

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

Amendment No. 1
To
SCHEDULE 13G
(Rule 13d-102)

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULE 13d-1(b) (c), AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO
RULE 13d-2(b)**

MGT CAPITAL INVESTMENTS, INC.

(Name of Issuer)

COMMON STOCK, PAR VALUE \$0.001 PER SHARE

(Title of Class of Securities)

55302P202

(CUSIP Number)

December 31, 2015

(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)
-
-

1 NAME OF REPORTING PERSONS
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Barry Honig

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) "

(b) "

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

NUMBER OF SHARES 5 SOLE VOTING POWER

305,889

BENEFICIALLY OWNED BY 6 SHARED VOTING POWER

1,251,934(1)(2)

EACH REPORTING 7 SOLE DISPOSITIVE POWER

305,889

PERSON WITH 8 SHARED DISPOSITIVE POWER

1,251,934(1)(2)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,557,823(1)(2)

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

9.1%

12 TYPE OF REPORTING PERSON*

IN

(1) Includes (i) 246,855 shares of common stock held by GRQ Consultants, Inc. 401K ("401K") and (ii) 1,005,079 shares of common stock held by GRQ Consultants, Inc. Roth 401K FBO Barry Honig ("Roth 401K"). Mr. Honig is the trustee of 401K and Roth 401K and in such capacities holds voting and dispositive power over the securities held by such entities.

(2) Excludes 1,600,000 shares of common stock underlying warrants held by Roth 401K which contains a 4.99% beneficial ownership blocker.

1 NAME OF REPORTING PERSONS
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
GRQ Consultants, Inc. 401K

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) ""
(b) ""

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Florida

NUMBER OF SHARES 5 SOLE VOTING POWER
0

BENEFICIALLY OWNED BY 6 SHARED VOTING POWER
246,855(1)

EACH REPORTING 7 SOLE DISPOSITIVE POWER
0

PERSON WITH 8 SHARED DISPOSITIVE POWER
246,855(1)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
246,855(1)

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
1.4%

12 TYPE OF REPORTING PERSON*
OO

(1) Mr. Honig is the trustee of 401K and in such capacity holds voting and dispositive power over the securities held by 401K.

1 NAME OF REPORTING PERSONS
S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

GRQ Consultants, Inc. Roth 401K FBO Barry Honig

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) "

(b) "

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Florida

NUMBER OF SHARES 5 SOLE VOTING POWER

0

BENEFICIALLY OWNED BY 6 SHARED VOTING POWER

1,005,079(1)(2)

EACH REPORTING 7 SOLE DISPOSITIVE POWER

0

PERSON WITH 8 SHARED DISPOSITIVE POWER

1,005,079(1)(2)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,005,079(1)(2)

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

5.8%

12 TYPE OF REPORTING PERSON*

OO

(1) Mr. Honig is the trustee of Roth 401K and in such capacity holds voting and dispositive power over the securities held by Roth 401K.

(2) Excludes 1,600,000 shares of common stock underlying warrants held by Roth 401K which contains a 4.99% beneficial ownership blocker.

Item 1(a). Name of Issuer:

MGT Capital Investments, Inc., a Delaware corporation (“Issuer”)

Item 1(b). Address of Issuer's Principal Executive Offices:

500 Mamaroneck Avenue, Suite 320
Harrison, NY 10528

Item 2(a). Name of Person Filing.

The statement is filed on behalf of Barry Honig (“Honig”), GRQ Consultants, Inc. 401K (“401K”) and GRQ Consultants, Inc. Roth 401K FBO Barry Honig (“Roth 401K”, and together with Honig and 401K, the “Reporting Person”).

Item 2(b). Address of Principal Business Office or, if None, Residence.

555 South Federal Highway #450, Boca Raton, FL 33432

Item 2(c). Citizenship.

Barry Honig is a citizen of the United States. 401K and Roth 401K are organized in the State of Florida.

Item 2(d). Title of Class of Securities.

Common Stock, par value \$0.001.

Item 2(e). CUSIP Number.

55302P202

Item 3. Type of Person
Not applicable.

Item 4. Ownership.

(a) Amount beneficially owned: 1,557,823(1)(2)

(b) Percent of class: 9.1%

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

(i) Sole power to vote or to direct the vote: 305,889

(ii) Shared power to vote or to direct the vote: 1,251,934(1)(2)

(iii) Sole power to dispose or to direct the disposition of: 305,889

(iv) Shared power to dispose or to direct the disposition of: 1,251,934(1)(2)

(1) Includes (i) 246,855 shares of common stock held by 401K and (ii) 1,005,079 shares of common stock held by Roth 401K. Mr. Honig is the trustee of 401K and Roth 401K and in such capacities holds voting and dispositive power over the securities held by such entities.

(1) Excludes 1,600,000 shares of common stock underlying warrants held by Roth 401K which contains a 4.99% beneficial ownership blocker.

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

Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

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

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.

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.

Date: February 11, 2016

By: /s/ Barry Honig
Barry Honig
GRQ Consultants, Inc. 401K

Date: February 11, 2016

By: /s/ Barry Honig
Barry Honig, Trustee
GRQ Consultants, Inc. Roth 401K FBO Barry Honig

Date: February 11, 2016

By: /s/ Barry Honig
Barry Honig, Trustee