

Warby Parker Code of Conduct

Effective September 2021

This Code of Conduct (also referred to here as the “Code”), for us, is a statement of values and highlights our commitment to ethical standards for members of our Board of Directors (the “Board”) or “directors”, officers, employees and business partners. It also outlines our pledge to abide by the legal rules of the road and positively impact the broader community. We’ve shaped our business around eight Core Values:

Inject fun and quirkiness into everything we do
Treat others as they want to be treated
Pursue new and creative idea
Do good
Take action
Presume positive intent
Lead with integrity
Learn. Grow. Repeat

A number of our Core Values are reflected in this Code. They represent the heart of this organization and guide our two most important objectives: doing business the right way and treating people (and their communities) well. They are also important for us as Warby Parker grows to impact a greater number of people.

Whether it be making sure our customer information is safe or ensuring our products are ethically made, this Code will serve as a guide to understanding where we stand as an organization and what kind of community we hope to create.

We refer to all officers and other employees covered by this Code as “Company employees” or simply “employees”, unless the context otherwise requires. In this Code, we refer to our principal executive officers, principal financial officer, principal accounting officer and controller, or persons performing similar functions, as our “principal financial officers.” This Code, as applied to the Company’s principal financial officers, shall be our “code of ethics” within the meaning of Section 406 of the Sarbanes-Oxley Act of 2002 and the rules promulgated thereunder.

Purpose of this Code

This Code outlines the basic principles for our team members conducting business on behalf of Warby Parker (also referred to here as the “Company”). We expect all of our team members to follow the high ethical standards to which Warby Parker is committed and, beyond that, act with integrity both inside and outside of the workplace. If any director or employee has questions regarding this Code, they should consult the Company’s Legal Team.

This Code and the matters it contains are neither a contract of employment nor a guarantee of continuing Company policy. Warby Parker may amend, supplement or discontinue this Code at its own discretion, at any time, without prior notice. Nevertheless, while it remains in effect, this Code should be read in conjunction with other Company policies applicable to team members.

Our Commitment to Building an Ethical Business

1. Commitment to complying with the law

Whether an employee, a corporate officer, Board member or a department leader, we believe that no member of the Warby Parker team is above the law. The Company is therefore committed to making sure that all federal, state, and local laws are followed, including, among others, laws about bribery, product development and manufacturing, marketing, distribution, privacy, fraud, misleading or misused financial information, environmental dangers, harassment, discrimination, retaliation, and any other area covered under law. As such, alleged legal violations are taken seriously and, if warranted, are investigated in a timely manner. Each team member is covered by these laws and if there are any questions about the right thing to do, please contact the General Counsel or (if the complaint concerns the Legal Team, the Head of People or the Co-CEOs). Additionally, any employee who is contacted by any regulatory agency or governmental authority (such as the Food and Drug Administration, Occupational Safety and Health Administration, or any local health and safety authority) should refer that information to the General Counsel.

2. Managing Conflicts of interest

a. What is a conflict of interest?

Sometimes an employee's, director's or officer's activities or relationships – even when well-intentioned – can conflict with Warby Parker's business interests, or may interfere with the employee's responsibilities as an employee of Warby Parker. These things have the potential to compromise the work we do.

A conflict of interest occurs when an employee is in a position to influence a decision at Warby Parker that may result in personal gain for the director, employee, an immediate family member (i.e., spouse or significant other, parents, children, and siblings), or other close relative or friend. A conflict of interest could also occur when a director or an employee engages in an activity or transaction (on behalf of Warby Parker or otherwise) where the interests of the director or employee or another individual or organization could be placed above those of Warby Parker.

Below are some areas that might reasonably be expected to give rise to a conflict of interest. Identifying conflicts of interest may not always be clear-cut. Directors or employees who have further questions or concerns regarding conflicts should consult their manager or contact the Legal Team via email at conflicts@warbyparker.com.

b. Conflicts involving personal or financial interest

Conflicts of interest include situations where an immediate family member or other close relative or friend would benefit financially, personally, or professionally from any business transaction involving Warby Parker.

A conflict of interest may arise if, for example, employees and their immediate family members own or hold any significant interest (ownership or otherwise) in a material supplier, customer, or competitor of Warby Parker and use such interest to influence a transaction with the Company. For purposes of this Code, a company is a “material” customer if the customer has made payments to the Company in the past year in excess of \$1 million or 2% of the Company’s gross revenues, whichever is greater. A company is a “material” supplier if the supplier has received payments from the Company in the past year in excess of \$1 million or 2% of the supplier’s gross revenues, whichever is greater. If you are uncertain whether a particular company is a material customer or supplier, please contact the Legal Team for assistance.

In addition, a conflict of interest may arise if employees or their immediate family members serve in a leadership capacity (including as a member of a Board of Directors) of any company or organization (including both for-profit and nonprofit organizations) that is a current or potential Warby Parker vendor or competitor.

An employee or director obtaining loans or guarantees of personal obligations from or entering into any other personal financial transaction with, any company that the individual knows or suspects is a material customer, supplier or competitor of the Company may also give rise to a conflict of interest. This guideline does not prohibit arms-length transactions with banks, brokerage firms or other financial institutions.

c. Conflicts involving gifts

On occasion, directors and employees may be offered or receive gifts from vendors, suppliers, or other service providers. Acceptance of extravagant gifts is prohibited and all such gifts must be declined and returned. Gifts of nominal value (those not worth more than \$250 in any twelve-month period from a single source), business meals, sporting events and other entertainment, and promotional items (e.g., pens, mugs, T-shirts, etc.) may be accepted to the extent that they’re reasonable and not extravagant. When it comes to entertainment events, they are only permissible if a representative of the service provider is also attending. Directors and employees are expected to use good judgment in determining whether a gift or entertainment is extravagant or inappropriate. When in doubt, directors and employees should contact their manager or the Legal Team.

d. Conflicts involving outside employment

Employees are hired with the understanding that Warby Parker is their primary employer and that other employment or commercial involvement that is in conflict with the business interests of Warby Parker is prohibited. Full-time corporate employees must obtain written approval from their

department leader and the Conflicts Officer (who is currently the General Counsel) before accepting employment or consulting opportunities with other companies. Part-time corporate employees and all other employees may accept other employment and consulting opportunities, as long as those opportunities are not with eyewear companies or any other company that is a competing business, and does not otherwise pose a conflict of interest. Exceptions to this policy may be made for certain Retail employees, and those exceptions will be communicated in writing by the Vice President of Retail or another department leader.

e. Corporate opportunities and conflicts involving new businesses

Subject to Article X of the Company's Amended and Restated Certificate of Incorporation, as an employee or director of the Company, you have an obligation to advance the Company's interests when the opportunity to do so arises. If you discover or are presented with a business opportunity through the use of corporate property or information or because of your position with the Company, you should first present the business opportunity to the Company before pursuing the opportunity in your individual capacity. No employee or director may use corporate property, information or his or her position with the Company for personal gain while employed by us or, for a director, while serving on our Board of Directors.

Furthermore, starting a business or another company while employed at Warby Parker presents a conflict of interest when an employee works on the new venture during work hours without requesting time off, uses Warby Parker's computers or other resources to work on the venture, or engages Warby Parker's vendors, suppliers, or competitors in support of the new venture. Before starting any new business, full-time corporate employees must disclose their business regardless of whether they believe the business presents a conflict of interest. Interviewers who learn during the interview process that a potential new hire owns or has an active role in another company must disclose these business interests as well.

f. Conversations with expert consulting firms

Employees are sometimes approached by "expert consulting" or "expert network" firms offering payment in exchange for a confidential conversation about Warby Parker or the optical or direct-to-consumer industries. Employees must obtain written approval from their department leader before engaging in these conversations or accepting any payment, gifts, or other compensation from these firms. All information employees learn in the course of their work at Warby Parker is confidential and should not be shared with anyone outside the company. Employees should forward all emails and other requests from expert consulting firms to conflicts@warbyparker.com.

g. Hackathons

Hackathons and similar activities may present a conflict of interest when employees create or share any technology, inventions, code, trade secrets, or other ideas or

intellectual property that relate to any product or service that is sold, used or under development by Warby Parker, or would otherwise violate the employee's Confidentiality and Inventions Agreement.

h. Disclosure of conflicts

Employees (other than executive officers) with an actual, potential, or perceived conflict of interest must disclose the conflict as follows, and may only proceed with the transaction or activity upon receiving written approval and forwarding that approval to the Company's Conflicts Officer.

- Department leaders should email the Co-CEOs
- Corporate employees should email their department leader
- CX employees should email their general manager
- Retail employees should email their district leader
- Lab employees should email the lab general manager

Any employee with a good faith belief that another Warby Parker employee may have a conflict of interest must report that conflict to the Conflicts Officer. A violation of this policy may result in discipline, up to and including termination. Employees may also anonymously report violations or suspected violations of this policy using our ethics hotline service, available to all Warby Parker employees 24 hours a day, 7 days a week (through email, website and phone). Employees with further questions or concerns should consult their manager or contact the Legal Team at conflicts@warbyparker.com (see the addendum to this Code for further details).

If you are a director, executive officer or principal financial officer, and you suspect that you have a situation that could give rise to a conflict of interest, or something that others could reasonably perceive as a conflict of interest, you must report it in writing to our Audit Committee. All transactions that could potentially give rise to a conflict of interest involving a director, executive officer or principal financial officer must be approved by our Audit Committee, and any such approval will not be considered a waiver of this Code.

- Below are some **hypotheticals expanding on the idea of conflicts and how employees should react to them**

- Hypothetical (1)

- **Q:** *I am a Full-Time Corporate Employee at Warby Parker. A friend of mine has an idea for a business that sells miniature donuts online and wants me to be a co-founder. I would be helping out by providing technical support and building out the website. Is this a conflict?*

- **A:** It may be. Even though miniature donuts (as far as we know) have nothing to do with Warby Parker's business, the fact that an employee will be starting another business will occupy a great amount of the employee's time and may later pose other conflicts if they use resources from their job to aid in their new business.

- Hypothetical (2)
- **Q:** *A vendor recently informed me that because of a scheduling conflict, he would be unable to use a pair of \$1,000 NBA Finals tickets. Is it a conflict to use the tickets?*
- **A:** Yes. Though gifts of nominal value (those worth less than \$250 in any twelve-month period) are allowed under Company policy, the tickets are well above the value for nominal gifts under the policy.

3. Protecting confidential information

a. Company Confidential Information

Warby Parker takes pride in being transparent with its employees about the Company. Because of this, employees may have access to certain “confidential information.” As a category, confidential information includes any non-public information about the Company’s customers, innovations, and other financial, business, legal, and technical information. More specifically, this includes information such as business plans, strategic decisions, financial performance, customer and employee records, intellectual property, policies, internal investigations, etc.

Each director and employee therefore has a responsibility to safeguard information learned or accessed during the course of their employment or membership on the Board of Directors, as applicable, and precautions should be taken to make sure such information stays within the Company. Any unauthorized disclosure of confidential information is strictly prohibited and would not only be considered a violation of this policy but also the Confidentiality and Inventions Agreement (“CAIA”) signed by every employee upon their engagement with the Company. Such violations may lead to disciplinary action up to and including termination as well as legal action by the Company. Employees with questions about confidential information or concerns about potential violations of this policy should contact the Legal Team.

b. Obligations under HIPAA

The Health Insurance Portability and Accountability Act, or “HIPAA” for short, sets forth national standards to protect the privacy and security of protected health information (“PHI”) in all forms – verbal, written, and electronic. Covered entities are health plans, healthcare providers and/or healthcare clearinghouses that electronically transmit health information in connection with certain types of healthcare transactions.

Personally identifiable information (“PII”) is information available to the Company that identifies or can be used together with other information to identify an individual. PII is subject to federal or state laws that require such information be safeguarded and kept confidential. The combination of PII with health information becomes PHI. Accordingly, PHI includes any information that is created or received by a covered entity, that (i) could be used to identify an individual, such as PII, and (ii) relates to the individual’s healthcare or payment for healthcare.

Warby Parker is a covered entity, therefore, Warby Parker must develop, implement, and maintain privacy and security policies and procedures that meet the numerous standards under HIPAA's Privacy and Security Rules, with a primary focus on protecting the confidentiality of PHI by prohibiting the unauthorized or inappropriate use and disclosure of PHI.

c. Ensuring the confidentiality of customer information

The Company and its directors and employees have an obligation to keep customer information private and secure. Employees are expected to familiarize themselves with the Company's Privacy Policy and act in a manner consistent with both the promises the Company has made with respect to customer privacy and the state and federal laws governing the same.

As a covered entity under HIPAA, Warby Parker has an additional obligation to keep PHI, in all its forms, confidential and secure. The Company appoints a Privacy Officer to oversee the development of policies, ensure agreements with vendors and other partners account for privacy concerns, oversee the preparation and use of training materials, serve as a point of contact for employees and outside entities, coordinate response to any possible audits or breaches, monitor the legal landscape for changes in the law, and ensure adequate documentation and record retention. Employees are also given training on HIPAA and privacy matters on an annual basis. Employees who have any questions about PHI, PII, or any issue pertaining to privacy should speak to their manager or contact the Privacy Officer at hipaa@warbyparker.com. In the alternative, employees who do not feel comfortable disclosing their name, should submit an anonymous ticket at hipaa.warbyparker.com.

Employees who make unauthorized disclosure of confidential customer information may be subject to disciplinary action up to and including termination.

d. Ensuring the confidentiality of stakeholder information

It is important that all directors and employees understand that the Company holds information on a variety of vendors, suppliers, consultants, business partners, investors, competitors, nonprofit partners, and other stakeholders. This includes information protected under law but also information protected under contract. Not only is unauthorized disclosure of stakeholder information a violation of an employee's duty to safeguard confidential information but it may also prove harmful to the Company's reputation and its pledge to be a benefit to the overall community. Employees should use their best judgment when distributing information, even if it focuses on parties other than the Company and its employees and customers. Employees found making unauthorized disclosure of confidential stakeholder information, will be subject to disciplinary action up to and including termination.

e. Ensuring secure networks

Warby Parker maintains policies and procedures designed to mitigate potential risks to PII and PHI, limit access to such data, train workforce members regarding data protections, resolve

security incidents that may be a threat to such data, and protect data during emergency situations as more fully set forth in the Company's HIPAA Security Manual. To that end, the Company appoints a Security Officer to ensure that electronic PII and PHI is safeguarded and to develop and maintain procedures to protect and control access to electronic PII/PHI. These procedures are designed to guard against unauthorized access to, or alteration of, electronic PHI that is stored in an application or system or that is transmitted over a communications network. Employees who have any questions about PII, electronic PHI, or any issue pertaining to data security should contact the Security Officer at hipaa@warbyparker.com. Employees who fail to comply with the Company's data protections may be subject to disciplinary action up to and including termination.

- **Below are some hypotheticals expanding on what kind of behavior is prohibited by the privacy policies**

- Hypothetical (1)
- **The Scenario:** *A retail employee has what they feel is an engaging conversation with a customer while helping them choose a pair of glasses. The employee later takes it upon themselves to look up the customer's email address on the Company network in order to ask the customer out on a date.*
- **The Verdict:** This type of behavior is not only an intrusion into the customer's sense of safety, but it is a blatant violation of Company policy and HIPAA, for which you could be held personally liable. Though email addresses are not as sensitive as health information, it is important that all identifying information in the Company's possession be kept confidential and safe.

- Hypothetical (2)
- **The Scenario:** *A Customer Experience employee reaches out to a colleague over Facebook about a customer complaint that was submitted by telephone. In describing the complaint, the employee provides enough information to figure out who the person is. The colleague doesn't act on the information.*
- **The Verdict:** Just like the previous example, this action is both a violation of Company policy and HIPAA. Employees are not only required to limit their use of customer information to what is necessary to complete their duties, but to handle such customer information in a manner that ensures the customer's privacy and confidentiality. Chatting about customer information outside of work, especially on public or widely available platforms like Facebook violates that requirement. Employees should not engage in such conversations or activities.

4. Expenses and accounting

a. Corporate credit cards

The Company allows certain employees to use a Company-issued credit card. Use of this card is for business purposes and the issuance of a card is considered a privilege, which the Company may withdraw in the event of one or more of the following violations:

- Purchase of items for personal use
- Purchase of items in violation of the Warby Parker Travel and Entertainment Expense policy
- Allowing unauthorized users to use the corporate credit card
- Use of the credit card for cash advances
- Failure to pay outstanding balances on-time

Reimbursement for return of goods and/or services must be credited directly to the card account. No cash should be received by the Cardholder. Any card misuse or violation of this policy will result in disciplinary action, up to and including termination of employment. The Company also reserves the right to recover any funds from the cardholder needed to settle unauthorized or unpaid charges. Questions about the Company-issued credit card should be directed to the Finance Team.

b. Travel and other expenses

Warby Parker wants its employees who are traveling or doing business for the Company to feel supported. Our Travel and Entertainment (T&E) expense policy covers how employees should book travel and how they will be reimbursed for business expenses. The core principles of the T&E policy are:

- Expenses should have a clear business purpose and directly relate to the goals of our business
- Expenses should be reasonable and appropriate under the circumstances
- Expenses should be fully documented and submitted for required approvals
- Expenses incurred for a business purpose should not be driven by personal enrichment (e.g., monetarily, loyalty points, etc.) either in appearance or in fact
- Expenditures must comply with all applicable laws

When an employee books travel using the Company protocol or submits a timely expenses receipt, Warby Parker will reimburse them for reasonable and necessary out-of-pocket business expenses incurred in direct connection with Company business. Employees should exercise good judgment. Employees in need of further information should consult our T&E policy. Employees who are unsure whether an expense is reimbursable, should speak with their manager or the Accounts Payable Team before spending the funds.

c. Accurate accounting practices

Along with our responsibility to diligently follow federal, state, and local laws comes an obligation to ensure that our accounting practices are accurate and up to date. Employees working in the Finance Team or in roles that include financial or accounting activities are tasked with this obligation and the Company takes it seriously.

It is prohibited for directors and employees to make any false or misleading records or receive payments without the appropriate supporting documentation. Any attempt to coerce, mislead, or conceal information from the Finance Team, outside independent auditors, or government authorities is also prohibited. All books, records, accounts, and financial statements must conform to those required by applicable law and the Company's internal protocols.

d. Reliable record preservation

The law requires the Company to retain certain documents in a form that is accurate and reliable, and the Company understands the importance of reliable and consistent record preservation. Each employee and department head is therefore responsible for following the Company's Document and Data Retention Policy in order to ensure that information is maintained in the proper manner and discarded within the appropriate time frame. Employees who have questions about the Document and Data Retention policy or data retention generally should contact the Legal Team.

5. Political contributions

Warby Parker encourages its directors, employees and other stakeholders to be engaged in their communities and make their voices heard. However, using the Company's name in a way that suggests the Company endorses a political activity, position, or party is prohibited without the explicit, written permission of the Company. To that end, directors, officers, and employees cannot use Company telephones, postage, stationary, or offices to support a candidate for public office.

It is also prohibited to use your position at the Company to pressure subordinates, team members, or others to participate in a political activity or make any contributions. Those who take part in political campaigns or protests may not use Company volunteer benefits for such activities and must be sure to communicate that their views and actions are their own.

Federal and state laws limit the contributions the Company may make to political parties and candidates, and no political contributions can be made on behalf of the Company or with Company funds without explicit, written permission of the Legal Team. Employees and stakeholders with any questions or concerns should contact the Legal Team.

6. Vendors and sourcing

a. Protecting human rights and ensuring responsible sourcing

Conducting business in a way that is sensitive towards human rights, labor laws, and global labor conditions is profoundly important to Warby Parker and its mission to do well by doing good. As such, any and all Warby Parker suppliers, vendors, and business partners are prohibited from engaging in any form of human rights abuse or worker mistreatment. Foreign vendors are required

to go through an in-depth vetting and auditing process that includes adherence to Company policies and product standards as well as an independent assessment of worker treatment and safety. The Company provides vendors with these policies and standards in the relevant language to ensure understanding and requires them to contractually sign on to compliance. Warby Parker works with its international and domestic partners to ensure that workers connected to the Company are treated fairly and in full accordance with international labor and human rights standards. Employees with any questions or knowledge of potential violations of this policy should contact the Legal Team.

b. Policy against bribery and the Foreign Corrupt Practices Act (FCPA)

It is important that Warby Parker conduct business in an ethical manner and not participate in any forms of government corruption. Warby Parker strictly prohibits giving kickbacks, bribes, or any other form of payment or gifts to government officials or any other person in a position of power in order to influence government services or decisions.

This policy applies both domestically in the United States and abroad, and is required under federal law by the U.S. Foreign Corrupt Practices Act (FCPA) and other domestic anti-bribery laws. The prohibitions under this policy include both direct and indirect offers or forms of payment, and continues to apply even in environments where such payments or gifts are common practice. Employees with any knowledge of such behavior or with questions regarding these rules should contact the Legal Team.

Employees with further questions or concerns should consult their manager, review the Anti-Corruption and Foreign Corrupt Practice Act (FCPA) policy, or contact the Legal Team.

c. Customs and trade laws

Warby Parker requires the relevant employees involved in issues of international trade to know, understand, and follow the applicable trade and customs laws, regulations, and rules. Employees with questions about customs and trade issues should contact the Legal Team.

8. Compliance with Insider Trading Laws

Consistent with the Company's Insider Trading Compliance Policy, the Company's employees and directors are prohibited from trading in the stock or other securities of the Company while in possession of material nonpublic information about the Company. In addition, Company employees and directors are prohibited from recommending, "tipping" or suggesting that anyone else buy or sell the Company's stock or other securities on the basis of material non-public information. Employees and directors who obtain material non-public information about another company in the course of their duties are prohibited from trading in the stock or securities of the other company while in possession of such information or "tipping" others to trade on the basis of such information. Violation of insider trading laws can result in severe fines and criminal

penalties, as well as disciplinary action by the Company, up to and including, for an employee, termination of employment or, for a director, a request that such director resign from the Board of Directors. You are required to read carefully and observe our Insider Trading Compliance Policy, as amended from time to time. Please contact the Company's Legal Team for a copy of the Insider Trading Compliance Policy or with any questions you may have about insider trading laws.

9. Public Communications and Regulation FD

The Company places a high value on its credibility and reputation in the community. What is written or said about the Company in the news media and investment community directly impacts our reputation, positively or negatively. Our policy is to provide timely, accurate and complete information in response to public requests (from media, analysts, etc.), consistent with our obligations to maintain the confidentiality of competitive and proprietary information and to prevent selective disclosure of market-sensitive financial data.

In connection with its public communications, the Company is required to comply with a rule under the federal securities laws referred to as Regulation FD (which stands for "fair disclosure"). Regulation FD provides that, when we disclose material non-public information about the Company to securities market professionals or the Company's stockholders, we must also disclose the information to the public. The Company has designated certain individuals as "spokespersons" who are responsible for communicating with analysts, institutional investors and representatives of the media. Any employee or director who is not a designated spokesperson of the Company is prohibited from communicating any information about the Company to analysts, institutional investors, other stockholders or representatives of the media, except at the request of the Company's designated spokespersons.

For more information on the Company's policies and procedures regarding public communications and Regulation FD, please contact the Company's General Counsel for a copy of the Company's Guidelines for Corporate Disclosure or with any questions you may have about disclosure matters.

Our Commitment to Building a Safe and Inclusive Workplace

In the Workplace

1. Preventing discrimination and harassment in the workplace

Warby Parker is committed to maintaining a safe and respectful work environment. It is the Company's policy to provide equal opportunity and fair treatment to all employees on the basis of merit, without discrimination because of race, color, religion, sex, gender, age, national origin, creed, disability, pregnancy, sexual orientation, gender identity or expression, marital or civil partnership/ union status, familial status, veteran status or any other characteristic protected by law. We expect all employees to behave in the spirit of this policy and Warby Parker's Core Values. These policies and other important information are available for employee review in the "Employment" section of the Company's Employee Handbook. Appropriate disciplinary action may be taken against anyone willfully violating this policy.

Harassment is unlawful under federal, state and, where applicable, local laws and is strictly prohibited at Warby Parker. For purposes of the Company policy, harassment is verbal or physical conduct that denigrates or shows hostility or aversion toward an individual because of any of the protected characteristics listed above. This conduct includes, but is not limited to: epithets, slurs or negative stereotyping; threatening, intimidating, or hostile acts; display or circulation of written or graphic material that disparages another individual or group.

More specifically, sexual harassment is a form of sex discrimination on the basis of sex, sexual orientation, self-identified or perceived sex, gender identity or expression, and/or the status of being transgender. This conduct may include a wide range of subtle and not so subtle behaviors and can occur between any two or more people – regardless of sex, gender, or sexual orientation. Employees who engage in this behavior may face appropriate disciplinary action up to and including termination.

In addition to following our discrimination and harassment policies, every Warby Parker employee is obligated to complete a Harassment and Discrimination Prevention training course (which covers issues such as bullying, micro-aggressions, etc.) as instructed by the Company. Failure to do so may result in appropriate disciplinary action, including potential termination of employment.

2. Reporting discrimination and harassment in the workplace

Any employee who believes they have been subjected to discrimination and/or harassment in violation of the Company's policy should immediately notify management or the People Team via email or submit an Internal Reporting Form. Reports of discrimination or harassment may be made verbally or in writing. Likewise, a supervisor or manager who receives a complaint of misconduct or information about suspected discrimination or harassment, observes or suspects discriminatory or harassing behavior, must inform the People Team. Failure to do so may subject supervisors and managers to discipline equal to that of engaging in prohibited conduct themselves.

For serious or sensitive issues that employees may wish to discuss anonymously, the Company has set up an ethics hotline with a secure toll-free number, website, and email for Warby Parker employees to use and raise anonymous concerns. These services are available to employees 24 hours a day, 7 days a week (see the addendum to this Code for further details).

3. Alcohol and drugs in the workplace

Warby Parker seeks to maintain a safe and productive work environment. As a result, the Company prohibits the use, possession, distribution, or sale of any illegal substance. Prescription drugs fall within this category, unless they are being used in accordance with medical authorization and an existing prescription.

Likewise, store employees are not permitted to consume alcohol at a Warby Parker retail location, unless attending a brand approved store event that they are not scheduled to work. In this case,

employees must drink responsibly and be mindful that their behavior is representative of Warby Parker and its brand. The unauthorized use or excessive consumption of alcohol during the workday or at company-sponsored events is also strictly forbidden.

4. Ensuring a safe and secure workplace

The safety and wellbeing of our employees is Warby Parker's main priority. Additionally, Warby Parker makes reasonable efforts to ensure that its employees, vendors, visitors, other third parties, and customers are protected from both external and internal threats, including workplace violence.

We ask that employees do their part by taking reasonable safety precautions, as well as by immediately reporting any unsafe work practices or safety hazards encountered on the job to management. Additionally, in compliance with the law, employees must report all incidents and near misses to their manager, the supervisor on duty, where applicable, and the Lab Safety Manager as soon as possible. Any violent or threatening behavior, whether direct or indirect, by any Warby Parker employee will not be tolerated by Warby Parker and may result in disciplinary action, up to and including termination.

5. Preventing retaliation with respect to discrimination/ harassment claims

Warby Parker encourages employees at all levels of the Company to come forward and report potential discrimination and/or harassment violations. Retaliation against any director or employee who, in good faith, makes such reports, objects to alleged misconduct, or assists in providing information relevant to a claim of discrimination and/or harassment is not only prohibited by the Company, but is unlawful under federal, state, and, in some instances, local law. Any individual who feels he or she has been subjected to retaliation by someone affiliated with the Company is strongly urged to file a report so that swift action can be taken.

- Below are some **hypotheticals expanding on what kind of behavior is prohibited by the anti-discrimination/anti-harassment policies**
- Hypothetical (1)
- **Q:** *Can I be dismissed for reporting an anti-religious joke that is being circulated via email?*
- **A:** No. Employees will not be reprimanded for reporting such conduct where an individual or group is met with hostility and/or adverse treatment because of their religious beliefs.
- Hypothetical (2)
- **Q:** *Can I be demoted or dismissed for reporting the seemingly harmless, but unsolicited, comment by my supervisor about the way my figure looked in a dress?*
- **A:** No. Reporting employees may bring incidents to the Company's attention without fear of retaliation.

- Hypothetical (3)
- **Q:** *Can I, a female, be demoted or dismissed if I made a complaint in good faith that a wage discrepancy existed between me and my male colleague but later understood no such discrepancy exists?*
- **A:** No. Employees are entitled to bring issues to the Company's attention in good faith without fear of retaliation.

6. Using Company equipment

Every employee is responsible for treating the Company's assets—including digital, financial, and/or physical assets—with care and respect. We expect employees to use Company equipment, such as computers, strictly for business purposes, unless one's personal use complies with Warby Parker's policies. Employees are also not permitted to use Company equipment for activities that are unlawful, unethical, or otherwise contradictory to this policy. Likewise, one of Warby Parker's most significant assets is our confidential information. As a general rule of thumb, and, as discussed in further detail above, all information gathered, retained or generated by Warby Parker is confidential and must be treated with care and caution. This kind of information includes, but is not limited to, trade secrets, financial information, marketing plans, customer information, internal reports, and emails.

7. Using electronic communication in the workplace and beyond (email, messenger, and other forms of social media)

Warby Parker employees must always exercise good judgment when using the Company's electronic resources, such as email, voicemail, Internet access, and computer systems. Whether one intends for it or not, digital communications can easily become public, and so, employees must be careful and avoid actions that have the potential to negatively affect the Company's business, opportunities, or brand or disseminating inaccurate or misleading statements, derogatory remarks, inappropriate characterizations that could be misunderstood and used against the Company.

Our Commitment to Building a Better Community

1. Buy a Pair, Give a Pair

Glasses enable people to learn, work, and navigate the world with more security and dignity, but 2.5 billion people around the world who need them don't have access; of these, 624 million cannot effectively learn or work due to the severity of their visual impairment.

Through our Buy a Pair, Give a Pair program, we have distributed over eight million pairs of glasses—which means over eight million more people now have the glasses they need to learn, work, and achieve better economic outcomes. It's estimated that the glasses distributed thus far through the program have unlocked more than \$1 billion in earning potential for low-income households. Our impact has reached 50+ countries, but this is only the beginning.

2. Volunteering

At Warby Parker, doing good is built into the fabric of the Company. We've created a space where everyone is encouraged to engage with the community, both in and out of the office. As a result, each of our employees is afforded 16 hours of paid leave a year for their volunteer efforts with nonprofit organizations, as detailed in our Volunteer Benefit Guidelines. A few of the groups that our team has volunteered with in the past include the Boys & Girls Clubs of Boston; Best Buddies; Girls on the Run; The Living Arts & Science Center; Habitat for Humanity; and the Helen Woodward Animal Center. Employees with questions about volunteering should consult their manager or review the Company's Volunteer Benefit Guidelines.

3. The Racial Equity Strategy

Warby Parker's mission is to inspire and impact the world with vision, purpose, and style. We, as a result, are committed to uplifting everyone around us, which begins by fostering an inclusive work environment that celebrates the diverse identities and perspectives of all our employees, customers, and partners.

To further advance racial equity within our Company and the industries in which we operate, Warby Parker has laid out a strategic plan with 10 initiatives aimed at combating systemic racism, as well as promoting social innovation throughout our community.

Internally, this strategy focuses on cultivating a workplace that offers equitable opportunities and practices inclusive behaviors for advancement and belonging, specifically for our BIPOC (Black, Indigenous, and People of Color) team members and those hoping to join our team. Externally, our Racial Equity Strategy continues to push forward our do good mission to foster inclusion, equity, and diversity within educational opportunities, plus promote economic advancement and civic engagement. In creating this strategy, we strived to be thoughtful about opportunities where we could strengthen and augment existing programs, while also balancing new opportunities for Warby Parker to uniquely add value and drive sustained change.

Our strategy is comprised of ten goals:

- 1) Increase Black and BIPOC representation in leadership at Warby Parker
- 2) Increase engagement and belonging among our BIPOC team members
- 3) Create more growth opportunities for our BIPOC team members
- 4) Build greater fluency around topics related to inclusion, equity, and diversity, across all levels of Warby Parker
- 5) Ensure BIPOC students across the U.S. have the vision care they need to succeed academically
- 6) Increase Black representation in the field of optometry and in the technology sector
- 7) Support Black entrepreneurs
- 8) Support Black and BIPOC creative partners and collaborators
- 9) Provide funding and in-kind support to organizations combating systemic racism; and

- 10) Increase voting participation for Black and other communities disproportionately challenged by barriers to voting

This is an evolution of the work that we've been passionate about since Warby Parker's founding—and a look ahead at work still to come. We will move forward diligently and transparently, focused on impacting and inspiring the world with vision and purpose, and we will continue to build a workplace that supports, recognizes, and celebrates all team members, of any identity or life experience.

Our Commitment to This Policy

1. What to do if you have questions about the Code

If you have a question or concern regarding this Code or any other Company policies or procedures, you should either consult your manager or reach out to a member of the Legal Team.

2. How to report violations of the Code

All directors and employees have a duty to report any known or suspected violation of this Code. Early reporting and intervention have proven to be the most effective means of resolving these issues, and so, we strongly encourage prompt reporting of complaints so that reparative action can be quickly taken.

If you are aware of a violation of this Code, you should immediately report it to your manager, another trusted individual in management, the Legal Team, or (if the complaint concerns the Legal Team) the Co-CEOs. You are also free to make a report anonymously using our ethics hotline service, available 24 hours a day, 7 days a week (through email, website and phone) to all Warby Parker employees (see the addendum to this Code for further details).

3. Preventing retaliation for reporting Code violations

Warby Parker does not tolerate retaliation against individuals who, in good faith, seek help or report known or suspected violations of this Code. All members of our team are also expected to fully cooperate in any investigation related to this Code or any other business ethics matter. Retaliation against someone for reporting alleged misconduct is a serious violation of this policy and may be subject to disciplinary action up to and including termination, in the case of an employee, and a request that a director resign from the Board of Directors, in the case of a director.

4. Disciplinary action for breaking the Code

This policy enables the Company to do business in accordance with our core values. We expect all employees to respect and follow these rules and standards of conduct in doing their jobs and conducting business on the Company's behalf. Although each case may be dealt with on an

individual basis, if a director or employee does not meet these standards or otherwise violates Company policy, we reserve the right to take disciplinary action, up to and including termination of employment, in the case of an employee, and a request that a director resign from the Board of Directors, in the case of a director.

5. Waivers of Code

Any waiver of this Code for directors, executive officers or other principal officers must be approved by Warby Parker's Board of Directors and will subsequently be disclosed as required by applicable laws, rules, and regulations, including of the Securities and Exchange Commission and The New York Stock Exchange. Waivers of this Code for other employees may be made only by our Chief Executive Officer or General Counsel and will be reported to our Audit Committee.

Conclusion

Warby Parker was founded with the dual purpose of transforming the eyewear industry while demonstrating that a business can do well while also doing good. Over the years, we have developed a keen understanding of the world around us and are proud of the culture we have built as a result. The Company remains committed to maintaining an open and welcoming environment that ensures that the diverse perspectives and experiences of our employees and community are heard, included, and respected. Warby Parker operates with integrity, obeying all applicable laws and regulations, and therefore expects all of its team members to do the same and faithfully adhere to the contents of this Code. In the spirit of our core values, we regularly challenge ourselves to evaluate where we are today, so that we can rise to the occasion and continue to create a positive impact moving forward. There's nothing complicated about it—great eyewear, great people, great outcome.

Addendum

Anonymous Reporting

If employees would like to report a serious issue or concern anonymously, they are welcome to do so using Lighthouse Services, the Company's independent third-party ethics hotline. A toll-free telephone service, a secure website and email options are available 24 hours a day, seven days a week through Lighthouse.

The use of these services may cover serious concerns that could have a large impact on Warby Parker, such as actions that, among others:

- may lead to incorrect financial reporting
- are conflicts of interest
- are violations of this Code
- are acts of discrimination or harassment
- are unlawful
- are not in line with company policy, including our Core Values
- otherwise amount to serious improper conduct.

Employees can contact the ethics hotline in one of the following ways:

- Website: www.lighthouse-services.com/warbyparker
- English speaking USA and Canada: **833-920-0002**
- Spanish speaking North America: **800-216-1288**
- E-mail: **reports@lighthouse-services.com**