

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0104
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<b>1. Name and Address of Reporting Person*</b> <u>Barmack Vanessa Elizabeth</u>  (Last) (First) (Middle) C/O SONDER HOLDINGS INC. 447 SUTTER ST. STE 405 #542  (Street) SAN FRANCISCO CA 94108  (City) (State) (Zip)	<b>2. Date of Event Requiring Statement (Month/Day/Year)</b> 05/12/2025	<b>3. Issuer Name and Ticker or Trading Symbol</b> <u>Sonder Holdings Inc. [ SOND ]</u>	
		<b>4. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) General Counsel	<b>5. If Amendment, Date of Original Filed (Month/Day/Year)</b>  <b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned			
1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	42,649 <sup>(1)</sup>	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)						
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Employee stock option (right to buy)	(2)	11/11/2031	Common Stock	2,369	34.8	D
Employee stock option (right to buy)	(3)	02/24/2032	Common Stock	2,370	34.8	D
Employee stock option (right to buy)	(4)	04/10/2033	Common Stock	739	12.04	D
Employee stock option (right to buy)	(5)	09/12/2033	Common Stock	1,731	7.4	D

**Explanation of Responses:**

- Includes (i) 106 restricted stock units ("RSUs") granted to the reporting person on May 15, 2022 and (ii) 37,147 RSUs granted to the reporting person on March 4, 2025. Each RSU represents a contingent right to receive one share of common stock of the issuer. The RSUs are subject to time-vesting conditions. 25% of the RSUs granted on May 15, 2022 vest on each three-month anniversary through May 15, 2026. 8.3% of the RSUs granted on March 4, 2025 vested on April 1, 2025, 4.5% on May 15, 2025, and 8.3% on each three-month anniversary thereafter, subject to the reporting person's continued employment with the issuer through each vesting date.
- 25% of the shares subject to the stock option award vested on November 8, 2022, the first anniversary of the reporting person's hire date, and 1/48th of the shares subject to the stock option award vests monthly thereafter, subject to the reporting person remaining as a service provider to the issuer on each vesting date.
- The stock option award vests monthly over a period of four years beginning on November 15, 2022, subject to the reporting person remaining as a service provider to the issuer on each vesting date.
- The stock option award vests monthly over a period of four years beginning on May 14, 2023, subject to the reporting person remaining as a service provider to the issuer on each vesting date.
- The stock option award vests monthly over a period of four years beginning on October 1, 2023, subject to the reporting person remaining as a service provider to the issuer on each vesting date.

**Remarks:**

EX 24 - POA

/s/ Albert Watson Attorney-in Fact for Vanessa Barmack 06/02/2025

\*\* Signature of Reporting Person Date

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

\* If the form is filed by more than one reporting person, see instruction 5 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

## POWER OF ATTORNEY

The undersigned, as a Section 16 reporting person of Sonder Holdings Inc. (the "Company"), hereby constitutes and appoints Albert Watson and Mallory Riley, each with full power of substitution and in name, place and stead, as the undersigned's true and lawful attorneys-in-fact to:

1. Complete and execute Forms 3, 4 and 5 and other forms and all amendments thereto as such attorneys-in-fact shall in their discretion determine to be required or advisable pursuant to Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act") and the rules and regulations promulgated thereunder, or any successor laws and regulations, as a consequence of the undersigned's ownership, acquisition or disposition of securities of the Company; and
2. Do all acts necessary in order to file such forms with the Securities and Exchange Commission, any securities exchange or national association, the Company, and such other person or agency as the foregoing attorneys-in-fact shall deem necessary or appropriate.

The undersigned hereby ratifies and confirms all that said attorneys- in-fact and agents, or any of them or their duly authorized substitutes, shall do or cause to be done by virtue hereof. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act or the rules and regulations promulgated thereunder.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the Company and the attorneys-in-fact named above.

This Power of Attorney is executed as of the date set forth below.

Signature:  \_\_\_\_\_  
1EF81ABE5BB04AB

Name: Vanessa Barmack

6/2/2025 | 7:50 AM PDT

Dated: \_\_\_\_\_

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