EXHIBIT A

*STATEMENT OF WORK #1*

This Appendix A -- Statement of Work #1 (“SOW”) dated 08th January 2024 is entered into by and between Netwoven, Inc. and Panacea Direct, Inc. pursuant to the Independent Contractor Agreement (“Agreement”) dated 26th June 2023 between the Parties. All of the terms and conditions of the Agreement are incorporated herein by this reference. Terms that are capitalized but not defined in this SOW have the meaning given in the Agreement.

Description of Services

Panacea Direct, Inc. and Panacea Direct, Inc subcontractor Ayan Shaw (together, “Contractor”) will, on a time and materials basis will provide the following services:

The following activities will be performed by the consultant (not limited to):

* Design, develop, and maintain high-quality, user-friendly web applications using Vue.js 3 or similar JavaScript frameworks.
* Collaborate with cross-functional teams to define, design, and ship new features and enhancements.
* Integrate front-end applications with Java/Spring Boot based REST APIs.
* Apply a solid understanding of UI/UX design principles and best practices to create visually appealing and user-centric interfaces.
* Write clean, maintainable, and well-documented code, adhering to established coding standards and industry best practices.
* Optimize application performance ensuring fast and responsive user interfaces.
* Conduct code reviews, provide feedback, and contribute to the improvement of the overall development process.
* Deploy and manage containerized applications on the Azure Cloud platform.
* Stay up to date with the latest industry trends and technologies to ensure the company's front-end applications remain competitive and innovative.

No subcontractor besides Ayan Shaw is authorized in the performance of Work under this SOW.

SOW Term

* Start Date: 08th January 2024 • End Date: 31st December 2024.

The Parties may agree to extend the terms of this SOW by the execution of a new SOW or via a Change Order.

Personnel Roles & Responsibilities

*Netwoven*

* Angira Dey – Engagement Manager

*Contractor*

Ayan Shaw

Fees, Expenses, Payment Schedule, Reporting

Contractor will be paid at a rate of $141/hr for up to a maximum of 1,976 hours, for a total maximum authorized consulting fee of $278,616 (Two Hundred Seventy-Eight Thousand Six Hundred Sixteen Only). Contractor is limited to invoicing based on Client Approved Timesheet. More than 40 hours per week would need prior approval from the Client Manager. The SOW term ends when contractor uses all authorized hours, or the end date reaches.

Any expenses, in addition to consultant billable time, in direct support of this project will be invoiced on actual costs (along with receipts) to Netwoven Inc.

Contractor will invoice Netwoven monthly through the last Friday of the month based on hours worked and expenses incurred each month for each consultant. Netwoven will pay the undisputed invoice amounts no later than Thirty (30) days after Netwoven’s receipt of each invoice.

Additional Terms

Termination for Convenience: Netwoven and Panacea Direct, Inc. may terminate this SOW at any time by providing at least Five (5) days' written notice of termination to contractor. In such event, Netwoven shall pay for all approved work provided up to termination.

Contacts

*Netwoven Contact*

Niraj Tenany, 408-666-2533, ntenany@netwoven.com

Panacea Direct, Inc Contact

Chandan Pradhan, chandan.p@panacceadirect.com

Approval Signatures

IN WITNESS WHEREOF, the parties hereto have executed this Statement of Work. The parties agree that any additional requirements introduced after this SOW is executed will be subject to a new SOW or a Change Order.

AGREED TO AND ACKNOWLEDGED BY:

Panacea Direct, Inc. Netwoven, Inc.

# [Padma Reddy](https://secure.na2.echosign.com/verifier?tx=CBJCHBCAABAA4OsENWlkbT36B8ePk_gdOuoP28jJmXZn)

|  |  |
| --- | --- |
| Title | Title |
| 01/08/2024 | 01/08/2024 |

[Padma Reddy (Jan 8, 2024 11:54 EST](https://secure.na2.echosign.com/verifier?tx=CBJCHBCAABAA4OsENWlkbT36B8ePk_gdOuoP28jJmXZn)  [)](https://secure.na2.echosign.com/verifier?tx=CBJCHBCAABAA4OsENWlkbT36B8ePk_gdOuoP28jJmXZn)

|  |  |
| --- | --- |
| By: | By: |
| Padma Reddy | Niraj Tenany |

|  |  |
| --- | --- |
| Name | Name |
| HR Manager | President and CEO |

Date Date