FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL Washington, D.C. 20549

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

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

1. Name and Address of Reporting Person* Redpoint Omega II, L.P.			Requir (Month	2. Date of Event Requiring Statement (Month/Day/Year) 10/27/2020 3. Issuer Name and Ticker or Trading Symbol Root, Inc. [ROOT]							
(Last) (First) (Middle) 3000 SAND HILL ROAD					4. Relationship of Reporting Issuer (Check all applicable) Director X Officer (give title below)					5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting	
BUILDING 2, SUITE 290			_					(specify (
(Street) MENLO PARK	CA	94025							X	Person Form filed I Reporting F	by More than One Person
(City)	(State)	(Zip)									
			Table I - I	Non-Deriva	ative Securities Ben	efici	ally Ov	vned			
1. Title of Security (Instr. 4)						2. Amount of Securities Beneficially Owned (Instr. 4) 3. Own- Form: I (D) or II (I) (Instr		Direct Own		Nature of Indirect Beneficial vnership (Instr. 5)	
		(ve Securities Benef rants, options, conv						
4) Expir			2. Date Exerc Expiration Day/	ate	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise		5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr.	
			Date Exercisable	Expiration Date	Title		unt or ber of es	Price of Derivative Security		Direct (D) or Indirect (I) (Instr. 5)	5)
Series C Pre	eferred Stock		(1)	(1)	Common Stock ⁽²⁾⁽³⁾	13,869,030 (1)			I	See footnote ⁽⁵⁾⁽⁶⁾	
Series D Pre	eferred Stock		(1)	(1)	Common Stock ⁽²⁾⁽³⁾ (4)	96	6,985	(1)		I	See footnote ⁽⁶⁾⁽⁷⁾
Series E Preferred Stock		(1)	(1)	Common Stock ⁽²⁾⁽³⁾	30	3,203	(1)		I	See footnote ⁽⁶⁾⁽⁸⁾	
	Address of Repo	-	n [*]								

Redpoint	Omega II, L.P	<u>.</u>
(Last)	(First)	(Middle)
3000 SANI	O HILL ROAD	
BUILDING	G 2, SUITE 290	
(Street)		
MENLO PA	ARK CA	94025
(0:1.)	(0) 1)	(7:)
(City)	(State)	(Zip)
1. Name and	Address of Reporting	Person*
Redpoint	Omega Assoc	iates II, LLC
(Last)	(First)	(Middle)
3000 SANI	O HILL ROAD	
BUILDING	G 2, SUITE 290	
(Street)		
MENLO PA	ARK CA	94025

			_				
(City)	(State)	(Zip)					
1. Name and Address of Reporting Person* Redpoint Omega II, LLC							
(Last) 3000 SAND H	(First) ILL ROAD	(Middle)					
BUILDING 2,	SUITE 290						
(Street)							
MENLO PARK	CA	94025					
(City)	(State)	(Zip)					

Explanation of Responses:

- 1. Each share of Series C Preferred Stock, Series D Preferred Stock and Series E Preferred Stock will automatically convert into one share of Class B Common Stock immediately upon the closing of the Issuer's initial public offering ("IPO"), and has no expiration date.
- 2. Each share of Common Stock shall be reclassified into one share of Class B Common Stock immediately prior to the completion of the Issuer's initial public offering of Class A
- 3. Following the closing of the IPO, each share of Class B Common Stock will be convertible at any time at the option of the holder into one share of Class A Common Stock, and has no expiration date. After the closing of the Issuer's IPO, on any transfer of shares of Class B Common Stock, each such transferred share will automatically convert into one share of Class A Common Stock, except for certain "Permitted Transfers" described in the Issuer's amended and restated certificate of incorporation.
- 4. Each share of Class B Common Stock held by the holder will automatically convert into one share of Class A Common Stock, upon the following: (1) the sale or transfer of such share of Class B Common Stock (except certain "Permitted Transfers" described in the Issuer's amended and restated certificate of incorporation); (2) the death of the holder; and (3) on the final conversion date, defined as the earlier of (a) the first trading day falling nine months after the date on which the outstanding shares of Class B Common Stock represent less than 10% of the then outstanding Class A and Class B Common Stock; (b) the tenth anniversary of the effectiveness of the amended and restated certificate of incorporation filed in connection with the Issuer's IPO; or (c) the date specified by a vote of the holders of a majority of the outstanding shares of Class B Common Stock, voting as a single class
- 5. Includes 13,452,970 shares held by Redpoint Omega II, L.P. ("RO II") and 416,060 shares held by Redpoint Omega Associates II, LLC ("ROA II").
- 6. Redpoint Omega II, LLC ("RO II LLC"), is the sole general partner of RO II. RO II LLC and ROA LLC are under common control. As such, RO II LLC has sole voting and investment control over the shares owned by RO II, and may be deemed to beneficially own the shares held by RO II. Each of the Reporting Persons disclaims beneficial ownership of the shares reported herein, except to the extent of its respective pecuniary interest therein.
- 7. Includes 937,976 shares held by RO II and 29,009 shares held by ROA II.
- 8. Includes 294,107 shares held by RO II and 9,096 shares held by ROA II.

Remarks:

Redpoint Omega II, L.P. By its General Partner, Redpoint Omega II, LLC 10/27/2020 By: /s/ Elliot Geidt, **Manager** Redpoint Omega Associates II, LLC, By: /s/ 10/27/2020 Elliot Geidt, Manager Redpoint Omega II, LLC, By: /s/ Elliot Geidt, 10/27/2020

<u>Manager</u>

** Signature of Reporting Date Person

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 5 (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.