

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**SCHEDULE 14A**

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934  
(Amendment No. )

Filed by the Registrant   
Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to § 240.14a-12

**ROOT, INC.**

(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check all boxes that apply)

- No fee required.
- Fee paid previously with preliminary materials
- Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.

# Root

ROOT, INC.  
80 E. RICH STREET  
SUITE 500  
COLUMBUS, OHIO 43215



1 OF 2

30#



## Your **Vote** Counts!

**ROOT, INC.**  
2024 Annual Meeting  
Vote by June 04, 2024  
11:59 PM ET



### You invested in ROOT, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the stockholder meeting to be held on June 05, 2024.**

### Get informed before you vote

View the Notice & Proxy Statement, Annual Report online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 22, 2024. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit [www.ProxyVote.com](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxymaterial.com](mailto:sendmaterial@proxymaterial.com). If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit [www.ProxyVote.com](http://www.ProxyVote.com)

Control #

XXXX XXXX XXXX XXXX



#### Smartphone users

Point your camera here and vote without entering a control number



#### Vote Virtually at the Meeting\*

June 05, 2024  
11:00 AM EDT

Virtually at:  
[www.virtualshareholdermeeting.com/ROOT2024](http://www.virtualshareholdermeeting.com/ROOT2024)

\*Please check the meeting materials for any special requirements for meeting attendance.

## THIS IS NOT A VOTABLE BALLOT

SHARE CLASSES REPRESENTED FOR VOTING

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends
1. To elect three Class I directors, Beth Birnbaum, Donna Dorsey and Julie Szudarek, each to hold office until our Annual Meeting of Stockholders in 2027. <b>Nominees:</b>	
1a. Beth Birnbaum	✔ For
1b. Donna Dorsey	✔ For
1c. Julie Szudarek	✔ For
2. To ratify the selection by the audit, risk and finance committee of our board of directors of Deloitte & Touche LLP as our independent registered public accounting firm for the fiscal year ending December 31, 2024.	✔ For
3. To approve, on an advisory basis, our named executive officer compensation.	✔ For
<b>NOTE:</b> Such other business as may properly come before the meeting or any adjournment thereof.	