SEC Form 4

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FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-028							
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Instruction 1(b)			Filed pursuant to Section 16(a) of the Securities Exchange Act of 3	l nours pe	lindurs per response. 0.:			
			or Section 30(h) of the Investment Company Act of 1940					
1. Name and Addre Szudarek Ju		Person*	2. Issuer Name and Ticker or Trading Symbol Root, Inc. [ROOT]		ationship of Reporting k all applicable) Director	Person(s) to Issuer 10% Owner		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/16/2023		Officer (give title below)	Other (specify below)		
C/O ROOT, INC. 80 E. RICH STREET, SUITE 500			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line)	dividual or Joint/Group Filing (Check Applicabl			
	(First) (Middle NC. TREET, SUITE 500			X	Form filed by One F	rm filed by One Reporting Person		
(Street)	ОН	43215			Form filed by More Person	than One Reporting		
<i>p</i>			Rule 10b5-1(c) Transaction Indication	า				
(City)	(State)	(Zip)	Check this box to indicate that a transaction was made pursu satisfy the affirmative defense conditions of Rule 10b5-1(c).		plan that is intended to			

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. Transa Code (8)					5. Amount of Securities Beneficially Owned Following Reported	(D) or Indirect	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class A Common Stock	08/16/2023		A		7,792 ⁽¹⁾	Α	\$0.00	14,698 ⁽²⁾	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 or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of Ex		6. Date Exerc Expiration Da (Month/Day/Y	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				

Explanation of Responses:

1. Represents the grant of restricted stock units ("RSUs"). Half of the shares subject to the RSUs vest on date of the Company's 2024 Annual Meeting of Stockholders, and the other half vest on date of the Company's 2025 Annual Meeting of Stockholders.

2. The issuer effected a 1-for-18 reverse stock split of its Class A Common Stock and Class B Common Stock on August 12, 2022. The number of securities reported on this Form 4 has been adjusted to reflect the reverse stock split.

Remarks:

/s/ Jodi Baker, Attorney-in-08/18/2023 <u>fact</u>

** 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.