

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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 11, 2026

FACTORIAL ENERGY INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-42629
(Commission File Number)

42-2967285
(IRS Employer
Identification No.)

805 Middlesex Turnpike
Billerica, MA 01821
(Address of principal executive offices including zip code)

Registrant’s telephone number, including area code: (617) 315-9733

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol	Name of each exchange on which registered
Series A Common Stock, par value \$0.00001 per share	FAC	The Nasdaq Global Market
Warrants, each whole warrant exercisable for one share of Series A Common Stock at an exercise price of \$11.50	FACWW	The Nasdaq Global Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☒

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 2.02. Results of Operations and Financial Condition.

On August 11, 2026, Factorial Energy Inc. (the “Company”) issued a press release and a shareholder letter announcing its financial results for the quarter ended June 30, 2026. Copies of the press release and the shareholder letter are attached as Exhibits 99.1 and 99.2.

The information in this Item 2.02 of this Current Report on Form 8-K, including Exhibits 99.1 and 99.2, is being furnished and shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (“Exchange Act”) or otherwise subject to the liabilities of that section, nor shall such information be deemed incorporated by reference in any filing under the Exchange Act or the Securities Act of 1933, as amended, regardless of the general incorporation language of such filing, except as shall be expressly set forth by specific reference in such filing.

Item 7.01. Regulation FD Disclosure.

On August 11, 2026, the Company released an updated investor presentation. The presentation is attached hereto as Exhibit 99.3 and is being furnished, not filed, under Item 7.01 of this Current Report on Form 8-K.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits. The exhibits shall be deemed to be filed or furnished, depending on the relevant item requiring such exhibit, in accordance with the provisions of Item 601 of Regulation S-K (17 CFR 229.601) and Instruction B.2 to this form.

Exhibit No.	Description
99.1	Press release, dated August 11, 2026
99.2	Shareholder letter, dated August 11, 2026
99.3	Investor Presentation, dated August 11, 2026
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURE

Pursuant to the requirements of the Exchange Act, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FACTORIAL ENERGY INC.

By: /s/ Siyu Huang
Name: Siyu Huang
Title: Chief Executive Officer
Date: **August 11, 2026**

Factorial Announces Second Quarter 2026 Results

BOSTON, MA – August 11, 2026 — Factorial Energy Inc. (“Factorial”) (Nasdaq: FAC), a global leader in solid-state battery technology, today announced financial and business results for the second quarter ended June 30, 2026.

The Company has issued a shareholder letter discussing its second quarter 2026 financial and business results, and recent highlights. The shareholder letter may be accessed on the Investors section of Factorial’s website at <https://ir.factorialenergy.com/>.

Factorial will host a conference call today at 4:30 PM ET to discuss the Company’s financial results. The live webcast of the conference call can be accessed through the Investors section of Factorial’s website. For those unable to access the webcast, the conference call can be accessed by dialing 1-877-407-9716 (domestic) or 1-201-493-6779 (international). To access the replay of the call, dial 1-844-512-2921 (domestic) or 1-412-317-6671 (international) and enter pass code 13761769.

About Factorial Energy

Factorial Energy (Nasdaq: FAC) is a leading American solid-state battery innovator backed by IQT - the not-for-profit strategic investor for the U.S. national security community and America’s allies – and Mercedes-Benz, Stellantis, Hyundai, and Kia. Through its proprietary FEST® and Solstice™ platforms, engineered for scalable manufacturing, Factorial delivers industry-leading performance across aerospace, energy storage and mobility applications. Mercedes-Benz’ real-world road testing in a lightly modified test vehicle achieved over 1,200 km of range on a single charge, while Stellantis-lab testing verified 77 Ah cells demonstrating high energy density, fast-charging, and robust use for energy and power performance across temperature extremes with the technology successfully integrated into a Dodge Charger Daytona demonstration vehicle. For more information visit www.factorialenergy.com.

Forward-Looking Statements

Certain statements in this communication may be considered “forward-looking statements.” Forward-looking statements herein generally relate to future events or the future financial or operating performance of Factorial. For example, Factorial’s expectations regarding future financial performance, manufacturing capabilities and operations, Factorial’s business plans, and other projections concerning key performance metrics or milestones are forward-looking statements. In some cases, you can identify forward-looking statements by terminology such as “may,” “should,” “expect,” “intend,” “will,” “estimate,” “anticipate,” “believe,” “predict,” “project,” “target,” “plan,” or “potentially” or the negatives of these terms or variations of them or similar terminology. Such forward-looking statements are subject to risks, uncertainties, and other factors which could cause actual results to differ materially from those expressed or implied by such forward-looking statements. While Factorial may elect to update such forward-looking statements in the future, it disclaims any obligation to do so.

Factorial IR Contact: IR@factorialenergy.com

Factorial Media Contact: Factorial@antennagroup.com



Shareholder Letter

Second Quarter 2026

Aug 11, 2026

ir.factorialenergy.com

Dear Shareholders



I am proud of what our team has delivered in 2026. We advanced our mobility partnerships, expanded into new applications, and took additional steps toward commercial revenue.

Earlier this summer, we rang the Nasdaq opening bell as a public company, a milestone that reflects years of work by our team. Going public was the beginning of a new chapter for Factorial, and this quarter shows we are off to a strong operational start.



Our [June 30 shareholder letter](#) introduced Factorial to the public markets and laid out our commercialization roadmap. We encourage shareholders to refer to that inaugural letter for background on our technology, history, and strategic partnerships. This second quarter letter builds on that foundation with an update on our execution against that roadmap, and I remain confident in the path ahead.

Recent Milestone Highlights

Our team advanced several significant milestones since the beginning of the second quarter, reinforcing the commercial momentum behind our platform.

During the second quarter, we announced collaborations with leading drone battery integrators across three continents, KULR Technology Group in the United States, Tulip Tech in Europe, and JRES in South Korea, to accelerate integration of our battery technology into unmanned aerial systems, a collaboration publicly showcased at the XPONENTIAL 2026 conference.



In June, we achieved the first automotive integration of solid-state battery technology in North America, through the integration of our FEST® cells into a Dodge Charger Daytona development vehicle with Stellantis and the launch of road testing on that program. This integration required the development of a patented new mechanical pack architecture designed by Stellantis to accommodate solid-state cells, reflecting the depth of engineering collaboration between our two companies.

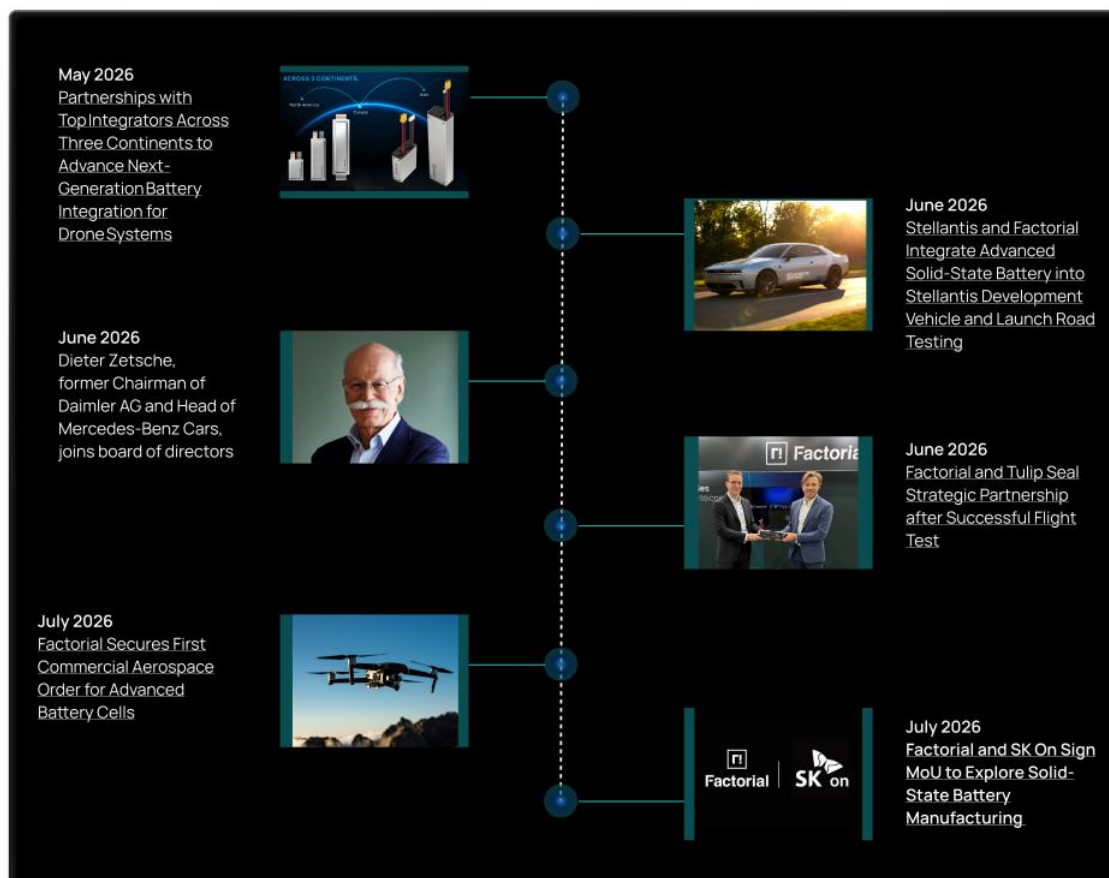


Following the close of our business combination in June, we welcomed Dieter Zetsche, former Chairman of Daimler AG and Head of Mercedes-Benz Cars, to our Board of Directors.

After quarter end, we announced three additional milestones, including two produced by our relationships with the above mentioned drone battery integrators. In July, we announced a strategic partnership with Tulip Tech following successful flight testing of our solid-state and lithium-metal battery technology. Initial customer flight testing demonstrated more than a 30% increase in flight range, achieved before any engineering optimization. This result marks an important step beyond laboratory validation and establishes a framework with Tulip for joint customer engagement and a roadmap toward volume production.

The next milestone marked an even bigger step forward. In July, we secured our first commercial drone battery order for products including our solid-state technology and liquid electrolytes, combining Factorial's cell technology with a U.S.-based pack integrator's system architecture. We may satisfy such order through a combination of Factorial's proprietary cell technology and third-party manufactured cells. This order moves our cell technology into commercial deployment and marks the first of what we expect to be additional orders across drones, aerospace, space, defense, and robotics applications. As I noted in announcing this milestone, we see this as an early step in building the foundational energy layer that will underpin the next era of mobility and artificial intelligence.

In July, we also announced the signing of a Memorandum of Understanding with SK On, one of Korea's top global battery manufacturers, to jointly evaluate how Factorial's solid-state battery technologies can be manufactured at scale using SK On's extensive global manufacturing network. A key objective of the collaboration is to explore using existing lithium-ion battery capacity to establish a premier joint manufacturing collaboration on solid-state batteries.



Commercialization Pathway

Our Tulip partnership and first commercial drone order each illustrate the broader path we expect our technology to follow as it moves from validation to commercial deployment. With Tulip, early flight testing demonstrated real-world performance improvement, which then supported a structured commercialization framework encompassing joint customer engagement and a defined roadmap toward volume production. The commercial drone order advanced that progression a step further, from validation to a first commercial order, moving our cell technology into deployment through an established pack integrator. We believe this

sequence, validation, partnership formation, and commercial order, reflects the pattern our technology is likely to follow across additional high-spec applications in the year ahead.

Our partnership model applies to manufacturing as well. Our MoU with SK On, our second manufacturing-focused partnership with a global battery producer, reflects our capital-light approach to industrialization: developing batteries that leverage established manufacturing infrastructure to accelerate the path to scale. Our fabrication lines have already produced and shipped thousands of automotive-sized FEST® cells to global OEM partners for testing and validation, reflecting production capabilities that extend beyond the laboratory today.



Our commercialization efforts are built on two proprietary battery platforms, together protected by more than 150 patents and patent applications. FEST® is our high power platform, designed for drones, high performance data centers, and other applications where power delivery and energy density are critical, and is compatible with up to 80% of existing lithium-ion manufacturing equipment. This allows partners to adopt and scale the technology without rebuilding their infrastructure. Solstice™ is designed for a distinct class of applications, including robotics and space systems, which require high thermal stability where conventional lithium-ion batteries fall short. Together, these platforms deliver meaningfully more energy in the same space and weight, enabling longer range, greater endurance, and lighter system designs for the applications that need them most. Both platforms are engineered for flexibility. We continuously optimize our electrolyte formulations to meet evolving customer requirements, tuning each system to the specific cycle life, power, and energy density needs of the application it serves.



Energy density is an important way to measure that progress across these applications, one we track internally as a proxy for the pace of our technology development and our path toward commercialization. It is especially relevant to our drone programs, which represent our nearest-term path to commercial revenue, where higher energy density translates directly into longer flight range and greater mission capability. Our platform has demonstrated 390 Wh/kg in cells delivered to a global OEM customer, and within our drone programs, we expect to advance our platform's energy density toward approximately 450 Wh/kg by year end, with continued improvement targeted for next year.



Industry and **Market Backdrop**

We continue to see the strongest near-term commercial demand for our technology in high-spec markets, including drones, aerospace, and defense-aligned applications, where performance requirements are rigorous and adoption cycles move faster than in large-scale automotive production. The global market for unmanned aerial systems alone is projected to exceed \$160 billion by 2034 according to third-party estimates, reflecting the scale of opportunity in this segment.

We expect these high-spec markets to serve as the earliest proving ground for our platform, in the same way our automotive partnerships have validated our technology's performance on the road. Across both, we see a common thread: batteries are becoming foundational infrastructure for the machines and systems that will define the next era of physical technology, from vehicles to autonomous aircraft to robotics. Automotive remains central to our long-term strategy, and we expect volume production in that market to develop over a longer timeframe consistent with the industry's characteristic qualification and manufacturing cycles.

Our announced automotive partnerships, representing 26% of the 4.4 million EVs sold in the United States and Europe in 2024, anchor our position in a market projected to exceed \$200 billion by 2030. Beyond automotive, global battery demand is projected to grow roughly fivefold by 2030, reaching 5 terawatt-hours, reflecting the broader opportunity across the high-spec markets we serve today.

Financial Outlook **and Update**

During the second quarter, we were pleased to advance several technological and commercial milestones, ending the quarter with a strong capital position through the completion of our transition to a public company.



For the three months ended June 30, 2026, we recorded operating expenses of \$13.0 million and a GAAP net loss of \$11.3 million. As in prior periods, these investments were directed primarily at research and development, sales and marketing, and the operational infrastructure needed to execute against the milestones described above. For the six months ended June 30, 2026, Factorial recorded operating expenses of \$19.5 million and a GAAP net loss of \$19.9 million. Excluding certain non-cash expenses, for the six months ended June 30, 2026, our non-GAAP operating expenses were \$14.5 million. For a reconciliation of GAAP to non-GAAP financial metrics, please see the reconciliation table at the end of this document.

Capital expenditures for the six months ended June 30, 2026 were \$0.6 million, consistent with our capital-light strategy, and primarily directed toward expanding our own fabrication lines to support initial commercial production. As of June 30, 2026, Factorial's cash and cash equivalents were approximately \$112.8 million.

For the full year 2026, we expect non-GAAP operating expenses of approximately \$40 million and capital expenditures of approximately \$13 million. These expenditures are calibrated to fund our technology development, commercial partnerships, and production ramp to convert our momentum into commercial revenue. We expect the expansion of our fabrication capacity to be completed in phases by the end of 2028.

With our foundation in place within the high-spec markets we serve, we expect to achieve our first commercial revenue in 2027, driven by our first commercial drone battery order in July and our first supercar battery order in January this year.

We believe our disciplined operating model and strong cash position, together with our capital-light manufacturing strategy, provide the runway to execute our current operating plan as we advance toward commercial scale.

Closing

Our progress since the beginning of the quarter builds directly on the priorities we outlined in our June 30 shareholder letter: deepening our platform advantage, strengthening the strategic industries we serve through partnership, moving from validation to commercial deployment, and expanding manufacturing capacity with a prudent focus on returns. Our alliance with Tulip Tech, our first commercial order, and our advancing road-testing program with Stellantis each delivered against these priorities.

We remain guided by the same principle that has shaped Factorial since its founding: prove our technology in the highest-performing, fastest-adopting markets first, then use that proof to expand into mainstream EVs and the broader mobility market by the end of the decade.

We look forward to updating you on our momentum and we thank you for your continued confidence in Factorial.

Sincerely,



Siyu Huang
Co-Founder and Chief Executive Officer



About Factorial Energy

Factorial Energy (Nasdaq: FAC) is a leading American solid-state battery innovator backed by IQT - the not-for-profit strategic investor for the U.S. national security community and America's allies - and Mercedes-Benz, Stellantis, Hyundai, and Kia. Through its proprietary FEST® and Solstice™ platforms, engineered for scalable manufacturing, Factorial delivers industry-leading performance across aerospace, energy storage and mobility applications. Mercedes-Benz' real-world road testing in a lightly modified test vehicle achieved over 1,200 km of range on a single charge, while Stellantis-lab testing verified 77 Ah cells demonstrating high energy density, fast-charging, and robust use for energy and power performance across temperature extremes. For more information visit www.factorialenergy.com.

Forward-Looking Statements

Certain statements in this communication may be considered "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements herein generally relate to future events or the future financial or operating performance of Factorial Energy Inc. For example, expectations regarding industry and market trends; future financial performance, including operating expense and capital expenditure expectations and timing of first commercial revenue; capital resources and operating runway; prospects; the timing of financial disclosures; manufacturing capabilities and operations; business plans; long-term strategic objectives and market expansion timelines; future commercialization trajectory; commercial orders and customer demand; and other projections concerning key performance metrics or milestones are forward-looking statements. In some cases, you can identify forward-looking statements by terminology such as "may," "should," "expect," "intend," "will," "estimate," "anticipate," "believe," "predict," "project," "target," "plan," "potentially," or the negatives of these terms or variations of them or similar terminology. Such forward-looking statements are subject to risks, uncertainties, and other factors, such as those listed or described in our filings with the Securities and Exchange Commission (the "SEC"), including in our Quarterly Report on Form 10-Q for the fiscal quarter ended June 30, 2026. Such risks, uncertainties, and other factors could cause actual results to differ materially from those expressed or implied by such forward-looking statements. The forward-looking statements in this letter speak only as of the date on which the statements are made. While Factorial may elect to update such forward-looking statements in the future, it disclaims any obligation to do so except as required by law.

This letter also includes statistical data, estimates and forecasts that are based on industry publications or other publicly available information, as well as other information based on our internal sources. This information may be based on many assumptions and limitations, and you are cautioned not to give undue weight to such information. We have not independently verified the accuracy or completeness of the information contained in these industry publications and other publicly available information.

This communication shall not constitute an offer to sell, or the solicitation of an offer to buy, or a recommendation to purchase, any securities, in any jurisdiction. Factorial does not provide investment advice, recommendations, or guidance regarding the purchase or sale of any securities. Investors should consult their own financial, legal, and tax advisors before making any investment decisions.

Factorial has used, and intends to continue to use, its Investor Relations website (<https://ir.factorialenergy.com>), as a means of disclosing material non-public information and for complying with its disclosure obligations under Regulation FD. Information on or that can be accessed through Factorial's Investor Relations website, or that is contained in any website to which a hyperlink is provided herein is not part of this press release, and the inclusion of Factorial's Investor Relations website address, and any hyperlinks are only inactive textual references.

Financial Update and Outlook

CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS

(Unaudited)
(in thousands)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2026	2025	2026	2025
Operating expenses:				
Research and development	\$ (6,582)	\$ (6,745)	\$ (8,524)	\$ (13,499)
Selling, general and administrative	(6,379)	(4,657)	(10,928)	(11,025)
Total operating expenses	(12,961)	(11,402)	(19,452)	(24,524)
Loss from operations	(12,961)	(11,402)	(19,452)	(24,524)
Other income (expense), net:				
Total other income (expenses), net	1,620	833	(464)	1,085
Net loss	\$ (11,341)	\$ (10,569)	\$ (19,916)	\$ (23,439)

CONDENSED CONSOLIDATED BALANCE SHEET

(Unaudited)

(in thousands)

	As of	
	June 30, 2026	December 31, 2025
Assets		
Current assets:		
Cash and cash equivalents	\$ 112,831	\$ 28,891
Receivables	103	1,152
Deferred transaction costs	—	1,423
Prepaid expenses and other current assets	2,667	1,425
Total current assets	115,601	32,891
Restricted cash	886	881
Property and equipment, net	19,218	21,276
Operating lease right-of-use assets, net	6,949	7,576
Other non-current assets (related party)	—	160
Total Assets	\$ 142,654	\$ 62,784
Liabilities, Redeemable Convertible Preferred Stock & Stockholders' Equity (Deficit)		
Current liabilities:		
Accounts payable	\$ 720	\$ 741
Accrued expenses	4,435	2,981
Operating lease liabilities, current portion	1,445	1,357
Total current liabilities	6,600	5,079
Operating lease liabilities, net of current portion	6,439	7,180
Warrant liability for Series A common stock	44,616	—
Other liabilities	—	22,267
Total liabilities	57,655	34,526
Redeemable convertible preferred stock:	—	249,652
Stockholders' equity (deficit)	84,999	(221,394)
Total Liabilities, Redeemable Convertible Preferred Stock & Stockholders' Equity (Deficit)	\$ 142,654	\$ 62,784

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW

(Unaudited)
(in thousands)

	Six Months Ended June 30,	
	2026	2025
Cash flows from operating activities:		
Net loss	\$ (19,916)	\$ (23,439)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation and amortization	1,802	4,385
Non-cash lease expenses and amortization	627	593
Stock-based compensation	2,571	5,606
Other	1,336	(548)
Changes in operating assets and liabilities:		
Receivables under collaboration agreements	1,049	449
Prepaid expenses and other current assets	(1,262)	37
Other non-current assets	160	—
Accounts payable	(21)	583
Accrued expenses	2,916	(164)
Operating lease liabilities	(653)	(590)
Net cash used in operating activities	(11,391)	(13,088)
Cash flows from investing activities:		
Property and equipment expenditures	(578)	(185)
Net cash used in investing activities	(578)	(185)
Cash flows from financing activities:		
Proceeds received from reverse recapitalization and PIPE Financing, net of \$20,064 of transaction costs	91,996	—
Issuance of convertible promissory notes, net	5,340	—
Other	(1,245)	(408)
Net cash provided by (used in) financing activities	96,091	(408)
Effects of exchange rate change on cash, cash equivalents and restricted cash	(177)	(4)
Net change in cash, cash equivalents and restricted cash	83,945	(13,685)
Beginning cash, cash equivalents and restricted cash	29,772	51,421
Ending cash, cash equivalents and restricted cash	\$ 113,717	\$ 37,736
Supplemental disclosures:		
Cash paid during the year for:		
Interest	\$ —	\$ 146
Leases	\$ 986	\$ 975

Non-GAAP Financial Measures

This letter includes non-GAAP operating expenses, a financial measure that is not prepared in accordance with generally accepted accounting principles. We define non-GAAP operating expenses as total operating expenses excluding depreciation and amortization, non-cash lease expenses and amortization, and stock-based compensation, all of which can be found on our consolidated statement of cash flows. Management uses this measure to plan and evaluate the cash cost of operating the business. It has limitations, should not be considered in isolation, and is not a substitute for the most directly comparable GAAP measure. As such measure is not defined under GAAP, such measure may not be comparable to similarly titled measures used by other public companies.

Factorial does not provide a reconciliation of forward-looking non-GAAP operating expenses to the most directly comparable forward-looking GAAP measure because it cannot do so without unreasonable effort. The reconciling items, which include depreciation and amortization, non-cash lease expenses and amortization, and stock-based compensation, depend on factors that cannot be predicted with reasonable accuracy, including the timing and amount of future equity awards, the future fair market value of our common stock, the timing and amount of capital expenditures, and the timing and terms of future lease arrangements. These items are difficult to forecast, are in certain cases outside our control, and could be material to our results of operations calculated in accordance with GAAP. For the same reasons, we are unable to address the probable significance of the unavailable information.

RECONCILIATION OF GAAP OPERATING EXPENSES TO NON-GAAP OPERATING EXPENSES

(Unaudited)
(in thousands)

	Six Months Ended June 30, 2026
Total operating expenses	\$ (19,452)
Depreciation and amortization	1,802
Non-cash lease expenses and amortization	627
Stock-based compensation	2,571
Non-GAAP operating expenses	\$ (14,452)

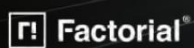
The background image is a composite of several elements: a winding asphalt road curves through a green, hilly landscape; a white sports car is driving on the road; in the distance, a line of wind turbines sits on a ridge; a drone is flying in the sky above the turbines; and a body of water is visible on the left side of the road.

Factorial Inc.

Powering a Trillion-Dollar Shift in Mobility & Intelligence

Solid-State Batteries for Transportation, Defense, & Robotics

Investor Presentation | August 11, 2026



Disclaimer

Forward-Looking Statements

Certain statements in this Presentation may be considered "forward-looking statements". Forward-looking statements herein generally relate to future events or the future financial or operating performance of Factorial Energy Inc. ("Factorial", the "Company," "we," "us," or "our"). For example, the Company's business plan and other projections concerning key performance metrics or milestones are forward-looking statements. In some cases, you can identify forward-looking statements by terminology such as "may," "should," "expect," "intend," "will," "estimate," "anticipate," "believe," "predict," "project," "target," "plan" or "potentially" or the negatives of these terms or variations of them or similar terminology. Such forward-looking statements are subject to risks, uncertainties and other factors which could cause actual results to differ materially from those expressed or implied by such forward-looking statements. These forward-looking statements are based upon estimates and assumptions that, while considered reasonable by the Company and its management, are inherently uncertain and subject to material change.

Our business is subject to many risks and uncertainties, including without limitation:

- The development of batteries is complex and the timing of development cannot be assured. Delays in the development of Factorial's batteries could adversely affect Factorial's business and prospects.
- Factorial is an early-stage company with a history of financial losses and expect to incur significant expenses and continuing losses from operations.
- Factorial's business plan has yet to be tested, and Factorial may not succeed in executing on its strategic plans, including commercialization.
- Factorial will need substantial additional capital in the future to fund its business and may be unable to meet its future capital requirements, impairing its financial position and results of operations.
- Factorial's ability to manufacture its batteries at scale depends on its ability to design, engineer, build, operate and staff its facilities successfully, to obtain third party manufacturing capacity and expertise, or to partner with manufacturers through joint manufacturing arrangements and Factorial may need to sell its products at a loss before reaching economies of scale.
- Factorial relies on, and will continue to rely on, complex equipment for its operations. This equipment, and manufacturing generally, creates a significant degree of risk and uncertainty in terms of operational performance and costs.
- Factorial may not be able to establish new, or maintain existing, supply relationships for necessary raw materials, components or equipment or may be required to pay costs for raw materials, components or equipment that are more expensive than anticipated, which could delay the introduction of its products and negatively impact their business and ability to generate revenue and profits.
- Certain components of Factorial batteries pose safety risks that may cause injury or death. Factorial may be subject to financial and reputational risks due to product recalls and product liability claims, and it could face substantial liabilities that exceed its resources.
- Factorial's future growth and success depend in part on its ability to grow its customer base and effectively sell to a wide variety of customers. Failure to grow Factorial's customer base would adversely affect its business and prospects.
- Factorial's business depends substantially on the continuing efforts of its senior executives and other key personnel as well as the ability to attract, train, and retain highly skilled employees and key personnel.

New risks and uncertainties may emerge from time to time, and it is not possible to predict all risk and uncertainties. Other factors, such as general economic conditions and geopolitical events also may have an effect on the results of our operations. For a more complete description of the risks noted above and other risks that could cause our actual results to differ from our current expectations, see "Risk Factors" in our filings with the Securities and Exchange Commission.

Nothing in this Presentation should be regarded as a representation by any person that the forward-looking statements set forth herein will be achieved or that any of the contemplated results of such forward-looking statements will be achieved. You should not place undue reliance on forward-looking statements in this Presentation. We anticipate that subsequent events and developments may cause our views to change. However, while we may elect to update these forward-looking statements at some point in the future, we have no current intention of doing so except to the extent required by applicable law. Therefore, these forward-looking statements do not represent our views as of any date other than the date of this presentation.

Trademarks

This Presentation may contain trademarks, service marks, trade names and copyrights of other companies, which are the property of their respective owners. Solely for convenience, some of the trademarks, service marks, trade names and copyrights referred to in this Presentation may be listed without the TM, SM ® or ® symbols, but the Company will assert, to the fullest extent under applicable law, the rights of the applicable owners, if any, to these trademarks, service marks, trade names and copyrights.

Third Party Information

Certain information contained in this Presentation relates to or is based on studies, publications, surveys and the Company's own internal estimates and research. In addition, all of the market data included in this Presentation involves a number of assumptions and limitations, and there can be no guarantee as to the accuracy or reliability of such assumptions. Finally, while the Company believes its internal research is reliable, such research has not been verified by any independent source and the Company cannot guarantee and makes no representation or warranty, express or implied, as to its accuracy and completeness.

A Compelling Opportunity

- World-leading solid-state battery developer
- IP-protected technology
 - Increases energy density by up to 80%
 - Reduces weight by up to 50%
- Marquee partners, shareholders, & customers
- Products validated, delivered, & in active road and flight tests
- US headquartered
- Public company since June 2026, following business combination with Cartesian Growth Corporation III (Nasdaq: FAC)

Automotive News
100 LEADING WOMEN

2025

Factorial

Inc.
Female Founders 500
The List: Introducing 2024's
Most Intriguing Women
Entrepreneurs

2024, 2025

50
Tech Power Players 50
The Most Powerful Technology
Entrepreneurs

2023, 2025



PRIZ
The World's Top 100
Private Deep Tech
Companies

2023

150+
Patents and Applications



The New York Times
A Decade-Long Search
for a Battery That Can
End the Gasoline Era

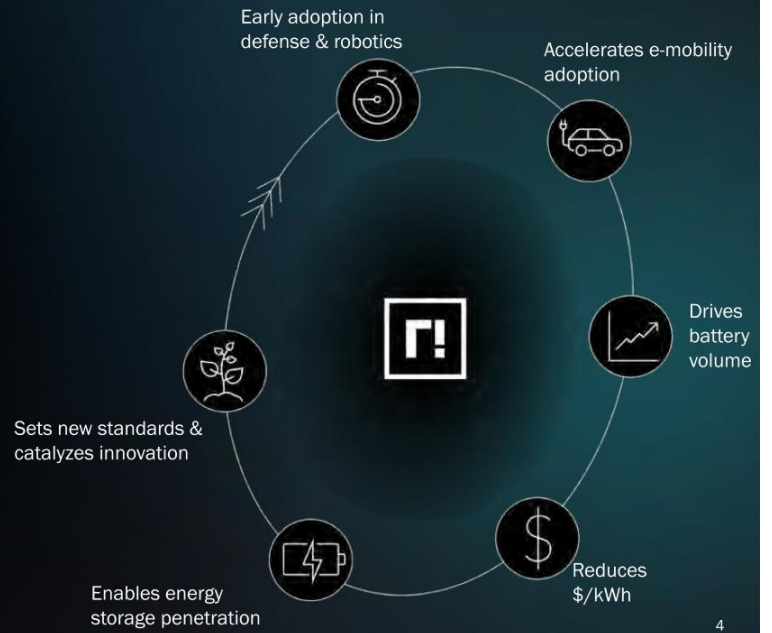
Factorial Delivers 8-Samples of
Lithium-Metal Solid-State
Battery Cells to Mercedes-Benz

Read the full
release

Factorial

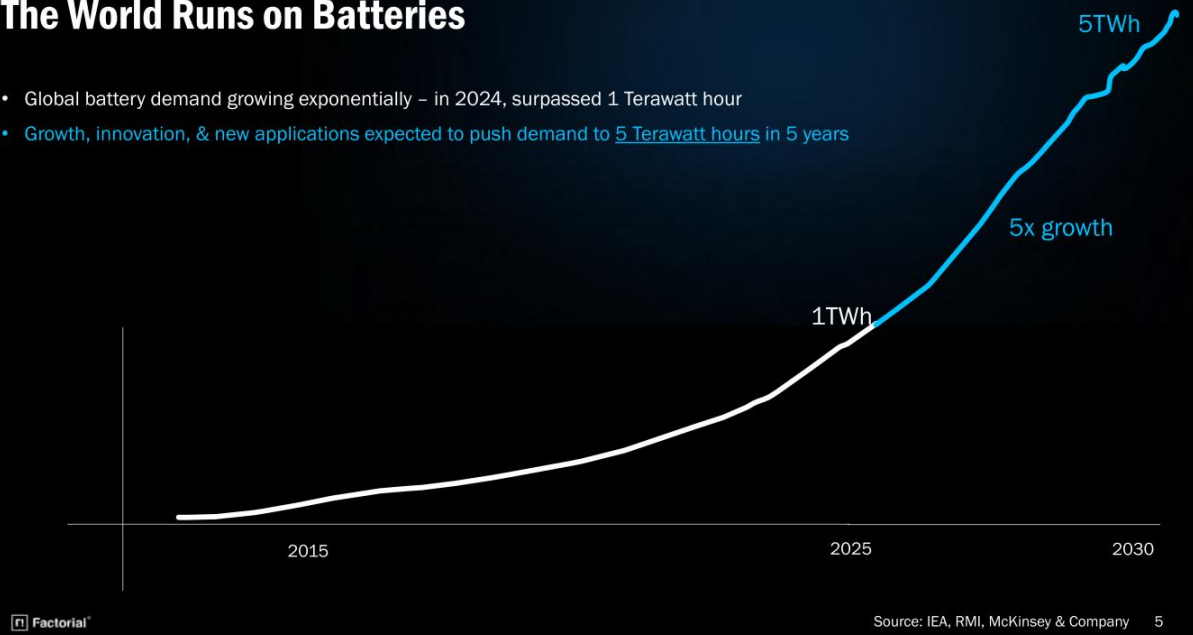
Source: Company 3

Our Opportunity

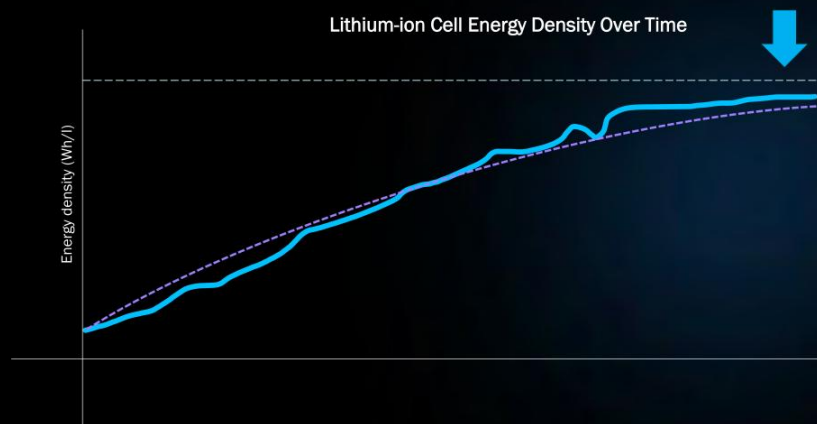


The World Runs on Batteries

- Global battery demand growing exponentially – in 2024, surpassed 1 Terawatt hour
- Growth, innovation, & new applications expected to push demand to 5 Terawatt hours in 5 years



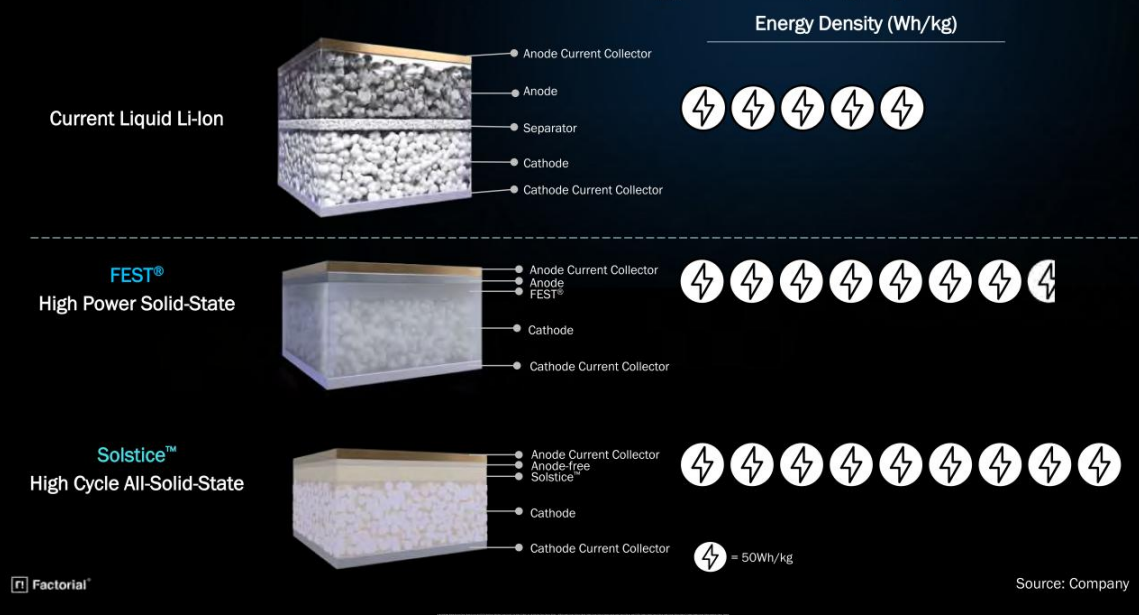
But Conventional Li-ion Batteries Are Reaching Their Limits



Our Solutions



Our Solid-State Solutions Increase Energy Density by up to 80%



Validated Technology with Multi-Sector Scalability



Immediate High Spec
Applications*

~\$2-5 billion

High performance drones,
robotics and super cars



Industry Validation Anchors
Growth in EV

\$200+ billion

Validated through global
automotive partners



The New Standard of
Global Battery Industry

Factorial partnerships span global integrator network to power commercial, industrial and defense UAS



- Avidrone Aerospace: Up to **80% more energy dense**
- Tulip Tech: Initial flight testing demonstrated more than **30% longer range** than traditional lithium-ion batteries

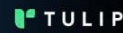
Photo credit: Avidrone



3 Continent Integrator Network



NYSE American: KULR: Signed MOU



Signed MOU + Strategic Alliance Agreement



Signed MOU



Proven in the sky: July 2026 flight milestones under real world conditions

Successful validation of Factorial's lithium-metal platform with defense and industry partners

+30%

longer flight range.

521 min

world record flight duration.

-20%

less weight, without any engineering optimization

483 km

Or 300 mi in one mission.



Sources: Factorial via GlobeNewswire & DroneLife (Jul 2026); Factorial & Titan Dynamics vis LinkedIn: World-endurance record at 3rd Game of Drones / DCMA.

IQT: A Unique Investor to Factorial in the National Security Supply Chain



IQT Stated Mission:

Be the premier partner trusted to identify, evaluate, and leverage emerging commercial technologies for the U.S. national security community and America's allies

Why IQT Matters to Factorial and Our Investors

- Founded in 1999 by the CIA as an independent, not-for-profit **strategic investment firm**
- One of the **most trusted leaders in accelerating technologies** from the private to the public sector to advance national security interests of America and its allies
- Developed many enduring strategic relationships and has worked with over a dozen different U.S. government partners, as well as with the United Kingdom and Australia
- IQT has spent a quarter of a century building special expertise to **help companies adapt their highly innovative products** to ultimately:
 - Maximize mission impact for key government partners
 - Enhance the companies' commercial success

Key IQT Highlight

500+

*Portfolio Technologies Transitioned
to Government Partners*

25+

*Years Delivering
Mission Impact*

800+

*Investments, Including 50+
Companies Now Valued Over \$1B*

3,000+

*Co-Investors Have Worked
With IQT*

LONG-DISTANCE DRIVE WITH SOLID-STATE BATTERY SYSTEM DEPLOYING LITHIUM METAL ANODE CELL

Engineered by Mercedes-Benz



Stellantis Road Testing Underway

Dodge Charger Daytona – First Development Vehicle in Demonstration Fleet



Factorial

✓ Improved Value Creation

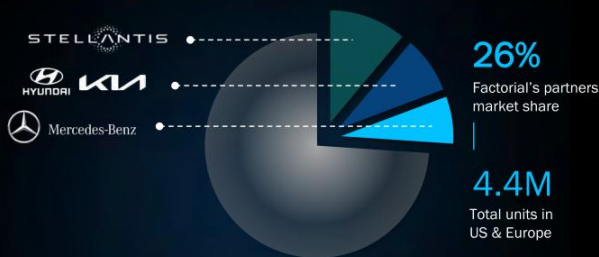
- First automotive integration of solid-state battery technology in [North America](#)
- Road testing underway to validate performance, safety, and reliability under [real-world conditions](#)
- Built on previous validation of FEST® cells displaying
 - | Fast charging 15 – 90% in 18 minutes
 - | High energy density 375 Wh/kg
 - | Robust temp range -30 °C – 45 °C
- Marks a [key milestone in advancing SSB technology](#) toward market readiness
- First vehicle integrated on [STLA Large platform](#)

Source: Stellantis 14

Backed by Industry Giants. Built for Global Scale.

Driving business resilience through localization and diversification

2024 Market Share by EV Sales
(US and Europe)



Additional Industry Partners
(Supply Agreement, MoU or Investment)

iqat	
K A R M A	
Global Top 10 Auto OEM	
Global Top 10 Auto OEM	
AVIDRON	
SK on	
POSCO FUTURE M	
LG Chem	
Philenergy	
SungEel HiTech	

Proven by Automotive, Scaling through Defense, AI, & Robotics – Our Technology Multiplies Addressable Markets

Immediate revenue through high-margin applications



Defense & Aviation

Unmanned aerial & sub-sea
drones & ground vehicles



AI-Computing & Robotics

Factory automation, robotics, &
consumer

Long-term scale in future growth markets beyond EV



Space & Aircraft

General aviation, space, & high-
endurance intelligence systems



Energy Storage

Data centers, off-grid energy
storage & critical infrastructure

Our Business Model



Capital Light: Commercialization Path

Business Model

Design & Engineering	r! Factorial®		
Manufacturing	r! Factorial Existing In-House Capacity	Contract Manufacturers	Industrial Partners
Customers	High Spec Customers	Automotive OEMs	

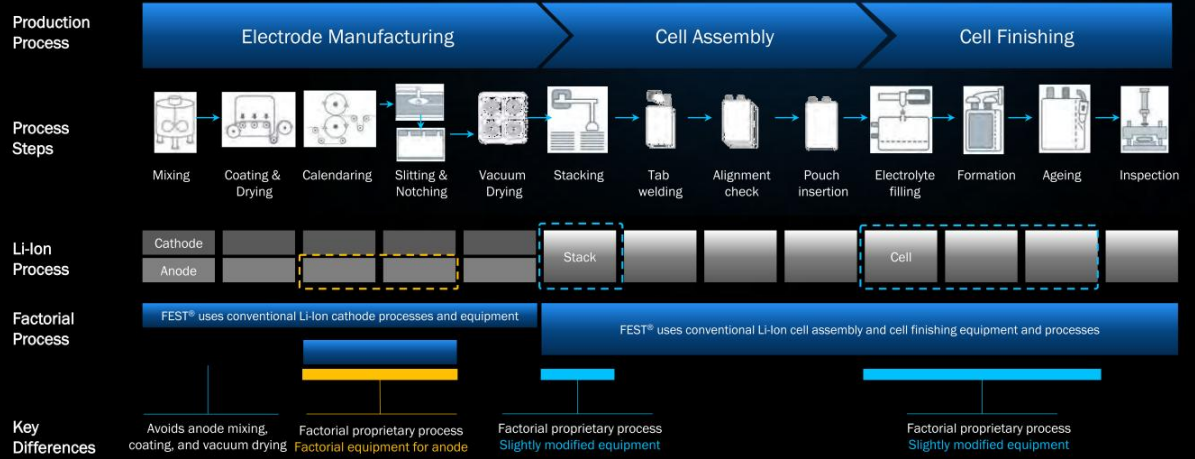
Joint Manufacturing Model Overview

r! Factorial®

- IP License
- Material Supply
- Technology Engineering Services

Capital Light: FEST® Utilizes 80% of Conventional Li-Ion Equipment

Below illustrates FEST® for lithium metal anode cells. FEST® cells with silicon or graphite anodes have even greater compatibility with conventional production.



Our Leadership Team & Industry Leadership



Building a Visionary Team

Backed by a board and senior advisors with decades of experience in battery and automotive innovation and reinforced by vertical expertise across business strategy and technology development

Founders & Management



Siyu Huang, Ph.D./M.B.A.
Founder & CEO,
Board Director

Johnson & Johnson **Lifanano**



Raimund Koerver, Ph.D.
SVP, Commercial



Alex Yu, Ph.D.
Founder & CTO,
Board Director

Lifanano



Jason Duva
General Counsel
VP Government Relations

latham **AVI**



Richard Wei
Chief Financial Officer

SiliconMotion SHANGHAI RAINES



Jay Scuteri
VP, Finance

EY **BPEA**
Business Energy

Board Members & Senior Advisors



Joe Taylor
Executive Chairman of the Board
Former Chairman / CEO of
Panasonic North America
Panasonic



Liad Meidar
Board Member
Founder & Managing Partner

GATEMORE



Uwe Keller
Board Member
Head of Battery Development

Mercedes-Benz



Héctor D. Abruña
Founder and Senior Advisor
Professor Chemistry,
Cornell University

NATIONAL ACADEMY OF SCIENCES



John Nelson
Board Member
CEO, Financial Services

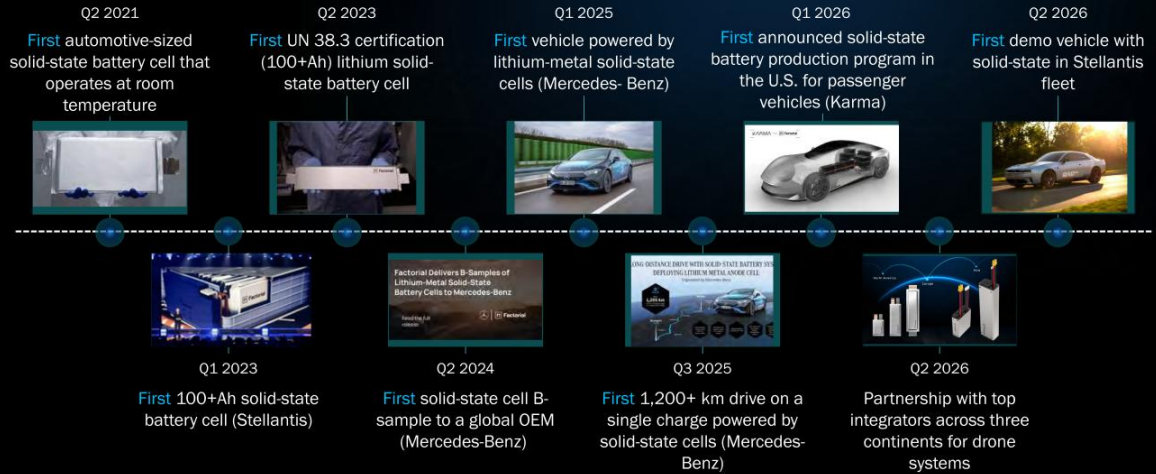
STELLANTIS



Dieter Zetsche
Investor & Board Member
Former Chairman, Board of
Daimler AG and Head of
Mercedes-Benz Cars

Mercedes-Benz

Our Industry Leadership: A Track Record of Firsts



Conclusion

A Singular Company, An Unmatched Opportunity



- 1 Market Tailwinds: Electrification, AI, & national security driving a global race for high-performance energy
- 2 Superior Technology: Higher performance & lower total cost of ownership, compatible with today's gigafactory lines
- 3 Validated in the Real World: Cells road tested by OEM fleet, proving consistency & readiness for scale
- 4 Capital Light Growth Model: Leverages partner capex for expansion with high-margin, IP-driven economics
- 5 Blue Chip Partnerships: Co-developed with Mercedes-Benz, Stellantis, Hyundai, & Kia; broad supplier partnership
- 6 Continuous Innovation: From materials to cell to AI-based intelligence sustain long-term performance edge
- 7 Elite Team, Prime Timing: Industry-leading experts executing at inflection point of the solid-state revolution

Appendix

We Create Value for OEMs & Customers



Factorial Solid-State Batteries

Up to 80% more gravimetric energy density than conventional

Up to 50% more volumetric energy density than conventional



Vehicle Improvement

20% lighter for same energy

Demonstrated 50% longer driving range

More miles per charge minute



Value Creation

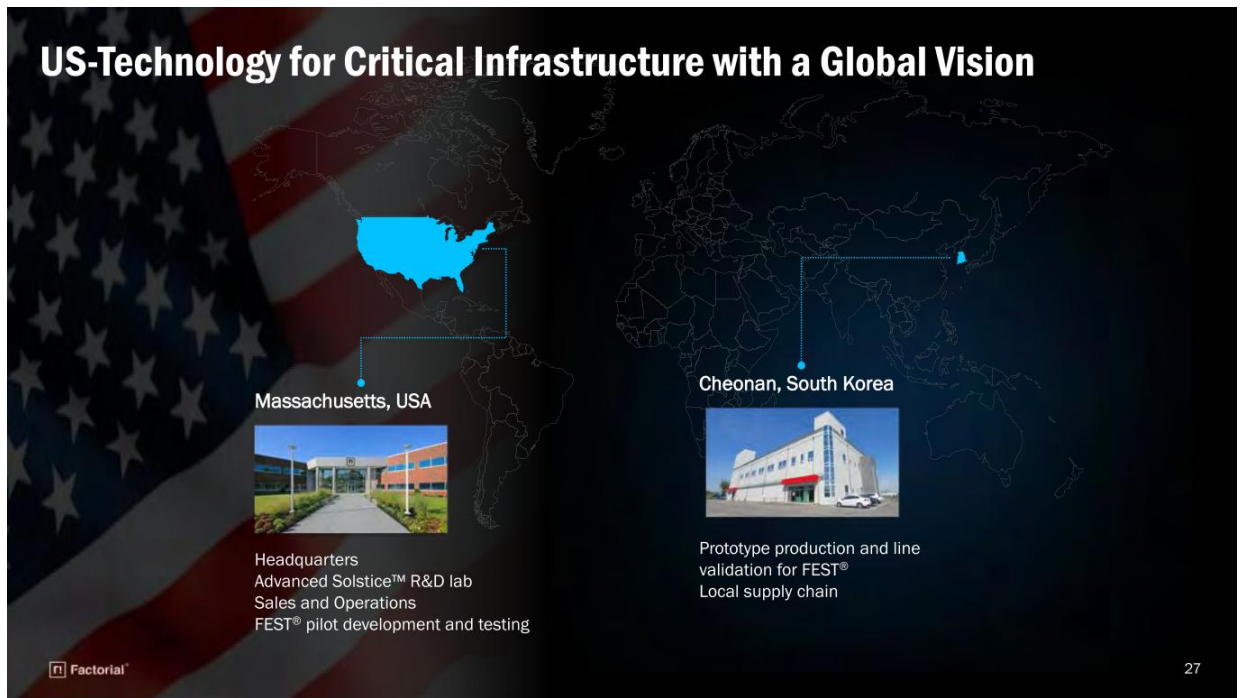
~\$1,000 from weight reduction

~\$1,000 from energy density improvement

~\$1,500 from faster charging

\$3,500 per vehicle

US-Technology for Critical Infrastructure with a Global Vision



A world map with the United States and South Korea highlighted in red. Dotted lines connect these locations to their respective facility descriptions below. The background features a large American flag on the left and a dark world map on the right.

Massachusetts, USA



Headquarters
Advanced Solstice™ R&D lab
Sales and Operations
FEST® pilot development and testing

Cheonan, South Korea



Prototype production and line validation for FEST®
Local supply chain

 Factorial®

Proven Manufacturing

- **Manufacturing Validation:** >85% yield achieved for assembly and formation
- **Cost efficiency:** High yield from pilot line not only validates high compatibility with Li-ion batteries equipment but enables production cost efficiency
- **Quality Assurance:** IATF16949 certified*
- **Safety:** ISO45001** certified

**an international standard for automotive quality management systems.*

***International standard that specifies requirements for an occupational health and safety (OH&S) management system*



Factorial Secures Investment From IQT and Leading Strategic Partners

New investment helps drive solid-state battery expansion into Unmanned Aerial Vehicles (UAVs) and Robotics



✓ Solid-State Battery Expansion

- Investments from In-Q-Tel ("IQT"), Philenergy, and POSCO Future M to advance our solid-state battery commercialization
- Important step in building out Factorial's access to government partners as well as our supply chain ecosystem
- Demonstrates progress towards deployment across multiple end markets including drones and mobile robotics

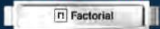
First Solid-State Production Program in the U.S. for Passenger Vehicles



Key highlights of the program

- Launch of the **first solid-state battery production program** in the United States for retail passenger vehicles
- Karma Kaveya, a high-performance **ultra-luxury super car** delivering over **1,000 horsepower** and top speed in excess of 200 mph
- Factorial's **FEST®** solid-state battery technology enables **higher performance** through a high-energy electrolyte system designed to support **extended driving range**

Positioned to Win

 Factorial*
4 4*
100+Ah 
1,205 km record drive by Mercedes EQS completed from Stuttgart to Malmö September 2025
3
Technology license + engineering services + materials
\$1.3 bn (as of June 2026)
More than 30% longer range

Announced Aerospace partners
Announced Auto OEM partners*

Product size released

Real-world driving demonstration

Product portfolios validated by OEMs

Business Model

Valuation

Demonstrated flight test


0 2*
~5Ah 
Ducati Motorcycle September 2025
1
Technology license + development + manufacturing
~\$4-5 bn (spot market cap. Jun. 2026)
None

 Factorial*

*: Publicly disclosed partnership, not including undisclosed names; Source: Company, QuantumScape

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