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

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES

PURSUANT TO SECTION 12(b) OR 12(g) OF

THE SECURITIES EXCHANGE ACT OF 1934

Momentus Inc.

(Exact name of registrant as specified in its charter)

Delaware	**84-1905538**
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
1762 Automation Parkway **San Jose, California**	**95131**
(Address of Principal Executive Offices)	(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class to be registered	Name of each exchange on which each class is to be registered
Preferred Stock Purchase Rights	**Nasdaq Stock Market LLC**

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c) or (e), check the following box. ☑

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d) or (e), check the following box. ☐

If this form relates to the registration of a class of securities concurrently with a Regulation A offering, check the following box. ☐

Securities Act registration statement or Regulation A offering statement file number to which this form relates (if applicable):

N/A

Securities to be registered pursuant to Section 12(g) of the Act:

None.

INFORMATION REQUIRED IN REGISTRATION STATEMENT

Item 1. Description of Registrant's Securities to be Registered.

On November 24, 2026, the Board of Directors (the "Board") of Momentus Inc. (the "Company") declared a dividend of one preferred share purchase right (a "Right"), payable on December 4, 2026, for each share of Class A common stock, par value $0.00001 per share, of the Company (the "Common Shares") outstanding at the close of business on December 4, 2026 (the "Record Date"), to the stockholders of record on that date. In connection with the distribution of the Rights, the Company entered into a Rights Agreement (the "Rights Agreement"), dated as of November 24, 2026, between the Company and Continental Stock Transfer & Trust Company, as rights agent (the "Rights Agent"). Each Right initially entitles the registered holder, upon the terms and subject to the conditions of the Rights Agreement, to purchase from the Company one one-thousandth of a share of Series B Junior Participating Preferred Stock, par value $0.00001 per share, of the Company (the "Preferred Shares"), at a price of $10.00 per one one-thousandth of a Preferred Share (the "Purchase Price"), subject to adjustment.

The complete terms of the Rights are set forth in the Rights Agreement and the rights, powers and preferences of the Preferred Shares are set forth in the Certificate of Designations of Series B Junior Participating Preferred Stock (the "Certificate of Designations"), which documents are attached hereto as Exhibits 4.1 and 3.1, respectively, and incorporated herein by reference. The Certificate of Designations will be filed by the Company with the Secretary of State of the State of Delaware on November 25, 2026. The description of the Rights is incorporated herein by reference to the description set forth under Items 1.01, 3.03, and 5.03 of the Company's Current Report on Form 8-K, filed with the U.S. Securities and Exchange Commission on November 25, 2026, and is qualified in its entirety by reference to the full text of the Rights Agreement and Certificate of Designations.

Item 2. Exhibits.

(d) Exhibits

Exhibit Number	Exhibit Description
3.1	Form of Certificate of Designations of Series B Junior Participating Preferred Stock of Momentus Inc. (incorporated by reference to Exhibit 3.1 to the Company's Current Report on Form 8-K filed on November 25, 2026).
4.1	Rights Agreement, dated as of November 24, 2026, between Momentus Inc. and Continental Stock Transfer & Trust Company (incorporated by reference to Exhibit 4.1 to the Company's Current Report on Form 8-K filed on November 25, 2026).

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, hereunto duly authorized.

By: /s/ Lon Ensler
Name: Lon Ensler
Title: Chief Financial Officer

Dated: November 25, 2026