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

**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934**

(Amendment No. \_\_)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to § 240.14a-12

**Canoo Inc.**

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement if Other Than the Registrant)

Payment of Filing Fee (Check all appropriate boxes)

- No fee required.
  - Fee paid previously with preliminary materials.
  - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a6(i)(1) and 0-11.
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# Your **Vote** Counts!

CANOO INC.

2024 Special Meeting  
Vote by February 28, 2024  
11:59 PM ET

CANOO INC.  
19951 MARINER AVENUE  
TORRANCE, CALIFORNIA 90503  
UNITED STATES



V27991-S82115

## You invested in CANOO INC. and it's time to vote!

You have the right to vote on proposals being presented at the Special Meeting. **This is an important notice regarding the availability of proxy materials for the stockholder meeting to be held on February 29, 2024.**

## Get informed before you vote

View the Proxy Statement online OR you can receive a free paper or email copy of the material(s) by requesting prior to February 15, 2024. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit [www.ProxyVote.com](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com). If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit [www.ProxyVote.com](http://www.ProxyVote.com)

Control #

### Smartphone users

Point your camera here and  
vote without entering a  
control number



### Vote Virtually at the Meeting\*

February 29, 2024  
8:30 A.M. CT

Virtually at:  
[www.virtualshareholdermeeting.com/GOEV2024SM](http://www.virtualshareholdermeeting.com/GOEV2024SM)

\*Please check the meeting materials for any special requirements for meeting attendance.

V1.1

## THIS IS NOT A VOTE

This is an overview of the proposed upcoming stockholder meeting. On the reverse side to vote these items.

### Voting Items

1. To approve an amendment to a reverse stock split of our Company's board of directors in any case prior to the one-year anniversary of the Special Meeting of stockholders at the Special Meeting.
2. To approve the issuance to restricted stock unit award that may vest based on the accounting ended December 31, 2024 and vest based on certain three-year time during the twelve month period subject to continuous service and adjustments to our stock price (split Proposal) and (y) a restricted Stock, the initial 50% of the Awards would be outside of the United States.
3. To approve a proposal to accept further solicitation and vote on one or more of the other proposals.

**NOTE:** Such other business as may come before the meeting.

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Prefer to receive an e-mail

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