

March 10, 2021

Via email to rule-comments@sec.gov

Vanessa Countryman, Secretary
U.S. Securities and Exchange Commission
100 F. Street N.E. Washington, DC 20549-1090

Re: File No. SR-NASDAQ-2020-081

Dear Secretary Countryman,

I am writing in support of the Nasdaq proposal to require all companies listed on Nasdaq's U.S. exchange to publicly disclose consistent, transparent diversity statistics regarding members of their board of directors.

Diversity & Inclusion is fundamental to building an adaptable and enduring company. Sonos has always sought to create an environment where people can do their best work and everyone feels welcome and included. Our policies and practices revolve around the values of respect, transparency, ownership and collaboration, as we seek to engage the full potential of every individual.

As we witnessed the events of 2020, alongside the intense personal and societal challenges of the past year, we recognized the clear and ongoing inequity in our society. We recognized that without action, accompanied by transparency and accountability, systematic racism in society will prevail. Sonos is committed to driving change throughout the organization, ensuring diverse communities are involved in all aspects of the business and people have the tools to act. We are committed to this work for the long term and to sharing our progress as we learn and improve.

Action for diversity must impact every part of the business from Board member to trainee. This year we signed on to the Board Challenge, a movement to improve the representation of Black directors in corporate U.S. boardrooms. While Sonos' Board has had diversity in other dimensions (gender and ethnicity) for many years, in early 2020 we added our first Black board member, Deirdre Findlay, who adds a wealth of experience in digital marketing and consumer insights leadership. Since 2020 we have also been 38% female.

Throughout the business, we have made changes to our hiring practices, consistently improving the balance of women and underrepresented communities in the business. As of the end of our Fiscal Year 2020, 32% of our U.S. employees were from underrepresented ethnic groups, an

increase of 1.5 percentage points from FY 2019. Of our U.S. new hires, 40% were from underrepresented ethnic groups. Women accounted for 30% of our global employees, an increase of 2.1% compared to last year. Among new hires, 40% were women, consistent with the rate in 2019.

The ongoing racial justice crisis has laid bare the destructive impact of systemic racism. To address this, changes are necessary at every level of society and within every industry. We know that diverse, high performing teams make us a stronger company and we recognize that we must do better. By affirming the proposed rule, the SEC will help make America's economy stronger and more equitable.

Thank you for your consideration of this proposal, we look forward to its adoption.

Patrick Spence
Chief Executive Officer
Sonos, Inc.