CODE OF CONDUCT AND BUSINESS ETHICS

GOVERNANCE

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OBJECTIVE

This Code of Conduct and Business Ethics (the “Code”) is adopted to set out Ecolomondo Corporation Inc. (“Ecolomondo”, or the “Company”)’s values, ethics and responsibilities. The Code is a collection of principles and practices that we, the Company, believe in and aim to live by. It is not a stand-alone document; it works in conjunction with the Company’s mission statement, policies, guidelines, procedures, and other relevant documents.

The Code is designed to ensure consistency in how Directors, officers and employees conduct themselves within the Company, and in their dealings outside of the Company. The Code also gives guidance to employees on how to deal with certain ethical situations.

Ecolomondo’s business will develop on trust and reputation. It influences how clients feel about our products and services, and how shareholders perceive us as an investment. As the saying goes, “it takes years to build a reputation and only a few seconds to ruin it.” Therefore, it is crucial that we all abide by this Code.

KEY VALUES AND APPLICATION

Ethical behavior is required and expected of every corporate Director, officer, and employee, whether or not a formal Code of Conduct and Business Ethics exists.

Directors, officers, and employees of Ecolomondo need to act honestly and treat each other and clients, partners, and suppliers, fairly and with dignity. We must also apply an ethical behavior with Governments, with Society and with the Environment.

The Company is hereby establishing standards that are reasonably necessary to promote:
Honest and ethical conduct, including the ethical handling of actual and apparent conflicts of interest between personal and professional relationships

Full, fair, accurate, timely, and understandable disclosure in the periodic reports required to be filed and/or publicly disseminated

Compliance with governmental statutes, rules, and regulations.

Key ethical behaviors for Ecolomondo directors, officers and employees are therefore:

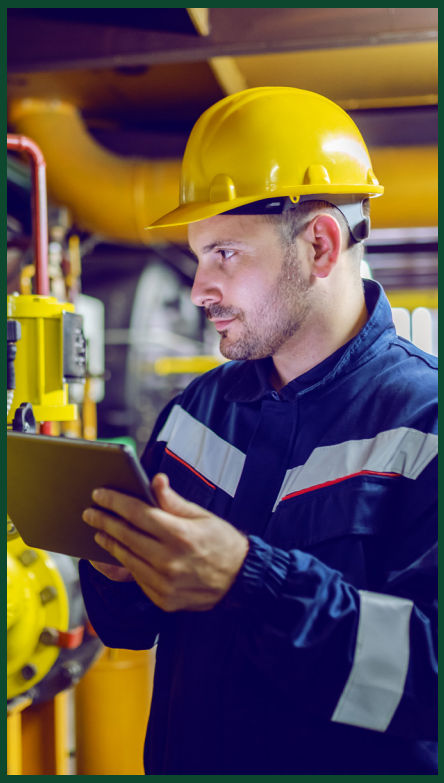
- Act with integrity
- Be honest
- Be accountable
- Follow the law
- Respect the environment
- Keep honest books and records
- Do not use the Company assets for personal benefit or the benefit of anyone other than the company
- Give Ecolomondo your business loyalty

If a provision of the Code conflicts with applicable law, the law controls. When doing business in another country, there may be a conflict between the Code, the Canadian law applicable to Ecolomondo and local applicable law. In such scenario, a director, officer, or employee should consult with the Company legal counsel before proceeding.

WORK ENVIRONMENT

Ecolomondo treats all employees fairly, ethically, respectfully and with dignity. The Company offers equal employment opportunities without regard to any distinctions based on age, gender, sexual orientation, disability, race, religion, citizenship, marital status, family situation, country of origin or other factors, in accordance with the laws and regulations of each country where it does business.

Ecolomondo's policies protect employees from harassment, bullying and victimization in the workplace, including all forms of sexual, physical, and psychological abuse or discrimination. Employees are entitled to, and are expected to preserve, a positive, harmonious, and professional work environment.



The occupational health and safety of employees and environmental protection are priorities at Ecolomondo, where they are regarded as a fundamental corporate social responsibility. We strive to reduce the impact of our activities and of the performance of our products on the environment.

Ecolomondo and its employees shall comply with all applicable laws and regulations. We adopt standards, procedures, contingency measures, and management systems to ensure that our operations are managed safely, ecologically and in a sustainable way.

To protect their own safety as well as that of their colleagues and communities, employees undertake not to work under the influence of any substance that could impair their judgment or interfere with the effective and responsible performance of their duties.

Policies on work environment detail the application of these principles in the Company.

BUSINESS AND FINANCIAL RECORDS

Directors, officers, and employees must ensure the accuracy of all Company business and financial records, including financial accounts, quality reports, time records, expense reports, and claims.

Ensuring accurate and complete business and financial records is everyone's responsibility, not just a role for accounting and finance personnel. Accurate record keeping and reporting reflects on the Company's reputation and credibility and ensures that the Company meets its legal and regulatory obligations.

Integrity in the Company's business and financial records includes:

- Ensure that all reports to regulatory authorities are full, fair, accurate, timely and understandable;
- Never falsify any document;
- Never distort the true nature of any transaction;
- Never enable another person's efforts to evade taxes or subvert local currency laws.

Honest mistakes will occasionally happen. Only intentional efforts to misrepresent or improperly record transactions, or otherwise to falsify a Company business record, are Code violations.

NON-PUBLIC INFORMATION

Directors, officers, and employees must safeguard the Company's non-public information. Non-public information is any information that the Company has not disclosed or made generally available to the public. It includes everything from contracts and pricing information to marketing plans, intellectual property, technical specifications, major management changes, new product launches, mergers and acquisitions, proposals, financial data, product costs and employee information.

Integrity in the Company's non-public information includes:

- Do not disclose non-public information to anyone outside the Company, including to family and friends, except when disclosure is required for business purposes. Even then, take appropriate steps, such as execution of a confidentiality agreement, to prevent misuse of the information.
- Do not disclose non-public information to others inside the Company unless they have a business reason to know.
- Protect the Company's non-public information at all times, including outside of the workplace and working hours, and even after employment ends.
- Retain or discard Company records in accordance with the Company's record retention policies.

CONFLICTS OF INTEREST

Directors, officers, and employees must act in the best interest of Ecolomondo while performing their responsibilities for the Company. A conflict of interest arises when personal activities and relationships interfere, or appear to interfere, with a person's ability to act in the best interest of the Company. When facing a potential situation of conflict of interest, conscience and common sense are the best guide.

Avoiding conflicts of interest includes:

- Avoid investments that could affect, or appear to affect, your decision making on behalf of the Company, such as ownership of stock of a customer, supplier, or competitor of Ecolomondo.
- Do not be employed by, or otherwise provide services for or receive payment from, any customer, supplier or competitor of the Company.
- Do not accept gifts or meals of more than modest value from a client or supplier.

Gifts, meals, and entertainment

An occasional meal and entertainment from customers or suppliers is acceptable if the event is attended by the customer or supplier, and if the costs involved are in line with local custom for business-related meals and entertainment. If a Director, officer, or employee is offered a gift, meal or entertainment that should not be accepted, the person shall politely decline and explain the Company's rules. If returning a gift would offend the giver, or the circumstances under which it was given preclude its return, the person may donate the gift to charity, or to distribute or raffle the item among a large group of employees. A Director, officer, or employee of Ecolomondo can use gifts, meals and entertainment to support the legitimate business interests of the Company. It should be reasonable and appropriate under the circumstances, and be sensitive to the rules on receiving gifts, meals, and entertainment of Ecolomondo's customers and suppliers.

Director or officer of another organization

A Director, officer or employee may serve as an officer or member of the board of directors of another for-profit business, a charitable or non-profit institution or trade organization, or a family-owned business, unless the business is a customer, supplier, or competitor of the Company, and only if it does not interfere, or appear to interfere, with his/her ability to act in the best interest of the Company.

Relationships

Personal relationships at work and friendships with a director, officer or employee of a customer, supplier or competitor must not interfere, or appear to interfere, with someone's ability to act in the best interest of the Company.

Relative

A relative who owns stock, who is employed or is otherwise doing business with a customer, supplier, or competitor of Ecolomondo, may interfere, or appear to interfere, with someone's ability to act in the best interest of the Company. Such relative includes a spouse, parent, sibling, grandparent, child, grandchild, mother- or father-in-law, or same or opposite sex domestic partner, a family member who lives with the person or who is otherwise financially dependent on him/her, or on whom he/she is financially dependent.

EXTERNAL RELATIONSHIPS

Directors, officers, and employees must deal fairly and lawfully with everyone they encounter. Integrity in external relationships includes:

- Do not offer anything of value to a government official, including cash, gifts, meals, entertainment, business opportunities, and offers of employment;
- Do not make facilitating payments, which are small sums paid to local government officials to expedite or facilitate actions or services, such as obtaining an ordinary license or phone service;
- Political contributions must be in accordance with local law and properly recorded;
- Respect trade restrictions and boycotts imposed by the Canadian government;
- Do not participate in international boycotts not sanctioned by the Canadian or provincial governments;
- Respect applicable laws and regulations on lobbying activities;
- Do not engage in unfair, deceptive or misleading practices with clients and suppliers; Always present Company products in an honest and forthright manner;
- Do not offer, promise, or provide anything to a customer or supplier in exchange for an inappropriate advantage for the Company;
- Compete fairly with competitors and take care in dealing with competitors, as competition laws are complex and vary considerably;
- Guard against price-fixing or arranged market segmentation or monopolistic behavior that aims to reduce competition;
- Collect, share and use information about competition in a legal and ethical manner, respecting the non-public information of other companies.

Governments

Transactions with governments are covered by special legal rules and are not the same as conducting business with private parties. In general, we do not offer anything to a government official, directly or indirectly, in return for favorable treatment. Government officials include employees of government or government-controlled entities, political parties or party officials, or candidates for political office. Many countries have passed legislation criminalizing bribery of government officials, which is giving or offering anything of value to a government official to encourage a decision to award or continue business relations, to influence the outcome of a government audit or inspection, or to influence tax or other legislation. Also, the Company may be held liable for bribes paid by a third-party agent or consultant acting on the Company's behalf. When hiring them, Ecolomondo must ensure that agents and consultants agree to abide by this Code. When dealing with a government, a director, officer or employee of Ecolomondo should consult the Company legal counsel to be certain to abide by appropriate rules.

Clients and suppliers

The Company values its partnerships with its clients and suppliers. Ecolomondo must treat these partners in the same manner Ecolomondo expects to be treated. We expect that our suppliers will take no action contrary to the principles of our Code.

RAISING CONCERNS

We all have an obligation to uphold ethical standards of Ecolomondo. If someone observes behavior that concerns him/her, or that may represent a violation of our Code, he/she must raise the issue promptly.

A prompt signal should allow the Company an opportunity to deal with the issue and correct it, ideally before it becomes a violation of the law or a risk to health, safety, security, or the Company's reputation.

Any person raising a concern may contact his/her management, the Company legal counsel, any officer or Director, in particular a director member of the Audit Committee.

Any person raising a concern can remain anonymous, although they are encouraged to identify themselves to facilitate communication.

The Company takes all reports of possible misconduct seriously. The matter will be investigated confidentially, and if the Code or the law has been violated, appropriate corrective action will be taken.

The Company values the help of persons who identify potential problems that the Company needs to address. Any retaliation against an employee who raises an issue honestly is a violation of the Code. That an employee has raised a concern honestly, or participated in an investigation, cannot be the basis for any adverse employment action, including separation, demotion, suspension, loss of benefits, threats, harassment, or discrimination.

The Company will protect any person who raises a concern honestly, but it is a violation of the Code to knowingly make a false accusation, lie to investigators, or interfere or refuse to cooperate with a Code investigation.

Honest reporting does not mean that the person has to be right when he/she raises a concern; he/she just has to believe that the information he/she is providing is accurate.

ADMINISTRATION OF THE CODE

The responsibility for administering the Code rests with the Audit Committee of the board of Directors.

The Audit Committee makes all decisions about Code violations but may delegate certain categories of decision to senior management.

The Company strives to impose discipline that fits the nature and circumstances of each Code violation. Violations of a serious nature may result in suspension without pay, loss or reduction of merit increase, bonus or stock option award, or termination of employment. When an officer or an employee is found to have violated the Code, notation of the final decision, and a copy of any letter of reprimand, will be placed in his/her personnel file as part of his/her permanent record.

Those found to have violated the Code can seek reconsideration of the violation and disciplinary action decisions by the Audit Committee.

After a concern has been raised, it must be reported to the Audit Committee, along with the result of the investigation and, if any, the corrective action taken.

The Audit Committee shall include all relevant information about concerns raised, investigations, results and corrective actions, if any, in their annual report.

The foregoing resolution is approved by all the Directors of record of the Company in lieu of a meeting in accordance with section 117 (1) of the Canada Business Corporation Act.

APPROVED AND ADOPTED BY ECOLOMONDO'S BOARD OF DIRECTORS

September 9, 2014