

ROOT, INC.

**CHARTER OF THE STRATEGY COMMITTEE
OF THE BOARD OF DIRECTORS**

**APPROVED BY THE BOARD OF DIRECTORS
EFFECTIVE: FEBRUARY 14, 2024**

PURPOSE

The purpose of the Strategy Committee (the “*Committee*”) of the Board of Directors of Root, Inc. (the “*Company*”) is to provide oversight with respect to the Company’s corporate strategies, activities and initiatives relating to brand development and marketing of the Company’s products and services.

COMPOSITION

The members of the Committee, including the Chairperson, will be members of the Board appointed by, and will serve at the discretion of, the Board. Vacancies occurring on the Committee will be filled by the Board. Resignation or removal of a Committee member from the Board for any reason will automatically constitute resignation or removal from the Committee.

The Committee will consist of at least two members of the Board and each member of the Committee will satisfy any qualifications determined by the Board or the Nominating and Governance Committee of the Board from time to time.

AUTHORITY

The Committee will have access to all Company books, records, facilities and personnel as deemed necessary or appropriate by any member of the Committee. If the Committee concludes that it must retain legal, accounting or other outside advisors, it may do so and determine compensation terms for those advisors at the Company’s expense. The Committee may also pay any ordinary administrative expenses it deems appropriate in carrying out its duties at the expense of the Company. The Committee will have authority to require that any of the Company’s personnel or outside advisors attend any meeting of the Committee or meet with any member of the Committee or any of its advisors.

The Committee also may form and delegate authority to one or more subcommittees consisting of one or more members of the Board (whether or not he, she or they are on the Committee) to the extent allowed under applicable law and stock exchange listing requirements. By delegating an issue to the Chairperson or a subcommittee, the Committee does not surrender any authority over that issue. Although the Committee may act on any issue that has been delegated to the Chairperson or a subcommittee, doing so will not limit or restrict future action by the Chairperson or subcommittee on any matters delegated to it. Any action or decision of the Chairperson or a subcommittee will be presented to the full Committee at its next scheduled meeting. By approving this Charter, the Board delegates authority to the Committee with respect to the responsibilities set forth herein.

RESPONSIBILITIES

The Committee's responsibilities are for oversight, as described under "Purpose" above. The members of the Committee do not perform management's functions. The Committee relies on the expertise and knowledge of management in carrying out its oversight responsibilities. The Committee shall have the following responsibilities, some of which it may assume prior to such date in its discretion; provided, however, that this list of responsibilities is intended to be a guide and to remain flexible to account for changing circumstances and needs. Accordingly, the Committee may depart from or supplement such responsibilities, and establish policies and procedures, to the extent permitted by applicable law and stock exchange listing requirements. The Board will retain the right to act on all such matters without limiting the Committee's authority, subject to compliance with applicable law and stock exchange listing requirements.

1. Strategies, Activities and Initiatives, Including Relating to Brand Development and Marketing. The Committee will review and advise the Board on overall strategy, direction and effectiveness of the Company's short- and long-term goals and objectives, including related to its brand and marketing plans and strategies.

2. Marketing Trends. The Committee will identify and provide the Board with the Committee's views on marketing and branding developments and trends that are relevant to the Company and in alignment with the Company's strategy and success of the Company's product sales and commercialization of its services.

3. Collaborations. The Committee will advise the Board with respect to collaborations and endorsement arrangements, and participation in other programs to enhance the Company's value proposition and visibility of its products in the marketplace.

4. Committee Self-Assessment. The Committee will annually evaluate its performance and the adequacy of this Charter.

MEETINGS AND MINUTES

The Committee will meet whenever its members deem a meeting necessary or appropriate, typically quarterly. The Committee will determine where and when to meet.

Unless otherwise determined by the Committee, each regularly scheduled meeting will conclude with an executive session that excludes members of management. From time to time, or when requested by the Board, the Chairperson of the Committee will report to the Board.

The Committee will maintain written minutes of its meeting and regularly report to the Board on its actions and recommendations. The Committee may act by unanimous written consent; when it does so, those actions will be filed in the minute book.