

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|--|----------------------------|--|--|--|
| 1. Name and Address of Reporting Person CANTOR FITZGERALD SECURITIES | | 2. Date of Event Requiring Statement (Month/Day/Year) 06/08/2022 | 3. Issuer Name and Ticker or Trading Symbol Learn CW Investment Corp [LCW] | |
| (Last) 110 EAST 59TH STREET | (First) (Middle) | | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director ____ <input checked="" type="checkbox"/> 10% Owner ____ Officer (give title below) _____ Other (specify below) | |
| (Street) NEW YORK, NY 10022 | (City) (State) (Zip) | 5. If Amendment, Date Original Filed(Month/Day/Year) | | |
| 6. Individual or Joint/Group Filing(Check Applicable Line) ____ Form filed by One Reporting Person ____ <input checked="" type="checkbox"/> Form filed by More than One Reporting Person | | | | |

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|---|---|---|--|
| 1. Title of Security (Instr. 4) Class A ordinary shares, par value \$0.0001 per share | 2. Amount of Securities Beneficially Owned (Instr. 4) 3,427,000 | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) D | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|--|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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 control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|-----------------|--|----------------------------|--|--|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| CANTOR FITZGERALD SECURITIES 110 EAST 59TH STREET NEW YORK, NY 10022 | | X | | |
| CANTOR FITZGERALD, L. P. 110 EAST 59TH STREET NEW YORK, NY 10022 | | X | | |
| CF GROUP MANAGEMENT INC 110 EAST 59TH STREET NEW YORK, NY 10022 | | X | | |
| LUTNICK HOWARD W 110 EAST 59TH STREET NEW YORK, NY 10022 | | X | | |

Signatures

| | |
|--|-----------------------------------|
| /s/ Howard Lutnick, as Chief Executive Officer of Cantor Fitzgerald Securities <small>Signature of Reporting Person</small> | 06/16/2022 <small>Date</small> |
| /s/ Howard Lutnick, as Chief Executive Officer of Cantor Fitzgerald L.P. <small>Signature of Reporting Person</small> | 06/16/2022 <small>Date</small> |
| /s/ Howard Lutnick, as Chief Executive Officer of CF Group Management, Inc. <small>Signature of Reporting Person</small> | 06/16/2022 <small>Date</small> |
| /s/ Howard Lutnick <small>Signature of Reporting Person</small> | 06/16/2022 <small>Date</small> |

Explanation of Responses:

- * 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).

Remarks:

Cantor Fitzgerald Securities ("CFS") is the record holder of the securities reported herein. CF Group Management, Inc. ("CFGM") is the managing general partner of Cantor Fitzgerald, L.P. ("Cantor") and directly or indirectly controls the

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.