

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person* Sternberg Ophir <small>(Last) (First) (Middle)</small> 2701 LE JEUNE ROAD, FLOOR 10 <small>(Street)</small> CORAL GABLES, FL 33134 <small>(City) (State) (Zip)</small>	2. Issuer Name and Ticker or Trading Symbol MSP Recovery, Inc. [MSPR]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
3. Date of Earliest Transaction (Month/Day/Year) 05/23/2022		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
4. If Amendment, Date Original Filed (Month/Day/Year)		

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	05/23/2022		M		260,000	A	\$ 0	4,922,500	I	Lionheart Equities LLC (2)
Class A Common Stock	05/23/2022		J		2,608,687 (3)	D	\$ 0	2,313,813	I	Lionheart Equities, LLC (2)
Class A Common Stock	05/23/2022		M		185,000	A	\$ 0	740,000 (1)	I	Lionheart Investments, LLC (4)
Class A Common Stock	05/23/2022		A		1,000,000	A	\$ 0	1,000,000	I	Star Mountain Equities, LLC (5)
Class A Common Stock	05/23/2022		A		1,000,000	A	\$ 0	1,000,000	I	2022 OS Irrevocable (6)
Class B Common Stock	05/23/2022		J		4,662,500 (7)	D	\$ 0	0	I	Lionheart Equities, LLC (2)
Class B Common Stock	05/23/2022		J		555,000 (7)	D	\$ 0	0	I	Lionheart Investments, LLC (4)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 Underlying Securities (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 of Derivative Security: 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				
Class A Units	\$ 0 (8)	05/23/2022		M		260,000		(8)	(8)	Class A Common Stock	260,000	\$ 0	0	I	Lionheart Equities LLC (2)
Class A Units	\$ 0 (8)	05/23/2022		M		185,000 (1)		(8)	(8)	Class A Common Stock	185,000	\$ 0	0	I	Lionheart Investments, LLC (2)
Warrants	\$ 11.5	05/23/2022		A		130,000		06/02/2022	05/23/2027	Class A Common Stock	130,000	\$ 0	130,000	I	Lionheart Equities, LLC (2)

Warrants	\$ 0	05/23/2022		J		8,750 (9)	(9)	(9)	Class A Common Stock	8,750	\$ 0	121,250	I	Lionheart Equities, LLC (2)
Warrants	\$ 11.5	05/23/2022		A	92,500		06/02/2022	05/23/2027	Class A Common Stock	92,500	\$ 0	92,500	I	Lionheart Investments, LLC (4)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sternberg Ophir 2701 LE JEUNE ROAD, FLOOR 10 CORAL GABLES, FL 33134	X	X		

Signatures

/s/ Ophir Sternberg		05/25/2022
<small>**Signature of Reporting Person</small>		<small>Date</small>

Explanation of Responses:

- * 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).
- (1) These shares were previously inadvertently aggregated into the shares owned by Lionheart Equities, LLC ("Sponsor").
 - (2) These shares of Class A Common Stock ("Class A Shares") are owned directly by Sponsor, an entity which Mr. Sternberg owns and controls.
 - (3) These shares were transferred to certain affiliates of Sponsor in connection with the closing of the Issuer's business combination on May 23, 2022 (the "Business Combination").
 - (4) These Class A shares are owned directly by Lionheart Investments, LLC ("Investments"), an entity which Mr. Sternberg owns and controls.
 - (5) These Class A shares are owned directly by Star Mountain Equities, LLC, an entity which Mr. Sternberg owns and controls.
 - (6) These Class A shares are owned directly by 2022 OS Irrevocable Trust, over which Mr. Sternberg has sole investment and dispositive power as its trustee.
 - (7) Reflects the cancellation for no consideration of Class B Common Stock ("Class B Shares") of the Issuer in connection with the conversion of the Class B Shares into Class A Shares. These Class B Shares were converted into Class A Shares, on a one-for-one basis, in connection with the closing of the Business Combination.
 - (8) Each of these Class A Units were converted into (i) one Class A Share of Issuer and (ii) one-half of one Warrant to purchase a Class A Share of Issuer at an exercise price of \$11.50 per share upon the completion of the combination transaction.
 - (9) The warrants were transferred to certain affiliates of Sponsor in connection with the closing of the Business Combination for no consideration.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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