

## PROXY STATEMENT

### ENVIRONMENTAL, SOCIAL AND GOVERNANCE (ESG) INFORMATION

The following provides additional information regarding our efforts related to ESG matters:

➤ ESG Highlights:

#### Environmental

- We utilize industry-leading sustainable data center partners, which contribute to a sustainable environment by:
- Delivering highly efficient Power Usage Effectiveness scores above industry standards.
- Reducing impact through design of a Water Usage Effectiveness (WUE) of zero.
- Utilizing facility-wide Energy Star efficiency-rated uninterruptible power supply (UPS) systems.
- Implementation of NextGen SuperCRAC cooling to maximize efficiency.
- Deploying occupancy sensors to reduce energy usage.
- Replacing thermostats in the Company's headquarters location to provide efficient scheduling of HVAC units to reduce energy consumption and installing window films to reduce external heat impact.

#### Social

We support our employees, as demonstrated by:

- Ensuring equal employment opportunity hiring practices.
- Maintaining a diverse employee base. As of the date of this Proxy Statement, 96% of our U.S. team members identified themselves as racially or ethnically diverse. In addition, 50% of our U.S. team identified themselves as female and females fill 21% of our senior leadership roles. During 2023, we intend to continue to promote greater community involvement through philanthropic and volunteer efforts, with a focus on diversity, community improvement, and STEM programs.
- Requiring anti-harassment training.
- Not reducing salaries, furloughing or implementing employee layoffs as a result of the COVID-19 pandemic.

We support our communities, as demonstrated by:

- Maintaining a diverse base of sending agents. As of the date of this Proxy Statement, a majority of Intermex sending agents are minority-owned businesses and/or are located in neighborhoods with a high percentage of residents who identify as minorities.
- Providing additional revenue opportunities to Intermex sending agents that are involved in the communities in which they operate.
- In 2022, our Board amended the Company's equity plan and approved an RSU Agent Plan, which allows management to identify key agents and award RSUs to those individuals who contribute significant efforts towards driving the Company's business.

- Through our Human Resources team, the Company engages various non-profits to support low-income communities, including the immigrant community, through financial support, and facilitates volunteering of Company employees to engage in house building activities and gift-giving events during different holidays throughout the year.

## **Governance**

We have diverse representation on the Board and our directors are committed to excellent governance, as demonstrated by:

- An independent board.
- A Lead Independent Director.
- All members of the Company’s Audit, Compensation, and Nominating and Corporate Governance Committees being non-employee independent directors.
- Three out of eight of our directors being ethnic minorities.
- Two out of eight of our directors being female.
- Adopting Corporate Governance Principles.

We maintain strong cyber integrity standards and respect the privacy of our customers, as demonstrated by:

- Having a dedicated Chief Information Security Officer (CISO) overseeing all aspects of cybersecurity.
- Maintaining Company security policies that follow the government’s National Institute of Standards and Technology (“NIST”) framework and adhere to applicable legal standards.
- Having our Board of Directors and Executive Management review and support our data security program and cybersecurity measures on a continuous basis.
- Not having any material Company data breaches to date.
- Having our Disaster Recovery & Business Continuity Plans reviewed and tested annually.
- Mandating cybersecurity awareness, Anti-Money Laundering (AML) training for all employees.

### ➤ Director Independence

As a result of our common stock being listed on Nasdaq, we adhere to the rules of such exchange in determining whether a director is independent. Nasdaq listing rules require that a majority of the board of directors of a company listed on Nasdaq be composed of “independent directors,” which is defined generally as a person other than an officer or employee of the company or its subsidiaries or any other individual having a relationship, which, in the opinion of the company’s board of directors, would interfere with the director’s exercise of independent judgment in carrying out the responsibilities of a director. Our Board of Directors has determined that Debra Bradford, Bernardo Fernández, Laura Maydón, Michael Purcell and John Rincon are independent directors under the Nasdaq listing rules and Rule 10A-3 of the Exchange Act. Additionally, the Board determined that Kurt Holstein and Christopher Lofgren were independent during the period in which each served as a director during 2022. In making these determinations, our Board of Directors considered the current and prior relationships that each non-employee director had with the Company and all other facts and circumstances our Board of Directors deemed relevant in determining independence, including the beneficial ownership of our common stock

by each non-employee director, and the transactions involving them. In addition, the Board of Directors appointed Mr. Purcell as the Lead Independent Director, effective September 2020.

➤ Board, Committee and Annual Meeting Attendance

During 2022, the Board of Directors held eight meetings and acted by unanimous written consent in one instance. In 2022, all directors attended or participated in 75% or more of the aggregate of the total number of meetings of the Board of Directors and the total number of meetings of all committees of the Board of Directors on which such director served, in each case held during such director's relevant period of service.

Although we do not have a formal policy regarding attendance by members of the Board of Directors at our annual meeting of stockholders, we encourage, but do not require, our directors to attend. One of our directors, our Chairman and CEO, Robert Lisy, attended the 2022 Annual Meeting of Stockholders in person and the rest of our directors, attended remotely.

➤ Committees of the Board of Directors

Intermex has established a separately standing audit committee, nominating and corporate governance committee and compensation committee.

➤ Audit Committee Information

Intermex has established an Audit Committee composed of independent directors. The Audit Committee consists of Messrs. Purcell, Fernández and Rincon, with Mr. Purcell serving as its chairman. The Board has determined that each of the members of the Audit Committee is independent under Nasdaq's listing rules and under Rule 10A-3(b)(1) of the Exchange Act.

The Audit Committee will at all times be composed exclusively of independent directors who are "financially literate" as defined under Nasdaq's listing rules. The Nasdaq listing rules define "financially literate" as being able to read and understand fundamental financial statements, including a company's balance sheet, income statement and cash flow statement.

In addition, the Company is required to certify to Nasdaq that the Audit Committee has, and will continue to have, at least one member who has past employment experience in finance or accounting, requisite professional certification in accounting, or other comparable experience or background that results in the individual's financial sophistication. The Board has determined that each of Messrs. Purcell, Fernández and Rincon satisfies Nasdaq's definition of financial sophistication and also qualifies as an "audit committee financial expert," as defined under rules and regulations of the SEC.

The purpose of the Audit Committee is to, among other things, appoint, retain, set compensation of, and supervise our independent registered public accountants, review the results and scope of the audit and other accounting related services and review our accounting practices and systems of internal accounting and disclosure controls.

The Audit Committee held six meetings during the last fiscal year. The Audit Committee has a written charter that is available on the Company's website at [www.intermexonline.com](http://www.intermexonline.com). The information on this website is not a part of or incorporated into this proxy statement.

The Audit Committee Report is included in the full proxy statement, on page 69.

## ➤ Compensation Committee Information

Intermex has a Compensation Committee consisting of Ms. Bradford, Ms. Maydon, and Messrs. Purcell and Rincon, with Mr. Purcell serving as its chairman. Our Board of Directors has determined that all of the members of the Compensation Committee are independent directors under the Nasdaq listing rules.

The purpose of the Compensation Committee is to, among other things, establish and review our general compensation philosophy, review and approve compensation paid to our officers and directors and to administer incentive compensation plans and programs, including authority to make and modify awards under such plans.

The Compensation Committee determines salaries, incentives and other forms of compensation for the Chief Executive Officer and our executive officers and reviews and makes recommendations to the Board with respect to director compensation. As part of its review and establishment of the performance criteria and compensation of executive officers, the Compensation Committee meets separately, at least on an annual basis, with the Chief Executive Officer, the Company's principal human resources executive, and any other corporate officers, as it deems appropriate. The Compensation Committee also reviews and considers the competitiveness of the Company's executive compensation as compared with the Company's peer groups. The Compensation Committee meets without the presence of executive officers when approving or deliberating on executive officer compensation and the Chief Executive Officer may not be present during voting or deliberations of the Compensation Committee with respect to determination of his own compensation. The Compensation Committee reviews and authorizes the terms of executive employment agreements, severance agreements, and other material compensation agreements between Intermex and our executive officers, and reviews and recommends to the Board directors' and officers' indemnification arrangements. In addition, the Compensation Committee administers our incentive compensation and equity-based plans, as well as oversees our stock ownership and retention policy.

The Compensation Committee may, in its discretion, delegate its duties and responsibilities to a subcommittee of the Compensation Committee as it deems appropriate and to the extent permitted by applicable law. Further, the Compensation Committee may, in its discretion, delegate its duties and responsibilities with respect to compensation of employees (other than compensation of executive officers) and broad-based benefit plans and programs as it seems appropriate to one or more officers of the Company.

The Compensation Committee also has the sole discretion and authority, pursuant to its charter, to retain compensation consultants, outside legal counsel and other advisors or experts, as it deems appropriate, to assist it in carrying out its duties and responsibilities. The Compensation Committee retained Frederic W. Cook & Co., Inc. ("FW Cook") as the Compensation Committee's independent compensation consultant (the "Compensation Consultant") for assistance with determining executive officer compensation targets and the design of the Company's Employee Incentive Bonus Plan for fiscal years 2022 and 2023, determining director compensation for fiscal years 2022 and 2023 and the design of a peer group for compensation analysis. The Committee determined that no work performed by the Compensation Consultant during fiscal year 2022 raised a conflict of interest.

The Compensation Committee held six meetings. The Compensation Committee has a written charter that is available on the Company's website at [www.intermexonline.com](http://www.intermexonline.com). The information on this website is not a part of or incorporated into this proxy statement.

➤ Nominating and Corporate Governance Committee Information

Intermex has a Nominating and Corporate Governance Committee consisting of Ms. Bradford, Ms. Maydón and Messrs. Fernández and Purcell, with Ms. Maydón serving as its chairperson. Our Board of Directors has determined that all of the members of the Nominating and Corporate Governance Committee are independent directors under the Nasdaq listing rules.

The Nominating and Corporate Governance Committee is responsible for, among other things, overseeing the selection of persons to be nominated to serve on our Board of Directors, overseeing the composition of the Board and its committees, evaluating the performance of the Board and developing and maintaining corporate governance policies and related matters delegated by the Board or required by federal securities laws or Nasdaq listing rules. Additionally, the Nominating and Corporate Governance Committee is responsible for Board oversight over the Company's ESG matters and initiatives. Along with the Company's management team, the Nominating and Corporate Governance Committee also oversees succession planning for the Chief Executive Officer and other key executive positions.

The Nominating and Corporate Governance Committee held seven meetings during the last fiscal year. The Nominating and Corporate Governance Committee has a written charter that is available on the Company's website at [www.intermexonline.com](http://www.intermexonline.com). The information on this website is not a part of or incorporated into this proxy statement.

➤ Guidelines for Selecting Director Nominees

The Nominating and Corporate Governance Committee considers persons identified by its members, management, stockholders, investment bankers and others.

The Nominating and Corporate Governance Committee has no specific minimum qualifications for director candidates. In general, however, the Nominating and Corporate Governance Committee considers a number of qualifications relating to management and leadership experience, background, integrity and professionalism, as well as the candidate's ability to satisfy the Nasdaq and SEC's independence requirements, in evaluating a person's candidacy for membership on the Board of Directors. The Nominating and Corporate Governance Committee may require certain skills or attributes, such as financial or accounting experience, to meet specific Board needs that arise from time to time and will also consider the overall experience and makeup of its members to obtain a broad and diverse mix of Board members. The Nominating and Corporate Governance Committee does not distinguish among nominees recommended by stockholders and other persons.

During 2022, the Board was actively seeking, and continues to actively seek, additional directors who satisfy Nasdaq and SEC independence requirements and increase diversity among the directors. The Company retained Egon Zehnder International to assist in the identification and recruitment of director candidates. As a result of those efforts, Ms. Bradford and Mr. Fernández joined the Board in 2022.

To recommend a director candidate for consideration, a stockholder should submit a written statement of the qualifications of the proposed nominee, including full name and address, to the Nominating and

Corporate Governance Committee, c/o Intermex's Corporate Secretary, 9480 S. Dixie Highway, Miami, Florida 33156. Refer to "What is the deadline to propose actions for consideration at next year's annual meeting of stockholders or to nominate individuals to serve as directors?" in the section above captioned "Questions and Answers About the 2023 Annual Meeting and Procedural Matters" for information regarding the procedures for stockholders to nominate candidates to the Board at an annual meeting of stockholders.

➤ Compensation Committee Interlocks and Insider Participation

No member of the Compensation Committee was formerly an officer or employee of the Company or has or had any relationships requiring disclosure by the Company under applicable SEC rules requiring disclosure of certain relationships and related party transactions. None of our executive officers in 2022 served as a member of the board of directors or compensation committee (or other board committee performing equivalent functions or, in the absence of any such committee, the entire board of directors) of any entity that has one or more executive officers serving on our Board of Directors or our Compensation Committee.

➤ Board Leadership Structure and Board Role in Risk Oversight

Our Board of Directors is chaired by our Chief Executive Officer and President, Mr. Lisy. We combined the positions of Chief Executive Officer and Chairman of the Board because we believe it will provide a single, clear chain of command to execute our strategic initiatives and business plans and help to ensure that our Board and management act with a common purpose. In addition, we believe that a combined Chief Executive Officer/Chairman of the Board will be better positioned to act as a bridge between management and the Board, facilitating the regular flow of information. We also believe that it is advantageous to have a Board Chairman with an extensive history with and knowledge of the Company, as is the case with our Chief Executive Officer. Further, the Board of Directors appointed Mr. Purcell as the Lead Independent Director, effective September 2020. The Lead Independent Director's duties include serving as a liaison between the Chairman of the Board and the non-management directors; reviewing and approving Board meeting agendas, information sent to the Board and meeting schedules; reviewing Board committee agendas; overseeing the Board and Board committee self-evaluation process in concert with the Chair of the Nominating and Corporate Governance Committee; chairing independent sessions of non-management directors; presiding at Board meetings in the Chairman's absence; having the ability to call Board meetings, executive sessions or meetings of non-management directors and such other reasonable duties that the Board may prescribe from time to time.

The Board of Directors is responsible for overseeing the major risks facing the Company while management is responsible for assessing and mitigating the Company's risks on a day-to-day basis. In addition, the Board has delegated oversight of certain categories of risk to its three standing Committees. The Audit Committee reviews and discusses with management significant financial and nonfinancial risk exposures and the steps management has taken to monitor, control and report such exposures. In performing their oversight responsibilities, the Board and Audit Committee periodically discuss with management the Company's policies with respect to risk assessment and risk management. The Compensation Committee oversees management of risks relating to the Company's compensation plans and programs. The Nominating and Corporate Governance Committee reviews and discusses with management risks related to the Company's ESG initiatives, including regarding climate change, human capital management, diversity, stakeholder relations, and health/safety, and emergency succession

planning. The three Committees report to the Board as appropriate on matters that involve specific areas of risk that each Committee oversees.

➤ Code of Business Conduct and Ethics

We have adopted a code of business conduct and ethics for our directors, officers, employees and certain affiliates in accordance with applicable federal securities laws, a copy of which is available on the Company's website at [www.intermexonline.com](http://www.intermexonline.com). If we amend or grant a waiver of one or more of the provisions of our Code of Business Conduct and Ethics, we intend to satisfy the requirements under Item 5.05 of Form 8-K regarding the disclosure of amendments to or waivers from provisions of our Code of Business Conduct and Ethics that apply to our principal executive officer, principal financial officer and principal accounting officer (or persons performing similar functions) by posting the required information on the Company's website at [www.intermexonline.com](http://www.intermexonline.com). The information found on the website is not part of or incorporated into this proxy statement.

➤ Anti-Hedging and Anti-Pledging Policy

Our Securities Trading policy prohibits, among other things, the hedging and pledging of our securities by our executive officers and directors, specifically, (i) engaging in short sales, (ii) engaging in transactions in put options, call options or other derivative securities related to Company securities, on an exchange or in any other organized market, (iii) engaging in hedging or monetization transactions related to Company securities, including through the use of financial instruments such as equity swaps, prepaid variable forwards, and collars and exchange funds, (iv) pledging our stock as collateral for a loan, and (v) holding our securities in a margin account. Our Securities Trading policy is reviewed by our Compensation Committee periodically and was most recently updated on March 2, 2023, to reflect changes adopted by the SEC to Rule 10b-5.

➤ Corporate Governance Guidelines

The Nominating and Corporate Governance Committee has developed and recommended the Board's Corporate Governance Principles (the "Governance Principles"), which has been approved by our full Board. The Governance Principles establish the Board's governance framework and processes, and assist the Board in the exercise of its responsibilities and to best serve the interests of the Company and its stockholders. The Governance Principles are a reflection of the Board's commitment to good corporate governance through the establishment of policies and procedures that the Board believes are critical to the enhancement of stockholder value. The Governance Principles are available on the Company's website at [www.intermexonline.com](http://www.intermexonline.com). The information found on the website is not part of or incorporated into this proxy statement.