This presentation includes forward-looking statements. Wayfair Inc. ("Wayfair" or the “Company”) has based these forward-looking statements largely on its current expectations and projections about future events and financial trends affecting its business. Forward-looking statements should not be read as guarantees of future performance or results, and will not necessarily be accurate indications of the times at, or by, which such performance or results will be achieved. Forward-looking statements are based on information available at the date of this presentation and management’s good faith belief as of such date with respect to future events, and are subject to risks and uncertainties that could cause actual performance or results to differ materially from those expressed in or suggested by the forward-looking statements. Important factors that could cause such differences include, but are not limited to: our ability to acquire new customers, our ability to sustain and/or manage our growth, our ability to increase our net revenue per active customer, our ability to build and maintain strong brands and other factors discussed under “Risk Factors” and “Management’s Discussion and Analysis of Financial Condition and Results of Operations” in periodic filings with the Securities and Exchange Commission (the “SEC”). In addition, in this presentation, the words “believe,” “may,” “will,” “estimate,” “continue,” “anticipate,” “intend,” “expect,” “predict,” “potential” and similar expressions, as they relate to the Company, business and management, are intended to identify forward-looking statements. In light of these risks and uncertainties, the future events and circumstances discussed in this presentation may not occur, and actual results could differ materially from those anticipated or implied in the forward-looking statements. Forward-looking statements speak only as of the date of this presentation. You should not put undue reliance on any forward-looking statement. The Company assumes no obligation to update any forward-looking statements to reflect actual results, changes in assumptions or changes in other factors affecting future performance or results, except to the extent required by applicable laws. If the Company updates one or more forward-looking statements, no inference should be drawn that it will make additional updates with respect to those or other forward-looking statements.
OUR MISSION

To transform the way people shop for their homes
A CLEAR ONLINE LEADER IN HOME GOODS

**MASSIVE ONLINE CATALOG** with over 7,000,000 home products

**SUPPLIER DIRECT FULFILLMENT NETWORK** connecting over 7,000 suppliers

$1,661 MILLION of LTM net revenue with minimal inventory

81% Q2 YoY GROWTH in direct retail, 66% total growth
• Founded as **CSN STORES** in 2002
• **BOOTSTRAPPED** for the first 9 years
• **FOUNDER-LED** since inception
• **REBRANDED AS WAYFAIR** in 2011
• **81% Q2 YoY DIRECT RETAIL GROWTH; 66% total LTM growth**
FIVE DISTINCT HOME BRANDS

Typical customer: **35 to 65 year old woman** with an annual household income of **$60,000 to $175,000**

wayfair.com  Est. 2011
Joss & Main  Est. 2011
ALL MODERN  Est. 2006
DwellStudio  Acq. 2013
BIRCH LANE  Est. 2014
LARGE, HIGHLY FRAGMENTED MARKET MOVING ONLINE

Growth Potential of U.S. Home Goods Market

<table>
<thead>
<tr>
<th>Year</th>
<th>Total (B)</th>
<th>Other (%)</th>
<th>Online (%)</th>
</tr>
</thead>
<tbody>
<tr>
<td>2013</td>
<td>$233</td>
<td>7%</td>
<td></td>
</tr>
<tr>
<td>2023</td>
<td>$297</td>
<td></td>
<td>15%-30%</td>
</tr>
</tbody>
</table>

Significant Upside in Online Penetration

2013 Online Penetration of Selected Verticals

- Home Goods: 7%
- Apparel: 15%
- Consumer Electronics: 54%

Total Furniture Sales by Retailer

- 2013 Total Furniture Sales: $233

Source: Euromonitor for market size, comScore for online statistics, eMarketer for millennial statistics, Furniture Today

** Top 10 Retailers: Williams Sonoma, Ikea, Ashley’s, Berkshire Hathaway Companies, Rooms to Go, Pier 1, Restoration Hardware, Mattress Firm, Raymour & Flanigan, La-Z-Boy

**Millennials defined as individuals currently between the ages of 18 and 32. Based on 2013 data
WELL POSITIONED RELATIVE TO OTHER RETAILERS

High End ($175K+)
- Restoration Hardware
- Pottery Barn
- Ethan Allen
- Design Centers

Mass Market ($60K-$175K)
- Wayfair
- Joss & Main
- Birch Lane
- AllModern

Low End ($60K)
- Target
- Amazon
- eBay
- HomeGoods
- Lowe's
- Bed Bath & Beyond
- Home Depot
- Ashley Furniture
- Bob's Discount Furniture
- Raymour & Flanigan
- Rooms To Go
- IKEA
- Walmart
We do not all sleep in the same style bed...

...but a lot of us own the same TV and view it as reassuring
HOME IS SHopped VISuALLy

Inspiration

Discovery & Education
Search Based Site

HOME IS SHOPPED VISUALLY
DIFFICULT TO INVENTORY

Home Category Example: Lighting

INDUSTRY SIZE: $7B

Source: 2013 data from Freedonia, Fisher International, Euromonitor

CPG Category Example: Paper Towels

INDUSTRY SIZE: $7B
REQUIRES CUSTOM-BUILT TECHNOLOGY AND OPERATIONAL PLATFORM

**Technology Platform**
- Proprietary and purpose built
- Real-time data, dynamic changes
- Personalization
- Mobile optimized
- Running at massive scale
- 350+ engineers / data scientists

**Operational Platform**
- Over 20 million orders since inception
- 2014 North America average time to ship of 2.2 days
- Extensive supplier integration and direct fulfillment network
- Proprietary transportation network
- Minimal inventory and capex
- 750+ customer service reps
PLATFORM SHIFT TO MOBILE AMPLIFIES OPPORTUNITY

US eCommerce Mobile Sales ($B)¹

<table>
<thead>
<tr>
<th>Year</th>
<th>Sales ($B)</th>
<th>CAGR</th>
</tr>
</thead>
<tbody>
<tr>
<td>2013</td>
<td>$41</td>
<td></td>
</tr>
<tr>
<td>2018</td>
<td>$131</td>
<td>26.2%</td>
</tr>
</tbody>
</table>

34% Direct Retail orders via mobile in Q2 2015²

45% Joss & Main orders via mobile in Q2 2015

SIGNIFICANT OPPORTUNITY GOING FORWARD

Source: eMarketer as of 2014.

¹ Includes impact of smartphones and tablets.
² Direct Retail orders generated primarily through the sites of our five brands.
INCREASING PERSONALIZATION DRIVES GROWTH AND REPEAT BEHAVIOR

Emails from 12/2; Ability to send 1M+ variations

"Prep for in-laws and overnight guests with holiday furniture for every room"

- UP TO 70% OFF Music Have Furniture for Holiday Hosting
  SHOP NOW >
- UP TO 70% OFF Top Table & Floor Lamps
  SHOP NOW >
- UP TO 70% OFF Holiday Furnishings Blowout
  SHOP NOW >
- UP TO 50% OFF Many & Bright Holiday Lighting
  SHOP NOW >

"Tikes’ top picks: Playroom furniture and toys by KidKraft"

- UP TO 40% OFF KidKraft Playroom Furniture & Toys
  SHOP NOW >
- UP TO 40% OFF New Arrivals: Nursery Furniture
  SHOP NOW >
- UNDER $50 Kids’ Headboard Style Guide
  SHOP NOW >
- UNDER $50 Kids’ Bedroom Under $300
  SHOP NOW >

"Purrr-fectly affordable finds for cats (and feline fans)"

- UP TO 65% OFF Cat Lover Blowout
  SHOP NOW >
- UP TO 50% OFF Ti the Season: Tee Skirts, Throws & More
  SHOP NOW >
- UP TO 50% OFF Timeless & Traditional Rugs
  SHOP NOW >
- UP TO 50% OFF Rustic Outdoor Storage Blowout
  SHOP NOW >

- FROM $30 Calphalon Cookware from $20
  SHOP NOW >
- FROM $30 Accent Furniture Under $250
  SHOP NOW >
- FROM $30 Designer Picks: Rustic Dining Room
  SHOP NOW >
TECHNOLOGY AND OPERATIONS ARE RUN AT SCALE: 1 DAY OF ORDERS
1 Defined as customers who have purchased at least once on our brands’ sites during the preceding 12 month period.

2 Defined as total orders delivered from repeat customers.
Wayfair.com Gross Revenue Per Customer Over Time

- Customers acquired in more recent periods consistently spend more over time than customers acquired in older periods.
- For example, in the 6th month post their initial order, 2014 customers spent >2x 2011 customers.
Google Trends – Interest in “Wayfair” over time
Grew to 62% brand awareness since Wayfair launch in 2011

Source: Hanover Research

1 Aided Brand Awareness as of April 2015.
CUSTOMER ECONOMICS CONTINUE TO IMPROVE

- Net Revenue / Active Customer
- % Orders from Repeat Customers
- Active Customers (mil)

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<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Revenue</td>
<td>$273</td>
<td>$278</td>
<td>$287</td>
<td>$300</td>
<td>$305</td>
<td>$313</td>
<td>$315</td>
<td>$322</td>
<td>$323</td>
<td>$332</td>
<td>$342</td>
<td>$342</td>
<td>$346</td>
<td>$357</td>
<td></td>
</tr>
<tr>
<td>% Increase</td>
<td>30.7%</td>
<td>35.2%</td>
<td>41.1%</td>
<td>40.2%</td>
<td>47.3%</td>
<td>48.0%</td>
<td>47.1%</td>
<td>46.8%</td>
<td>50.7%</td>
<td>51.6%</td>
<td>49.8%</td>
<td>50.3%</td>
<td>53.9%</td>
<td>56.6%</td>
<td></td>
</tr>
<tr>
<td>Active</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
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</tr>
</tbody>
</table>

Orders from Repeat Customers:
- Q1 2012: 1.29
- Q2 2012: 1.28
- Q3 2012: 1.26
- Q4 2012: 1.30
- Q1 2013: 1.37
- Q2 2013: 1.51
- Q3 2013: 1.77
- Q4 2013: 2.09
- Q1 2014: 2.41
- Q2 2014: 2.64
- Q3 2014: 2.86
- Q4 2014: 3.22
- Q1 2015: 3.60
- Q2 2015: 4.04

Active Customers (mil):
- 2012Q1: 1.29
- 2012Q2: 1.28
- 2012Q3: 1.26
- 2012Q4: 1.30
- 2013Q1: 1.37
- 2013Q2: 1.51
- 2013Q3: 1.77
- 2013Q4: 2.09
- 2014Q1: 2.41
- 2014Q2: 2.64
- 2014Q3: 2.86
- 2014Q4: 3.22
- 2015Q1: 3.60
- 2015Q2: 4.04
- 2015: 4.04

Net Revenue / Active Customer:
- Q1 2012: $273
- Q2 2012: $278
- Q3 2012: $287
- Q4 2012: $300
- Q1 2013: $305
- Q2 2013: $313
- Q3 2013: $315
- Q4 2013: $322
- Q1 2014: $323
- Q2 2014: $332
- Q3 2014: $342
- Q4 2014: $342
- Q1 2015: $346
- Q2 2015: $357
- 2015: $357
FCF Performance Consistently Better than Adjusted EBITDA

1 Average of last four quarters.
### Long Term Target Model

<table>
<thead>
<tr>
<th></th>
<th>2013</th>
<th>2014</th>
<th>Q2 2015</th>
<th>Long-Term Target</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Net Revenue</strong></td>
<td>100%</td>
<td>100%</td>
<td>100%</td>
<td>100%</td>
</tr>
<tr>
<td><strong>Gross Margin</strong></td>
<td>24.5%</td>
<td>23.6%</td>
<td>24.6%</td>
<td>25 - 27%</td>
</tr>
<tr>
<td><strong>Customer Service + Merchant Fees</strong></td>
<td>3.9%</td>
<td>4.1%</td>
<td>3.7%</td>
<td>4%</td>
</tr>
<tr>
<td><strong>Advertising</strong></td>
<td>11.8%</td>
<td>14.5%</td>
<td>12.5%</td>
<td>6 - 8%</td>
</tr>
<tr>
<td><strong>Merchandising, Marketing, and Sales</strong></td>
<td>3.7%</td>
<td>3.9%</td>
<td>4.2%</td>
<td>2 - 3%</td>
</tr>
<tr>
<td><strong>Operations, Technology, General &amp; Administrative</strong></td>
<td>5.4%</td>
<td>5.9%</td>
<td>5.2%</td>
<td>3 - 4%</td>
</tr>
<tr>
<td><strong>Total Operating Expenses</strong></td>
<td>24.8%</td>
<td>28.4%</td>
<td>27.1%</td>
<td>15 - 19%</td>
</tr>
<tr>
<td><strong>Adjusted EBITDA</strong></td>
<td>(0.3%)</td>
<td>(4.7%)</td>
<td>(1.0%)</td>
<td>8 - 10%</td>
</tr>
</tbody>
</table>

Note: Merchandising, Marketing, and Operations, Technology, General & Administrative have been adjusted to exclude equity based compensation expenses and depreciation and amortization expense. See GAAP to Non-GAAP Reconciliation Appendix.
CONTINUE BUILDING LEADING RETAIL HOME BRANDS

• Acquire More Customers
• Invest in Consumer Experience
• Increase Repeat Purchasing
• Add New Suppliers
• Invest in Technology and Operations

ADDITIONAL GROWTH STRATEGIES

• Expand Internationally
• Pursue Strategic Acquisitions
• Opportunistically Launch New Brands
# Reconciliation of Adjusted EBITDA

($ in millions)

<table>
<thead>
<tr>
<th></th>
<th>2013</th>
<th>2014</th>
<th>Q2 2015</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Net Loss</strong></td>
<td>$(15.526)</td>
<td>$(148.098)</td>
<td>$(19.334)</td>
</tr>
<tr>
<td><strong>Depreciation and Amortization</strong></td>
<td>$13.091</td>
<td>$22.003</td>
<td>$7.400</td>
</tr>
<tr>
<td><strong>Equity-Based Compensation</strong></td>
<td>-</td>
<td>$63.244</td>
<td>$7.101</td>
</tr>
<tr>
<td><strong>Interest Income, net</strong></td>
<td>$(0.245)</td>
<td>$(0.350)</td>
<td>$(0.308)</td>
</tr>
<tr>
<td><strong>Other (Expense) Income, net</strong></td>
<td>$(0.294)</td>
<td>$0.489</td>
<td>$0.096</td>
</tr>
<tr>
<td><strong>Taxes</strong></td>
<td>$0.046</td>
<td>$0.175</td>
<td>$0.073</td>
</tr>
<tr>
<td><strong>Adjusted EBITDA</strong></td>
<td>$(2.928)</td>
<td>$(62.537)</td>
<td>$(4.972)</td>
</tr>
</tbody>
</table>
### RECONCILIATION OF FREE CASH FLOW
($ in millions)

<table>
<thead>
<tr>
<th></th>
<th>2013</th>
<th>2014</th>
<th>Q2 2015</th>
</tr>
</thead>
<tbody>
<tr>
<td>Net Cash Provided by Operating Activities, Net of Acquisition</td>
<td>$34.413</td>
<td>$11.692</td>
<td>$28.453</td>
</tr>
<tr>
<td>Purchase of Property, Equipment and Leasehold Improvements</td>
<td>($6.739)</td>
<td>($39.422)</td>
<td>($13.153)</td>
</tr>
<tr>
<td>Site and Software Development Costs</td>
<td>($9.040)</td>
<td>($14.130)</td>
<td>($4.311)</td>
</tr>
<tr>
<td><strong>Free Cash Flow</strong></td>
<td><strong>$18.634</strong></td>
<td><strong>($41.860)</strong></td>
<td><strong>$10.989</strong></td>
</tr>
</tbody>
</table>
### Illustrative Customer Acquisition Cost

*(All units in 000s, except per customer figures)*

<table>
<thead>
<tr>
<th></th>
<th>2014</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total Advertising Spend</td>
<td>$191,284</td>
</tr>
<tr>
<td>Assumed Partner Ad Spend (1)</td>
<td>$24,300</td>
</tr>
<tr>
<td>Direct Retail Ad Spend</td>
<td>$166,984</td>
</tr>
<tr>
<td>Active Customers</td>
<td>3,217</td>
</tr>
<tr>
<td>Total Orders</td>
<td>5,237</td>
</tr>
<tr>
<td>% of Orders from Repeat Customers</td>
<td>50.5%</td>
</tr>
<tr>
<td>Implied “Gross” New Customers (2)</td>
<td>2,590</td>
</tr>
<tr>
<td>Customer Acquisition Cost (3)</td>
<td>$64</td>
</tr>
<tr>
<td>Annual Direct Retail Revenue per Customer</td>
<td>$342</td>
</tr>
<tr>
<td>Annual Contribution per Customer (4)</td>
<td>$67</td>
</tr>
<tr>
<td>Contribution Margin</td>
<td>19.5%</td>
</tr>
</tbody>
</table>

### Notes:

1. Assumes partner advertising spend is 11.18% of Other revenue as seen in the first six months of 2014 (as disclosed in our S-1).
2. Calculated as (1-Repeat Rate)*Total Orders.
3. Calculated as Direct Retail Ad Spend divided by Implied “Gross” New Customers.
4. Represents 2014 gross margin of 23.6% less an assumed 4.1% for customer service and processing fees.