

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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 * <u>Aquila Tony</u> (Last) (First) (Middle) <u>C/O CANOO INC.</u> <u>19951 MARINER AVE</u> (Street) <u>TORRANCE CA 90503</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Canoo Inc. [GOEV]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <u>Executive Chairman and CEO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/21/2022</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	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

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/21/2022		A		4,504,504 ⁽¹⁾⁽²⁾	A	\$1.11	7,243,332	D	
Common Stock	11/21/2022		P		4,504,505 ⁽¹⁾⁽²⁾	A	\$1.11	55,737,160	I	By LLCs ⁽³⁾

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					

Explanation of Responses:

- On November 9, 2022, the Issuer entered into a Common Stock Subscription Agreement (the "Subscription Agreement") with Mr. Tony Aquila and AFV Partners SPV-10 LLC, a Delaware limited liability company and a special purpose vehicle managed by entities affiliated with the Reporting Person ("AFV 10"), pursuant to which such purchasers agreed to purchase an aggregate of 9,009,009 shares of the Issuer's Common Stock, par value \$0.0001 per share at a price of \$1.11 per share for an aggregate purchase price of \$10.0 million (the "November PIPE"). The closing of the November PIPE occurred on November 21, 2022.
- Pursuant to the Subscription Agreement, the Reporting Person acquired 4,505,504 shares of Common Stock in the November PIPE and AFV-10 acquired 4,505,505 shares of Common Stock in the November PIPE. The shares of Common Stock acquired by AFV-10 in the November PIPE are held indirectly by the Reporting Person through AFV-10.
- (i) 12,509,387 shares of Common Stock are held by AFV Partners SPV-4 LLC, a Delaware limited liability company ("AFV-4"); (ii) 35,273,268 shares of Common Stock are held by AFV Partners SPV-7 LLC, a Delaware limited liability company ("AFV-7"); (iii) 3,450,000 shares of Common Stock held by AFV Partners SPV-7/A LLC, a Delaware limited liability company ("AFV-7/A"); and (iv) 4,504,505 shares of Common Stock are held by AFV-10. AFV Management Advisors LLC, a Delaware limited liability company ("AFV") is the sole manager and controlling member of AFV-4, AFV-7, AFV-7/A and AFV-10. Mr. Aquila is the managing member of AFV, which exercises ultimate voting and investment power with respect to the shares held by AFV-4, AFV-7, AFV-7/A and AFV-10. The Reporting Person disclaims beneficial ownership of the shares held by AFV 4, AFV 7, AFV-7/A and AFV-10, except to the extent of his pecuniary interest therein.

Tony Aquila, by /s/ Hector Ruiz, 11/23/2022
Attorney-in-Fact

** 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.