

# ENOVA INTERNATIONAL, INC.

## CORPORATE DISCLOSURE/REGULATION FD POLICY

### I. INTRODUCTION

As a publicly-held company, Enova International, Inc. (“Enova”) is subject to certain obligations imposed by the federal securities laws regarding the disclosure of information to the public. Premature, selective or otherwise unauthorized disclosure of internal or nonpublic information relating to the Enova or any of its subsidiaries (collectively, the “Company”) could adversely affect the Company’s ability to meet its disclosure obligations under the federal securities laws. In addition, premature, selective or unauthorized disclosure could cause competitive harm to the Company and, in some cases, result in liability for the Company. Further, all information, whether material or immaterial, provided to outsiders by management must be accurate and consistent with the Company’s responsibility to comply with the obligations imposed on it by the federal securities laws.

### II. PURPOSE

Although the laws governing disclosures of information about our Company are U.S.-based, it applies to all employees, including all officers, of the Company worldwide (whom we collectively refer to as our ‘associates’ throughout this Policy). This Corporate Disclosure/Regulation FD Policy (the “Policy”) establishes guidelines for the disclosure of Company information to the investing public, financial market analysts, the media and any persons who are not members of the Company’s Board of Directors (each, a “Director”) or are not associates of the Company consistent with the requirements set forth in Regulation FD promulgated by the Securities and Exchange Commission (“SEC”) under the Securities Exchange Act of 1934, as amended. This Policy is in addition to the Company’s Insider Trading Policy.

### III. SUMMARY OF REGULATION FD

#### A. Application of Regulation FD.

Regulation FD applies to disclosures of material nonpublic information to the following categories of persons:

1. Broker-dealers and their associated persons, such as analysts;
2. Investment advisers, institutional investment managers and their associated persons;
3. Investment companies, hedge funds, and affiliated persons; and
4. Any holder of the Company’s securities if it is reasonably foreseeable that the holder will purchase or sell the Company’s securities on the basis of the information.

## **B. Communications Exempted from Regulation FD.**

The following types of communications are specifically exempted from the disclosure requirements of Regulation FD:

1. Communications made to a person who owes the Company a duty of trust or confidence, such as an attorney or accountant;
2. Communications made to any person who expressly agrees to maintain the information in confidence (such express agreement may be given after the disclosure of material nonpublic information, but must be before the recipient discloses or trades on the basis of it);
3. Disclosures to a nationally recognized statistical rating organization, provided that the disclosure is made solely for the purpose of determining or monitoring a credit rating;
4. Disclosures to a credit rating agency that makes its credit ratings publicly available, provided that the disclosure is made solely for the purpose of determining or monitoring a credit rating; and
5. Communications made in connection with most registered securities offerings.

## **C. Disclosure of Material Nonpublic Information.**

Regulation FD requires that whenever the Company or a person acting on its behalf discloses material nonpublic information to securities market professionals or holders of the Company's securities who may well trade on the basis of the information, the Company must make public disclosure of that same information as follows:

1. If the Company or any person acting on the Company's behalf intentionally discloses material nonpublic information, the Company must make public disclosure of such information simultaneously.
2. If the Company or any person acting on the Company's behalf unintentionally discloses material nonpublic information, the Company must make public disclosure of such information as soon as reasonably practicable (but in no event after the later of 24 hours or the commencement of the next day's trading on the New York Stock Exchange) after discovery of the disclosure. Discovery happens when a Director, officer, or investor, government or public relations director-level associate learns that the Company or any person acting on the Company's behalf disclosed information that such Director, officer or associate knows, or is reckless in not knowing, is both material and nonpublic.

#### IV. DEFINITIONS

**A. Intentional Disclosure.** A selective disclosure of material nonpublic information is “intentional” when the person making the disclosure either knows, or is reckless in not knowing, that the information he or she is communicating is both material and nonpublic.

**B. Material Information.** Information is “material” if there is a substantial likelihood that a reasonable investor would consider it important in making an investment decision, or if a reasonable investor would view it as altering the total mix of information available. In short, material information includes any information that could reasonably affect the price of the Company’s stock.

The following list, while not exhaustive, identifies several types of information or events that are likely to be considered material. The SEC emphasizes, however, that materiality must be judged on a case-by-case basis.

1. Earnings information;
2. Mergers, acquisitions, tender offers, joint ventures, or changes in assets;
3. New products or discoveries, or developments regarding customers or suppliers (e.g., the acquisition or loss of a contract);
4. Regulatory results or changes in laws;
5. Changes in control or in management;
6. Changes in auditors or auditor notification that the Company may no longer rely on an auditor’s audit report;
7. Events regarding the Company’s securities (e.g., defaults on senior securities, calls of securities for redemption, repurchase plans, stock splits or changes in dividends, changes to the rights of security holders, public or private sales of additional securities);
8. Significant litigation;
9. Significant changes in corporate objectives; and
10. Impending financial liquidity problems, bankruptcies or receiverships.

**C. Nonpublic Information.** Information is “nonpublic” if it has not been disclosed to the general public by means of a press release, SEC filing or other media for broad public access. Disclosure to even a large group of analysts does not constitute disclosure to the public.

**D. Person Acting on the Company’s Behalf.** A “person acting on the Company’s behalf” is a senior official or any other associate or agent of the Company who regularly communicates with market professionals or with the Company’s shareholders. A senior official

is defined as any Director, officer, or investor, government or public relations director-level associate, or any other person with similar functions.

## **V. POLICY**

Company personnel should not disclose internal or nonpublic information, material or otherwise, about the Company to anyone outside the Company, except in a manner consistent with this Policy.

The initial disclosure of material information by the Company will generally be made through the filing or furnishing of a Current Report on Form 8-K with the SEC, press releases or other means reasonably designed to provide broad, non-exclusionary distribution of the information to the public so that all members of the investing public will have equal opportunity to access simultaneously the material information. Any written materials or presentations shall include appropriate cautionary disclosures in order to take advantage of the safe harbor under the Private Securities Litigation Reform Act of 1995.

Rumors concerning the business and affairs of the Company may circulate from time to time. The Company's general policy is not to comment upon such rumors.

Material information about the Company that has previously been disclosed to the public in accordance with this Policy shall not be confirmed or updated by Company personnel, except in a manner consistent with the procedures outlined in this Policy.

Should any associate or Director of the Company believe that he or she may have unintentionally disclosed material nonpublic information, such associate or Director shall immediately contact the Company's Chief Executive Officer, Chief Financial Officer or General Counsel.

## **VI. PROCEDURES**

As a general rule, communication with shareholders, the media and financial market analysts shall be restricted to the Company's Chief Executive Officer, Chief Financial Officer, General Counsel, or authorized associates in the Company's investor, government or public relations groups. The Company's Chief Executive Officer may, however, designate other associates to respond to inquiries regarding specific areas of interest. The following methods shall be the exclusive means by which material nonpublic information is disseminated by the Company:

### **A. Press Releases.**

The Company may issue press releases from time to time to disclose information management believes is important or of use to the public, whether or not the information is material. All press releases will be reviewed and approved by the Chief Executive Officer, the Chief Financial Officer, and/or the General Counsel and/or the Company's Disclosure Committee.

## **B. Form 8-K.**

In the discretion of the Chief Executive Officer, Chief Financial Officer and/or the General Counsel, the Company may file with or furnish to the SEC a Current Report on Form 8-K setting forth the information to be disclosed.

## **C. Conference Calls.**

The Company may schedule conference calls from time to time that are broadly accessible to the public by dial-in conference call, webcast, broadcast or similar means in order to discuss financial results or other information that may be material to the investing public and the securities industry. The procedures applicable to such conference calls are as follows:

1. Prior to the initiation of the call, a press release shall be disseminated setting forth a description of the material information to be discussed in the call and announcing the time, date and access information for the call.
2. A notice containing the time, date and access information for the call shall also be posted on the Company's website.
3. All communications by the Company during the course of the conference call shall be consistent with the press release that accompanied the conference call and/or with other prior public disclosures made by the Company.
4. Live access of the call along with a replay of the call will be posted on the Company's website for a limited time period.

## **D. Contact with Financial Market Analysts.**

Direct contact with financial market analysts will be limited to the Chief Executive Officer, Chief Financial Officer and officers or director-level associates in the investor relations department. Such persons may engage in "one-on-one" communications with securities analysts solely for the purposes of clarifying previously disclosed information. Such communications shall be limited to information that has been previously disclosed to the public in a manner consistent with this Policy. Notwithstanding the foregoing, in no event shall previously disclosed information be confirmed or updated unless such confirmation or update is contemporaneously made available to the public in a manner consistent with this Policy.

## **E. Annual Reports, Quarterly Reports and Company Literature.**

The Company will regularly provide an annual report of its financial condition and related business performance in a timely manner following the fiscal year-end. Interim reporting of the Company's financial and business performance will be provided quarterly between annual reports. Such annual reports and interim reports shall be made available in a manner reasonably designed to provide broad, non-exclusionary distribution of the information to the public. Auxiliary materials, such as corporate brochures, etc., may be provided as needed upon management's judgment. Any written materials shall include appropriate cautionary disclosures

in order to take advantage of the safe harbor under the Private Securities Litigation Reform Act of 1995.

**F. Website Postings.**

Unless the Company's Chief Executive Officer, Chief Financial Officer or General Counsel announces that the Company's corporate website (Internet) has been designated as a Regulation FD compliant channel, no material nonpublic information shall be posted on that website unless it has previously or simultaneously been disseminated via other methods reasonably designed to ensure broad, non-exclusionary distribution of the information. If the Company's corporate website has been designated as a Regulation FD compliant channel, no material nonpublic information may be posted on that website unless the Company's Chief Executive Officer, Chief Financial Officer or General Counsel has specifically approved such posting. An audio file of a conference call or other communication of material nonpublic information such as a press release or an SEC filing may be placed on the Company's corporate website. In no event may any material nonpublic information be posted on any of the Company's other websites or on the Company's Intranet unless it has previously or simultaneously been disseminated via other methods reasonably designed to ensure broad, non-exclusionary distribution of the information and the Company's Chief Executive Officer, Chief Financial Officer or General Counsel has approved such posting.

**G. Presentations.**

The Company may participate in securities firm-sponsored and other investor conferences from time to time. Generally, presentations at such conferences shall not include material nonpublic information; however, should the Company decide to disclose material nonpublic information at such a conference, it shall do so only to the extent that the conference is webcast and adequate prior public notice has been given. The Company will issue press releases in conjunction with its major presentations scheduled during the year and post those presentations on the Company website. The Chief Executive Officer, Chief Financial Officer, General Counsel or an officer or director-level associate in the investor relations department must review and approve the content of such presentations prior to disclosure.

**H. Handling Inquiries.**

Inquiries from institutional and retail investors, securities and industry analysts and members of the media, as well as inquiries other than in the ordinary course of business, received by any of the Company's associates from any outsider must be forwarded to the Chief Executive Officer, the Chief Financial Officer, the General Counsel or an officer or director-level associate in the investor relations department. They may, at their discretion, and subject to the other provisions of this Policy, designate an appropriate person to respond on specific areas of interest.

Any associates with questions about these matters should contact the Company's General Counsel.

ADOPTED BY THE BOARD OF DIRECTORS OF  
ENOVA INTERNATIONAL, INC.  
ON OCTOBER 14, 2014