Exhibit 10.2  
  
Execution Version  
  
AMENDED AND RESTATED  
REGISTRATION RIGHTS AGREEMENT  
 This AMENDED AND RESTATED REGISTRATION RIGHTS AGREEMENT (this “Agreement”) is dated as of August 7, 2024 (the “Effective Date”), by and among Vacasa, Inc., a Delaware corporation (the “Company”) and each of the persons listed under the heading “Holders” on the signature pages attached hereto (the “Holders,” and each individually, a “Holder”).  
 RECITALS  
 WHEREAS, the Company and certain of the Holders (collectively, the “Existing Investors”) previously entered into that certain Registration Rights Agreement, dated as of December 6, 2021 (the “Prior Agreement”);  
 WHEREAS, the Company proposes to enter into that certain Note Purchase Agreement, dated as of August 7, 2024 (the “Note Purchase Agreement”), by and among the Company, Vacasa Holdings LLC, a Delaware limited liability company (“Vacasa”), V-Revolver Sub LLC, a Delaware limited liability company, DK VCSA Lender LLC, a Delaware limited liability company (“DK”), the other purchasers from time to time party thereto, and Acquiom Agency Services LLC, in its capacities as administrative agent and collateral agent;