FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

Instruction 1(b).

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	P

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

Name and Address of Reporting Person*     Binkley Megan					2. Issuer Name and Ticker or Trading Symbol Root, Inc. [ ROOT ]									ck all app Direc	licable) tor	J	rson(s) to Is	vner		
(Last) 80 E RIC	(Fi	,	Middle)		3. Date of Earliest Transaction (Month/Day/Year) 05/01/2024									X	belov	Officer (give title below)  Chief Financial Officer				
SUITE 500				4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)								
(Street) COLUMBUS OH 43215														X	X Form filed by One Reporting Person  Form filed by More than One Reporting  Person					
(City)	(Sf	ate) (2	Zip)		Rul	le 10	)b5-	1(c)	Tran	sac	tion Ind	icati	on							
	Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is is satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.									an that is inter	nded to									
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
1. Title of Security (Instr. 3)  2. Transact Date (Month/Day					Exec if any	Deemed cution Date, y nth/Day/Year)					s Acquired (A) Of (D) (Instr. 3, 4		4 and Secur Benef Owne		cially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
										v	Amount	(A) (D)	or Pr	ice	Transa	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)	
Class A Common Stock 05/01				05/01/2	2024			F		42(1)	Г	D \$69.9		91 69,756			D			
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
1. Title of Derivative Security (Instr. 3)  2. Conversion of Exercise Price of Derivative Security  (Instr. 3)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Y			ion Date,	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Expirat (Month		7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4)		De Se (Ir	Price of erivative ecurity estr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	y G	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
					Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amou or Numb of Share	er						

## **Explanation of Responses:**

1. These shares of common stock were withheld by the Issuer to satisfy tax withholding obligations associated with the vesting of restricted stock units.

## Remarks:

/s/ Jodi Baker, Attorney-in-

fact

\*\* Signature of Reporting Person Date

05/03/2024

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.