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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934  
(Amendment No. 1)\*

**Motorsport Games Inc.**

(Name of Issuer)

**Class A common stock, \$0.0001 par value per share**

(Title of Class of Securities)

(CUSIP Number)

**06/30/2026**

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

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SCHEDULE 13G

CUSIP No.

Names of Reporting Persons

1

Red Oak Partners, LLC

Check the appropriate box if a member of a Group (see instructions)

2

(a)

(b)

3

Sec Use Only

Citizenship or Place of Organization

4

FLORIDA

Number of Shares Beneficially Owned by Each Reporting Person With: 5 Sole Voting Power  
 0.00  
 Shared Voting Power  
 6  
 442,644.00  
 Sole Dispositive Power  
 7  
 0.00  
 Shared Dispositive Power  
 8  
 442,644.00

9 Aggregate Amount Beneficially Owned by Each Reporting Person  
 442,644.00  
 10 Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)  
  
 11 Percent of class represented by amount in row (9)  
 10.6 %  
 12 Type of Reporting Person (See Instructions)  
 OO

**SCHEDULE 13G**

**CUSIP No.**

1 Names of Reporting Persons  
 Red Oak Fund, LP  
 Check the appropriate box if a member of a Group (see instructions)  
 2  (a)  
 (b)

3 Sec Use Only  
 4 Citizenship or Place of Organization

DELAWARE  
 Sole Voting Power  
 5  
 0.00  
 Shared Voting Power  
 6  
 285,611.00  
 Sole Dispositive Power  
 7  
 0.00  
 Shared Dispositive Power  
 8  
 285,611.00

9 Aggregate Amount Beneficially Owned by Each Reporting Person  
 285,611.00  
 10 Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

11 Percent of class represented by amount in row (9)

6.8 %

Type of Reporting Person (See Instructions)

12

PN

## SCHEDULE 13G

### CUSIP No.

Names of Reporting Persons

1

Red Oak Long Fund, LP

Check the appropriate box if a member of a Group (see instructions)

2

(a)

(b)

3

Sec Use Only

Citizenship or Place of Organization

4

DELAWARE

Sole Voting Power

5

0.00

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person  
With:

Shared Voting Power

6

157,033.00

Sole Dispositive Power

7

0.00

Shared Dispositive

8

Power

157,033.00

Aggregate Amount Beneficially Owned by Each Reporting Person

9

157,033.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

10

Percent of class represented by amount in row (9)

11

3.8 %

Type of Reporting Person (See Instructions)

12

PN

## SCHEDULE 13G

### CUSIP No.

Names of Reporting Persons

1

Sandberg David

2

Check the appropriate box if a member of a Group (see instructions)

(a)

(b)

3 Sec Use Only  
Citizenship or Place of Organization

4 UNITED STATES

Sole Voting Power

5

0.00

Number of Shares Beneficially Owned by Each Reporting Person With:

Shared Voting Power

6

442,644.00

Sole Dispositive Power

7

0.00

Shared Dispositive

8

Power

442,644.00

Aggregate Amount Beneficially Owned by Each Reporting Person

9

442,644.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

10

Percent of class represented by amount in row (9)

11

10.6 %

Type of Reporting Person (See Instructions)

12

IN

## SCHEDULE 13G

Item 1.

Name of issuer:

(a)

Motorsport Games Inc.

Address of issuer's principal executive offices:

(b)

3350 SW 148th Avenue, Suite 207, Miramar, FL, 33027

Item 2.

Name of person filing:

The names of the persons filing this Statement (the "Reporting Persons") are: The Red Oak Fund, LP, a Delaware limited partnership ("Red Oak Fund"); The Red Oak Long Fund, LP, a Delaware limited partnership ("Red Oak Long Fund"); Red Oak Partners, LLC, a Florida limited liability company ("Red Oak Partners"); and David Sandberg, as the controlling member of Red Oak Partners. This Statement is being filed by David Sandberg, the controlling member of Red Oak Partners, which manages each of Red Oak Fund and Red Oak Long Fund (each a "Fund" and, collectively, the "Funds"). The Funds are private investment vehicles formed for the purpose of investing and trading in a wide variety of securities and financial instruments. The Funds directly own the shares as reported in this Statement. Each of the filers hereto disclaims beneficial ownership with respect to any shares other than shares owned directly by such filer.

(a)

Address or principal business office or, if none, residence:

(b)

40 SE 5th Street, Suite 502, Boca Raton, FL 33432

Citizenship:

(c)

David Sandberg is a citizen of the United States.

(d)

Title of class of securities:

Class A common stock, \$0.0001 par value per share

CUSIP No.:

(e)

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a)  Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b)  Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c)  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d)  Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e)  An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h)  A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i)  A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j)  A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:
- (k)  Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4. Ownership

Amount beneficially owned:

- (a) Red Oak Partners may be deemed to beneficially own 442,644 shares of Class A common stock which includes: 285,611 shares of Class A common stock that Red Oak Fund may be deemed to beneficially own and 157,033 shares of Class A common stock that Red Oak Long Fund may be deemed to beneficially own. Mr. Sandberg, as the managing member of Red Oak Partners may be deemed to beneficially own the 442,644 shares of Class A common stock beneficially owned by Red Oak Partners through the Funds.

Percent of class:

- (b) With respect to David Sandberg and Red Oak Partners, 10.6% of Class A common stock. With respect to the Red Oak Fund, 6.8% of Class A common stock. With respect to the Red Oak Long Fund, 3.8% of Class A common stock. %

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

0

(ii) Shared power to vote or to direct the vote:

With respect to David Sandberg and Red Oak Partners, LLC, 442,644 shares of Class A common stock.

(iii) Sole power to dispose or to direct the disposition of:

0

(iv) Shared power to dispose or to direct the disposition of:

With respect to David Sandberg and Red Oak Partners, LLC, 442,644 shares of Class A common stock.

Item 5. Ownership of 5 Percent or Less of a Class.

Item 6. Ownership of more than 5 Percent on Behalf of Another Person.

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not Applicable

Item 8. Identification and Classification of Members of the Group.

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certifications:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

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.

Red Oak Partners, LLC

Signature: /s/ David Sandberg  
Name/Title: Managing Member  
Date: 07/02/2026

Red Oak Fund, LP

Signature: /s/ David Sandberg  
Name/Title: Managing Member  
Date: 07/02/2026

Red Oak Long Fund, LP

Signature: /s/ David Sandberg  
Name/Title: Managing Member  
Date: 07/02/2026

Sandberg David

Signature: /s/ David Sandberg  
Name/Title: Individual  
Date: 07/02/2026