

Purpose: Grounded in Control-Value Theory, this study aimed to investigate the relationships between emotional antecedents (control-value beliefs) and emotions with students' perceived self-esteem and physical activity intention. In addition, the potential differences in antecedents, emotions, and outcomes by gender were explored. **Method:** Multivariate analysis of variance and multiple hierarchical regressions were used to explore self-reported responses from middle school students ($N = 247$; 51% male, 49% female). **Results:** Preliminary analysis showed males reporting higher levels of intrinsic value, enjoyment, and self-esteem, while females reported more boredom and shame in PE. Control beliefs and intrinsic value were maintained as positive significant predictors ($p < .05$) of self-esteem and physical activity intention. Emotions of boredom and shame were significant predictors above any positive reported emotions for negatively impacting self-esteem and physical activity intention. **Discussion/Conclusion:** Emotions and their antecedents need consideration for understanding student motivation, particularly for female students who are more vulnerable to negative PE experiences.