

# **PRAXIS PRECISION MEDICINES, INC.**

## **Code of Business Conduct and Ethics**

### **I. Purpose and Scope**

The Board of Directors of Praxis Precision Medicines, Inc. (together with its subsidiaries, the “Company”) has adopted this Code of Business Conduct and Ethics (this “Code”) to aid the Company’s directors, officers and employees (individually, “Praxis Party,” collectively, “Praxis Parties”) in making ethical and legal decisions when conducting the Company’s business and performing their day-to-day duties.

The Company’s Board of Directors (the “Board”) or a committee of the Board is responsible for administering the Code. The Board has delegated day-to-day responsibility for administering and interpreting the Code to a Compliance Officer.

At Praxis, we believe that acting ethically in every aspect of our business is the best way to bring drugs to patients in need. This Code has been reasonably designed to promote behaviors that deliver on that ethical principle and to deter the ones against it. The core foundations of the code are:

- Honest and ethical conduct, and fair dealing, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- Full, fair, accurate, timely, and understandable disclosure in reports and documents that a registrant files with, or submits to, the Securities and Exchange Commission as well as in other public communications made by the Company;
- Compliance with all applicable governmental laws, rules and regulations;
- Prompt internal reporting to an appropriate person or persons identified in this Code of any violations of this Code; and
- Accountability for full adherence to this Code.

### **II. Standards of Conduct**

#### **A. Honest and Ethical Conduct and Fair Dealing**

Praxis Parties are expected to deal honestly, ethically, fairly and with the utmost integrity. Honest conduct is considered to be conduct that is free from fraud or deception. Ethical conduct is considered to be conduct that conforms to accepted professional standards of conduct. Ethical conduct shall include the ethical handling of actual or apparent conflicts of interest between personal and professional relationships as discussed in below.

#### **B. Compliance with Laws, Rules and Regulations**

It is the Company's principle and policy to comply with all applicable laws, rules and regulations. It is the personal responsibility of each Praxis Party to adhere to the standards and

restrictions imposed by those laws, rules and regulations in every aspect of the business. Any Praxis Party who is unsure whether a situation violates any applicable law, rule, regulation or Company policy must discuss the situation with the Compliance Officer.

If you become aware of the violation of any law, rule or regulation by the Company, whether by its officers, employees, directors, or any third party doing business on behalf of the Company, it is your responsibility to promptly report the matter to your supervisor or to the Compliance Officer. While it is the Company's desire to address matters internally, nothing in this Code should discourage you from reporting any illegal activity, including any violation of the securities laws, antitrust laws, environmental laws or any other federal, state or foreign law, rule or regulation, to the appropriate regulatory authority. Employees, officers and directors shall not discharge, demote, suspend, threaten, harass or in any other manner discriminate or retaliate against an employee because he or she reports any such violation, unless it is determined that the report was made with knowledge that it was false. This Code should not be construed to prohibit you from testifying, participating or otherwise assisting in any state or federal administrative, judicial or legislative proceeding or investigation.

### **C. Conflicts of Interest**

A "conflict of interest" occurs when a Praxis Party's personal interest interferes with the Company's interests. Conflicts of interest may arise in many situations. While it is not possible to describe every situation in which a conflict of interest may arise, Praxis Parties must never use or attempt to use their position with the Company to obtain improper personal benefits. Any Praxis Party who is aware of a conflict of interest, or is concerned that a conflict might develop, is required to discuss the matter with a higher level of management or the Compliance Officer promptly.

Actual or potential conflicts of interest involving the Compliance Officer should be disclosed directly to the Chief Executive Officer.

### **D. Insider Trading**

The Company has adopted an Insider Trading Policy, which is distributed to employees and is also available from the Compliance Officer. If you are uncertain about the constraints on your purchase or sale of any Company securities or the securities of any other company that you are familiar with by virtue of your relationship with the Company, you should consult with the Compliance Officer before making any such purchase or sale.

### **E. Confidentiality**

Praxis Parties must maintain the confidentiality of confidential information entrusted to them by the Company or other companies, including our suppliers and customers, except when disclosure is authorized by a supervisor or legally mandated. Unauthorized disclosure of any confidential information is prohibited.

The Company's policies with respect to public disclosure of internal matters are described more fully in the Company's Disclosure Policy, which is available from the Compliance Officer.

## **F. Disclosure**

It is the policy of the Company, and the responsibility of the principal executive officer, principal financial officer and principal accounting officer or controller (collectively, the “Senior Financial Officers”), to provide full, fair, accurate, timely and understandable disclosure in reports and documents filed with, or submitted to, the Securities and Exchange Commission and in other public communications. Senior Financial Officers shall take such action as is reasonably appropriate to (i) establish and comply with disclosure controls and procedures, and accounting and financial controls, that are designed to ensure that material information relating to the Company is made known to them; (ii) confirm that the Company's periodic reports comply with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and (iii) ensure that information contained in the Company’s periodic reports fairly presents in all material respects the financial condition and results of operations of the Company.

All Company books, records and accounts shall be maintained in accordance with all applicable regulations and standards and accurately reflect the true nature of the transactions they record. The financial statements of the Company shall conform to generally accepted accounting rules and the Company’s accounting policies. No undisclosed or unrecorded account or fund shall be established for any purpose. No false or misleading entries shall be made in the Company’s books or records for any reason, and no disbursement of corporate funds or other corporate property shall be made without adequate supporting documentation.

## **G. Bribes, Kickbacks and Other Improper Payments**

The Company does not permit or condone bribes, kickbacks or other improper payments, transfers or receipts. No director, officer or employee should offer, give, solicit or receive any money or other item of value for the purpose of obtaining, retaining or directing business or bestowing or receiving any kind of favored treatment.

## **III. Compliance Procedures**

### **A. Communication of Code**

All Praxis Parties will be expected to review and sign an acknowledgment regarding the Code on a periodic basis. Updates of the Code, when adopted, will be promptly supplied to directors, officers and employees.

### **B. Monitoring Compliance and Disciplinary Action**

The Company’s management, under the supervision of its Board or a committee of the Board or, in the case of accounting, internal accounting controls, auditing or securities law matters, the Audit Committee, shall take reasonable steps to (i) monitor compliance with the Code, and (ii) when appropriate, impose and enforce appropriate disciplinary measures for violations of the Code.

### **C. Communication Channels**

**If an employee believes that actions have taken place, may be taking place, or may be about to take place that violate or would violate the Code or any law, rule or regulation**

**applicable to the Company, he or she is obligated to bring the matter to the attention of the Company.**

The best starting point for Praxis Parties seeking advice on ethics-related issues or wishing to report potential violations of the Code will usually be their supervisor. However, any Praxis Party may communicate with the Compliance Officer, or report potential violations of the Code, by any of the following methods:

- By e-mail to [anemiroff@praxismedicines.com](mailto:anemiroff@praxismedicines.com) (anonymity cannot be maintained);
- In writing (which can be done anonymously as set forth below under “Anonymity”), addressed to the Compliance Officer, by U.S. mail to c/o Praxis Precision Medicines, Inc. One Broadway, 16th Floor, Cambridge, MA 02142;
- By going to <https://www.whistleblowerservices.com/praxismedicines> (which is managed by a third-party required to maintain the anonymity of the submitter of information, if so requested) and following the prompts to make a report; or
- By calling 877-306-7933, which is the “Speak Up Line” that the Company has established for receipt of questions and reports of potential violations of the Code, the FCPA or the Company’s FCPA Policy. The Speak Up Line is managed by a third-party required to maintain the anonymity of the caller if so requested. See below under “Anonymity” for more information.

*Reporting Accounting and Similar Concerns.* Concerns or questions regarding potential violations of the Code, a Company policy or procedure or laws, rules or regulations relating to accounting, internal accounting controls, or auditing or securities law matters will be directed to the Audit Committee of the Board (the “Audit Committee”) or a designee of the Audit Committee in accordance with the procedures established by the Audit Committee for receiving, retaining and treating complaints regarding accounting, internal accounting controls or auditing matters. Praxis Parties may also communicate directly with the Audit Committee or its designee regarding such matters by the following methods (which may be done anonymously as set forth below under “Anonymity”):

- In writing (which can be done anonymously as set forth below under “Anonymity”), addressed to: Chairperson of the Audit Committee, c/o Praxis Precision Medicines, Inc. 170 Harbor Way, One Broadway, 16th Floor, Cambridge, MA 02142;
- By phoning the Speak Up Line and asking that the matter be forwarded to the Chair of the Audit Committee.

An officer or employee who wishes to remain anonymous may do so, and the Company will use reasonable efforts to protect confidentiality. Persons who report suspected violations anonymously should provide as much detail as they can to permit the Company to evaluate the allegation and, if it deems appropriate, conduct an investigation.

#### **D. No Retaliation**

The Company forbids any retaliation against an officer or employee who, acting in good faith on the basis of a reasonable belief, reports suspected misconduct. Specifically, the Company

will not discharge, demote, suspend, threaten, harass or in any other manner discriminate against, such an officer or employee.

#### **IV. Waivers and Amendments**

No waiver of any provisions of the Code for the benefit of a director or an executive officer (which includes, without limitation, the Company's principal executive, financial and accounting officers) shall be effective unless (i) approved by the Board or, if permitted, the Audit Committee, and (ii) if required, the waiver is promptly disclosed to the Company's securityholders in accordance with applicable U.S. securities laws and the rules and regulations of the exchange or system on which the Company's shares are traded or quoted, as the case may be.

Any waivers of the Code for other employees may be made by the Compliance Officer, the Board or, if permitted, the Audit Committee.

All amendments to the Code must be approved by the Board and, if required, must be promptly disclosed to the Company's securityholders in accordance with United States securities laws and The Nasdaq Stock Market LLC rules and regulations.

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Adopted September 9, 2020, subject to effectiveness of the Company's Registration Statement on Form S-1 for its initial public offering.