



NEWS RELEASE

Wayfair Updates Class A Share Count as of December 31, 2014

1/5/2015

BOSTON--(BUSINESS WIRE)-- Wayfair Inc. (NYSE:W), one of the world's largest online destinations for home furnishings and décor, announced that as of December 31, 2014 the number of shares of Class A common stock outstanding was 37,002,874. This is an increase from the 12,650,000 shares of Class A common stock outstanding previously reported by Wayfair in its Form 10-Q quarterly report.

The increase in number of shares of Class A common stock outstanding is reflective of share conversions by holders of Class B common stock to Class A common stock, primarily voluntary conversions by certain large investors.

Michael Fleisher, Chief Financial Officer, explained the conversions, "As a result of concerns we heard from public investors regarding the low number of shares in Class A we asked our private equity investors to voluntarily convert their Class B shares to Class A shares. We believe this conversion addresses the concern that the artificially low Class A share count relative to the total shares outstanding may be limiting additional investments by stockholders due to internal fund reporting requirements."

By increasing the number of shares of Class A common stock outstanding, it is expected that public investors who report their Wayfair holdings based on the percentage of shares of a class outstanding will now report a smaller percentage and not approach self-imposed guidelines based on the percentage of shares of a class outstanding.

Class A and Class B common stock have identical rights with the exception of voting rights. Class B common stock is convertible at any time into Class A common stock at the option of the holder.

[About Wayfair](#)

Wayfair Inc. offers an extensive selection of home furnishings and décor across all styles and price points. The Wayfair family of brands includes:

- Wayfair.com, an online destination for all things home
- Joss & Main, an online flash sales site offering inspiring home design daily
- AllModern, a go-to online source for modern design
- DwellStudio, a design house for fashion-forward modern furnishings
- Birch Lane, a collection of classic furnishings and timeless home décor

Wayfair is headquartered in Boston, Massachusetts, with additional locations in New York, Ogden, Utah, Hebron, Kentucky, Galway, Ireland, London, Berlin and Sydney.

Source: Wayfair Inc.

Wayfair Inc.

Media Relations Contact:

Jane Carpenter, 617-502-7595

jcarpenter@wayfair.com

or

Investor Relations Contact:

Kate Gulliver, 617-880-8108

IR@wayfair.com