
**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 Sec. 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 Annual Meeting
Vote by November 21, 2024
11:59 PM ET

CANOO INC.
19951 MARINER AVENUE
Torrance, California 90503
UNITED STATES



V58321-P19692

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

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy materials for the stockholder meeting to be held on November 22, 2024.**

Get informed before you vote

View the Proxy Statement and 2023 Annual Report online OR you can receive a free paper or email copy of the material(s) by requesting prior to November 8, 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, (2) call 1-800-579-1639 or (3) send an email to 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**

Control #

Smartphone users

Point your camera here and
vote without entering a
control number



Vote Virtually at the Meeting*

November 22, 2024
8:30 AM CST

Virtually at:
www.virtualshareholdermeeting.com/GOEV2024

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

THIS IS NOT A VOTE

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

Voting Items

1.	Election of Directors Nominees: 01) Debra von Storch 02) James Chen 03) Foster Chiang
2.	To approve, by an advisory vote, the 2024 Proxy Statement.
3.	To approve, pursuant to Nasdaq Listing Rule 5-4.3, the Company's authorization of the sale of up to 1,000,000 shares of our Common Stock ("Common Stock") to YAG, effective July 19, 2024, and to increase the number of shares of our Common Stock available for sale under the authorization to the number of shares of our Common Stock then outstanding.
4.	To approve an amendment to the Charter of the Company that may be sold by us under the authorization.
5.	To approve an amendment to the Charter of the Company amended and supplemented by the Charter of the Company of Common Stock may be sold by us under the authorization.
6.	To grant discretionary authority to the Board of Directors to issue a Certificate of Incorporation of our Common Stock with the terms and conditions provided that (i) the Company's Reverse Stock Split is completed and (ii) the Reverse Stock Split Proposal is approved by the Board of Directors.
7.	To approve, pursuant to Nasdaq Listing Rule 5-4.3, the Company's authorization of the sale of up to 1,000,000 shares of our Preferred Stock, par value \$0.001 per share, to the "Series C Purchasers" (the "Series C Purchasers") in accordance with the agreements entered into with the Series C Purchasers on their respective Series C Purchase Agreements, and to increase the number of shares of our Common Stock issued in connection with the Series C Purchase Agreements, in each case, in excess of 2,000,000 shares of our Common Stock.
8.	To approve an amendment to the Charter of the Company that may be sold by us under the authorization.
9.	To approve an amendment to the Charter of the Company amended and supplemented by the Charter of the Company of Common Stock may be sold by us under the authorization.
10.	To ratify the selection by the Board of Directors of the registered public accounting firm to audit the Company's financial statements for the year ending December 31, 2024.
NOTE: Such other business as may be brought before the meeting.	
Prefer to receive an electronic copy of the proxy materials	