As filed with the Securities and Exchange Commission on November 23, 2026

Registration No. 333-

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

FORM S-8
REGISTRATION STATEMENT
Under
The Securities Act of 1933

Fluence Energy, Inc.
(Exact name of registrant as specified in its charter)

Delaware	**87-1304612**
(State or other jurisdiction of incorporation or organization)	**(I.R.S. Employer Identification No.)**

2107 Wilson Boulevard, Suite 900
Arlington, Virginia 22201
(Address of principal executive offices) (Zip code)

Amended and Restated Fluence Energy, Inc. 2021 Incentive Award Plan
(Full title of the plan)

Axel Meier
Interim Chief Executive Officer
2107 Wilson Boulevard, Suite 900
Arlington, Virginia 22201
(Name and address of agent for service)
Telephone: (833) 358-3623
(Telephone number, including area code, of agent for service)

Copies to:

Senet S. Bischoff
Alison A. Haggerty
Latham & Watkins LLP
1271 Avenue of the Americas
New York, New York 10020
Telephone: (212) 906-1200
Fax: (212) 751-4864

Ricardo Roizen
Interim Chief Financial Officer
Vincent Mathis
SVP & Chief Legal and Compliance Officer and Secretary
2107 Wilson Boulevard, Suite 900
Arlington, Virginia 22201
Telephone: (833) 358-3623

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer	☒	Accelerated filer	☐
Non-accelerated filer	☐	Smaller reporting company	☐
		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 7(a)(2)(B) of the Securities Act. ☐

EXPLANATORY NOTE

This Registration Statement on Form S-8 is being filed for the purpose of registering an additional 1,308,060 shares of Class A common stock of Fluence Energy, Inc. (the "Registrant" or the "Company") to be issued pursuant to the Amended and Restated Fluence Energy, Inc. 2021 Incentive Award Plan (the "Incentive Plan") that have become or may become available for issuance under the Incentive Plan pursuant to the provisions of the Incentive Plan as a result of the forfeiture or expiration of awards. A Registration Statement of the Registrant on Form S-8 relating to the Incentive Plan is effective.

INCORPORATION BY REFERENCE OF CONTENTS OF REGISTRATION STATEMENTS ON FORM S-8

Except as set forth below, the contents of the Registration Statements on Form S-8 (File Nos. 333-294240, 333-291786, and 333-260544), including any amendments thereto, filed with the Securities and Exchange Commission (the "Commission"), relating to the Incentive Plan, are incorporated by reference herein.

Item 8. Exhibits.

Exhibit Number	Description of Exhibit
4.1	Amended and Restated Certificate of Incorporation of the Company (incorporated by reference to Exhibit 3.1 to the Company's Current Report on Form 8-K (File No. 001-40978), filed on November 3, 2021 with the Commission).
4.2	First Certificate of Amendment to the Amended and Restated Certificate of Incorporation of the Company (incorporated by reference to Exhibit 3.1 to the Company's Current Report on Form 8-K (File No. 001-40978), filed on December 22, 2022 with the Commission).
4.3	Amended and Restated Bylaws of the Company (incorporated by reference to Exhibit 3.2 to the Company's Current Report on Form 8-K (File No. 001-40978), filed on November 3, 2021 with the Commission).
5.1+	Opinion of Latham & Watkins LLP.
23.1+	Consent of Ernst & Young LLP.
23.2+	Consent of Latham & Watkins LLP (included in Exhibit 5.1).
24.1+	Power of Attorney (included on signature page).
99.1	Amended and Restated Fluence Energy, Inc. 2021 Incentive Award Plan. (incorporated by reference to Exhibit 99.1 to the Company's Registration Statement on Form S-8 (File No. 333-294240), filed on March 12, 2026 with the Commission).
107+	Filing Fee Table

+ Filed herewith

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Arlington, Virginia, on the 23rd day of November, 2026.

Fluence Energy, Inc.

By: /s/ Axel Meier
Axel Meier
Interim Chief Executive Officer and Director
(Principal Executive Officer)

SIGNATURES AND POWER OF ATTORNEY

Each person whose signature appears below constitutes and appoints each of Axel Meier, Vincent W. Mathis and Ricardo Roizen, acting alone or together with another attorney-in-fact, as his or her true and lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for such person and in his or her name, place and stead, and in any and all capacities, to sign any and all amendments (including post-effective amendments) to this Registration Statement, and every act and thing requisite or necessary to be done in and about the premises, as fully and to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorney-in-fact and agent, or his or her substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the date indicated.

Signature	Title	Date
/s/ Axel Meier Axel Meier	Interim Chief Executive Officer and Director (Principal Executive Officer)	November 23, 2026
/s/ Ricardo Roizen Ricardo Roizen	Interim Chief Financial Officer (Principal Financial Officer)	November 23, 2026
/s/ Michelle Philpot Michelle Philpot	Chief Accounting Officer (Principal Accounting Officer)	November 23, 2026
/s/ Herman Bulls Herman Bulls	Chairperson	November 23, 2026
/s/ Fahad Al-Darwish Fahad Al-Darwish	Director	November 23, 2026
/s/ Cynthia Arnold Cynthia Arnold	Director	November 23, 2026
/s/ Peter Chi-Shun Luk Peter Chi-Shun Luk	Director	November 23, 2026
/s/ Ricardo Falú Ricardo Falú	Director	November 23, 2026
/s/ Elizabeth Fessenden Elizabeth Fessenden	Director	November 23, 2026
/s/ Stephan May Stephan May	Director	November 23, 2026
/s/ Letitia (Tish) Mendoza Letitia (Tish) Mendoza	Director	November 23, 2026
/s/ Stephen Coughlin Stephen Coughlin	Director	November 23, 2026
/s/ Harald von Heynitz Harald von Heynitz	Director	November 23, 2026

Exhibit 5.1

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LATHAM & WATKINS LLP

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November 23, 2026

File No. 049712-0014

Fluence Energy, Inc.
2107 Wilson Boulevard, Suite 900
Arlington, Virginia 22201

Re: Registration Statement on Form S-8; 1,308,060 shares of Fluence Energy, Inc. Class A Common Stock, $0.00001 par value per share

To the addressee set forth above:

We have acted as special counsel to Fluence Energy, Inc., a Delaware corporation (the "***Company***"), in connection with the preparation and filing by the Company with the Securities and Exchange Commission (the "***Commission***") of a registration statement on Form S-8 (the "***Registration Statement***") under the Securities Act of 1933, as amended (the "***Act***"), relating to the issuance by the Company of up to an aggregate of 1,308,060 shares of Class A common stock of the Company, $0.00001 par value per share (the "***Shares***"), issuable under the Amended and Restated Fluence Energy, Inc. 2021 Incentive Award Plan (the "***Plan***"). This opinion is being furnished in connection with the requirements of Item 601(b)(5) of Regulation S-K under the Act, and no opinion is expressed herein as to any matter pertaining to the contents of the Registration Statement or the prospectus forming a part thereof, other than as expressly stated herein with respect to the issuance of the Shares.

As such counsel, we have examined such matters of fact and questions of law as we have considered appropriate for purposes of this letter. With your consent, we have relied upon certificates and other assurances of officers of the Company and others as to factual matters without having independently verified such factual matters. We are opining herein as to the General Corporation Law of the State of Delaware (the "***DGCL***"), and we express no opinion with respect to any other laws.

Subject to the foregoing and the other matters set forth herein, it is our opinion that, as of the date hereof, when the Shares shall have been duly registered on the books of the transfer agent and registrar therefor in the name or on behalf of the purchasers, and have been issued by the Company for legal consideration in excess of par value in the circumstances contemplated by the Plan, assuming that the individual grants or awards under the Plan are duly authorized by all necessary corporate action and duly granted or awarded and exercised in accordance with the requirements of law and the Plan (and the agreements and awards duly adopted thereunder and in accordance therewith), the issue and sale of the Shares will have been duly authorized by all necessary corporate action of the Company, and the Shares will be validly issued, fully paid and nonassessable. In rendering the foregoing opinion, we have assumed that the Company will comply with all applicable notice requirements regarding uncertificated shares provided in the DGCL.

LATHAM&WATKINS LLP

This opinion is for your benefit in connection with the Registration Statement and may be relied upon by you and by persons entitled to rely upon it pursuant to the applicable provisions of the Act. We consent to your filing this opinion as an exhibit to the Registration Statement. In giving such consent, we do not thereby admit that we are in the category of persons whose consent is required under Section 7 of the Act or the rules and regulations of the Commission thereunder.

Sincerely,

/s/ Latham & Watkins LLP

Exhibit 23.1

Consent of Independent Registered Public Accounting Firm

We consent to the incorporation by reference in the Registration Statement (Form S-8) pertaining to the Fluence Energy, Inc. Amended and Restated 2021 Incentive Award Plan of our reports dated November 23, 2026, with respect to the consolidated financial statements of Fluence Energy, Inc. and the effectiveness of internal control over financial reporting of Fluence Energy, Inc. included in its Annual Report (Form 10-K) for the year ended September 30, 2026, filed with the Securities and Exchange Commission.

/s/ Ernst & Young LLP

Tysons, Virginia
November 23, 2026

Calculation of Filing Fee Tables

S-8

Fluence Energy, Inc.

Table 1: Newly Registered Securities

	Security Type	Security Class Title	Fee Calculation Rule	Amount Registered	Proposed Maximum Offering Price Per Unit	Maximum Aggregate Offering Price	Fee Rate	Amount of Registration Fee
1	Equity	Class A common stock, par value $0.00001 per share	457(a)	1,308,060	$ 3.65	$ 4,774,419.00	0.000087	$ 415.37
				Total Offering Amounts:		$ 4,774,419.00		$ 415.37
				Total Fee Offsets:				$ 415.37
				Net Fee Due:				$ 0.00

Offering Note

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(1) In accordance with Rule 416(a) under the Securities Act of 1933, as amended ("Securities Act"), this registration statement shall be deemed to cover any additional securities that may from time to time be offered or issued under the Amended and Restated Fluence Energy, Inc. 2021 Incentive Award Plan (the "Incentive Plan") to prevent dilution resulting from stock splits, stock dividends or similar transactions.

(2) Consists of shares of Class A common stock, par value $0.00001 per share (the "Common Stock"), of Fluence Energy, Inc. (the "Registrant") that have become available for reissuance under the Incentive Plan pursuant to its terms as a result of the expiration or forfeiture of previously issued awards.

(3) Estimated solely for the purpose of calculating the registration fee pursuant to Rules 457(c) and 457(h) of the Securities Act, and based upon the average of the high and low prices of the Common Stock as reported on The Nasdaq Global Select Market on November 20, 2026.

(4) The Registrant previously registered 6,700,000 shares of Common Stock under the Incentive Plan on its Registration Statement on Form S-8 (File No. 333-294240), filed on March 12, 2026 (the "Prior Registration Statement"), and paid a registration fee of $14,073.36. 1,308,060 of those shares were subject to awards that have expired or been forfeited and are now available for reissuance under the Incentive Plan pursuant to its terms and are being registered hereby. The Registrant previously paid a registration fee of $2,747.59 with respect to such shares. As set forth in Table 2 below, the Registrant is hereby applying $415.37 of the previously paid registration fee to the registration of shares of Common Stock pursuant to this Registration Statement, and $2,332.22 remains unused.

Table 2: Fee Offset Claims and Sources ☐Not Applicable

		Registrant or Filer Name	Form or Filing Type	File Number	Initial Filing Date	Filing Date	Fee Offset Claimed	Security Type Associated with Fee Offset Claimed	Security Title Associated with Fee Offset Claimed	Unsold Securities Associated with Fee Offset Claimed	Unsold Aggregate Offering Amount Associated with Fee Offset Claimed	Fee Paid with Fee Offset Source
Rule 457(p)												
Fee Offset Claims	1	Fluence Energy, Inc.	S-8	333-294240	03/12/2026		$ 415.37	Equity	Class A common stock, par value $0.00001 per share	1,308,060	$ 19,895,592.60	
Fee Offset Sources		Fluence Energy, Inc.	S-8	333-294240		03/12/2026						$ 415.37

Rule 457(p) Statement of Withdrawal, Termination, or Completion:

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(1) The Registrant previously paid a registration fee of $14,073.36 in connection with the registration of 6,700,000 shares of

Common Stock under the Incentive Plan on the Prior Registration Statement. 1,308,060 of those shares were subject to awards that have expired or been forfeited and are now available for reissuance under the Incentive Plan pursuant to its terms and are being registered hereby. The Registrant previously paid a registration fee of $2,747.59 with respect to such shares. The Registrant is hereby applying $415.37 of the previously paid registration fee to the registration of shares of Common Stock pursuant to this Registration Statement, and $2,332.22 remains unused.