SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*
Wallace Michael J Wallace
(Last) (First) (Middle)
C/O X-ENERGY, INC.
530 GAITHER ROAD, SUITE 700
(Street)
ROCKVILLE MD 20850
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
04/24/2026

3. Issuer Name **and** Ticker or Trading Symbol
X-Energy, Inc. [XE]

4. Relationship of Reporting Person(s) to Issuer (Check all applicable)
☑ Director
☐ 10% Owner
☐ Officer (give title below)
☐ Other (specify below)

5. If Amendment, Date of Original Filed (Month/Day/Year)
04/24/2026

6. Individual or Joint/Group Filing (Check Applicable Line)
☑ Form filed by One Reporting Person
☐ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock	137,161(1)	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option	(2)	04/24/2026	Class A Common Stock	23,834(3)	23	D	

Explanation of Responses:

1. 50,250 shares of Class A common stock and 16,750 shares of restricted stock were ommitted from the reporting person's original Form 3, and also were omitted from a subsequent Form 4 filed by the reporting person after his original Form 3 was filed.

2. The stock option is vested as to 17,874 of the underlying shares. The stock option vests as to 1,210 of the underlying shares on September 12, 2026, 2,374 of the underlying shares on January 1, 2027 and 2,376 of the underlying shares on January 1, 2028.

3. 18,997 options were ommitted from the reporting person's original Form 3, and also were omitted from a subsequent Form 4 filed by the reporting person after his original Form 3 was filed.

/s/ Carter Lawson, Attorney-in-Fact — 06/26/2026

** Signature of Reporting Person — Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, *see* Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.