

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(Amendment No. 1)\*

Factorial Energy Inc.

(Name of Issuer)

Series A Common Stock, par value \$0.00001 per share

(Title of Class of Securities)

(CUSIP Number)

06/30/2026

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- ☒ Rule 13d-1(b)
- ☐ Rule 13d-1(c)
- ☐ Rule 13d-1(d)

SCHEDULE 13G

CUSIP No.

- 1

Names of Reporting Persons

Highbridge Capital Management, LLC

Check the appropriate box if a member of a Group (see instructions)
- 2

☐ (a)

☐ (b)
- 3

Sec Use Only

Citizenship or Place of Organization
- 4

DELAWARE

|              |                                                                                         |                        |
|--------------|-----------------------------------------------------------------------------------------|------------------------|
| Number of    | 5                                                                                       | Sole Voting Power      |
| Shares       |                                                                                         |                        |
| Beneficially | 0.00                                                                                    |                        |
| Owned by     |                                                                                         | Shared Voting Power    |
| Each         | 6                                                                                       |                        |
| Reporting    | 0.00                                                                                    |                        |
| Person       |                                                                                         | Sole Dispositive Power |
| With:        | 7                                                                                       |                        |
|              | 0.00                                                                                    |                        |
|              |                                                                                         | Shared Dispositive     |
|              | 8                                                                                       | Power                  |
|              | 0.00                                                                                    |                        |
| 9            | Aggregate Amount Beneficially Owned by Each Reporting Person                            |                        |
|              | 0.00                                                                                    |                        |
| 10           | Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) |                        |
|              | <input type="checkbox"/>                                                                |                        |
| 11           | Percent of class represented by amount in row (9)                                       |                        |
|              | 0.0 %                                                                                   |                        |
| 12           | Type of Reporting Person (See Instructions)                                             |                        |
|              | IA, OO                                                                                  |                        |

## SCHEDULE 13G

### Item 1.

Name of issuer:

(a)

Factorial Energy Inc.

Address of issuer's principal executive offices:

(b)

805 Middlesex Turnpike, Billerica, MA 01821

### Item 2.

Name of person filing:

(a)

This statement is filed by Highbridge Capital Management, LLC ("Highbridge" or the "Reporting Person"), a Delaware limited liability company and the investment adviser to certain funds and accounts (the "Highbridge Funds"), with respect to the Series A common stock, par value \$0.00001 per share ("Series A Common Stock") of Factorial Energy Inc. (f/k/a Cartesian Growth Corporation III), a Delaware corporation, that were directly held by the Highbridge Funds.

Address or principal business office or, if none, residence:

(b)

The address of the business office of the Reporting Person is 390 Madison Avenue, 28th Floor, New York, NY 10017.  
Citizenship:

(c)

Highbridge is a Delaware limited liability company.

Title of class of securities:

(d)

Series A Common Stock, par value \$0.00001 per share

(e)

CUSIP No.:

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

(a)

☐ Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);

(b)

☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);

(c)

☐ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);

(d)

☐ Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);

(e)

☒ An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);

- (f) ☐ An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g) ☐ A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h) ☐ A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) ☐ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- ☐ A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:
- (j) ☐ Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4. Ownership

Amount beneficially owned:

- (a) The information required by Item 4(a) is set forth in Row 9 of the cover page for the Reporting Person and is incorporated herein by reference.

Percent of class:

- (b) 0.0% %

- (c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

The information required by Item 4(c)(i) is set forth in Row 5 of the cover page for the Reporting Person and is incorporated herein by reference.

(ii) Shared power to vote or to direct the vote:

The information required by Item 4(c)(ii) is set forth in Row 6 of the cover page for the Reporting Person and is incorporated herein by reference.

(iii) Sole power to dispose or to direct the disposition of:

The information required by Item 4(c)(iii) is set forth in Row 7 of the cover page for the Reporting Person and is incorporated herein by reference.

(iv) Shared power to dispose or to direct the disposition of:

The information required by Item 4(c)(iv) is set forth in Row 8 of the cover page for the Reporting Person and is incorporated herein by reference.

Item 5. Ownership of 5 Percent or Less of a Class.

☒ Ownership of 5 percent or less of a class

Item 6. Ownership of more than 5 Percent on Behalf of Another Person.

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not Applicable

Item 8. Identification and Classification of Members of the Group.

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certifications:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Highbridge Capital Management, LLC

Signature: /s/ Kirk Rule

Name/Title: By: Kirk Rule, Executive Director

Date: 08/14/2026