As filed with the Securities and Exchange Commission on August 6, 2026

Registration No. 333-296766

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

AMENDMENT NO. 1
TO
FORM S-3

REGISTRATION STATEMENT
UNDER THE SECURITIES ACT OF 1933

SUPER LEAGUE ENTERPRISE, INC.
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation or organization)	**47-1990734** (I.R.S. Employer Identification Number)

2450 Colorado Avenue, Suite 100E
Santa Monica, California 90404
(213) 421-1920
(Address, including zip code, and telephone number, including
area code of registrant's principal executive offices)

Matthew Edelman
Chief Executive Officer
Super League Enterprise, Inc.
2450 Colorado Avenue, Suite 100E
Santa Monica, California 90404
(213) 421-1920
(Name, address, including zip code, and telephone
number, including area code, of agent for service)

Copies to:

Matthew Edelman Chief Executive Officer Super League Enterprise, Inc. 2450 Colorado Avenue, Suite 100E Santa Monica, California 90404 (213) 421-1920	Daniel W. Rumsey, Esq. Jack Kennedy, Esq. Disclosure Law Group, a Professional Corporation 600 West Broadway, Suite 700 San Diego, CA 92101 (619) 272-7050

As soon as practicable after this registration statement becomes effective.
(Approximate date of commencement of proposed sale to the public)

If the only securities being registered on this Form are being offered pursuant to dividend or interest reinvestment plans, please check the following box. ☐

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with dividend or interest reinvestment plans, check the following box. ☒

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act of 1933, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ☐

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ☐

If this Form is a registration statement pursuant to General Instruction I.D. or a post-effective amendment thereto that shall become effective upon filing with the Commission pursuant to Rule 462(e) under the Securities Act, check the following box. ☐

If this Form is a post-effective amendment to a registration statement filed pursuant to General Instruction I.D. filed to register additional securities or additional classes of securities pursuant to Rule 413(b) under the Securities Act, check the following box. ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, 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	☐	Accelerated filer	☐
Non-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. ☐

The Registrant hereby amends this Registration Statement on such date or dates as may be necessary to delay its effective date until the Registrant shall file a further amendment which specifically states that this Registration Statement shall thereafter become effective in accordance with Section 8(a) of the Securities Act of 1933, as amended, or until the Registration Statement shall become effective on such date as the Securities and Exchange Commission, acting pursuant to said Section 8(a), may determine.

EXPLANATORY NOTE

Super League Enterprise, Inc. (the "Company") is filing this Amendment No. 1 to our Registration Statement on Form S-3 (File No. 333-296766), filed on June 12, 2026, for the sole purpose of filing Exhibit 5.1 and Exhibit 23.1 with the Securities and Exchange Commission. This Amendment No. 1 does not modify any provision of the Prospectus that forms a part of the Registration Statement and accordingly such Prospectus has not been included herein.

PART II

INFORMATION NOT REQUIRED IN PROSPECTUS

Item 16. Exhibits.

Exhibit No.	Name	Incorporation by Reference
2.1*	Asset Purchase Agreement by and between the Company and Esports Now, LLC, dated March 16, 2026	Exhibit 2.1 to the Company's Current Report on Form 8-K, filed on March 20, 2026
3.1	Third Amended and Restated Certificate of Incorporation of Super League Enterprise, Inc.	Exhibit 3.1 to the Current Report on Form 8-K, filed on October 22, 2025
3.2	Certificate of Amendment to the Third Amended and Restated Certificate of Incorporation of Super League Enterprise, Inc., dated January 23, 2026.	Exhibit 3.1 to the Current Report on Form 8-K, filed on January 23, 2026
3.3	Second Amended and Restated Bylaws of Super League Enterprise, Inc.	Exhibit 3.2 to the Registration Statement, filed on January 4, 2019.
4.1	Form of Common Stock Purchase Warrant (incorporated by reference to	Exhibit 4.1 to the Company's Current Report on Form 8-K, filed on March 20, 2026
4.2	Form of Pre-Funded Warrant to Purchase Common Stock (incorporated by reference to	Exhibit 4.1 to the Company's Current Report on Form 8-K, filed on March 20, 2026
5.1	Opinion of Disclosure Law Group, a Professional Corporation.	Filed herewith
10.1	Brand Partnership Agreement by and between the Company and Esports Now, LLC, dated May 1, 2026	Exhibit 10.1 to the Company's Current Report on Form 8-K, filed on May 6, 2026
10.2	Form of Registration Rights Agreement	Exhibit 10.1 to the Company's Current Report on Form 8-K, filed on March 20, 2026)
23.1	Consent of Independent Registered Public Accounting Firm – Withum Smith+Brown, PC	Filed herewith
23.2	Consent of Disclosure Law Group, a Professional Corporation (included in Exhibit 5.1)	Filed herewith
24.1	Power of Attorney (located on the signature page of the Registration Statement on Form S-3 filed on June 12, 2026)	
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* Exhibits, disclosure schedules and other schedules have been omitted pursuant to Item 601(b)(2) of Regulation S-K. Super League agrees to furnish supplementally a copy of such exhibits, disclosure schedules and other schedules, or any section thereof, to the SEC upon request.

** Filed as an exhibit to the Registration Statement on Form S-3 filed on June 12, 2026.

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-3 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Santa Monica, California, on the 6th day of August, 2026.

SUPER LEAGUE ENTERPRISE, INC.

By: /s/ *Matthew Edelman*
Matthew Edelman
Chief Executive Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

Signature	Title	Date
/s/ Matthew Edelman Matthew Edelman	Chief Executive Officer and Director (Principal Executive Officer)	August 6, 2026
/s/ * Clayton Haynes	Chief Financial Officer (Principal Financial and Accounting Officer)	August 6, 2026
/s/ * Bant Breen	Director	August 6, 2026
/s/ * Marti Frucci	Director	August 6, 2026
/s/ * Ann Hand	Director	August 6, 2026
/s/ * Robert Kalutkiewicz	Director	August 6, 2026
/s/ * Kristin Patrick	Director	August 6, 2026
/s/ * Hunter Williams	Director	August 6, 2026

* /s/ Matthew Edelman
Attorney-in-fact

Exhibit 5.1

DISCLOSURE LAW GROUP
a Professional Corporation

August 6, 2026

Super League Enterprise, Inc.
2856 Colorado Avenue
Santa Monica, CA 90404

Re: Registration Statement on Form S-3 of Super League Enterprise, Inc.

Ladies and Gentlemen:

We have acted as special counsel to Super League Enterprise, Inc., a Delaware corporation (the "*Company*"), in connection with the offer and resale from time to time by the selling stockholders (the "*Selling Stockholders*") named in the Prospectus (as defined below) of up to 1,072,900 shares (the "*Shares*") of common stock, par value $0.001 per share ("*Common Stock*"), consisting of (i) 26,768 shares of Common Stock (the "*Common Shares*"); (ii) 509,682 shares of Common Stock issuable upon exercise of a pre-funded common stock purchase warrant (the "*Pre-Funded Warrant*", and the shares of Common Stock issuable upon exercise of the Pre-Funded Warrant, the "*PFW Shares*"); and (iii) 536,450 shares of Common Stock issuable upon exercise of a common stock purchase warrant (the "*Warrant*", and the shares of Common Stock issuable upon exercise of the Warrant, the "*Warrant Shares*"). The Shares are included in a registration statement on Form S-3 (File No. 333-296766) (the "*Registration Statement*") under the Securities Act of 1933, as amended (the "*Act*"), and the related prospectus included in the Registration Statement (the "*Prospectus*"), filed with the Securities and Exchange Commission (the "*Commission*") on June 12, 2026.

This opinion is being furnished in connection with the requirements of Item 601(b)(5) of Regulation S-K under the Act, and no opinion is expressed herein as to any matter pertaining to the contents of the Registration Statement or related Prospectus, other than as expressly stated in this letter. It is understood that the opinions set forth below are to be used only in connection with the offer while the Registration Statement is in effect.

In rendering these opinions, we have examined the Company's Third Amended and Restated Certificate of Incorporation, as amended, and the Second Amended and Restated Bylaws, both as amended and currently in effect, the Registration Statement, and the exhibits thereto, and such other records, instruments and documents as we have deemed advisable in order to render these opinions. In such examination, we have assumed the genuineness of all signatures, the legal capacity of all natural persons, the authenticity of all documents submitted to us as originals, the conformity to original documents of all documents submitted to us as certified, conformed or photo static copies and the authenticity of the originals of such latter documents. In providing these opinions, we have further relied as to certain matters on information obtained from officers of the Company.

We do not express any opinion with respect to the laws of any jurisdiction other than the applicable provisions of the General Corporation Law of the State of Delaware as in effect on the date of this letter. We neither express nor imply any obligation with respect to any other laws or the laws of any other jurisdiction or of the United States. This letter speaks as of its date, and we do not undertake (and hereby disclaim any) obligation to update this letter.

Subject to the foregoing and subject to the assumptions, exceptions, limitations, and qualifications set forth in this letter, it is our opinion that, as of the date hereof:

1. the Common Shares have been duly authorized by all requisite corporate action on the part of the Company under DGCL and are validly issued, are fully paid, and non-assessable.

2. the Pre-Funded Warrants have been duly authorized by all requisite corporate action on the part of the Company under the DGCL and, when the PFW Shares are delivered and paid for in accordance with the terms of the Pre-Funded Warrants and when evidence of the issuance thereof is duly recorded in the Company's books and records, the PFW Shares will be validly issued, fully paid, and non-assessable.

3. the Warrants have been duly authorized by all requisite corporate action on the part of the Company under the DGCL and, when the Warrant Shares are delivered and paid for in accordance with the terms of the Warrants and when evidence of the issuance thereof is duly recorded in the Company's books and records, the Warrant Shares will be validly issued, fully paid, and non-assessable.

This letter is furnished in connection with the filing of the Registration Statement and may not be relied upon for any other purpose without our prior written consent in each instance. Further, no portion of this letter may be quoted, circulated, or referred to in any other document for any other purpose without our prior written consent.

We hereby consent to the filing of this letter with the Commission as Exhibit 5.1 to the Registration Statement and to the use of our name under the caption "Legal Matters" in the prospectus that forms a part of the Registration Statement. In giving the foregoing consent, we do not admit that we are in the category of persons whose consent is required under Section 7 of the Securities Act or the rules and regulations of the Commission promulgated under the Securities Act.

Very truly yours,

/s/ Disclosure Law Group
Disclosure Law Group, a Professional Corporation

Exhibit 23.1

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We hereby consent to the incorporation by reference in the Prospectus constituting a part of this Registration Statement on Amendment No. 1 to Form S-3 (File No. 333-296766) of Super League Enterprise, Inc. and Subsidiaries (the "Company") of our report dated March 31, 2026, relating to the consolidated financial statements of the Company as of December 31, 2025 and 2024 and for the years then ended, appearing in the Company's Annual Report on Form 10-K for the years ended December 31, 2025 and 2024.

We also consent to the reference to us under the caption "Experts" in the Prospectus.

/s/ WithumSmith+Brown, PC

Whippany, New Jersey
August 6, 2026