SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 APP	ROVAL
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1. Name and Address of Reporting Person [*] <u>Manges Daniel</u>		on*	2. Issuer Name and Ticker or Trading Symbol Root, Inc. [ROOT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner				
(Last) C/O ROOT, INC 80 E RICH STR	(First) 2. EET, SUITE 500	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/05/2021	- x	Officer (give title below) Chief Technolo	ogy (Other (specify below) Officer	
(Street) COLUMBUS OH 43215 (City) (State) (Zip)			4. If Amendment, Date of Original Filed (Month/Day/Year)	 6. Individual or Joint/Group Filing (Check A Line) X Form filed by One Reporting Person 			ting Person	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		Disposed Of (D) (Instr. 3, 4 and			6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Class A Common Stock	05/05/2021		Α		286,424 ⁽¹⁾	Α	\$0.00	287,424	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 5. Numbei 1. Title of Derivative 3A. Deemed Execution Date, 6. Date Exercisable and Expiration Date 7. Title and Amount of 8. Price of Derivative 9. Number of derivative 10. Ownership 11. Nature of Indirect 3. Transaction Conversion Date Transaction (Month/Day/Year) Derivative Security or Exercise if any (Month/Day/Year) Code (Instr. (Month/Day/Year) Securities Security Securities Form: Beneficial Price of Derivative Securities Acquired (Instr. 3) 8) Underlying (Instr. 5) Beneficially Direct (D) Ownership or Indirect (Instr. 4) Derivative Owned Security (A) or Disposed Security (Instr. 3 and 4) Following Reported (I) (Instr. 4) of (D) (Instr. 3, 4 and 5) Transaction(s) (Instr. 4) Amount or Number Expiration of Shares Date v Code (A) (D) Exercisable Title Date

Explanation of Responses:

1. Represents the grant of restricted stock units ("RSUs"). One-quarter of the shares subject to the RSUs vest on February 1, 2022 and the remainder vest quarterly thereafter.

Remarks:

<u>/s/ Megan Binkley, Attorney-</u> in-fact <u>05</u>

05/07/2021

** 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 4 (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.