SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Hansen-Chambers Peter (Last) (First) (Middle) C/O 3350 SW 148TH AVENUE, SUITE 207 (Street) MIRAMAR, FL 33027 (City) (State) (Zip)	Motorsport Games Inc. [MSGM] Foreign Trading Symbol 3. Date of Earliest Transaction (Month/Day/Year) 07/30/2026 4. If Amendment, Date of Original Filed (Month/Day/Year)	Director; 10% Owner ☑ Officer (give title below); Other (specify below) Chief Financial Officer 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 Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	07/30/2026		A		12,500[(1)]	A	$0	12,500[(1)]	D	
Class A Common Stock	07/30/2026		A		12,500[(2)]	A	$0	25,000[(2)]	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Each restricted stock unit ("RSU") represents a contingent right to receive one share of Class A Common Stock. The RSUs vest (i) 4,133 shares on the first anniversary of the date of grant, (ii) 4,133 shares on the earlier of a Change of Control (as defined in the Amended and Restated 2021 Equity Incentive Plan) and the second anniversary of the date of grant, and (iii) 4,134 shares on the earlier of a Change of Control and the first anniversary of the date of grant.

2. Represents 12,500 performance-based restricted stock units ("PSUs") granted under the Plan. The number of PSUs earned is based on the Company's total shareholder return measured over a three-year performance period, with one-third of the target PSUs measured with respect to each of Year 1, Year 2, and Year 3. Any earned PSUs remain subject to a service-based vesting condition and do not vest until the end of the three-year performance period, subject to Mr. Hansen-Chambers' continued employment through such date, or earlier upon a Change of -Control, subject to his continued service through the applicable vesting date.

/s/ Peter Hansen-Chambers 08/03/2026

** 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 4 (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.