SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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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 Addr Bhalla Kuna | | 2. Date of Event Re Statement (Month/ 10/31/2024 | | 3. Issuer Name and Ticker or Trading Symbol Canoo Inc. [GOEV] | | | | | | |
|--|--------------------------------------|--|---------------------|---|------------|--|--|---|---|---|
| (Last) (First) (Middle) | | | | 4. Relationship of Reporting Person(s (Check all applicable) | | s) to Issuer | | 5. If Amendment, Date of Original Filed (Month/Day/Year) | | |
| C/O CANOO I | C/O CANOO INC. 19951 MARINER AVE. | | | | х | Director Officer (give title below) Chief Financial C | 10% Owner Other (specify below) Officer | | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | |
| (City) | (State) | (Zip) | | | | | | | | |
| Table I - Non-Derivative Securities Beneficially Owned | | | | | | | | | | |
| 1. Title of Security (Instr. 4) | | | | | | t of Securities Ily Owned (Instr. 4) | · · · | | 4. Nature of Indirect Beneficial Ownership (Instr. 5) | |
| Common Stock | | | | | | 61,323(1) | D | | | |
| Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | |
| Expira | | | Expiration D | 2. Date Exercisable and Expiration Date Month/Day/Year) | | 3. Title and Amount of Securities Derivative Security (Instr. 4) | | 4. Convers or Exerc | se (D) or | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | | | Date Exercisable | Expiration Date | n Title | | Amount or Number of Shares | Price of Derivativ Security | , | |

Explanation of Responses:

1. Includes 43,543 shares subject to Restricted Stock Units that have not yet vested.

/s/ Amra Hoso, Attorney-in-Fact 11/21/2024 for Kunal Bhalla

** 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 5 (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.

OMB APPROVAL

POWER OF ATTORNEY

I, Kunal Bhalla, hereby authorize and designate each of Sean Yan, Jonathan R. Zimmerman, Chad Lange, Federico Benvenutto, and Amra Hoso, signing singly, as my true and lawful attorneyinfact to:

(1) prepare and execute for and on my behalf, in my capacity as an officer and/or director of Canoo Inc. (the "Company"), a Form ID and Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 (the "Exchange Act") and the rules and regulations promulgated thereunder and other forms or reports on my behalf as may be required to be filed in connection with my ownership, acquisition, or disposition of securities of the Company, including Form 144;

(2) do and perform any and all acts for and on my behalf that may be necessary or desirable to complete and execute any such Form ID, Form 3, 4 or 5 or Form 144, and any amendments to any of the foregoing, and timely file any such form with the Securities and Exchange Commission and any stock exchange or similar authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorneyinfact, may be to my benefit, in my best interest, or legally required of me, it being understood that the statements executed by such attorneyinfact on my behalf pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorneyinfact may approve in such attorneyinfact's discretion.

I hereby further grant to each such attorneyinfact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as I might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorneyinfact, or such attorneyinfact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. I hereby acknowledge that the foregoing attorneysinfact, in serving in such capacity at my request, are not assuming, nor is the Company assuming, any of my responsibilities to comply with Section 16 of the Exchange Act or Rule 144 under the Securities Act of 1933, as amended (the "Securities Act").

This Power of Attorney shall remain in full force and effect until I am no longer required to file Form ID or Forms 3, 4 and 5 or Form 144 with respect to my holdings of and transactions in securities issued by the Company, unless earlier revoked by me in a signed writing delivered to the foregoing attorneysinfact. Notwithstanding the foregoing, if any such attorney-in-fact hereafter ceases to be at least one of the following: (i) an employee of the Company, (ii) a partner of Faegre Drinker Biddle & Reath LLP or (iii) an employee of Faegre Baker Drinker Biddle & Reath LLP, then this Power of Attorney shall be automatically revoked solely as to such individual, immediately upon such cessation, without any further action on my part.

I hereby revoke all previous Powers of Attorney that have been granted by me in connection with my reporting obligations, if any, under Section 16 of the Exchange Act and Rule 144 under the Securities Act with respect to my holdings of and transactions in securities issued by the Company.

IN WITNESS WHEREOF, I have caused this Power of Attorney to be duly executed as of this 21 st day of November, 2024.

/s/ Kunal Bhalla

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