

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 5)*

NET Power Inc.

(Name of Issuer)

Class A Common Stock, par value \$0.0001

(Title of Class of Securities)

64107A105

(CUSIP Number)

Min Lee
8 Rivers Capital, LLC, 406 Blackwell Street, 4th Floor
Durham, NC, 27701
919-667-1800

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

07/15/2025

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. ☐

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP No. 64107A105

1	Name of reporting person 8 RIVERS CAPITAL, LLC
2	Check the appropriate box if a member of a Group (See Instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)
3	SEC use only

4	Source of funds (See Instructions) WC, OO	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6	Citizenship or place of organization DELAWARE	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 26,729,880.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 26,729,880.00
11	Aggregate amount beneficially owned by each reporting person 26,729,880.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) <input type="checkbox"/>	
13	Percent of class represented by amount in Row (11) 25.6 %	
14	Type of Reporting Person (See Instructions) OO	

Comment Row 8, 10 and 11.

for Type of Reporting Person: Beneficial ownership of shares of Class A common stock, par value \$0.0001 per share ("Class A Common Stock"), of NET Power, Inc. (the "Issuer") is being reported hereunder solely because the reporting person may be deemed to have beneficial ownership of such shares as a result of the relationships described under Item 2 and Item 3 and the matters described in Item 3, Item 4 and Item 5 of Schedule 13D (as defined below), as amended by this Amendment No. 5 (as defined below).

Represents 26,729,880 Class A Units of NET Power Operations LLC ("Opco Units") held directly by NPEH, LLC ("NPEH"), that are exchangeable for shares of Class A Common Stock on a one-for-one basis as described herein. At the time of any such exchange, an equal number of shares of Class B common stock, par value \$0.0001 per share ("Class B Common Stock"), of the Issuer held directly by NPEH, which have no economic value, will be cancelled.

Row 13. Based upon (i) 77,726,852 shares of Class A Common Stock issued and outstanding as of May 9, 2025, as reported in the Issuer's Current Report on Form 10-Q filed with the Securities and Exchange Commission (the "SEC") on May 12, 2025 (the "Issuer Form 10-Q") and (ii) 26,729,880 shares of Class A Common Stock issuable to NPEH upon the redemption and exchange of an equal number of Opco Units (and the cancellation of an equal number of shares of Class B Common Stock) held by NPEH.

SCHEDULE 13D

CUSIP No.	64107A105
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1	Name of reporting person NPEH, LLC
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2	Check the appropriate box if a member of a Group (See Instructions)	
	<input type="checkbox"/> (a)	
	<input type="checkbox"/> (b)	
3	SEC use only	
4	Source of funds (See Instructions)	
	OO	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)	
	<input type="checkbox"/>	
6	Citizenship or place of organization	
	DELAWARE	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power
		0.00
	8	Shared Voting Power
		26,729,880.00
	9	Sole Dispositive Power
		0.00
	10	Shared Dispositive Power
		26,729,880.00
11	Aggregate amount beneficially owned by each reporting person	
	26,729,880.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)	
	<input type="checkbox"/>	
13	Percent of class represented by amount in Row (11)	
	25.6 %	
14	Type of Reporting Person (See Instructions)	
	OO	

Comment for Type of Reporting Person:

Row 8, 10 and 11. Represents 26,729,880 Opco Units held directly by NPEH that are exchangeable for shares of Class A Common Stock on a one-for-one basis as described herein. At the time of any such exchange, an equal number of shares of Class B Common Stock held directly by NPEH, which have no economic value, will be cancelled.

Row 13. Based upon (i) 77,726,852 shares of Class A Common Stock issued and outstanding as of May 9, 2025, as reported in the Issuer Form 10-Q and (ii) 26,729,880 shares of Class A Common Stock issuable to NPEH upon the redemption and exchange of an equal number of Opco Units (and the cancellation of an equal number of shares of Class B Common Stock) held by NPEH.

SCHEDULE 13D

CUSIP No.	64107A105
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1	Name of reporting person
	SK INC.
2	Check the appropriate box if a member of a Group (See Instructions)
	<input type="checkbox"/> (a)
	<input type="checkbox"/> (b)
3	SEC use only

4	Source of funds (See Instructions) WC, OO	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6	Citizenship or place of organization KOREA, REPUBLIC OF	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 26,729,880.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 26,729,880.00
11	Aggregate amount beneficially owned by each reporting person 26,729,880.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) <input type="checkbox"/>	
13	Percent of class represented by amount in Row (11) 25.6 %	
14	Type of Reporting Person (See Instructions) OO	

Comment for Type of Reporting Person:

Row 8, 10 and 11.

Beneficial ownership of shares of Class A Common Stock is being reported hereunder solely because the reporting person may be deemed to have beneficial ownership of such shares as a result of the relationships described under Item 2 and Item 3 and the matters described in Item 3, 4 and Item 5 of the Schedule 13D, as amended by this Amendment No. 5.

Represents 26,729,880 Opco Units held directly by NPEH that are exchangeable for shares of Class A Common Stock on a one-for-one basis as described herein. At the time of any such exchange, an equal number of shares of Class B Common Stock held directly by NPEH, which have no economic value, will be cancelled.

Row 13. Based upon (i) 77,726,852 shares of Class A Common Stock issued and outstanding as of May 9, 2025, as reported in the Issuer Form 10-Q and (ii) 26,729,880 shares of Class A Common Stock issuable to NPEH upon the redemption and exchange of an equal number of Opco Units (and the cancellation of an equal number of shares of Class B Common Stock) held by NPEH.

SCHEDULE 13D

CUSIP No.	64107A105
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1	Name of reporting person TILLANDSIA, INC.
2	Check the appropriate box if a member of a Group (See Instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)
3	SEC use only

4	Source of funds (See Instructions) WC, OO	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6	Citizenship or place of organization DELAWARE	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 0.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 0.00
11	Aggregate amount beneficially owned by each reporting person 0.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) <input type="checkbox"/>	
13	Percent of class represented by amount in Row (11) 0 %	
14	Type of Reporting Person (See Instructions) OO	

Comment for Type of Reporting Person: Row 8 and 10. SK directly owns 100.0% of the outstanding equity of Tillandsia, Inc. ("Tillandsia"), Areca, Inc. ("Areca"), and Chamaedorea, Inc. ("Chamaedorea"), and each of Tillandsia, Areca and Chamaedorea directly owns approximately 18.60%, 25.77% and 24.11%, respectively, of the voting units of 8 Rivers Capital, LLC ("8 Rivers") and thus SK may be deemed to be a beneficial owner of the shares beneficially owned by 8 Rivers. 8 Rivers beneficially owns approximately 91.4% of the outstanding equity of NPEH and is the manager of NPEH and thus may be deemed to be a beneficial owner of the shares of Class A Common Stock deemed to be directly owned by NPEH. As indicated above, each of Tillandsia, Areca and Chamaedorea directly owns approximately 18.60%, 25.77% and 24.11%, respectively, of the voting units of 8 Rivers and none of Tillandsia, Areca or Chamaedorea controls 8 Rivers or NPEH.

SCHEDULE 13D

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1	Name of reporting person ARECA, INC.
2	Check the appropriate box if a member of a Group (See Instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)
3	SEC use only
4	Source of funds (See Instructions) WC, OO

5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6	Citizenship or place of organization DELAWARE	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 0.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 0.00
11	Aggregate amount beneficially owned by each reporting person 0.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) <input type="checkbox"/>	
13	Percent of class represented by amount in Row (11) 0 %	
14	Type of Reporting Person (See Instructions) OO	

Comment for Type of Reporting Person: Row 8 and 10. SK directly owns 100.0% of the outstanding equity of Tillandsia, Areca and Chamaedorea, and each of Tillandsia, Areca and Chamaedorea directly owns approximately 18.60%, 25.77% and 24.11%, respectively, of the voting units of 8 Rivers and thus SK may be deemed to be a beneficial owner of the shares beneficially owned by 8 Rivers. 8 Rivers beneficially owns approximately 91.4% of the outstanding equity of NPEH and is the manager of NPEH and thus may be deemed to be a beneficial owner of the shares of Class A Common Stock deemed to be directly owned by NPEH. As indicated above, each of Tillandsia, Areca and Chamaedorea directly owns approximately 18.60%, 25.77% and 24.11%, respectively, of the voting units of 8 Rivers and none of Tillandsia, Areca or Chamaedorea controls 8 Rivers or NPEH.

SCHEDULE 13D

CUSIP No.	64107A105
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1	Name of reporting person CHAMAEDOREA, INC.
2	Check the appropriate box if a member of a Group (See Instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)
3	SEC use only
4	Source of funds (See Instructions) WC, OO
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>
6	Citizenship or place of organization DELAWARE

Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 0.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 0.00
11	Aggregate amount beneficially owned by each reporting person 0.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) <input type="checkbox"/>	
13	Percent of class represented by amount in Row (11) 0 %	
14	Type of Reporting Person (See Instructions) OO	

Comment for Type of Reporting Person: Row 8 and 10. SK directly owns 100.0% of the outstanding equity of Tillandsia, Areca and Chamaedorea, and each of Tillandsia, Areca and Chamaedorea directly owns approximately 18.60%, 25.77% and 24.11%, respectively, of the voting units of 8 Rivers and thus SK may be deemed to be a beneficial owner of the shares beneficially owned by 8 Rivers. 8 Rivers beneficially owns approximately 91.4% of the outstanding equity of NPEH and is the manager of NPEH and thus may be deemed to be a beneficial owner of the shares of Class A Common Stock deemed to be directly owned by NPEH. As indicated above, each of Tillandsia, Areca and Chamaedorea directly owns approximately 18.60%, 25.77% and 24.11%, respectively, of the voting units of 8 Rivers and none of Tillandsia, Areca or Chamaedorea controls 8 Rivers or NPEH.

SCHEDULE 13D

Item 1. Security and Issuer

(a) Title of Class of Securities:

Class A Common Stock, par value \$0.0001

(b) Name of Issuer:

NET Power Inc.

(c) Address of Issuer's Principal Executive Offices:

320 Roney Street, Suite 200, Durham, NORTH CAROLINA , 27701.

Item 1 Comment: This Amendment No. 5 ("Amendment No. 5") to Schedule 13D amends the statement on Schedule 13D originally filed by each of 8 Rivers, NPEH, SK, Tillandsia, Areca and Chamaedorea (each, a "Reporting Person" and, collectively, the "Reporting Persons") on June 20, 2023, as amended by Amendment No. 1 on May 28, 2024, as amended by Amendment No. 2 on September 23, 2024, as amended by Amendment No. 3 on October 21, 2024 and as amended by Amendment No. 4 on November 26, 2024 (the "Schedule 13D"). Capitalized terms used but not defined in this Amendment No. 5 shall have the same meanings ascribed to them in the Schedule 13D. Except as otherwise provided herein, each Item of the Schedule 13D remains unchanged.

Item 4. Purpose of Transaction

The information contained in Item 4 of Schedule 13D is hereby amended and supplemented by adding the following information:

On July 15, 2025, Tillandsia sold 2,500,000 shares of Class A Common Stock pursuant to a block trade through its placement manager, Citigroup Global Markets Inc., at a price of \$2.61 per share (the "Block Trade").

Item 5. Interest in Securities of the Issuer

(a) The information contained in Item 5(a) and (b) of the Schedule 13D is hereby amended and restated in its entirety as follows:

The information contained in rows 7, 8, 9, 10, 11 and 13 of the cover pages for each Reporting Person is hereby incorporated by reference in its entirety.

The percentages reported in this Amendment No. 5 are calculated based upon (i) 77,726,852 shares of Class A Common Stock issued

ed and outstanding as of May 9, 2025, as reported in the Issuer Form 10-Q and (ii) 26,729,880 shares of Class A Common Stock issuable to NPEH upon the redemption and exchange of an equal number of Opco Units (and the cancellation of an equal number of shares of Class B Common Stock) held by NPEH.

- (c) Except as described in this Amendment No. 5, no transactions in the class of securities reported have been effected during the past sixty (60) days by the Reporting Persons.
- (d) Other than as described in this Amendment No. 5, to the knowledge of the Reporting Persons, no other person has the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the securities of Issuer covered by this Amendment No. 5.
- (e) Not applicable.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

8 RIVERS CAPITAL, LLC

Signature: /s/ Min Lee
Name/Title: Min Lee, Acting General Counsel
Date: 07/16/2025

NPEH, LLC

Signature: /s/ Min Lee
Name/Title: Min Lee, Acting General Counsel
Date: 07/16/2025

SK INC.

Signature: /s/ Munhyuk Jang
Name/Title: Munhyuk Jang, Head of Corporate Management Department
Date: 07/16/2025

TILLANDSIA, INC.

Signature: /s/ Kiseon Park
Name/Title: Kiseon Park, President
Date: 07/16/2025

ARECA, INC.

Signature: /s/ Jaehun Jang
Name/Title: Jaehun Jang, President
Date: 07/16/2025

CHAMAEDOREA, INC.

Signature: /s/ Manjae Han
Name/Title: Manjae Han, President
Date: 07/16/2025