

FINANCIAL ENGINES, INC.

Code of Ethics for Senior Financial Officers

(Updated as of November 15, 2016)

In addition to being bound by all of the provisions of the Code of Business Conduct and Ethics of Financial Engines, Inc. (the “*Company*”), Investment Adviser Codes of Ethics (as defined below) and the Financial Engines Employee Policies, and any other codes, policies and procedures of the Company, the Chief Executive Officer, the President, the Chief Operating Officer, the Chief Financial Officer, the Controller and key management employees (including other senior financial officers) who have been identified by the Board of Directors (each an “*Officer*,” and collectively, the “*Officers*”) are subject to the following additional specific policies contained in this Code of Ethics for Senior Financial Officers (the “*Code*”):

- The Officers are responsible for full, fair, accurate, timely and understandable disclosure in the reports and documents that the Company files with, or submits to, the Securities and Exchange Commission and in other public communications made by the Company. It is the responsibility of each Officer promptly to bring to the attention of the Chairperson of the Audit Committee (the “*Audit Chair*”) of the Board of Directors (the “*Board of Directors*”) any material information of which he or she may become aware that is omitted from or misstated in the disclosures made by the Company in its public filings.
- Each Officer shall promptly bring to the attention of the Audit Chair any information he or she may have concerning (a) significant deficiencies in the design or operation of internal controls that could adversely affect the Company’s ability to record, process, summarize and report financial data or (b) any fraud, whether or not material, that involves management or other employees who have a significant role in the Company’s financial reporting, disclosures or internal control over financial reporting.
- Each Officer shall act with honesty and integrity in the performance of his or her duties and shall comply with laws, rules and regulations of federal, state and local governments and other private and public regulatory agencies that affect the conduct of the Company’s business and the Company’s financial reporting.
- Each Officer shall promptly bring to the attention of the Audit Chair any information he or she may have concerning evidence of a material violation of the securities or other laws, rules or regulations applicable to the Company and the operation of its business, by the Company or any agent thereof, or any violation of this Code.
- Each Officer shall maintain high standards of honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships.

The Company's registered investment advisor subsidiaries have adopted respective investment adviser code of ethics (each an "*Investment Adviser Codes of Ethics*") pursuant to a separate requirement under Rule 204A-1 of the Investment Advisers Act of 1940 (the "*Advisers Act*"), which is not part of this Code. In addition to this Code, the Advisers Act and rules promulgated thereunder contain numerous specific provisions designed to protect clients from conflicts of interest. The provisions of the Advisers Act and the Investment Adviser Code of Ethics are referred to herein collectively as the "Additional Conflict Rules." Any conduct by employees required by specific Advisers Act provisions or the rules thereunder is presumed to be in compliance with this Code. Any violation of the Additional Conflict Rules is hereby deemed not to be a violation of this Code unless and until the Board shall determine that any such violation is also a violation of this Code.

Violations of this Code or any direction given by management or the Board of Directors in order to effect the provisions, goals and aims of this Code will be viewed as a severe disciplinary matter that may result in disciplinary action, including termination of employment.

The Audit Committee of the Board of Directors shall consider any request for a waiver of this Code and any amendments to this Code and all such waivers or amendments shall be disclosed promptly as required by law.