

OMB APPROVAL	
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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

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

1. Name and Address of Reporting Person* <u>Capital Partners III, L.P.</u>			2. Issuer Name and Ticker or Trading Symbol <u>Root, Inc. [ROOT]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input type="checkbox"/> Other (specify below) <input type="checkbox"/>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>10/30/2020</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
<u>2770 SAND HILL ROAD</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) <u>MENLO PARK CA 94025</u>								
(City) (State) (Zip)								

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. Transaction Code (Instr. 8)			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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				
<u>Class A Common Stock⁽²⁾</u>	<u>10/30/2020</u>		<u>C</u>		<u>12,540,250</u>	<u>A</u>	<u>(1)</u>	<u>12,540,250</u>	<u>D⁽³⁾</u>		
<u>Class A Common Stock⁽²⁾</u>	<u>10/30/2020</u>		<u>S</u>		<u>1,254,025</u>	<u>D</u>	<u>\$25.515</u>	<u>11,286,225</u>	<u>D⁽³⁾</u>		

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 or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
<u>Series B Preferred Stock</u>	<u>(1)</u>	<u>10/30/2020</u>		<u>C</u>			<u>8,379,540</u>	<u>(1)</u>	<u>(1)</u>	<u>Class B Common Stock⁽²⁾</u>	<u>8,379,540</u>	<u>\$0.00</u>	<u>0</u>	<u>D⁽³⁾</u>	
<u>Series C Preferred Stock</u>	<u>(1)</u>	<u>10/30/2020</u>		<u>C</u>			<u>4,160,710</u>	<u>(1)</u>	<u>(1)</u>	<u>Class B Common Stock⁽²⁾</u>	<u>4,160,710</u>	<u>\$0.00</u>	<u>0</u>	<u>D⁽³⁾</u>	

Explanation of Responses:

- Each share of Series B Preferred Stock and Series C Preferred Stock (a) automatically converted into shares of Class B Common Stock at the applicable conversion ratio set forth in the Issuer's certificate of incorporation immediately prior to the completion of the Issuer's initial public offering of Class B Common Stock and (b) has no expiration date.
- Each outstanding share of Class B Common Stock held by the Reporting Person converted into one share of Class A Common Stock following the completion of the Issuer's initial public offering.
- These securities are held directly by the Reporting Person. SVB Financial Group is the managing member of SVB Capital Partners III, LLC, the general partner of the Reporting Person. SVB Financial Group is a reporting company listed on the Nasdaq Global Select Market. Certain employees of Silicon Valley Bank, a wholly-owned subsidiary of SVB Financial Group, have voting and dispositive power with respect to these shares.

Remarks:

Capital Partners III, L.P., By: /s/
Karen Hon, Chief Accounting 11/03/2020
Officer (Principal Accounting
Officer)
 ** 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.