

SUPPLIER CODE OF CONDUCT**INTRODUCTION:**

Praxys Project Engineers Limited has built its reputation on ethical business practices and high levels of integrity in all business transactions. The strength of Praxys' reputation is based not only on our own conduct, but also on the behavior of those with whom we do business. For that reason, we work only with suppliers that share our values and commitment to ethical business practices. Praxys' Supplier Code of Conduct describes the expectations of how its CONSULTANTS, AGENTS, BUSINESS PARTNERS, VENDORS and SUB-CONTRACTORS (hereinafter, referred to as Suppliers) conduct business. All suppliers engaged in providing products and services to Praxys are expected to act in accordance with the Code, including aligning guidelines, policies and practices, and communicating and enforcing the Code provisions throughout their organization and across their supply chain, including to their subcontractors. This Supplier Code of Conduct reiterates our commitment to integrity and ethical standards, as set forth in our Code of Business Conduct, and sets forth those requirements that all Praxys' Suppliers must meet as a condition of our relationship. "Supplier" as used in this document means and includes any person or party selling and supplying goods, materials, or equipment ("Goods") or services of any type ("Services") to Praxys. By doing business with Praxys, you are deemed to have read and agreed to comply with this Supplier Code of Conduct.

Suppliers must act with integrity and are expected to demonstrate a commitment to legal, ethical, safe, fair, and environmentally responsible business practices. We seek Suppliers that operate in compliance with all applicable environmental laws and focus on working with Suppliers that make efficient and effective use of natural resources. We are an inclusive culture and believe discrimination in any form should not be tolerated. Suppliers are expected to demonstrate a commitment to inclusive business practices, including without limitation, diversity in their workplace. We require that our suppliers understand the requirements of this Code, operate in accordance with the expectations outlined in this Code and comply, at a minimum with all applicable laws, rules, regulations and standards within the geographies in which they operate. In instances where standards outlined in the Code differ from local laws, suppliers must respect these standards within the framework of the applicable local laws. Suppliers must be open and cooperative with the regulators and comply with the global and local jurisdictional requirements. This document summarizes Praxys' expectations from Suppliers, Subcontractors and their Staff, and we expect our Suppliers to introduce suitable processes within their organizations that support such compliance and drive continuous improvements with regard to the requirements included in the following Praxys' Supplier Code of Conduct.

SUPPLIER CODE OF CONDUCT

1. ETHICAL BUSINESS PRACTICES

Praxys is committed to conducting our business in accordance with the highest ethical standards and in compliance with all applicable laws, rules and regulations. We expect our Suppliers to share our principles and uphold our standards and for each to develop policies and programs as appropriate to ensure that all workers understand and adhere to these standards.

a. Anti-Bribery

Praxys does not tolerate corruption or bribery in any form and we expect our Suppliers to fully comply with requirements of all applicable anti-corruption laws including but not limited to anti-bribery and anti-corruption laws such as FCPA, UK Anti-Bribery Act, India's Prevention of Corruption Act and other appropriate international standards and principles. Suppliers will not directly or indirectly give, offer, or accept anything of value to obtain or retain business or favored treatment, to influence actions or to obtain an improper advantage for Praxys, itself, or any third party. This includes any benefit, fee, commission, dividend, gift, cash, gratuity, services, consideration or any inducements of any kind to any Praxys representatives, officers, agents or employees of Praxys. Furthermore, Suppliers will ensure the same of any affiliates, retained agents, subcontractors, intermediaries or workers. This prohibition extends not only to public officials, candidates for office, and workers of state-owned enterprises, but also to workers or officers of counterparties, clients / customers, suppliers, any agent of the aforementioned parties, or any other person with whom Praxys does or anticipates doing business.

Praxys seeks to give all potential Suppliers fair consideration and requires its employees to make procurement decisions based on legitimate business factors, including price, quality, service capability as well as Supplier's reliability and integrity, with the ultimate objective of maximizing value for Praxys and its customers. Suppliers are forbidden from offering or giving any kickbacks, bribes, or similar payments or things of value in order to influence Praxys' procurement decisions. Praxys employees and our agents are prohibited from giving or offering money or anything of value, directly or indirectly, to anyone to induce that person to affect any governmental / purchasing act or decision, or to assist Praxys in obtaining or retaining business or securing any improper advantage.

b. Privacy and Data Protection

We expect our Suppliers to protect confidential information. Supplier must adopt and maintain processes to provide reasonable protections for personal, proprietary and confidential information, including information that they access, receive or process on behalf of Praxys. Suppliers must comply with all applicable privacy / data protection and information security laws and regulations.

c. Trade Compliance

Praxys recognizes that our ability to import and export products, services, software and technology across the globe is a privilege, not a right. Suppliers are prohibited from providing Praxys with goods originating from, transiting or shipping through any country subject to trade sanctions.

d. Responsible Sourcing of Minerals

Praxys is committed to sourcing materials, components, and products from Suppliers who share our values and commitment to work towards a conflict-free mineral supply chain. Praxys expects the same commitment from its Suppliers.

e. Anti-tax evasion and anti-facilitation of tax evasion

Praxys will not tolerate unlawful tax evasion or the facilitation of unlawful tax evasion. Suppliers must not directly or indirectly engage in, or facilitate the engagement by others in, the deliberate and fraudulent diversion of funds from a tax authority. We also expect Suppliers to ensure the same of their agents, subcontractors, intermediaries, and workers by adopting, maintaining and implementing reasonable processes that prevent such conduct.

2. LABOR AND HUMAN RIGHTS:

Praxys is committed to respecting international human rights. Examples of such rights are articulated in internationally recognized standards, including the Universal Declaration of Human Rights, and the International Labor Organization (ILO) Core Conventions. We expect our Suppliers to have similar policies and practices that apply to all workers, suppliers, and their supply chains, including migrant and temporary workers.

a. Wages and Benefits

Supplier should provide wages and benefits that meet or exceed the requirements of local law. At a minimum, Suppliers should pay workers regularly and timely, the legal minimum wage, the prevailing industry wage, or the wage negotiated in an applicable collective agreement, whichever is higher. All other types of legally mandated benefits must be provided as required by law, including, as applicable, paid leave, pension, statutory insurance, health benefits, maternity leave, parental leave, family care leave, and child care benefits. All overtime work must be performed and compensated in accordance with the law and the individual's employment contract or other applicable contract or collective agreement.

b. Working Hours

Workers should not be required to work in excess of the relevant legal limits on working hours, overtime hours and number of working days per week.

c. Slavery, Forced Labor and Human Trafficking

Praxys does not tolerate slavery, forced labor, or human trafficking in any form and Praxys will not knowingly work with Suppliers who engage in these practices or permit their subcontractors to engage in these practices. We expect our Suppliers to fully comply with requirements of applicable slavery, forced labor and human trafficking laws. Suppliers must not engage in or support human trafficking and are encouraged to implement due diligence measures to ensure that no human trafficking exists within their extended supply chains.

d. Child labor

Suppliers must not employ child labor and should take the necessary preventive measures to ensure that it does not employ anyone under the applicable legal minimum age of employment. Such measures include age verification systems, training for managers, and communicating with subcontractors and suppliers on child labor issues.

e. Respect, Inclusion and Non-discrimination

Workers should always be treated with respect and dignity. We require suppliers to comply with all applicable laws regarding discrimination in hiring and employment practices. We expect suppliers to maintain a workplace free of discrimination, harassment, victimization, and any other form of inappropriate behavior or abuse on any grounds including but not limited to age, disability, ethnic or social origin, gender, gender identity, nationality, race, sexual orientation, marital status, parental status, pregnancy, political convictions, religious beliefs, union affiliation, or veteran

status. Suppliers are expected to maintain an environment free of harassment, violence and abuse (physical or verbal) at all times.

Supplier shall allow freedom of association (choosing to participate in or not labor unions without fear of retaliation, intimidation or harassment) and promote consultation and cooperation with employees and their representatives in matters of mutual concern (including collective bargaining).

f. Safe and Healthy Work Environment

Suppliers must provide a safe and healthy working environment that minimizes health and safety risks and supports accident prevention and ensures the health and safety of all personnel and all others affected by their activities. Suppliers are required to, and shall require their subcontractors to, comply with all applicable safety and health laws and regulations in the jurisdictions in which they operate, and to provide workers with access to appropriate personal protective equipment.

g. Sanitation, Food, and Housing

The Supplier's workers must be provided with ready access to clean toilet facilities and potable water. If the Supplier provides worker accommodation, it is to be maintained in a clean and safe manner, and provide appropriate emergency egress, fire safety measures, hot water for bathing and showering, adequate heat and ventilation, and reasonable entry and exit points.

3. ENVIRONMENTAL STEWARDSHIP

Protecting the Environment is a core value for Praxys and as a result we expect our Suppliers to have mechanisms in place for protecting and enhancing the environment in which they live and work. Suppliers must comply with all applicable environmental rules, regulations and standards in the areas in which they operate, and must adhere to Praxys' standards when operating on our facilities

a. Energy and Emissions

We encourage our Suppliers to track, manage, and mitigate the environmental impact of their operations and strategies, including those of their sub-suppliers. Suppliers shall work towards reducing resource consumption (water, energy, fuel, electricity etc.) and waste generated from their operations. Suppliers must endeavor to conserve natural resources and energy, reduce or eliminate waste and the use of hazardous substances and minimize impact on biodiversity, climate change and water scarcity.

b. Water

Suppliers are encouraged to take steps to conserve, reduce use of, and reuse water in their own operations. Suppliers are also encouraged to manage water resources to ensure their operations do not prevent access to sufficient safe water for all users in surrounding communities, including those both up and downstream from their facilities.

c. Material Restrictions and Handling

All materials used by Suppliers must comply with applicable rules, laws, and regulations regarding the prohibition or restriction of specific substances to ensure safe and responsible handling, storage, movement, reuse, recycling and disposal.

d. Waste

Suppliers are encouraged to take concrete steps to minimize or eliminate waste across their operations and those of their sub-suppliers. All waste, in particular hazardous waste, must be managed in a responsible and internationally accepted manner.

4. HSE AND SAFETY

Supplier shall provide all employees with a safe and healthy workplace in compliance with all applicable laws and regulations. Supplier shall implement effective programs that encompass life safety, incident investigation, chemical safety, ergonomics, etc., and provide the same standard of health and safety in any housing that is provided for their employees.

Supplier shall strive to implement and aim for zero accident at their facilities and promote the same work culture in their supply chain network.

5. REPORTING AND NOTIFICATION

Suppliers must promptly notify Praxys of any failure to comply with this Supplier Code of Conduct, including but not limited to the provisions addressing modern slavery, human trafficking, and other human rights, or any illegal or unethical activity related to our business.

This Code sets forth our expectations for current and future suppliers. We expect all new and existing suppliers to meet our minimum expectations and to aspire to make continuous improvements to their businesses as noted herein across ethical, human and labor rights, vendor diversity and inclusion and environmental areas.

Any facts or circumstances which are likely to lead to your inability to meet the requirements and expectations of this Code should be reported immediately to your Praxys relationship manager.

In line with the Praxys Business Integrity Program, we provide our people and the public with various channels through which integrity concerns can be raised without reprisal. If you encounter what you believe to be any potential integrity concerns, including but not limited to violation of local laws or regulations, or this Code, or unethical behavior, you may report your concerns to Mr. Param Mehta (Owner – Praxys; email address: pmehta@praxysengg.com). Retaliation of any kind against an individual who reports concerns in good faith, violates Praxys' principles and will not be tolerated.

Praxys is committed to continuously reviewing and updating this Code. Therefore, this Code is subject to modification from time to time.

The contents of this Code are additional to and do not in any way affect or prejudice any of Praxys' rights and remedies under the relevant contracts with each supplier, if any. In the event of any non-compliance to the requirements of this Code or breach of contract, Praxys reserves its rights and retains the sole discretion to exercise any rights under this Code, any relevant contract and / or local laws and regulations. In the event of any conflict or ambiguity between any provision of this Code and the provisions of any relevant contract with any supplier, the provisions of that contract will prevail.

Supplier shall maintain documentation necessary to demonstrate conformance to this Code of Conduct. Praxys may choose to terminate a Supplier relationship at any time for failure to adhere to the principles in this Supplier Code of Conduct and / or failure to report non-compliance. The failure or omission by Praxys to insist upon strict performance and compliance with any of the provisions of this Code at any time shall in no way constitute a waiver of its rights.