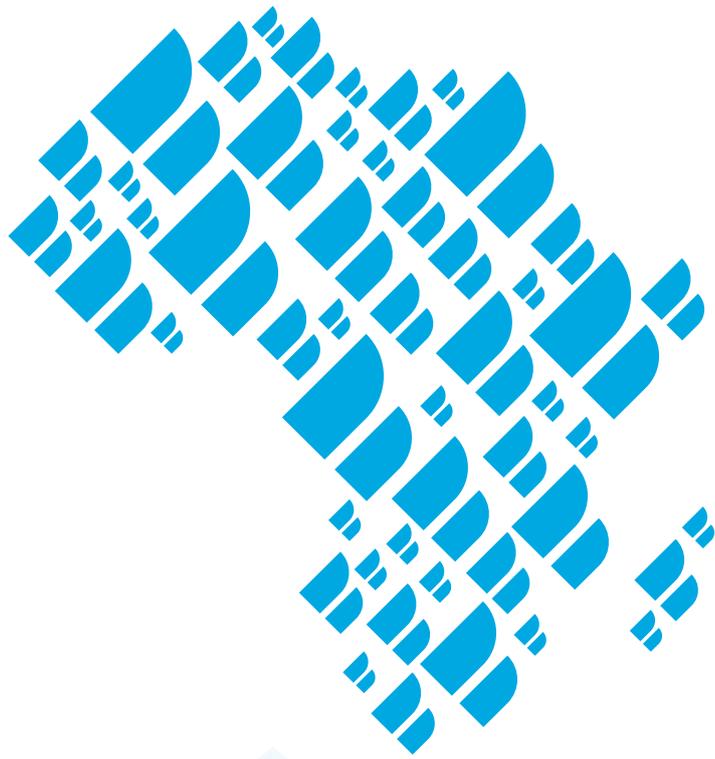




fenix intl

Ethics charter



A SUSTAINABLE COMPANY IS AN ETHICAL COMPANY

Fenix International is a next-generation energy company. Our mission is to transform our customers' quality of life through disruptive innovation in energy and financial services. As we advance access to these life-changing products, we also commit to responsible growth. We aim to build relationships with trustworthy and reliable stakeholders including companies, investors, public authorities, partners, civil society, suppliers and, most importantly, our customers.

All Fenix team members are committed to our six core values:

- We relentlessly pursue an exceptional customer experience
- We create inclusive, life-changing products
- We are committed to smart, iterative design
- We think big and make it happen
- We pursue a triple bottom line of People, Profits & Planet
- We invest in building a high-performing, passionate team that loves what they do

Building a world-changing company requires every member of our team to adopt and respect our values and to take responsibility for the decisions we make at all levels of the company. As we work to fulfil our mission, we remain committed to the principle that a sustainable company is an ethical company.



Our ethical ambition, shared by all, requires every individual to be a role model

We have a very clear policy: zero tolerance of unethical behaviour. Fenix has a responsibility to its customers, partners, suppliers and the public in general to act in accordance with international ethical rules, those of the countries in which we operate, and those we set for ourselves. In our daily business, we take all necessary steps to prevent fraud, corruption and any other unethical behaviour.

All our employees work together to achieve our mission to reach millions of customers, develop long and transformational relationships with them, and significantly improve the quality of their lives via access to life-changing energy and financial service products. This is only achievable if every employee takes his or her role in building and protecting Fenix's reputation to heart by fully complying with all applicable laws, values, and ethical principles across our activities.

Fenix's intent is to promote consistently ethical behaviour across the organization. To ensure compliance with our ethical commitments, we provide clear guidelines on ethics and straightforward processes to address any issues that arise.

Ethics must lie at the core of our daily activities, across all areas of our business. Ethics is not only the responsibility of a single team or Ethics Officer, it is everyone's concern. Together, we build and maintain the trust of our stakeholders and customers, which is and will continue to be a major value creation lever for Fenix as we scale.

These ethical goals are embedded in the principles set out in the present Charter. No development or performance objective should therefore be set within Fenix if implementation leads to any infringement of these core principles. Fenix promotes consistent organizational behaviour by providing guidelines and straightforward processes for bringing to light and investigating any issues that may arise.

We are proud of Fenix's reputation for reliability, responsibility, and providing an exceptional customer experience. It is therefore everyone's responsibility to live up to the trust that is placed on us by making ethics an absolute priority every day.

This Ethics Charter, along with the Practical Guide to Ethics, serves as the foundation for all of the internal policies and codes of conduct adopted by Fenix. No matter your role in the company or your location in the world, the entire team must adopt and promote our ethical policies and follow our codes of conduct.

This charter defines the four fundamental ethical principles underlying all of Fenix's ethical commitments and determines how these principles will be applied across the organization.

Thank you for taking the time to review these principles, understand how they relate to your day-to-day role, and continue to implement them in your work going forward.

Sydney H. Hurdler

Fenix's fundamental ethical principal

PRINCIPLE 1

Act in accordance with laws and regulations

In all circumstances, all Fenix employees must observe international, federal, national and local regulations, as well as rules of professional ethics for their activities, and the Fenix's ethics and compliance policies.

Regarding these specific rules, as they shape Fenix's identity, all entities must respect them in substance, subject to the binding provisions of relevant laws and local customs.

PRINCIPLE 2

Behave honestly and promote a culture of integrity

Honesty and integrity must govern business and interpersonal relationships and everyday professional practices. It is essential for every individual to act morally in all circumstances, and promote a culture of honesty and integrity. At Fenix, it is of the utmost importance for employees to act ethically at all times. Similarly, when choosing partners, Fenix is careful to maintain high requirements regarding honesty and respect for human rights.

As a consequence, Fenix encourages reporting of ethical incidents, and no employee may be sanctioned for reporting these incidents in good faith, or for refusing to carry out an act which he or she believes goes against Fenix's ethical principles.

PRINCIPLE 3

Be Loyal

For Fenix, the quality of a relationship relies on the loyalty of the parties, particularly in the execution of contracts and relations with our customers. This requires

that we honour the commitments made and that we do not make any commitment that Fenix cannot keep.

Every time a Fenix employee communicates with their contacts, he or she must do so in good faith, in a constructive spirit, in respect of everyone's interests, and caring about providing sincere and accurate information to the best of her knowledge.

Fenix, which expects its employees to respect the principles laid out in the present Charter, offers in return the necessary protection when they are challenged or jeopardized, provided that they have acted in good faith in the course of their duties.

PRINCIPLE 4

Respect others

Fenix promotes fair and honest treatment for all in the pursuit of economic development and human progress, and places the utmost importance on the values of tolerance and respect for others. Fenix's employees must recognize and adhere to those values.

Respect for others implies treating everyone fairly by giving equal importance to everyone. It requires reciprocity: everyone has rights they can exercise, but also duties to fulfil towards others, their entity, Fenix and society as a whole.

In particular, this principle covers respecting, in all circumstances, the rights of persons, their dignity and their singularity, and respecting different cultures. It also applies to material and immaterial goods belonging to others, and more generally to the preservation of heritage and the environment.

It guides Fenix policy for gender equality, respect for private life, promoting diversity and fighting all forms of discrimination, protecting health and safety at work, and in particular preventing and sanctioning all situations of harassment.

It underlies all of Fenix's internal and external policies, and must even inspire the mode of conflict resolution.

Tolerance, which is manifested in kindness and openness to others, rules out any form of extremist behaviour.

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The ethics charter and its 4 principles apply:

To all of Fenix's employee and entities

Fenix expects its employees to act in accordance with Fenix's ethical principles, in all circumstances, and whatever their jobs, level of responsibility and person they are interacting with.

A healthy working environment contributes to the sustainable growth of Fenix and to employee well-being. Fenix pays great attention to the improvement of the quality of life of our customers, and is genuinely committed to improving the lives of our employees. Motivated, engaged employees are the key to guarantee a good customer experience. Respect and trust must guide relationships within Fenix, and between Fenix employees and the world at large.

Everyone, from board members to every team members, has the responsibility never to act in any way which might raise the slightest doubt about Fenix's ethics.

The fundamental ethical principles must be promoted by Fenix's employees who sit on the boards of directors or supervisory boards of companies not controlled by ENGIE.

Fenix directors and managers are the primary promoters of Fenix's Ethics Charter and its everyday application among employees and stakeholders. While managers must confirm that their employees are familiar with their ethical and legal obligations, it is even more important that managers act in accordance with those principles and make sure that their actions reflect those obligations.

When using of sanctions in case of infringement of ethical and legal obligations, it is done in accordance with local law and practice. To Fenix's customers and stakeholders

Fenix applies its ethical principles to its relationships with all parties involved in the markets, particularly customers, investors, partners, suppliers, service providers and subcontractors (including intermediaries or business consultants) or non-governmental organizations (NGOs).



Fenix promotes these principles among all of its stakeholders.

Regarding customers, Fenix pays utmost attention to customer experience by providing the best quality products and services at an affordable cost, by offering a toll-free line to address any issues that arise, by facilitating open dialogues with sales representatives, and by enabling safe payment, honouring commitments and respecting rules of competition.

In dealing with all stakeholders in the market, Fenix's employees comply with ethical standards, and show fairness and impartiality in negotiations. They ensure that the ethical concerns of partners, suppliers, service providers and subcontractors are compatible with those of Fenix, and bring Fenix's Ethics Charter to their attention.

Fenix requires its contracts with partners, suppliers, service providers and subcontractors to include a clause stipulating compliance with Fenix's commitments in the areas of human rights and fighting corruption, on the part of both the parties and their own partners. Fenix looks into the integrity and the reputation of its partners, suppliers, service providers and subcontractors.

To society as whole

Fenix applies its ethical principles wherever it is present. It conducts its business in accordance with internationally recognized human rights.

Fenix is socially responsible and is committed to respecting the environment and cultural diversity, and minimizing its ecological impact in the communities where it develops its business. It communicates openly about its achievements and its challenges in this area, and cooperates with environmental and humanitarian non-governmental organisations (NGOs).

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Fenix's ethics and compliance organization

Governance

Fenix's ethical commitment is promoted at the highest level of the company: the Chairman, the CEO and the Executive Committee.

The ENGIE Group Ethics & Compliance Department helps to integrate ethics into Fenix's vision, strategy, management and practices. It proposes reference texts for ethics and compliance, supervises their implementation by the operational entities and the functional departments, leads training initiatives, receives reports on ethical incidents and contributes to the necessary control activities with the Group's other monitoring and control organizations.

All ethics & compliance officers and ethics correspondents from the Group's entities are brought together in the authoritative Ethics & Compliance line. ENGIE Group Ethics & Compliance Department is responsible for this line, and provides the necessary directives and observations to its members, and receives reports and observations from the entities.

Roles of ethics & compliance officer

In every entity of sufficient independence and size, the manager, in agreement with the Ethics & Compliance line, nominates an ethics & compliance officer and ensures they are given the appropriate human and budgetary resources, as well as giving them the authority required to carry out their missions.

The ethics & compliance officers help to define ethics and compliance rules and duties, and ensure they are respected within the entity. They ensure that the Ethics charter and all reference documents on ethics and compliance are implemented within their entity. They help to manage ethical risk, in particular using support from the management of their entity and by reminding them of the primary importance of ethics within Fenix, especially fighting corruption and respecting human rights.

The ethics & compliance officers provide assistance and advice for any employee who consults them about ethics, and ensure that no sanction of any kind can be applied against any employee who has, in good faith and selflessly, used a procedure to report ethical incidents.

Compliance controls

For ethics and compliance, evaluating the implementation of measures is part of a continuous improvement process.

In this context, ENGIE's Ethics & Compliance Department determines and promotes the necessary compliance controls. It ensures that ethical audits are conducted, reporting the results to the Compliance Committee, and if necessary to the ENGIE Group's Executive Committee.

Every year, the compliance procedure produces a detailed evaluation of ethical policy implementation across Fenix entities. All the ethics & compliance officers must produce an annual report on activities and progress by their entity in ethics and compliance, in accordance with Fenix's rules and procedures, ENGIE Group as well as with any specific actions taken by the entity itself. This report, submitted to the upper-level organization, is accompanied by a compliance letter from the manager, certifying their commitment to applying the ethics and compliance program in the organization that they manage.

ENGIE Group's Ethics & Compliance Department also ensures that individual and structural measures are taken in the event of an ethical breach, working with the management, local departments and functional lines concerned.

All of these actors must pay attention to information and weak signals that might indicate a potential violation of the rules. They inform the ethics & compliance officer of this, and if necessary contribute to reviews and specific investigations, and to the implementation of corrective measures.

Fenix reference materials

Fenix's ethics and compliance procedure action is based on 2 levels of reference texts:

1. The current Fenix Ethics Charter and the Practical Guide to Ethics, which outlines the application methods and gives situational examples
2. The codes of conduct, which set out the implications of the Fenix's ethical commitments by professional category or practice.

Fenix's ethics and compliance documents are available on the website <https://www.fenixintl.com/>.

Translations of this document may be subject to interpretation. Only English and French version is authoritative.

For all information on ethics and compliance, contact:
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To report an ethics incident to fenix, contact:
fraudhotline@fenixintl.com

First edition – March 2018

Publisher: Jonathan Okiria

Photos: ReadyPay photo archives