

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

Millennium 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 Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power
	0.00	
		Shared Voting Power
	6	
	456,706.00	
		Sole Dispositive Power
	7	
	0.00	
		Shared Dispositive Power
	8	
	456,706.00	
	Aggregate Amount Beneficially Owned by Each Reporting Person	
9	456,706.00	
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)	
	☐	
11	Percent of class represented by amount in row (9)	
	0.5 %	
12	Type of Reporting Person (See Instructions)	
	OO	

SCHEDULE 13G

CUSIP No.

1	Names of Reporting Persons	
	Millennium Group Management LLC	
	Check the appropriate box if a member of a Group (see instructions)	
2	☐ (a) ☐ (b)	
3	Sec Use Only	
4	Citizenship or Place of Organization	
	DELAWARE	
	Sole Voting Power	
	5	
	0.00	
Number of Shares Beneficially Owned by Each Reporting Person With:	6	Shared Voting Power
	456,706.00	
		Sole Dispositive Power
	7	
	0.00	
		Shared Dispositive Power
	8	
	456,706.00	
	Aggregate Amount Beneficially Owned by Each Reporting Person	
9	456,706.00	
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)	
	☐	

11

Percent of class represented by amount in row (9)

0.5 %

Type of Reporting Person (See Instructions)

12

OO

SCHEDULE 13G

CUSIP No.

Names of Reporting Persons

1

Israel A. Englander

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

UNITED STATES

Sole Voting Power

5

0.00

Number of Shares Beneficially Owned by Each Reporting Person With:

Shared Voting Power

6

456,706.00

Sole Dispositive Power

7

0.00

Shared Dispositive Power

8

456,706.00

Aggregate Amount Beneficially Owned by Each Reporting Person

9

456,706.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

10

☐

Percent of class represented by amount in row (9)

11

0.5 %

Type of Reporting Person (See Instructions)

12

IN

SCHEDULE 13G

Item 1.

Name of issuer:

(a)

Factorial Energy Inc.

Address of issuer's principal executive offices:

(b)

805 Middlesex Turnpike, Billerica, Massachusetts 01821

Item 2.

Name of person filing:

(a)

Millennium Management LLC Millennium Group Management LLC Israel A. Englander

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

(b)

Millennium Management LLC 399 Park Avenue New York, New York 10022 Millennium Group Management LLC 399 Park Avenue New York, New York 10022 Israel A. Englander c/o Millennium Management LLC 399 Park Avenue New York, New York 10022

Citizenship:

(c)

Millennium Management LLC - Delaware Millennium Group Management LLC - Delaware Israel A. Englander - United States

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);

(j)

☐ 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:

(k)

☐ Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4. Ownership

Amount beneficially owned:

(a)

See response to Item 9 on each cover page.

Percent of class:

(b)

See response to Item 11 on each cover page. For each reporting person, the percent of the class reported herein as beneficially owned by such reporting person gives effect to shares deemed to be outstanding as provided in Rule 13d-3(d)(1)(i), if any, presuming that all those warrants to purchase shares of the class reported herein that are held or otherwise controlled by any reporting person are exercisable within sixty days of the date hereof. %

(c)

Number of shares as to which the person has:

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

See response to Item 5 on each cover page.

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

See response to Item 6 on each cover page.

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

See response to Item 7 on each cover page.

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

See response to Item 8 on each cover page. The securities disclosed herein as potentially beneficially owned by Millennium Management LLC, Millennium Group Management LLC and Mr. Englander are held by entities subject

to voting control and investment discretion by Millennium Management LLC and/or other investment managers that may be controlled by Millennium Group Management LLC (the managing member of Millennium Management LLC) and Mr. Englander (the sole voting trustee of the managing member of Millennium Group Management LLC). The foregoing should not be construed in and of itself as an admission by Millennium Management LLC, Millennium Group Management LLC or Mr. Englander as to beneficial ownership of the securities held by such entities.

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 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.

Millennium Management LLC

Signature: /s/ Gil Raviv

Name/Title: Gil Raviv, Global General Counsel

Date: 08/13/2026

Millennium Group Management LLC

Signature: /s/ Gil Raviv

Name/Title: Gil Raviv, Global General Counsel

Date: 08/13/2026

Israel A. Englander

Signature: /s/ Israel A. Englander

Name/Title: Israel A. Englander

Date: 08/13/2026

Exhibit Information

Exhibit I: Joint Filing Agreement, dated as of August 13, 2026, by and among Millennium Management LLC, Millennium Group Management LLC and Israel A. Englander.

EXHIBIT I

JOINT FILING AGREEMENT

This will confirm the agreement by and among the undersigned that the Schedule 13G filed with the Securities and Exchange Commission on or about the date hereof with respect to the beneficial ownership by the undersigned of the Series A Common Stock, par value \$0.00001 per share, of Factorial Energy Inc. will be filed on behalf of each of the persons and entities named below in accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended. This Agreement may be executed in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

Dated: August 13, 2026

MILLENNIUM MANAGEMENT LLC

By: /s/ Gil Raviv

Name: Gil Raviv

Title: Global General Counsel

MILLENNIUM GROUP MANAGEMENT LLC

By: /s/ Gil Raviv

Name: Gil Raviv

Title: Global General Counsel

/s/ Israel A. Englander

Israel A. Englander
