

Savarese James  
Form 4  
March 16, 2018

# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Savarese James

(Last) (First) (Middle)

C/O WAYFAIR INC., 4 COPLEY PLACE, 7TH FL

(Street)

BOSTON, MA 02116

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Wayfair Inc. [W]

3. Date of Earliest Transaction (Month/Day/Year)  
03/15/2018

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)

Chief Operating Officer

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Common Stock	03/15/2018		C		2,501	A	Ⓛ
Class A Common Stock	03/15/2018		M		1,500	A	\$ 0
Class A Common Stock	03/15/2018		M		521	A	\$ 0
Class A Common	03/15/2018		M		5,000	A	\$ 0

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Stock

Class A  
Common Stock 03/15/2018 M 10,000 A \$ 0 555,723 D

Class A  
Common Stock 03/15/2018 S<sup>(2)</sup> 9,047 D \$ 83.62 546,676 D  
(3)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Restricted Stock Units ("RSUs")	<u>(4)</u>	03/15/2018		M		<u>(5)</u> <u>(5)</u>	Class B Common Stock 2,501
Class B Common Stock	<u>(1)</u>	03/15/2018		M	2,501	<u>(1)</u> <u>(1)</u>	Class A Common Stock 2,501
Class B Common Stock	<u>(1)</u>	03/15/2018		C	2,501	<u>(1)</u> <u>(1)</u>	Class A Common Stock 2,501
Restricted Stock Units ("RSUs")	<u>(6)</u>	03/15/2018		M	1,500	<u>(7)</u> <u>(7)</u>	Class A Common Stock 1,500
Restricted Stock Units ("RSUs")	<u>(6)</u>	03/15/2018		M	521	<u>(8)</u> <u>(8)</u>	Class A Common Stock 521
Restricted Stock	<u>(6)</u>	03/15/2018		M	5,000	<u>(9)</u> <u>(9)</u>	Class A Common 5,000



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service thereafter.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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