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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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**Blackstone Inc.**

(Exact name of registrant as specified in its charter)

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

**20-8875684**  
(I.R.S. Employer  
Identification Number)

345 Park Avenue  
New York, New York 10154  
Telephone: (212) 583-5000  
(Address, including zip code, and telephone number, including area code, of principal executive offices)

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**Blackstone Inc. Amended and Restated 2007 Equity Incentive Plan**  
(Full title of the plan)

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**John G. Finley**  
Chief Legal Officer  
Blackstone Inc.  
345 Park Avenue  
New York, New York 10154  
Telephone: (212) 583-5000

With copies to:  
**Joshua Ford Bonnie**  
Simpson Thacher & Bartlett LLP  
900 G Street, NW  
Washington, D.C. 20001  
Telephone: (202) 636-5500  
Facsimile: (202) 636-5502

(Name and address, including zip code, and telephone number, including area code, of agent for service)

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

This Registration Statement on Form S-8 is being filed for the purpose of registering an additional 12,765,875 shares of common stock, par value \$0.00001 per share, of Blackstone Inc. (“Common Stock”) reserved for issuance under the Blackstone Inc. Amended and Restated 2007 Equity Incentive Plan (the “Plan”). These additional shares of Common Stock are additional securities of the same class as other securities for which an original registration statement (File No. 333-143948) on Form S-8 was filed with the Securities and Exchange Commission (the “Commission”) on [June 21, 2007](#) and additional registration statements (File No. 333-157635, File No. 333-165115, File No. 333-172451, File No. 333-179775, File No. 333-186999, File No. 333-194234, File No. 333-202359, File No. 333-209758, File No. 333-216225, File No. 333-223346, and File No. 333-230020) were filed with the Commission on [March 2, 2009](#), [March 1, 2010](#), [February 25, 2011](#), [February 28, 2012](#), [March 1, 2013](#), [February 28, 2014](#), [February 27, 2015](#), [February 26, 2016](#), [February 24, 2017](#), [March 1, 2018](#), and [March 1, 2019](#), respectively (the “Original Registration Statements”). On [July 1, 2019](#), in connection with the conversion of The Blackstone Group L.P. from a Delaware limited partnership to a Delaware corporation, Blackstone Inc. (the “Company”), the Company filed Post-Effective Amendment No. 1 (S-8 POS to Registration Statements [File No. 333-143948](#), [File No. 333-157635](#), [File No. 333-165115](#), [File No. 333-172451](#), [File No. 333-179775](#), [File No. 333-186999](#), [File No. 333-194234](#), [File No. 333-202359](#), [File No. 333-209758](#), [File No. 333-216225](#), [File No. 333-223346](#), and [File No. 333-230020](#)) to each of the Original Registration Statements to reflect the adoption by the Company of the Original Registration Statements as its own registration statements for all purposes of the Securities Act of 1933, as amended (the “Securities Act”) and the Securities Exchange Act of 1934, as amended (the “Exchange Act”). Additional registration statements with respect to Common Stock reserved under the Plan (File No. 333-236788, File No. 333-253660, File No. 333-263058, File No. 333-270007, File No. 333-277332 and File No. 333-285429) were filed with the Commission on [February 28, 2020](#), [February 26, 2021](#), [February 25, 2022](#), [February 24, 2023](#), [February 23, 2024](#), and [February 28, 2025](#), respectively. These additional shares of Common Stock have become reserved for issuance as a result of the operation of the “evergreen” provision of the Plan, which provides that the total number of shares subject to the Plan will be increased on the first day of each fiscal year pursuant to a specified formula.

Pursuant to General Instruction E to Form S-8, the contents of such earlier registration statements, as amended by the post-effective amendments, where applicable, are incorporated by reference into this Registration Statement, except that the provisions contained in Part II of such earlier registration statements are modified as set forth in this Registration Statement.

## PART II

### INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

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

The following documents filed with the Commission by the Company pursuant to the Exchange Act, are hereby incorporated by reference in this Registration Statement:

- (a) The Company’s Annual Report on [Form 10-K](#) for the fiscal year ended December 31, 2025, filed on February 27, 2026,
- (b) The description of the Company’s capital stock, contained in [Exhibit 4.1](#) to the Company’s Annual Report on [Form 10-K](#) for the fiscal year ended December 31, 2021, filed on February 25, 2022, including any amendment or report filed for the purpose of updating such description.

All documents that the Company subsequently files pursuant to Sections 13(a), 13(c), 14 and 15(d) of the Exchange Act after the date of this Registration Statement and prior to the filing of a post-effective amendment to this Registration Statement indicating that all securities offered have been sold or which deregisters all securities then remaining unsold, shall be deemed to be incorporated by reference into this Registration Statement and to be a part hereof from the date of filing of such documents (other than information furnished pursuant to Item 2.02 or Item 7.01 of any Current Report on Form 8-K, unless expressly stated otherwise therein).

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 which also is or is deemed to be incorporated by reference herein modifies or supersedes such 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.

**Item 5. Interests of Named Experts and Counsel.**

The validity of the Common Stock will be passed upon for us by Simpson Thacher & Bartlett LLP, Washington, D.C. An investment vehicle comprised of select partners of Simpson Thacher & Bartlett LLP, members of their families, related persons and others owns an interest representing less than 1% of the capital commitments of funds affiliated with the Company.

**Item 8. Exhibits.**

The following exhibits are filed or incorporated by reference as part of this Registration Statement:

<u>Exhibit Number</u>	<u>Description of Document</u>
4.1	<a href="#"><u>Amended and Restated Certificate of Incorporation of Blackstone Inc. (incorporated herein by reference to Exhibit 3.1 to the Registrant's Quarterly Report on Form 10-Q for the quarter ended June 30, 2021 filed with the SEC on August 6, 2021).</u></a>
4.2	<a href="#"><u>Amended and Restated Bylaws of Blackstone Inc. (incorporated herein by reference to Exhibit 3.2 to the Registrant's Quarterly Report on Form 10-Q for the quarter ended June 30, 2021 filed with the SEC on August 6, 2021).</u></a>
4.3	<a href="#"><u>Blackstone Inc. Amended and Restated 2007 Equity Incentive Plan (incorporated herein by reference to Exhibit 10.9 of the Registrant's Annual Report on Form 10-K for the year ended December 31, 2023 filed with the SEC on February 23, 2024).</u></a>
5.1*	<a href="#"><u>Opinion of Simpson Thacher &amp; Bartlett LLP.</u></a>
23.1*	<a href="#"><u>Consent of Deloitte &amp; Touche LLP.</u></a>
23.2	<a href="#"><u>Consent of Simpson Thacher &amp; Bartlett LLP (included as part of Exhibit 5.1).</u></a>
24.1	<a href="#"><u>Power of Attorney (included in the signature page to this Registration Statement).</u></a>
107.1*	<a href="#"><u>Filing Fees</u></a>

\* Filed herewith

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, 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 New York, State of New York on February 27, 2026.

Blackstone Inc.

By: /s/ Michael S. Chae  
Name: Michael S. Chae  
Title: Vice Chairman and  
Chief Financial Officer

**POWER OF ATTORNEY**

KNOW ALL MEN BY THESE PRESENTS, that the undersigned directors and officers of the Registrant, which is filing a Registration Statement on Form S-8 with the Securities and Exchange Commission, Washington, D.C. 20549 under the provisions of the Securities Act of 1933 hereby constitute and appoint Stephen A. Schwarzman, Jonathan D. Gray, Michael S. Chae, John G. Finley and Vikrant Sawhney, and each of them, the individual's true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for the person and in his or her name, place and stead, in any and all capacities, to sign such Registration Statement and any or all amendments, including post-effective amendments to the Registration Statement, and all other documents in connection therewith to be filed with the Securities and Exchange Commission, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as he might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact as agents or any of them, 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, this Registration Statement has been signed below by the following persons in the capacities indicated on the 27th day of February, 2026.

**Signatures**

/s/ Stephen A. Schwarzman  
Stephen A. Schwarzman, Chief Executive Officer and  
Chairman of the Board of Directors  
(Principal Executive Officer)

/s/ Jonathan D. Gray  
Jonathan D. Gray, President, Chief Operating Officer and Director

/s/ Michael S. Chae  
Michael S. Chae, Vice Chairman and Chief Financial Officer  
(Principal Financial Officer)

/s/ David Payne  
David Payne, Chief Accounting Officer  
(Principal Accounting Officer)

/s/ Joseph P. Baratta  
Joseph P. Baratta, Director

/s/ James W. Breyer  
James W. Breyer, Director

/s/ Reginald J. Brown  
Reginald J. Brown, Director

/s/ Rochelle B. Lazarus  
Rochelle B. Lazarus, Director

/s/ William G. Parrett  
William G. Parrett, Director

/s/ Ruth Porat  
Ruth Porat, Director

February 27, 2026

Blackstone Inc.  
345 Park Avenue  
New York, NY 10154

Ladies and Gentlemen:

We have acted as counsel to Blackstone Inc., a Delaware corporation (the “Company”), in connection with the Registration Statement on Form S-8 (the “Registration Statement”), filed by the Company with the Securities and Exchange Commission (the “Commission”) under the Securities Act of 1933, as amended, relating to the issuance by the Company of up to 12,765,875 shares of common stock of the Company, par value \$0.00001 (the “Shares”), pursuant to the Blackstone Inc. Amended and Restated 2007 Equity Incentive Plan (the “Plan”).

We have examined the Registration Statement, the Amended and Restated Certificate of Incorporation of the Company and the Amended and Restated Bylaws of the Company, which have been filed with the Commission as exhibits to the Registration Statement. In addition, we have examined, and have relied as to matters of fact upon, originals, or duplicates or certified or conformed copies, of such records, agreements, documents and other instruments and such certificates or comparable documents of public officials and of officers and representatives of the Company and have made such other investigations as we have deemed relevant and necessary in connection with the opinions hereinafter set forth.

In rendering the opinion set forth below, we have assumed the genuineness of all signatures, the legal capacity of natural persons, the authenticity of all documents submitted to us as originals, the conformity to original documents of all documents submitted to us as duplicates or certified or conformed copies, and the authenticity of the originals of such latter documents.

Based upon the foregoing, and subject to the qualifications, assumptions and limitations stated herein, we are of the opinion that, upon issuance and delivery in accordance with the Plan, the Shares will be validly issued, fully paid and nonassessable.

We do not express any opinion herein concerning any law other than the Delaware General Corporation Law.

We hereby consent to the filing of this opinion letter as Exhibit 5.1 to the Registration Statement and to the use of our name under the caption “Interests of Named Experts and Counsel” contained in the Registration Statement.

Very truly yours,

/s/ Simpson Thacher & Bartlett LLP

SIMPSON THACHER & BARTLETT 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 February 27, 2026, relating to the consolidated financial statements of Blackstone Inc. and subsidiaries (“Blackstone”) and the effectiveness of Blackstone’s internal control over financial reporting, appearing in the Annual Report on Form 10-K of Blackstone for the year ended December 31, 2025.

/s/ DELOITTE & TOUCHE LLP

New York, New York  
February 27, 2026

