SEC FILE NUMBER
001-31588
CUSIP NUMBER
72303P503

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

FORM 12b-25

NOTIFICATION OF LATE FILING

(Check One): ☐ Form 10-K ☐ Form 20-F ☐ Form 11-K ☒ Form 10-Q ☐ Form 10-D ☐ Form N-CEN ☐ Form N-CSR

For Period Ended: **September 30, 2026**

☐ Transition Report on Form 10-K
☐ Transition Report on Form 20-F
☐ Transition Report on Form 11-K
☐ Transition Report on Form 10-Q

For the Transition Period Ended:

Read Instruction (on back page) Before Preparing Form. Please Print or Type.
Nothing in this form shall be construed to imply that the Commission has verified any information contained herein.

If the notification relates to a portion of the filing checked above, identify the Item(s) to which the notification relates:

PART I - REGISTRANT INFORMATION

SUNation Energy, Inc.
Full Name of Registrant

Former Name if Applicable

171 Remington Blvd.
Address of Principal Executive Office (*Street and Number)*

Ronkonkoma, NY 11779
City, State and Zip Code

PART II - RULES 12b-25(b) AND (c)

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate.)

(a) The reason described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense;

☒ (b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, Form 11-K, Form N-CEN or Form N-CSR, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-Q or subject distribution report on Form 10-D, or portion thereof, will be filed on or before the fifth calendar day following the prescribed due date; and

(c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

PART III – NARRATIVE

State below in reasonable detail why Forms 10-K, 20-F, 11-K, 10-Q, 10-D, N-CEN, N-CSR, or the transition report or portion thereof, could not be filed within the prescribed time period.

SUNation Energy, Inc. (the "Company") is unable to file its Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2026 (the "Quarterly Report") within the prescribed time period without unreasonable effort and expense. Additional time is needed for the Company to compile and analyze supporting documentation in order to complete the Quarterly Report and to permit the Company's independent registered public accounting firm to complete its review.

The Company expects to file the Quarterly Report as soon as reasonably practicable, and at this time the Company anticipates that it will be able to do so within the extension period of five calendar days provided under Rule 12b-25 of the Securities Exchange Act of 1934, as amended.

PART IV - OTHER INFORMATION

(1) Name and telephone number of person to contact in regard to this notification

James Brennan	**631**	**750-9454**
(Name)	(Area Code)	(Telephone Number)

(2) Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If the answer is no, identify report(s).

☒ Yes ☐ No

(3) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?

☒ Yes ☐ No

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

As disclosed in Part III of this Form 12b-25, the Company is unable to file its Quarterly Report on Form 10-Q for the period ended September 30, 2026 within the prescribed time period without unreasonable effort or expense because the Company requires additional time to complete its goodwill and intangible asset impairment assessment. Based on preliminary assessments, the Company anticipates that its results of operations for the three months ended September 30, 2026 will reflect a significant change compared to the corresponding period of the prior fiscal year, primarily due to an expected non-cash impairment charge relating to goodwill and certain intangible assets. Because the valuation analysis and related auditor review are ongoing, the Company is not yet able to reasonably estimate the exact amount of the impairment charge or its final impact on operating loss and net loss for the period.

SUNation Energy, Inc.
(Name of Registrant as Specified in Charter)

Has caused this notification to be signed on its behalf by the undersigned hereunto duly authorized.

Date: November 16, 2026

By: */s/ Scott Maskin*
Scott Maskin
Chief Executive Officer