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

**FORM 15**

**CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION  
UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934  
OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934.**

Commission File Number 001-40980

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**SDCL EDGE Acquisition Corporation**

(Exact name of registrant as specified in its charter)

**60 East 42nd Street, Suite 1100,  
New York, NY  
10165  
(212) 488-5509**

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(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

Units, each consisting of one Class A ordinary share, \$0.0001 par value, and one-half of one redeemable warrant; Class A ordinary shares; Redeemable warrants, each whole warrant exercisable for one Class A ordinary share at an exercise price of \$11.50

(Title of each class of securities covered by this Form)

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**None.**

(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

- |                      |                                     |
|----------------------|-------------------------------------|
| Rule 12g-4(a)(1)     | <input checked="" type="checkbox"/> |
| Rule 12g-4(a)(2)     | <input type="checkbox"/>            |
| Rule 12h-3(b)(1)(i)  | <input checked="" type="checkbox"/> |
| Rule 12h-3(b)(1)(ii) | <input type="checkbox"/>            |
| Rule 15d-6           | <input type="checkbox"/>            |
| Rule 15d-22(b)       | <input type="checkbox"/>            |

Approximate number of holders of record as of the certification or notice date: 0

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Pursuant to the requirements of the Securities Exchange Act of 1934, SDCL EDGE Acquisition Corporation has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date: December 2, 2024

By: /s/ Ned Davis

Name: Ned Davis

Title: Chief Financial Officer

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