

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

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

1. Name and Address of Reporting Person* Berman Tom J. (Last) (First) (Middle) 31601 RESEARCH PARK DRIVE (Street) MADISON MI 48071 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol Nano Magic Holdings Inc. [NMGX]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 03/02/2021	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	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

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			
Common Stock	03/02/2021		J		6,315	A	\$0.95	124,647	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				
Options	\$0.75	03/02/2021		J		2,050,000		(1)	(2)	common stock	2,050,000	(3)	2,607,756	D	

Explanation of Responses:

- 1. Attached as Exhibit 24
- 2. Attached as Exhibit 24
- 3. Attached as Exhibit 24

Remarks:

/s/ Tom J. Berman

** Signature of Reporting Person

03/04/2021

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.

Note 1:

The right to purchase:	Consisting of:	Is vested on:
Tranche 1	150,000 Option Shares	June 30, 2021
Tranche 2	150,000 Option Shares	December 31, 2021
Tranche 3	150,000 Option Shares	June 30, 2022
Tranche 4	150,000 Option Shares	December 31, 2022
Tranche 5	150,000 Option Shares	June 30, 2023
Tranche 6	150,000 Option Shares	December 31, 2023
Tranche 7	Up to 150,000 Option Shares	Ten days after audited of calendar year 2021 is complete, if the aggregate sales bonus payable for 2021 exceeds \$240,000
Tranche 8	Up to 150,000 Option Shares	Ten days after audited of calendar year 2022 is complete, if the aggregate sales bonus payable for 2022 exceeds \$260,000
Tranche 9	Up to 150,000 Option Shares	Ten days after audited of calendar year 2023 is complete, if the aggregate sales bonus payable for 2023 exceeds \$300,000
Tranche 10	Up to 1 million Option Shares	If Holder has earned a Profit bonus and the Board determines to pay some or all of the bonus with options, vesting that number approved by the Board on the date of the Board decision

Note 2: Each tranche expires on the 4th anniversary of the vesting date.

Note 3: Options were granted as part of the compensation under the extension of Mr. Berman's employment contract.

Total in column 5 of Table I and column 9 of Table II includes securities held directly as well as Mr. Berman's indirect interest in securities held by PEN Comeback, LLC and PEN Comeback 2, LLC. Mr. Berman shares voting control of those entities with his father, Ronald J. Berman, but disclaims beneficial ownership of the securities owned by those entities except to the extent of his pecuniary interest.