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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**FORM S-8  
REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933**

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**Aeva Technologies, Inc.**  
(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**84-3080757**  
(I.R.S. Employer  
Identification Number)

**555 Ellis Street  
Mountain View, California 94043**  
(Address of principal executive offices) (Zip Code)

**2021 Incentive Award Plan  
2022 Employee Stock Purchase Plan**  
(Full titles of the plans)

**Soroush Salehian Dardashti  
Chief Executive Officer  
Aeva Technologies, Inc.  
555 Ellis Street  
Mountain View, California 94043**  
(Name and address of agent for service)

**(650) 481-7070**  
(Telephone number, including area code, of agent for service)

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*Copies to:*

**Jeffrey R. Vetter  
Gunderson Dettmer Stough Villeneuve  
Franklin & Hachigian, LLP  
550 Allerton Street  
Redwood City, California 94063  
(650) 321-2400**

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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   
Non-accelerated filer

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.

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## EXPLANATORY NOTE

Pursuant to General Instruction E to Form S-8 under the Securities Act of 1933, as amended (the “1933 Act”), this Registration Statement is filed by Aeva Technologies, Inc. (the “Registrant”) for the purpose of registering additional shares of common stock, par value \$0.0001 per share, of the Company (the “Common Stock”) under the 2021 Incentive Award Plan, as amended, and 2022 Employee Stock Purchase Plan pursuant to the provisions of such plans that provide for automatic annual increases in the number of shares reserved for issuance thereunder. This Registration Statement hereby incorporates by reference the contents of the Registrant’s Registration Statements on Form S-8 filed with the Securities and Exchange Commission on [June 9, 2021](#) (File No. 333-256917), [March 24, 2023](#) (File No. 333-270845), [March 18, 2024](#) (File No. 333-278012), and [March 21, 2025](#) (File No. 333-285986) to the extent not superseded hereby.

### PART I INFORMATION REQUIRED IN THE SECTION 10(a) PROSPECTUS

The information called for in Part I of Form S-8 to be contained in the Section 10(a) prospectus is not being filed with or included in this Registration Statement (by incorporation by reference or otherwise) in accordance with the rules and regulations of the Securities and Exchange Commission (the “Commission”). The documents containing the information specified in Part I of Form S-8 will be delivered to the participants in the equity benefit plans covered by this Registration Statement as specified by Rule 428(b)(1) under the Securities Act.

### PART II INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

#### Item 3. Incorporation of Documents by Reference.

The following documents filed with the Commission by the Registrant are incorporated by reference into this Registration Statement:

- (a) The Registrant’s Annual Report on [Form 10-K](#) for the year ended December 31, 2025 (the “Annual Report”) filed with the Commission on March 20, 2026; and
- (b) The description of the Registrant’s Common Stock contained in [Exhibit 4.4](#) of the Registrant’s Annual Report on Form 10-K for the year ended December 31, 2024, filed with the Commission on March 21, 2025, including any amendments or reports filed for the purpose of updating such description.

All documents subsequently filed by the Registrant pursuant to Section 13(a), 13(c), 14 or 15(d) of the Securities Exchange Act of 1934, as amended (the “Exchange Act”) prior to the filing of a post-effective amendment to the Registration Statement which indicates that all of the shares registered hereunder have been sold or which deregisters all of such shares then remaining unsold, shall be deemed to be incorporated by reference into this Registration Statement and to be a part hereof from the respective dates of filing of such documents; provided, however, that documents or information deemed to have been furnished and not filed in accordance with Commission rules shall not be deemed incorporated by reference into this Registration Statement. 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 other subsequently filed document that also is or is deemed to be incorporated by reference herein, modifies or supersedes such earlier 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.

**Exhibit Index**

<b><u>Exhibit Number</u></b>	<b><u>Description</u></b>
4.1	<a href="#"><u>Specimen Common Stock Certificate (incorporated by reference to Exhibit 4.2 to the Registration Statement on Form S-1 filed by the Registrant on January 24, 2020).</u></a>
4.2	<a href="#"><u>Aeva Technologies, Inc. 2021 Incentive Award Plan (incorporated by reference to Exhibit 10.13 to the Current Report on Form 8-K filed by the Registrant on March 18, 2021).</u></a>
4.3	<a href="#"><u>Amendment to the Aeva Technologies, Inc. 2021 Incentive Award Plan (filed as Annex A to the Registrant's Proxy Statement filed previously with the Commission on October 4, 2022 and incorporated by reference herein).</u></a>
4.4	<a href="#"><u>Form of Stock Option Award Agreement under Aeva Technologies, Inc. 2021 Incentive Award Plan (incorporated by reference to Exhibit 10.14 to the Current Report on Form 8-K filed by the Registrant on March 18, 2021).</u></a>
4.5	<a href="#"><u>Form of Restricted Stock Purchase Award Agreement under Aeva Technologies, Inc. 2021 Incentive Award Plan (incorporated by reference to Exhibit 10.15 to the Current Report on Form 8-K filed by the Registrant on March 18, 2021).</u></a>
4.6	<a href="#"><u>Aeva Technologies, Inc. Performance-Based Restricted Stock Unit Agreement (incorporated by reference to Exhibit 3.1 to the Current Report on Form 8-K filed by the Registrant on March 18, 2024).</u></a>
4.7	<a href="#"><u>Aeva Technologies, Inc. 2022 Employee Stock Purchase Plan (filed as Annex B to the Registrant's Proxy Statement filed previously with the Commission on October 4, 2022 and incorporated by reference herein.)</u></a>
5.1+	<a href="#"><u>Opinion of Gunderson Dettmer Stough Villeneuve Franklin &amp; Hachigian, LLP.</u></a>
23.1+	<a href="#"><u>Consent of Deloitte &amp; Touche LLP independent registered accounting firm for Aeva Technologies, Inc.</u></a>
23.2+	<a href="#"><u>Consent of Gunderson Dettmer Stough Villeneuve Franklin &amp; Hachigian, LLP (included as part of Exhibit 5.1).</u></a>
24.1+	<a href="#"><u>Power of Attorney (included on signature page of this Registration Statement).</u></a>
107+	<a href="#"><u>Filing fee table.</u></a>

+ Filed herewith.

## SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, 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 Mountain View, California, on this March 20, 2026.

### AEVA TECHNOLOGIES, INC.

By: /s/ Soroush Salehian Dardashti  
Soroush Salehian Dardashti  
*Chief Executive Officer*

## POWER OF ATTORNEY

**KNOW ALL PERSONS BY THESE PRESENTS**, that each person whose signature appears below constitutes and appoints Soroush Salehian Dardashti and Saurabh Sinha, and each of them, as his or her true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, to sign the Registration Statement on Form S-8 of Aeva Technologies, Inc., and any or all amendments (including post-effective amendments), and to file the same, with all exhibits thereto, and other documents in connection therewith, with the Securities and Exchange Commission, granting unto said attorneys-in-fact and agents full power and authority to do and perform each and every act and thing requisite or necessary to be done in connection therewith and about the premises, as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents, or their substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

Pursuant to the requirements of the Securities Act of 1933, as amended, this Registration Statement on Form S-8 has been signed by the following persons in the capacities and on the dates indicated.

Signature	Title	Date
<u>/s/ Soroush Salehian Dardashti</u> Soroush Salehian Dardashti	Chief Executive Officer and Director <i>(Principal Executive Officer)</i>	March 20, 2026
<u>/s/ Saurabh Sinha</u> Saurabh Sinha	Chief Financial Officer <i>(Principal Financial and Accounting Officer)</i>	March 20, 2026
<u>/s/ Mina Rezk</u> Mina Rezk	President, Chief Technology Officer and Director	March 20, 2026
<u>/s/ Stefan Sommer</u> Stefan Sommer	Director	March 20, 2026
<u>/s/ Hrach Simonian</u> Hrach Simonian	Director	March 20, 2026
<u>/s/ Katherine Motlagh</u> Katherine Motlagh	Director	March 20, 2026
<u>/s/ Daniel Gibson</u> Daniel Gibson	Director	March 20, 2026
<u>/s/ Stephen Zadesky</u> Stephen Zadesky	Director	March 20, 2026



SILICON VALLEY	LOS ANGELES
ANN ARBOR	NEW YORK
ATLANTA	SAN DIEGO
AUSTIN	SAN FRANCISCO
BEIJING	SÃO PAULO
BOSTON	SINGAPORE

March 20, 2026

Aeva Technologies, Inc.  
555 Ellis Street  
Mountain View, CA 94043

Ladies and Gentlemen:

We refer to the registration statement on Form S-8 (the “Registration Statement”) to be filed by Aeva Technologies, Inc., a Delaware corporation (the “Company”), with the Securities and Exchange Commission (the “Commission”) in connection with the registration under the Securities Act of 1933, as amended (the “Act”), of an aggregate of 6,158,014 shares of the Company’s common stock, par value \$0.0001 per share (the “Shares”), that are subject to issuance by the Company (i) upon the exercise or settlement of awards granted or to be granted under the Company’s 2021 Incentive Award Plan, as amended, and (ii) upon the exercise of purchase rights to acquire Shares under the Company’s 2022 Employee Stock Purchase Plan. The Company’s 2021 Incentive Award Plan, as amended, and the Company’s 2022 Employee Stock Purchase Plan are collectively referred to in this letter as the “Plans.”

In connection with this opinion, we have reviewed the actions proposed to be taken by you in connection with the issuance and sale of the Shares to be issued under the Plans. We have also examined and relied upon the Registration Statement and the originals or copies certified to our satisfaction of such other documents, records, certificates, memoranda and other instruments as in our judgment are necessary or appropriate to enable us to render the opinion expressed below. With your consent, we have relied upon certificates and other assurances of officers of the Company as to factual matters without having independently verified such factual matters. We have assumed the genuineness and authenticity of all documents submitted to us as originals, and the conformity to originals of all documents submitted to us as copies thereof and the due execution and delivery of all documents where due execution and delivery are a prerequisite to the effectiveness thereof.

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, other than as expressly stated herein with respect to the issue of the Shares. Our opinion is limited to the matters stated herein and no opinion is implied or may be inferred beyond the matters expressly stated. Our opinion herein is expressed solely with respect to the federal laws of the United States and the General Corporation Law of the State of Delaware. Our opinion is based on these laws as in effect on the date hereof, and we disclaim any obligation to advise you of facts, circumstances, events or developments which hereafter may be brought to our attention and which may alter, affect or modify the opinion expressed herein. We are not rendering any opinion as to compliance with any federal or state antifraud law, rule or regulation relating to securities, or to the sale or issuance thereof.

Based upon and subject to the foregoing, we advise you that, in our opinion, when the Shares have been issued pursuant to the applicable provisions of the Plans and pursuant to the agreements which accompany the Plans, and in accordance with the Registration Statement, such Shares will be validly issued, fully paid and nonassessable.

We hereby consent to the filing of 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.

GUNDERSON DETTMER STOUGH VILLENEUVE FRANKLIN & HACHIGIAN, LLP  
550 ALLERTON STREET, REDWOOD CITY, CA 94063 / PHONE: 650.321.2400 / FAX: 650.321.2800



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Very truly yours,

/s/ Gunderson Dettmer Stough Villeneuve Franklin & Hachigian, LLP

GUNDERSON DETTMER STOUGH  
VILLENEUVE FRANKLIN & HACHIGIAN, LLP

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We consent to the incorporation by reference in this Registration Statement on Form S-8 of our report dated March 19, 2026 relating to the financial statements of Aeva Technologies, Inc. appearing in the Annual Report on Form 10-K of Aeva Technologies, Inc. for the year ended December 31, 2025.

/s/ Deloitte & Touche LLP

San Jose, California

March 19, 2026

# Calculation of Filing Fee Tables

## S-8

### Aeva Technologies, 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	Common Stock, \$0.0001 par value per share	Other	3,079,007	\$ 15.39	\$ 47,385,917.73	0.0001381	\$ 6,544.00
2 Equity	Common Stock, \$0.0001 par value per share	Other	3,079,007	\$ 13.09	\$ 40,304,201.63	0.0001381	\$ 5,566.02
Total Offering Amounts:					\$ 87,690,119.36		\$ 12,110.02
Total Fee Offsets:							\$ 0.00
Net Fee Due:							\$ 12,110.02

#### Offering Note

<sup>1</sup> (A) Pursuant to Rule 416(a) of the Securities Act of 1933, as amended, (the "Securities Act") this Registration Statement covers any additional shares of common stock that become issuable under the Aeva Technologies, Inc. 2021 Incentive Award Plan, as amended (the "2021 Incentive Award Plan") or the Aeva Technologies, Inc. 2022 Employee Stock Purchase Plan (the "2022 ESPP") by reason of any stock dividend, stock split, recapitalization or any other similar transaction effected without receipt of consideration which results in an increase in the number of Aeva Technologies, Inc.'s outstanding shares of common stock, par value \$0.0001 per share (the "Common Stock"). (B) Represents 3,079,007 shares of Common Stock that were automatically added to the shares reserved for issuance under the 2021 Incentive Award Plan on January 1, 2026 pursuant to an "evergreen" provision contained in the 2021 Incentive Award Plan. (C) Estimated in accordance with Rule 457(c) and Rule 457(h) of the Securities Act solely for the purpose of calculating the registration fee. The price per share and aggregate offering price are based on the average of the high and low sale prices of the Common Stock as reported on the Nasdaq Global Select Market on March 13, 2026, which date is within five business days prior to the filing of this Registration Statement on Form S-8 (the "Registration Statement").

<sup>2</sup> (A) Pursuant to Rule 416(a) of the Securities Act of 1933, as amended, (the "Securities Act") this Registration Statement covers any additional shares of common stock that become issuable under the Aeva Technologies, Inc. 2021 Incentive Award Plan, as amended (the "2021 Incentive Award Plan") or the Aeva Technologies, Inc. 2022 Employee Stock Purchase Plan (the "2022 ESPP") by reason of any stock dividend, stock split, recapitalization or any other similar transaction effected without receipt of consideration which results in an increase in the number of Aeva Technologies, Inc.'s outstanding shares of common stock, par value \$0.0001 per share (the "Common Stock"). (B) Represents 3,079,007 shares of Common Stock that were automatically added to the shares reserved for issuance under the 2022 ESPP on January 1, 2026 pursuant to an "evergreen" provision contained in the 2022 ESPP. (C) Estimated in accordance with Rule 457(c) and Rule 457(h) of the Securities Act solely for the purpose of calculating the registration fee. The price per share and aggregate offering price are based on the average of the high and low sales prices of the Common Stock as reported on the Nasdaq Global Select Market on March 13, 2026, multiplied by 85%, which date is within five business days prior to the filing of the Registration Statement, multiplied by 85%, which is the percentage of the price per share applicable to purchasers under the 2022 ESPP.

Table 2: Fee Offset Claims and Sources

Not Applicable

Registrant Form	File	Initial Filing	Fee	Security	Security	Unsold	Unsold	Fee
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