As filed with the Securities and Exchange Commission on October 30, 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

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

Delaware	**93-2279786**
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

1403 N. Research Way
Orem, UT 84097
(877) 299-4943
(Address of Principal Executive Offices, Including Zip Code)

Complete Solaria, Inc. 2023 Equity Incentive Plan
Complete Solaria, Inc. 2023 Employee Stock Purchase Plan
Restricted Stock Unit Inducement Award Agreements
(Granted as Employment Inducement Awards Outside a Plan)

(Full Title of the Plan)

Thurman J. Rodgers
Chief Executive Officer
1403 N. Research Way
Orem, UT 84097
(877) 299-4943
(Name, Address, Including Zip Code, and Telephone Number, Including Area Code, of Agent for Service)

Copies to:

Michael Penney
Arnold & Porter Kaye Scholer LLP
250 West 55th Street
New York, New York 10019
(212) 836-8000

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 (this "**Registration Statement**") is filed by SunPower Inc. (the "**Registrant**") for the purpose of registering:

- an additional 11,864,491 shares of the Registrant's common stock, par value $0.0001 per share (the "**Common Stock**"), to be issued pursuant to the Registrant's 2023 Equity Incentive Plan, as amended (the "**2023 Plan**");

- an additional 966,122 shares of Common Stock to be issued pursuant to the Registrant's 2023 Employee Stock Purchase Plan, as amended (the "**2023 ESPP**");

- 2,750,000 shares of Common Stock that may be issued upon the vesting and settlement of time-based restricted stock units in accordance with the terms of Restricted Stock Unit Inducement Award Agreements entered into on October 8, 2025 between the Registrant and certain employees of Sunder (as defined below) receiving such awards (collectively, the "**Sunder Employment Inducement Awards**");

- 850,000 shares of Common Stock that may be issued upon the vesting and settlement of time-based restricted stock units in accordance with the terms of Restricted Stock Unit Inducement Award Agreements entered into on February 2, 2026 between the Registrant and certain employees of Cobalt (as defined below) receiving such awards (collectively, the "**Cobalt Employment Inducement Awards**"); and

- 1,000,000 shares of Common Stock that may be issued upon the vesting and settlement of time-based restricted stock units in accordance with the terms of Restricted Stock Unit Inducement Award Agreement entered into on June 30, 2026 between the Registrant and Tom Kowalczuk (the "**CFO Inducement Award**" and together with the Sunder Employment Inducement Awards and the Cobalt Employment Inducement Awards, collectively, the "**Employment Inducement Awards**").

The shares of Common Stock being registered pursuant to this Registration Statement are the same class as, and in addition to, other securities for which the Registration Statements on Form S-8 were filed with the Securities and Exchange Commission (the "**SEC**") on January 4, 2024 (File No. 333-276376) and August 21, 2025 (File No. 333-289759) (the "**Prior Registration Statements**"), in each case relating to the 2023 Plan and the 2023 ESPP. Pursuant to General Instruction E to Form S-8, the contents of the Prior Registration Statements, to the extent relating to the registration of Common Stock issuable under the 2023 Plan and the 2023 ESPP, are incorporated herein by reference and made part of this Registration Statement, except as amended hereby.

The Sunder Employment Inducement Awards were granted as a material inducement to each such employee's acceptance of employment with the Registrant in connection with the Registrant's acquisition of Sunder Energy LLC ("**Sunder**"). The Cobalt Employment Inducement Awards were granted as a material inducement to each such employee's acceptance of employment with the Registrant in connection with the Registrant's acquisition of Cobalt Power Systems, Inc. ("**Cobalt**"). The CFO Inducement Award was issued to Mr. Kowalczuk as a material inducement to his acceptance of employment as the Registrant's Chief Financial Officer on June 30, 2026. The Employment Inducement Awards were granted outside of the 2023 Plan, as amended, in reliance on the employment inducement award exemption under the Nasdaq Listing Rule 5635(c)(4).

PART I

INFORMATION REQUIRED IN THE SECTION 10(a) PROSPECTUS

Item 1. Plan Information.*

Item 2. Registrant Information and Employee Plan Annual Information.*

* The information specified in Item 1 and Item 2 of Part I of Form S-8 is omitted from this Registration Statement in accordance with the provisions of Rule 428 under the Securities Act of 1933, as amended (the "***Securities Act***"), and the introductory note to Part I of Form S-8. The documents containing the information specified in Part I of Form S-8 will be delivered to the participants in the Employment Inducement Awards covered by this Registration Statement as specified by Rule 428(b)(1) under the Securities Act. These documents, and the documents incorporated by reference herein pursuant to Item 3 of Part II hereof, taken together, constitute a prospectus that meets the requirements of Section 10(a) of the Securities Act.

PART II

INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 3. Incorporation of Documents by Reference.

The following documents filed by the Registrant are incorporated herein by reference (except for portions thereof furnished or otherwise not filed with the SEC pursuant to Items 2.02 or 7.01 of Form 8-K and exhibits furnished on such form that relate to such items, which are deemed not to be incorporated by reference into this Registration Statement):

- Annual Report on Form 10-K for the fiscal year ended December 28, 2025, filed with the SEC on April 14, 2026;
- Quarterly Report on Form 10-Q for the quarter ended March 29, 2026, filed with the SEC on May 19, 2026;
- Quarterly Report on Form 10-Q for the quarter ended June 28, 2026, filed with the SEC on August 21, 2026;
- Definitive Proxy Statement on Schedule 14A, filed with the SEC on September 28, 2026;
- Current Reports on Form 8-K (in each case excluding any information furnished rather than filed) filed on January 12, 2026, January 30, 2026, February 2, 2026, February 5, 2026, March 11, 2026, March 30, 2026, April 14, 2026, April 14, 2026 (excluding Item 7.01 thereof and Exhibit 99.1 thereto), April 22, 2026 (excluding Item 7.01 thereof and Exhibits 99.1 and 99.2 thereto), April 29, 2026, May 12, 2026 (excluding Item 7.01 thereof and Exhibit 99.1 thereto), May 22, 2026, July 1, 2026 (excluding Item 7.01 thereof and Exhibit 99.1 thereto), July 7, 2026, July 14, 2026, July 22, 2026, July 22, 2026, August 10, 2026, August 28, 2026, September 3, 2026 (excluding Item 7.01 thereof and Exhibit 99.1 thereto), September 17, 2026, and October 30, 2026, and the Amendments to Current Report on Form 8-K/A, filed on January 9, 2026, amending the Current Report on Form 8-K filed on September 26, 2025, and January 13, 2026, amending the Current Report on Form 8-K filed on November 24, 2025; and
- The description of capital stock set forth in the Description of Registrant's Securities, filed as Exhibit 4.8 to the Annual Report on Form 10-K for the fiscal year ended December 29, 2024, filed on April 30, 2025.

All other reports and documents subsequently filed by the Registrant pursuant to Sections 13(a), 13(c), 14 and 15(d) of the Securities Exchange Act of 1934, as amended (the "***Exchange Act***"), (other than Current Reports furnished under Item 2.02 or Item 7.01 of Form 8-K and exhibits furnished on such form that relate to such items) on or after the date of this Registration Statement and prior to the filing of a post-effective amendment to this Registration Statement which indicates that all securities offered have been sold or which deregisters all securities then remaining unsold, shall be deemed to be incorporated by reference herein and to be a part of this Registration Statement from the date of the filing of such reports and documents. Any statement contained in a document incorporated or deemed to be incorporated by reference herein shall be deemed to be modified or superseded for purposes of this Registration Statement to the extent that a statement contained herein or in any subsequently filed document that also is deemed to be incorporated by reference herein modifies or supersedes such statement. Any such statement so modified or superseded shall not be deemed, except as so modified or superseded, to constitute a part of this Registration Statement.

Item 4. Description of Securities.

Not applicable.

Item 5. Interests of Named Experts and Counsel.

Not applicable.

Item 6. Indemnification of Directors and Officers.

The Registrant is governed by the Delaware General Corporation Law, as the same exists or may hereafter be amended (the "***DGCL***"). Section 145 of the DGCL ("***Section 145***") provides that a Delaware corporation may indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of such corporation) by reason of the fact that such person is or was a director, officer, employee or agent of such corporation, or is or was serving at the request of such corporation as a director, officer, employee or agent of another corporation or enterprise. The indemnification may include expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, provided such person acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the corporation's best interests and, with respect to any criminal action or proceeding, had no reasonable cause to believe that his conduct was unlawful.

Section 145 also provides that a Delaware corporation may indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of such corporation, under the same conditions, except that such indemnification is limited to expenses (including attorneys' fees) actually and reasonably incurred by such person, and except that no indemnification is permitted without judicial approval if such person is adjudged to be liable to such corporation. Where an officer or director of a corporation is successful, on the merits or otherwise, in the defense of any action, suit or proceeding referred to above, or any claim, issue or matter therein, the corporation must indemnify that person against the expenses (including attorneys' fees) which such officer or director actually and reasonably incurred in connection therewith.

Section 145 further authorizes a corporation to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation or enterprise, against any liability asserted against such person and incurred by such person in any such capacity, or arising out of such person's status as such, whether or not the corporation would otherwise have the power to indemnify such person against such liability under Section 145.
The DGCL provides that directors of a corporation will not be personally liable for monetary damages for breach of their fiduciary duties as directors, except for liability:

- for any transaction from which the director derives an improper personal benefit;
- for any act or omission not in good faith or that involves intentional misconduct or a knowing violation of law;
- for any unlawful payment of dividends or redemption of shares; or
- for any breach of a director's duty of loyalty to the corporation or its stockholders.

The Registrant's certificate of incorporation (the "***Charter***") contains provisions limiting the liability of directors, and the Registrant's Second Amended and Restated Bylaws (the "***Bylaws***") provide that the Registrant will indemnify each of its directors and officers to the fullest extent permitted under Delaware law. the Registrant's Charter and Bylaws also provide the Registrant's Board of Directors with discretion to indemnify the Registrant's employees and other agents when determined appropriate by the Registrant's Board.

The Registrant has entered into separate indemnification agreements with the Registrant's directors and executive officers. These agreements, among other things, require the Registrant to indemnify the Registrant's directors and executive officers for certain expenses, including attorneys' fees, judgments, fines and settlement amounts incurred by a director or officer in any action or proceeding arising out of their services as one of its directors or officers or any other company or enterprise to which the person provides services at its request.

The Registrant also maintains a directors' and officers' insurance policy pursuant to which its directors and officers are insured against liability for actions taken in their capacities as directors and officers. The Registrant believes these provisions in the Charter and Bylaws and these indemnification agreements are necessary to attract and retain qualified persons as directors and officers.

Item 7. Exemption from Registration Claimed.

Not applicable.

Item 8. Exhibits.

Exhibit Number	Description
4.1	Certificate of Incorporation of Complete Solaria, Inc. (incorporated by reference to Exhibit 3.1 to the Registrant's Current Report on Form 8-K filed on July 21, 2023)
4.2	Certificate of Amendment to Certificate of Incorporation of SunPower Inc. (incorporated by reference to Exhibit 3.1 to the Registrant's Current Report on Form 8-K filed on October 22, 2025)
4.3	Second Amended and Restated Bylaws of SunPower Inc. (incorporated by reference to Exhibit 3.2 to the Registrant's Current Report on Form 8-K filed on October 22, 2025)
4.4#	Complete Solaria, Inc. 2023 Equity Incentive Plan, as amended (incorporated by reference to Appendix B to Registrant's definitive proxy statement on Schedule 14A for its 2025 annual meeting of stockholders filed on May 1, 2025)
4.5#	Complete Solaria, Inc. 2023 Employee Stock Purchase Plan (incorporated by reference to Exhibit 10.7 to the Registrant's Current Report on Form 8-K filed on July 24, 2023)
5.1*	Opinion of Arnold & Porter Kaye Scholer LLP
23.1*	Consent of BDO USA, P.C.
23.2*	Consent of BDO USA, P.C.
23.3*	Consent of Tanner LLP
23.4*	Consent of Arnold & Porter Kaye Scholer LLP (contained in the opinion filed as Exhibit 5.1 hereto).
24.1*	Power of Attorney (included in the signature page of this Registration Statement).
99.1#	Form of Restricted Stock Unit Inducement Agreement (incorporated by reference to Exhibit 10.65 to the Registrant's Annual Report on Form 10-K filed on April 14, 2026)
107*	Filing Fee Table

* Filed herewith

\# Indicates management contract or compensatory plan.

Item 9. Undertakings.

The undersigned Registrant hereby undertakes:

(1) to file, during any period in which offers or sales are being made, a post-effective amendment to this Registration Statement:

(i) to include any prospectus required by Section 10(a)(3) of the Securities Act;

(ii) to reflect in the prospectus any facts or events arising after the effective date of this Registration Statement (or the most recent post-effective amendment thereof) which, individually or in the aggregate, represent a fundamental change in the information set forth in this Registration Statement. Notwithstanding the foregoing, any increase or decrease in volume of securities offered (if the total dollar value of securities offered would not exceed that which was registered) and any deviation from the low or high end of the estimated maximum offering range may be reflected in the form of prospectus filed with the SEC pursuant to Rule 424(b) if, in the aggregate, the changes in volume and price represent no more than a 20 percent change in the maximum aggregate offering price set forth in the "Calculation of Filing Fee" table in the effective Registration Statement; and

(iii) to include any material information with respect to the plan of distribution not previously disclosed in this Registration Statement or any material change to such information in this Registration Statement;

provided, however, that paragraphs (i) and (ii) of this section do not apply if the information required to be included in a post-effective amendment by those paragraphs is contained in reports filed with or furnished to the SEC by the Registrant pursuant to Section 13 or Section 15(d) of the Exchange Act that are incorporated by reference in this Registration Statement;

(2) that, for the purpose of determining any liability under the Securities Act, each such post-effective amendment shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial bona fide offering thereof; and

(3) to remove from registration by means of a post-effective amendment any of the securities being registered which remain unsold at the termination of the offering.

The undersigned Registrant hereby undertakes that, for purposes of determining any liability under the Securities Act, each filing of the Registrant's annual report pursuant to Sections 13(a) or 15(d) of the Exchange Act (and, where applicable, each filing of an employee benefit plan's annual report pursuant to Section 15(d) of the Exchange Act) that is incorporated by reference in this Registration Statement shall be deemed to be a new registration statement relating to the securities offered therein, and the offering of such securities at that time shall be deemed to be the initial bona fide offering thereof.

Insofar as indemnification for liabilities arising under the Securities Act may be permitted to directors, officers and controlling persons of the Registrant pursuant to the foregoing provisions, or otherwise, the Registrant has been advised that in the opinion of the SEC such indemnification is against public policy as expressed in the Securities Act and is, therefore, unenforceable. In the event that a claim for indemnification against such liabilities (other than the payment by the Registrant of expenses incurred or paid by a director, officer or controlling person of the Registrant in the successful defense of any action, suit or proceeding) is asserted by such director, officer or controlling person in connection with the securities being registered, the Registrant will, unless in the opinion of its counsel the matter has been settled by controlling precedent, submit to a court of appropriate jurisdiction the question whether such indemnification by it is against public policy as expressed in the Securities Act and will be governed by the final adjudication of such issue.

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 Orem, Utah, on October 30, 2026.

SUNPOWER INC.

By: /s/ Thurman J. Rodgers
Name: Thurman J. Rodgers
Title: Chief Executive Officer

POWER OF ATTORNEY

Each person whose signature appears below constitutes and appoints Thurman J. Rodgers and Tom Kowalczuk as attorney-in-fact with full power of substitution, for him or her in any and all capacities, to do any and all acts and all things and to execute any and all instruments which said attorney and agent may deem necessary or desirable to enable the registrant to comply with the Securities Act of 1933, and any rules, regulations and requirements of the Securities and Exchange Commission thereunder, in connection with the registration of common stock of the registrant under this registration statement, including, without limitation, the power and authority to sign the name of each of the undersigned in the capacities indicated below to this registration statement, to any and all amendments or supplements to this registration statement and to any and all instruments or documents filed as part of or in connection with this registration statement or any and all amendments thereto; and each of the undersigned hereby ratifies and confirms all that such attorney and agent shall 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 set forth on the dates indicated.

Signature	Title	Date
/s/ Thurman J. Rodgers Thurman J. Rodgers	Chief Executive Officer and Director (Principal Executive Officer)	October 30, 2026
/s/ Tom Kowalczuk Tom Kowalczuk	Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer)	October 30, 2026
/s/ Antonio R. Alvarez Antonio R. Alvarez	Director	October 30, 2026
/s/ Adam Gishen Adam Gishen	Director	October 30, 2026
/s/ Ronald Pasek Ronald Pasek	Director	October 30, 2026
/s/ Tidjane Thiam Tidjane Thiam	Director	October 30, 2026
/s/ Devin Whatley Devin Whatley	Director	October 30, 2026
/s/ William J. Anderson William J. Anderson	Director	October 30, 2026
/s/ Lothar Maier Lothar Maier	Director	October 30, 2026
/s/ Jamie Haenggi Jamie Haenggi	Director	October 30, 2026
/s/ Chris Lundell Chris Lundell	Director	October 30, 2026
/s/ J. Daniel McCranie J. Daniel McCranie	Director	October 30, 2026
/s/ Bernard Gutmann Bernard Gutmann	Director	October 30, 2026

Exhibit 5.1

Arnold & Porter

October 30, 2026

SunPower Inc.
1403 N. Research Way
Orem, UT 84097

Re: SunPower Inc.
Registration Statement on Form S-8

Ladies and Gentlemen:

We have acted as counsel to SunPower Inc., a Delaware corporation (the "**Company**"), in connection with the preparation of the Company's registration statement on Form S-8 (the "**Registration Statement**") to be filed with the U.S. Securities and Exchange Commission (the "**Commission**") on the date hereof relating to the registration under the Securities Act of 1933, as amended (the "**Securities Act**"), of (i) an additional 11,864,491 shares (the "**Evergreen Shares**") of the Company's common stock, par value $0.0001 per share ("**Common Stock**") issuable pursuant to the Company's 2023 Equity Incentive Plan, as amended (the "**2023 Plan**"), (ii) an additional 966,122 shares (the "**ESPP Shares**") of Common Stock to be issued pursuant to the Company's 2023 Employee Stock Purchase Plan, as amended (the "**2023 ESPP**"), (iii) 850,000 shares (the "**Cobalt Shares**") of Common Stock that may be issued upon the vesting and settlement of time-based restricted stock units in accordance with the terms of Restricted Stock Unit Inducement Award Agreements entered into on February 2, 2026 between the Company and certain employees of Cobalt Power Systems, Inc. receiving such awards (collectively, the "**Cobalt Employment Inducement Awards**"), (iv) 2,750,000 shares (the "**Sunder Shares**") of Common Stock that may be issued upon the vesting and settlement of time-based restricted stock units in accordance with the terms of Restricted Stock Unit Inducement Award Agreements entered into on October 8, 2025 between the Company and certain employees of Sunder Energy LLC receiving such awards (collectively, the "**Sunder Employment Inducement Awards**") and (v) 1,000,000 shares (the "**CFO Inducement Shares**", and, collectively with the Evergreen Shares, the ESPP Shares, the Cobalt Shares, and the Sunder Shares, the "**Shares**") of Common Stock that may be issued upon the vesting and settlement of time-based restricted stock units in accordance with the terms of Restricted Stock Unit Inducement Award Agreement entered into on June 30, 2026 between the Company and Tom Kowalczuk (the "**CFO Inducement Award**" and together with the Sunder Employment Inducement Awards and the Cobalt Employment Inducement Awards, collectively, the "**Employment Inducement Awards**").

This opinion letter is being furnished in accordance with the requirements of Item 601(b)(5) of Regulation S-K promulgated under the Securities Act.

In rendering the opinions set forth below, we have examined and relied upon such certificates, corporate records, agreements, instruments and other documents, and examined such matters of law, that we considered necessary or appropriate as a basis for the opinions. In our examination, we have assumed the legal capacity of all natural persons, the genuineness of all signatures, the authenticity of all documents submitted to us as originals, the conformity to original documents of all documents submitted to us as certified or photostatic copies, the authenticity of the originals of such latter documents, that all parties to such documents (other than the Company) had the power, corporate or other, to enter into and perform all obligations thereunder, that all such documents have been duly authorized by all requisite action, corporate or other, and duly executed and delivered by all parties thereto (other than the Company) and that all such documents constitute the valid and binding obligation of each party thereto (other than the Company) enforceable against each such party in accordance with their terms. As to any facts material to the opinions expressed herein that we did not independently establish or verify, we have relied upon oral or written statements and representations of officers and other representatives of the Company and others.

Based upon the foregoing and subject to the assumptions, qualifications and limitations set forth herein, we are of the opinion that:

1. the Evergreen Shares have been duly authorized, and when issued and delivered by the Company in connection with awards granted under the 2023 Plan in accordance with the terms and conditions set forth in the 2023 Plan, subject to the full payment of the consideration (if any) required under the 2023 Plan or the applicable award agreement, which shall not be less than par value, the Evergreen Shares will be validly issued, fully paid and non-assessable;

2. the ESPP Shares have been duly authorized, and when issued and delivered by the Company in connection with purchases under the 2023 ESPP, subject to the payment of full payment of the consideration required under the 2023 ESPP, which shall not be less than par value, the ESPP Shares will be validly issued, fully paid and non-assessable; and

3. each of the Sunder Shares, the Cobalt Shares and the CFO Inducement Shares have been duly authorized, and when issued and delivered by the Company in accordance with the terms and conditions set forth in the applicable Employment Inducement Award, will be validly issued, fully paid and non-assessable.

The opinions expressed herein are based solely upon the General Corporation Law of the State of Delaware (including the statutory provisions contained therein, the applicable rules and regulations underlying these provisions and reported judicial decisions interpreting the foregoing). We express no opinion herein as to any other laws, statutes, rules, regulations or ordinances.

The opinions set forth above are limited to the matters expressly set forth herein, and no opinion is implied or may be inferred beyond the matters expressly stated. The foregoing opinions are rendered as of the date hereof, and we assume no obligation to update such opinions to reflect any acts, events, facts or circumstances occurring after the date hereof or which may hereafter come to our attention, or any change in the law which may hereafter occur.

We hereby consent to the filing of this opinion letter as Exhibit 5.1 to the Registration Statement. In giving such consent, we do not thereby admit that we are experts within the meaning of the Securities Act or the rules and regulations of the Commission or that this consent is required by Section 7 of the Securities Act.

Very truly yours,

/s/ Arnold & Porter Kaye Scholer LLP

Exhibit 23.1

Consent of Independent Registered Public Accounting Firm

We hereby consent to the incorporation by reference in this Registration Statement of our reports dated April 14, 2026, relating to the consolidated financial statements of SunPower, Inc. (the Company) appearing in the Company's Annual Report on Form 10-K for the year ended December 28, 2025. Our report contains an explanatory paragraph regarding the Company's ability to continue as a going concern.

BDO USA, P.C.
Atlanta, GA

October 30, 2026

Exhibit 23.2

Consent of Independent Registered Public Accounting Firm

We hereby consent to the incorporation by reference in this Registration Statement of our report dated January 9, 2026, relating to the consolidated financial statements of Sunder Energy LLC, appearing in SunPower Inc.'s Current Report on Form 8-K/A filed on January 9, 2026. Our report contains an explanatory paragraph regarding Sunder Energy LLC's ability to continue as a going concern.

BDO USA, P.C.
Atlanta, GA

October 30, 2026

Exhibit 23.3

Consent of Independent Registered Public Accounting Firm

To the Stockholders and the Board of Directors of
SunPower, Inc.

We hereby consent to the incorporation by reference in the Registration Statement on Form S-8 of SunPower Inc. of our report dated December 22, 2025, relating to the 2024 financial statements of Ambia Energy, LLC.

/s/ Tanner LLP

Lehi, Utah

October 30, 2026

CALCULATION OF FILING FEE TABLES

S-8

SUNPOWER INC.

Table 1: Newly Registered Securities

Security Type	Security Class Title	Notes	Fee Calculation Rule	Amount Registered	Proposed Maximum Offering Price Per Unit	Maximum Aggregate Offering Price	Fee Rate	Amount of Registration Fee
Equity	2023 Equity Incentive Plan Common Stock, $0.0001 par value per share	(1)	Other	11,864,491	$ 0.2240	$ 2,657,645.98	0.0000870	$ 231.22
Equity	2023 Employee Stock Purchase Plan Common Stock, $0.0001 par value per share	(2)	Other	966,122	0.1904	183,949.63	0.0000870	16.00
Equity	Restricted Stock Unit Inducement Award Agreements dated October 8, 2025 Common Stock, $0.0001 par value per share	(3)	Other	2,750,000	0.2240	616,000.00	0.0000870	53.59
Equity	Restricted Stock Unit Inducement Award Agreements dated February 2, 2026 Common Stock, $0.0001 par value per share	(4)	Other	850,000	0.2240	190,400.00	0.0000870	16.56
Equity	Restricted Stock Unit Inducement Award Agreement dated June 30, 2026 Common Stock, $0.0001 par value per share	(5)	Other	1,000,000	$ 0.2240	$ 224,000.00	0.0000870	$ 19.49
					Total Offering Amounts:	$ 3,871,995.61		336.86
					Total Fee Offsets:			0.00
					Net Fee Due:			$ 336.86

Offering Note(s)

(1) Pursuant to Rule 416 under the Securities Act of 1933, as amended (the "Securities Act"), this Registration Statement shall also cover any additional shares of common stock, par value $0.0001 per share, of the Registrant ("Common Stock") which become issuable under the Registrant's 2023 Equity Incentive Plan, as amended (the "2023 Plan"), the 2023 Employee Stock Purchase Plan, as amended (the "2023 ESPP"), the Restricted Stock Unit Inducement Award Agreements entered into on October 8, 2025 between the Registrant and certain employees of Sunder Energy LLC receiving such awards (collectively, the "Sunder Employment Inducement Awards"), the Restricted Stock Unit Inducement Award Agreements entered into on February 2, 2026 between the Registrant and certain employees of Cobalt Power Systems, Inc. receiving such awards (collectively, the "Cobalt Employment Inducement Awards"), and the Restricted Stock Unit Inducement Award Agreement entered into on June 30, 2026 between the Registrant and Tom Kowalczuk (the "CFO Inducement Award") by reason of any stock dividend, stock split, recapitalization or any other similar transaction which results in an increase in the number of shares of the Registrant's outstanding Common Stock.

Represents shares of Common Stock reserved for issuance pursuant to future awards under the 2023 Plan. To the extent that any awards outstanding under the 2023 Plan are forfeited, are cancelled, are held back upon exercise or settlement of an award to cover any exercise price, as applicable, or tax withholding, are reacquired by the Registrant prior to vesting, are satisfied without the issuance of stock or are otherwise terminated (other than by exercise) subsequent to the date of this Registration Statement, the shares reserved for issuance pursuant to such awards will become available for issuance as shares of Common Stock under the 2023 Plan.

For the purpose of computing the registration fee only, the price shown is based upon the price of $0.22405 per share, the average of the high and low prices for the Common Stock of the Registrant as reported in the Nasdaq Global Market on October 23, 2026, in accordance with Rule 457(c) and (h)(1).

(2) Pursuant to Rule 416 under the Securities Act of 1933, as amended (the "Securities Act"), this Registration Statement shall also cover any additional shares of common stock, par value $0.0001 per share, of the Registrant ("Common Stock") which become issuable under the Registrant's 2023 Equity Incentive Plan, as amended (the "2023 Plan"), the 2023 Employee Stock Purchase Plan, as amended (the "2023 ESPP"), the Restricted Stock Unit Inducement Award Agreements entered into on October 8, 2025 between the Registrant and certain employees of Sunder Energy LLC receiving such awards (collectively, the "Sunder Employment Inducement Awards"), the Restricted Stock Unit Inducement Award Agreements entered into on February 2, 2026 between the Registrant and certain employees of Cobalt Power Systems, Inc. receiving such awards (collectively, the "Cobalt Employment Inducement Awards"), and the Restricted Stock Unit Inducement Award Agreement entered into on June 30, 2026 between the Registrant and Tom Kowalczuk (the "CFO Inducement Award") by reason of any stock dividend, stock split, recapitalization or any other similar transaction which results in an increase in the number of shares of the Registrant's outstanding Common Stock.

Represents shares of Common Stock reserved for future issuances under the 2023 ESPP.

For the purpose of computing the registration fee only, the price shown is based upon the price of $0.22405 per share, the average of the high and low prices for the Common Stock of the Registrant as reported in the Nasdaq Global Market on October 23, 2026, in accordance with Rule 457(c) and (h)(1), multiplied by 85%, which is the percentage of the trading price per share applicable to purchasers under the 2023 ESPP.

(3) Pursuant to Rule 416 under the Securities Act of 1933, as amended (the "Securities Act"), this Registration Statement shall also cover any additional shares of common stock, par value $0.0001 per share, of the Registrant ("Common Stock") which become issuable under the Registrant's 2023 Equity Incentive Plan, as amended (the "2023 Plan"), the 2023 Employee Stock Purchase Plan, as amended (the "2023 ESPP"), the Restricted Stock Unit

Inducement Award Agreements entered into on October 8, 2025 between the Registrant and certain employees of Sunder Energy LLC receiving such awards (collectively, the "Sunder Employment Inducement Awards"), the Restricted Stock Unit Inducement Award Agreements entered into on February 2, 2026 between the Registrant and certain employees of Cobalt Power Systems, Inc. receiving such awards (collectively, the "Cobalt Employment Inducement Awards"), and the Restricted Stock Unit Inducement Award Agreement entered into on June 30, 2026 between the Registrant and Tom Kowalczuk (the "CFO Inducement Award") by reason of any stock dividend, stock split, recapitalization or any other similar transaction which results in an increase in the number of shares of the Registrant's outstanding Common Stock.

Represents shares of Common Stock that may be issued upon the vesting and settlement of time-based restricted stock units in accordance with the terms of the Sunder Employment Inducement Awards.

For the purpose of computing the registration fee only, the price shown is based upon the price of $0.22405 per share, the average of the high and low prices for the Common Stock of the Registrant as reported in the Nasdaq Global Market on October 23, 2026, in accordance with Rule 457(c) and (h)(1).

(4) Pursuant to Rule 416 under the Securities Act of 1933, as amended (the "Securities Act"), this Registration Statement shall also cover any additional shares of common stock, par value $0.0001 per share, of the Registrant ("Common Stock") which become issuable under the Registrant's 2023 Equity Incentive Plan, as amended (the "2023 Plan"), the 2023 Employee Stock Purchase Plan, as amended (the "2023 ESPP"), the Restricted Stock Unit Inducement Award Agreements entered into on October 8, 2025 between the Registrant and certain employees of Sunder Energy LLC receiving such awards (collectively, the "Sunder Employment Inducement Awards"), the Restricted Stock Unit Inducement Award Agreements entered into on February 2, 2026 between the Registrant and certain employees of Cobalt Power Systems, Inc. receiving such awards (collectively, the "Cobalt Employment Inducement Awards"), and the Restricted Stock Unit Inducement Award Agreement entered into on June 30, 2026 between the Registrant and Tom Kowalczuk (the "CFO Inducement Award") by reason of any stock dividend, stock split, recapitalization or any other similar transaction which results in an increase in the number of shares of the Registrant's outstanding Common Stock.

Represents shares of Common Stock that may be issued upon the vesting and settlement of time-based restricted stock units in accordance with the terms of the Cobalt Employment Inducement Awards.

For the purpose of computing the registration fee only, the price shown is based upon the price of $0.22405 per share, the average of the high and low prices for the Common Stock of the Registrant as reported in the Nasdaq Global Market on October 23, 2026, in accordance with Rule 457(c) and (h)(1).

(5) Pursuant to Rule 416 under the Securities Act of 1933, as amended (the "Securities Act"), this Registration Statement shall also cover any additional shares of common stock, par value $0.0001 per share, of the Registrant ("Common Stock") which become issuable under the Registrant's 2023 Equity Incentive Plan, as amended (the "2023 Plan"), the 2023 Employee Stock Purchase Plan, as amended (the "2023 ESPP"), the Restricted Stock Unit Inducement Award Agreements entered into on October 8, 2025 between the Registrant and certain employees of Sunder Energy LLC receiving such awards (collectively, the "Sunder Employment Inducement Awards"), the Restricted Stock Unit Inducement Award Agreements entered into on February 2, 2026 between the Registrant and certain employees of Cobalt Power Systems, Inc. receiving such awards (collectively, the "Cobalt Employment Inducement Awards"), and the Restricted Stock Unit Inducement Award Agreement entered into on June 30, 2026 between the Registrant and Tom Kowalczuk (the "CFO Inducement Award") by reason of any stock dividend, stock split, recapitalization or any other similar transaction which results in an increase in the number of shares of the Registrant's outstanding Common Stock.

Represents shares of Common Stock that may be issued upon the vesting and settlement of time-based restricted stock units in accordance with the terms of the CFO Inducement Award.

For the purpose of computing the registration fee only, the price shown is based upon the price of $0.22405 per share, the average of the high and low prices for the Common Stock of the Registrant as reported in the Nasdaq Global Market on October 23, 2026, in accordance with Rule 457(c) and (h)(1).