

**ROOT, INC.**

**AMENDED AND RESTATED WHISTLEBLOWER POLICY**

**APPROVED BY THE BOARD OF DIRECTORS  
AUGUST 4, 2021**

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Root, Inc., a Delaware corporation (the “*Company*”), is committed to maintaining high standards of financial, regulatory and cultural integrity, and the Company takes very seriously all complaints and concerns regarding accounting, internal accounting controls, auditing and other legal, ethical and compliance matters. The Company’s financial information guides the decisions of management and is relied upon by the Company’s stockholders, employees, directors and business partners. The Company’s policies and practices have been developed to maintain the highest business, legal and ethical standards.

For these reasons, the Company is committed to maintaining a workplace environment where all employees, directors, and officers of the Company and each of its direct and indirect subsidiaries (“*Employees*”) can report allegations or suspicions (a “*Complaint*”) in accordance with this Whistleblower Policy (this “*Policy*”) free of any harassment, discrimination or retaliation if they reasonably believe that they are aware of: (1) questionable or fraudulent accounting practices, internal accounting controls, auditing or other legal, ethical and compliance matters; (2) violations of U.S. federal securities laws or other applicable U.S. state or federal or non-U.S. laws, rules or regulations, including the U.S. Foreign Corrupt Practices Act of 1977, as amended (the “*FCPA*”), the UK Bribery Act 2010 (the “*UKBA*”), the India Prevention of Corruption Act, 1988 (the “*PCA*”) and similar laws; or (3) any activities or transactions that appear to violate any applicable Company policy, including but not limited to, the Company’s Insider Trading Policy, Anti-Corruption Policy, Code of Conduct or Employee Handbook (collectively, “*Violations*” or a “*Violation*”). The Company strives to encourage open communication so that such concerns may be raised without fear of retaliation in any manner.

Accordingly, the Audit, Risk and Finance Committee (the “*Audit Committee*”) of the Board of Directors (the “*Board*”) of the Company, together with the Board, have established the procedures set forth in this Policy for the submission by Employees (confidentially and anonymously, if they wish, in the United States, and in any other jurisdiction to the fullest extent legally permitted in such other jurisdiction), and the appropriate treatment, of Complaints regarding suspected Violations. All Employees must comply with this Policy.

**A. MATTERS THAT MUST BE REPORTED**

An Employee should immediately report any actual or suspected Violation as soon as possible after discovery. Other third parties, such as consultants or vendors and their employees, directors, and officers (“*Third Parties*”), may also report a good faith Complaint regarding actual or suspected Violations. Complaints may include, but are not limited to, reports of the following examples of actual or suspected Violations:

- intentional error, fraud or gross negligence in the preparation, review or audit of any of the financial statements of the Company or any of its direct and indirect subsidiaries;
- intentional error, fraud or gross negligence in the recording of transactions of the Company or any of its direct and indirect subsidiaries;

- intentional noncompliance with the internal and reporting controls of the Company or any of its direct and indirect subsidiaries;
- significant deficiencies or material weaknesses in the internal or reporting controls of the Company or any of its direct and indirect subsidiaries;
- violations of the rules and regulations of the U.S. Securities and Exchange Commission (the “SEC”) that are related to accounting, internal accounting controls and auditing matters;
- fraud against investors, securities fraud, mail or wire fraud, bank fraud or fraudulent statements to management, outside auditors, the SEC or members of the investing public; or
- violations of any applicable Company policy, including but not limited to, the Company’s Insider Trading Policy, Anti-Corruption Policy, Code of Conduct, or Employee Handbook or U.S. federal securities laws or other applicable U.S. state or federal or non-U.S. laws, rules or regulations, including the FCPA, the UKBA, the PCA and similar laws.

Failure to report these matters to the Company, the appropriate government agency (including the SEC) or any relevant law enforcement agency may result in disciplinary action, up to and including termination.

Timeliness is critical because, as with all investigations, evidentiary material may deteriorate, disappear or otherwise become harder to discover or less useful as time passes. Employees should provide as much detail as possible regarding dates, times, places, names of people involved in any way, actions or inactions, statements made or the identity of other evidential matter.

## **B. RECEIPT OF COMPLAINTS**

1. Employees should submit Complaints regarding a suspected Violation in one of the following ways:

- via electronic mail to the Company’s General Counsel at [jon@joinroot.com](mailto:jon@joinroot.com);
- via electronic mail to the Audit Committee at [auditcommittee@joinroot.com](mailto:auditcommittee@joinroot.com);
- online via [www.lighthouse-services.com/joinroot](http://www.lighthouse-services.com/joinroot);
- by phone via the hotline at **855-930-0002**;
- via regular mail to the Company as set forth above; or
- if the Employee is not willing or able to submit the Complaint to the Company by one of the foregoing methods, the Employee may submit concerns directly to the SEC or other government agency.

2. Third Parties may submit Complaints regarding a suspected Violation by mail or email as follows:

Root, Inc.  
 Attn: General Counsel  
 80 E. Rich Street, Suite 500, Columbus, Ohio 43215  
[jon@joinroot.com](mailto:jon@joinroot.com)

3. The methods of submitting Complaints will be published on the Company’s external and internal websites in such manner as the General Counsel, in consultation with the Audit Committee, deems

appropriate. The Company will emphasize to Employees that each of the methods of submitting Complaints listed above may, to the extent permitted under applicable local law, be used anonymously and that such Complaints will be treated confidentially to the extent possible. The Company will periodically confirm that the email addresses and third-party hotline number listed above are functioning as intended.

### **C. TREATMENT OF COMPLAINTS**

The General Counsel and Vice President of Compliance will coordinate the assignment, investigation and management of all Complaints received by the Company in the following manner:

1. All Complaints regarding accounting, internal accounting controls or auditing matters will be managed by the General Counsel and the Corporate Legal team, who will engage such other parties (*e.g.*, members of the Company's Finance Department or outside advisors) as deemed appropriate. These Complaints will be entered on an accounting and auditing matters log, which will include, among other things: (a) information regarding the date the Complaint was received; (b) a description of the Complaint; (c) the submitter (if provided); and (d) the status and disposition of an investigation of the Complaint. The Company will respond to the sender to acknowledge receipt of the Complaint within a reasonable period of time following receipt, if the sender supplies sufficient contact information to enable a response.
2. All Complaints regarding other legal, ethical and compliance matters, including matters related to violations or potential violations of any applicable Company policy, including but not limited to, the Company's Insider Trading Policy, Anti-Corruption Policy, Code of Conduct, or Employee Handbook, or U.S. federal securities laws or other applicable U.S. state or federal or non-U.S. laws, rules or regulations, including the FCPA, the UKBA, and the PCA, will be managed and logged separately by the Compliance team. These Complaints will be forwarded to the appropriate person or department for investigation (*e.g.*, Compliance, People, or Information Security), unless the General Counsel deems other treatment is necessary (*e.g.*, if a Complaint involves a finance employee or an executive officer).
3. The General Counsel and Vice President of Compliance, as the case may be, will provide the chair of the Audit Committee with a quarterly report of all Complaints that appear to report suspected or actual Violations, as well as an update on pending investigations. The Audit Committee may request individualized treatment for any Complaint and may assume the direction and oversight of an investigation of any Complaint.
4. Confidentiality will be maintained to the fullest extent possible, consistent with applicable law and with the need to conduct an adequate review. The Company may grant access to records related to Complaints to regulatory agencies and other parties as the Company deems appropriate. Company documents that are covered by the Company's attorney-client and/or work-product privileges should not be shared with a regulatory agency or any other third party unless the General Counsel has consented in writing to sharing them externally.
6. In all cases where the Company substantiates a Complaint of a Violation, prompt and appropriate corrective action will be taken by management and, if appropriate, the persons responsible will be disciplined. For any Complaints for which the investigation was overseen by the Audit Committee, the Audit Committee will oversee any required corrective action. An Employee may be subject to disciplinary action, which may include the termination of his or her employment, if the Employee fails to cooperate in an investigation or deliberately provides false or misleading information during an investigation. The specific action that will be taken in response to a substantiated Complaint will depend

on the nature and gravity of the conduct or circumstances reported and the sufficiency of the information provided.

7. Reprisal, threats, retribution or retaliation in any way against any person who has in good faith made a Complaint to the Company or to a government agency, or against any person who assists in any investigation or process with respect to such a Complaint, is strictly prohibited. Employees who believe that they have been subjected to any discrimination, retaliation or harassment for having submitted a good faith Complaint under this Policy, or participating in an investigation relating to such a Complaint, should immediately report the concern to the General Counsel, the Vice President of Compliance, any of their supervisors, the Audit Committee Chairperson, online ([www.lighthouse-services.com/joinroot](http://www.lighthouse-services.com/joinroot)) or via the hotline (855-930-0002). Any report that such discrimination, retaliation or harassment has occurred will be promptly and thoroughly investigated by the General Counsel. If such a report is substantiated, appropriate corrective and disciplinary action will be taken, up to and including termination of employment for those individuals that engaged in the harassment or retaliation. Employees may also file a complaint of such discrimination, retaliation or harassment with the federal Occupational Safety and Health Administration.
8. The General Counsel, the Vice President of Compliance or the Audit Committee will, to the extent appropriate, report the results of any investigation regarding a Complaint, including any corrective actions taken, to the person making the Complaint, if the sender provided sufficient contact information to enable a response, maintaining the anonymity of the person making the Complaint to the fullest extent possible and to the extent permitted under applicable law.

#### **D. RETENTION OF COMPLAINTS**

The General Counsel and the Vice President of Compliance will retain copies of all Complaints, logs and other related documentation as required under applicable law and pursuant to Company policy.

#### **E. ADDITIONAL REPORTING INFORMATION**

The Company endeavors to operate highly transparently and wants to be made aware of alleged wrongdoings and to address them as soon as possible. We encourage you to first address your concerns to the Company by following the procedures outlined herein, so that the Company may conduct its own internal investigation and take corrective action as quickly as possible. Among other things, the Company may choose to self-report certain matters to government or other agencies. However, nothing in this Policy is intended to prevent or in any way discourage any Employee from directly reporting information to law enforcement agencies when an Employee has reasonable cause to believe that a violation of a law or regulation has occurred, and Employees remain free to make such reports. A Complaint may be submitted to law enforcement agencies instead of, or in addition to, a Complaint directly to the Company under the procedures outlined herein.

#### **F. MODIFICATION**

The Company may modify this Policy at any time without notice. Modification may be necessary, among other reasons, to maintain compliance with applicable laws, rules and regulations and to accommodate organizational changes.

#### **G. QUESTIONS**

For further information, please refer to the Company's applicable policies, including but not limited to, the Insider Trading Policy, Anti-Corruption Policy, Code of Conduct or Employee Handbook. Any questions

about this Policy or the process of reporting actual or suspected Violations should be directed to the General Counsel or the Vice President of Compliance.