Court File No. CV-26-●-0000

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF BITCOIN DEPOT INC., MINTZ ASSETS, INC., MCA SERVICES GROUP, LLC, LUX VENDING KIOSK, LLC, KUTT, INC., KIOSK TECHNICIANS, LLC, KIOSK HOLDCO LLC, INTUITIVE SOFTWARE LLC, DIGITAL GOLD VENTURES INC., CASH RAMP LLC, BTM INTERNATIONAL HOLDINGS II LLC, BTM INTERNATIONAL HOLDINGS 1 LLC, BT HOLDCO LLC, BCD MERGER SUB LLC, BITCOIN DEPOT OPERATING LLC, EXPRESS VENDING INC. AND BITACCESS INC.

APPLICATION OF BITCOIN DEPOT INC. UNDER SECTION 46 OF THE *COMPANIES CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AMENDED

Applicant

APPLICATION RECORD OF THE APPLICANT
(Application for Initial Recognition Order and Supplemental Order, Returnable May 22, 2026)

VOLUME I OF II

May 21, 2026

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TO: SERVICE LIST

Court File No. CL-26-●-0000

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APPLICATION OF BITCOIN DEPOT INC. UNDER SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, C. C-36, AMENDED

Applicant

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(as of May 21, 2026)

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Court File No. CV-26-●-0000

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SUPERIOR COURT OF JUSTICE
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APPLICATION OF BITCOIN DEPOT INC. UNDER SECTION 46 OF THE *COMPANIES CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AMENDED

Applicant

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TAB 1

Court File No.

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

B E T W E E N:

(Court Seal)

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

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Applicant

NOTICE OF APPLICATION

TO THE RESPONDENT

A LEGAL PROCEEDING HAS BEEN COMMENCED by the Applicant. The claim made by the Applicant appears on the following page.

THIS APPLICATION will come on for a hearing *(choose one of the following)*

☐ In writing
☐ In person
☐ By telephone conference
☒ By video conference

at the following location:

https://ca01web.zoom.us/j/68763445471?pwd=c212MHFNenltVXZrS0NYTkZXWUdQQT09

Meeting ID: 687 6344 5471
Passcode: 530196

on May 22, 2026 at 12:00 pm ET, before a judge presiding over the Commercial List.

IF YOU WISH TO OPPOSE THIS APPLICATION, to receive notice of any step in the application or to be served with any documents in the application, you or an Ontario lawyer acting for you must forthwith prepare a notice of appearance in Form 38A prescribed by the *Rules of Civil Procedure*, serve it on the Applicant's lawyer or, where the Applicant does not have a lawyer, serve it on the Applicant, and file it, with proof of service, in this court office, and you or your lawyer must appear at the hearing.

IF YOU WISH TO PRESENT AFFIDAVIT OR OTHER DOCUMENTARY EVIDENCE TO THE COURT OR TO EXAMINE OR CROSS-EXAMINE WITNESSES ON THE APPLICATION, you or your lawyer must, in addition to serving your notice of appearance, serve a copy of the evidence on the Applicant's lawyer or, where the Applicant does not have a lawyer, serve it on the Applicant, and file it, with proof of service, in the court office where the application is to be heard as soon as possible, but at least four days before the hearing.

IF YOU FAIL TO APPEAR AT THE HEARING, JUDGMENT MAY BE GIVEN IN YOUR ABSENCE AND WITHOUT FURTHER NOTICE TO YOU. IF YOU WISH TO OPPOSE THIS APPLICATION BUT ARE UNABLE TO PAY LEGAL FEES, LEGAL AID MAY BE AVAILABLE TO YOU BY CONTACTING A LOCAL LEGAL AID OFFICE.

Date _____ Issued by _____
Local Registrar

Address of court office: Superior Court of Justice
330 University Avenue, 9th Floor
Toronto ON M5G 1R7

TO **THE SERVICE LIST**

APPLICATION

1. The Applicant, Bitcoin Depot Inc. ("**Bitcoin Depot**"), brings this application as the proposed foreign representative in respect of the Chapter 11 Cases (as defined below) for the following relief pursuant to Part IV of the *Companies' Creditors Arrangement Act*, R.S.C., 1985, c. C-36, as amended (the "**CCAA**"):

(a) an order (the "**Initial Recognition Order**"), substantially in the form attached as Tab 2 to the Application Record, among other things:

(i) recognizing Bitcoin Depot as a "foreign representative" in respect of the Chapter 11 Cases; and

(ii) recognizing the Chapter 11 Cases as a "foreign main proceeding" in respect of the Chapter 11 Debtors;

(b) an Order (the "**Supplemental Order**"), substantially in the form attached as Tab 4 to the Application Record, among other things:

(i) recognizing certain orders issued by the U.S. Court in the Chapter 11 Cases (the "**First Day Orders**");

(ii) granting a stay of proceedings in respect of the Chapter 11 Debtors and their directors and officers in Canada;

(iii) appointing Alvarez & Marsal Canada Inc. ("**A&M**") as information officer in respect of these proceedings (in such capacity, the "**Information Officer**");

(iv) granting a Court-ordered charge over the assets and property of the Canadian Debtors in favour of Canadian counsel to the Canadian Debtors, the Information Officer and counsel to the Information Officer (the "**Administration Charge**");

(v) granting a Court-ordered charge over the assets and property of the Canadian Debtors to secure the indemnity obligations of the Canadian Debtors to their directors and officers in respect of obligations and liabilities that such directors and officers may incur during these proceedings in their capacities as directors and officers (the "**D&O Charge**"); and

(vi) granting a Court-ordered charge over the assets and property of the Canadian Debtors to secure claims by any Chapter 11 Debtor that provides services or lends money to, or bears costs of, the Canadian Debtors from and after the date of the Supplemental Order (the "**Intercompany Charge**"); and

(c) such further and other relief as this Honourable Court deems just.

THE GROUNDS FOR THE APPLICATION ARE:

The Chapter 11 Cases

1. On May 17, 2026 (the "**Petition Date**"), Bitcoin Depot and 16 other debtors in possession[1] (collectively, the "**Chapter 11 Debtors**" or the "**Company**") filed voluntary petitions for relief

[1] The Chapter 11 Debtors are as follows: Bitcoin Depot Inc., Mintz Assets, Inc., MCA Services Group, LLC, Lux Vending Kiosk, LLC, Kutt, Inc., Kiosk Technicians, LLC, Kiosk HoldCo LLC, Intuitive Software LLC, Digital Gold Ventures Inc., Cash Ramp LLC, BTM International Holdings II LLC, BTM International Holdings 1 LLC,

(the "**Petitions**") pursuant to Chapter 11 of the U.S. Bankruptcy Code with the United States Bankruptcy Court for the Southern District of Texas, Houston Division (the "**U.S. Court**"). The cases commenced by the Chapter 11 Debtors in the U.S. Court are referred to herein as the "**Chapter 11 Cases**";

2. On May 19, 2026, following a hearing in respect of the first-day motions (the "**First Day Motions**") filed by the Chapter 11 Debtors, the U.S. Court granted certain First Day Orders, including the Foreign Representative Order authorizing Bitcoin Depot to act as the "**Foreign Representative**" for purposes of these recognition proceedings;

3. Other than the Chapter 11 Cases, no other foreign proceeding (as defined in subsection 45(1) of the CCAA) in respect of the Chapter 11 Debtors has been commenced;

The Company and the Canadian Debtors

4. The Company's core product is its network of Bitcoin ATMs ("**BTMs**" or "**Kiosks**"). As of December 31, 2025, the Company operated approximately 9,700 owned and leased Kiosks across 48 U.S. states, 10 Canadian provinces (approximately 300 Kiosks are located in Canada), and 6 Australian states. These Kiosks are located in convenience stores, gas stations, pharmacies, grocery chains, and shopping malls. The Kiosks generated $613.6 million in revenue for the year ended December 31, 2025, representing approximately 99.8% of the Company's total revenue. As of the Petition Date, the Kiosks have been taken offline and are not currently operating;

BT HoldCo LLC, BCD Merger Sub LLC, Bitcoin Depot Operating LLC, Express Vending Inc. and BitAccess Inc.

5. All of the Chapter 11 Debtors operate on an integrated basis. The Company's organizational structure consists of 24 entities. Bitcoin Depot directly or indirectly owns 23 subsidiaries, 16 of which are Chapter 11 Debtors in the Chapter 11 Cases, along with Bitcoin Depot;

6. In FY2025, the Company recorded net income of approximately $4.7 million on a consolidated basis. The book value of the Company's assets and liabilities reflected on its balance sheet was approximately $130.6 million and $119.2 million, respectively, on a consolidated basis;

7. The Canadian Debtors are: (a) Digital Gold Ventures Inc., a holding corporation incorporated under the laws of Ontario, Canada, which maintains a registered office in Toronto, Ontario; (b) BitAccess Inc., which is incorporated under the laws of Canada, with an extra-provincial registration in Ontario, and maintains a registered office in Ottawa, Ontario; and (c) Express Vending Inc., which is incorporated under the laws of British Columbia, Canada and maintains a registered office in Vancouver, British Columbia;

8. BitAccess employs the Chapter 11 Debtors' seven Canadian employees and operates the one remaining Canadian bank account. It also holds certain software and firmware on the Company's BTM devices. Express Vending is responsible for BTM installation, servicing and maintenance in Canada;

9. The Canadian Debtors are fully integrated with the Company's U.S. operations. Without the critical business functions performed by the U.S. Chapter 11 Debtors, the Canadian Debtors could not continue to operate;

10. As of the Petition Date, the Chapter 11 Debtors' funded debt liabilities total approximately $15,771,000 in principal amount outstanding, including under the Second Amended and Restated Credit Agreement, dated as of November 1, 2024, (as amended by Amendment No. 1, dated as of March 14, 2025 and as further amended by Amendment No. 2, dated as of December 19, 2025, the "**Silverview Credit Agreement**"). All of the Canadian Debtors are guarantors under the Silverview Credit Agreement. Further, each of the Canadian Debtors has granted a security interest in all or substantially all of their property to the Term Loan Agent under the Silverview Credit Agreement, while BitAccess has additionally granted a security interest in its trademarks and related assets to the Term Loan Agent;

Events Leading to the Chapter 11 Cases

11. Beginning in 2024 and continuing through the present, the Company has faced significant legal, regulatory, and operational challenges. These challenges include lawsuits and investigations from 11 state agencies, many of which generally allege that certain of the Company's operating platforms are being used by third parties to perpetuate fraud in violation of federal and state statutes and anti-money laundering regulations. In addition to government actions, the Company is also a defendant in various private civil actions, including litigation involving the Canadian Debtors. Beyond these legal actions, the Company faces additional pressure from an unfavorable regulatory environment, with various states evaluating new legislation that would negatively impact the Company's cryptocurrency-related operations and increase the burden of regulatory compliance;

12. In October 2025 the Company announced implementation of a Know Your Customer ("**KYC**") verification process that required customers to provide identification before transacting

for any amount of money at a Kiosk. Following implementation of the KYC verification procedures, the Company's revenues declined significantly in Q4 2025 and Q1 2026;

13. Following resignation of members of senior leadership starting in November 2025, a new management team was appointed in March and April 2026. The new management team had serious concerns regarding the Company's ability to implement necessary compliance measures and preserve the profitability of its enterprise, particularly in light of the additional costs associated with ongoing regulatory scrutiny, litigation, and governmental enforcement actions. Specifically, the Company accrued over $20 million in legal judgments in the fourth quarter of 2025 and continues to allocate substantial resources to manage ongoing litigation matters. Management and the Company's advisors concluded that the Company faces mounting financial and performance obstacles with no clear path to resolution, including new and ongoing legal actions and investigations;

14. While the Company continued to assess the value-maximizing path forward, on May 1, 2026, the Board authorized their advisors and management to begin contingency planning for a potential chapter 11 process. Management also determined to reduce consumer transaction thresholds as part of its ongoing efforts to target and prevent potential third-party fraud based on its internal analyses, which, as anticipated, resulted in further decreases in revenue. Lastly, the Company undertook certain cost-cutting measures, including electing percentage-based rather than fixed monthly payments under certain of the Company's agreements to reduce expenditures on under-performing Kiosks;

15. On May 12, 2026, Bitcoin Depot filed its Form 12b-25 in the U.S. indicating that it would not be able to file its Form 10-Q in a timely manner and that there were substantial doubts about

the Company's ability to continue as a going concern as a result of the litigation and regulatory pressures it faces and the resultant effects on the Company's revenue and operations;

16. Ultimately, the new management team's assessment of the business has caused the Company to determine to take the Company's BTMs offline and otherwise pause the majority of its operations to focus on asset monetization through a chapter 11 process for the benefit of all stakeholders;

The Chapter 11 Cases are Foreign Main Proceedings

17. The Chapter 11 Cases constitute a "foreign proceeding" pursuant to subsection 45(1) of the CCAA;

18. The Canadian Debtors are balance sheet insolvent and are entirely dependent on the U.S. Chapter 11 Debtors for shared services, who have indicated that there is a risk they will not continue providing those services to Canada outside of a filing in light of the current financial circumstances;

19. The Canadian Debtors do not have the ability to independently continue, or effect a recapitalization or restructuring of, the Company's Canadian operations without continued operational and financial support from the Company. Absent continued operational support, the Canadian Debtors will be unable to meet their obligations as they come due and will be forced to immediately cease the Company's Canadian operations;

20. The centre of main interest of each of the Chapter 11 Debtors is the United States and the Chapter 11 Cases are a "foreign main proceeding" in respect of the Chapter 11 Debtors pursuant to subsection 47(2) of the CCAA;

A Stay of Proceedings Is Required and Appropriate

21. Where this Court recognizes a foreign proceeding, it has the jurisdiction to make any order that it considers appropriate for the protection of the debtor company's property or the interests of its creditors, including the granting of a stay of proceedings in Canada;

22. It is critical to the preservation of the value of the Canadian business and the Company's overall efforts to implement a sale of their assets that the Chapter 11 Debtors and their directors and officers be protected by a stay of proceedings and from enforcement rights in Canada pursuant to a Canadian court order;

Recognition of the First Day Orders Is Appropriate

23. At the First Day Hearing, the Chapter 11 Debtors were granted the First Day Orders with respect to the administration of the Chapter 11 Cases and relief requested by the Chapter 11 Debtors to enable the operation of the Company's business without disruption. Pursuant to the proposed Supplemental Order, the Foreign Representative seeks recognition by this Court of certain First Day Orders that have been entered by the U.S. Court;

24. The recognition of the First Day Orders in Canada pursuant to this Court's authority under section 49 of the CCAA is necessary to achieve coordination with the Chapter 11 Cases and allow the Company to pursue a sale of all or part of the Company's business, including the business of the Canadian Debtors, for the benefit of all parties in interest, with the goal of achieving confirmation of a chapter 11 liquidating plan of arrangement within 45 to 60 days;

25. The First Day Orders treat the Chapter 11 Debtors' stakeholders in Canada and the U.S. equally;

Appointment of an Information Officer Is Appropriate

26. A&M is a licensed trustee in bankruptcy in Canada and is well-known for its expertise in restructuring matters, including Part IV recognition proceedings;

27. A&M has consented to act as the Information Officer in these proceedings.

The Charges Are Necessary and Appropriate

28. If granted, the proposed Supplemental Order will provide for (a) the Administration Charge, (b) the D&O Charge, and (c) the Intercompany Charge (collectively, the "**Charges**");

29. The Charges are necessary to secure (a) the Chapter 11 Debtors' obligations with respect to the fees and disbursements of the Canadian professionals incurred in respect of these proceedings, (b) the indemnity obligations of the Canadian Debtors to their directors and officers in respect of obligations and liabilities that such directors and officers may incur during these proceedings in their capacities as directors and officers, and (c) the claims of any Chapter 11 Debtor that has provided services or lent money to, or borne the costs of, the Canadian Debtors following the date of the Supplemental Order;

30. The Charges are proposed to rank in priority to the encumbrances in respect of the Chapter 11 Debtors' property in Canada;

General

31. The provisions of the CCAA, including Part IV;

32. Rules 2.03, 3.02, 14.05(2) and 16 of the Ontario *Rules of Civil Procedure*, R.R.0 1990, Rec. 194, as amended; and

33. Such further and other grounds as counsel may advise and this Honourable Court may permit.

THE FOLLOWING DOCUMENTARY EVIDENCE WILL BE USED AT THE HEARING OF THE APPLICATION:

1. The Affidavit of Thomas Studebaker sworn May 21, 2026;

2. The consent of A&M to act as Information Officer dated May 20, 2026; and

3. Such further and other evidence as counsel may advise and this Honourable Court may permit.

May 21, 2026

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Court File No:

Applicant

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

PROCEEDING COMMENCED AT TORONTO

NOTICE OF APPLICATION

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Lawyers for the Applicant

TAB 2

Court File No. CV-26-●-0000

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE	)	FRIDAY, THE 22ND
	)	
JUSTICE BLACK	)	DAY OF MAY, 2026

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF BITCOIN DEPOT INC., MINTZ ASSETS, INC., MCA SERVICES GROUP, LLC, LUX VENDING KIOSK, LLC, KUTT, INC., KIOSK TECHNICIANS, LLC, KIOSK HOLDCO LLC, INTUITIVE SOFTWARE LLC, DIGITAL GOLD VENTURES INC., CASH RAMP LLC, BTM INTERNATIONAL HOLDINGS II LLC, BTM INTERNATIONAL HOLDINGS 1 LLC, BT HOLDCO LLC, BCD MERGER SUB LLC, BITCOIN DEPOT OPERATING LLC, EXPRESS VENDING INC. AND BITACCESS INC.

APPLICATION OF BITCOIN DEPOT INC. UNDER SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AMENDED

Applicant

INITIAL RECOGNITION ORDER
(FOREIGN MAIN PROCEEDING)

THIS APPLICATION, made by Bitcoin Depot Inc., in its capacity as the foreign representative (in such capacity, the "**Foreign Representative**") of Bitcoin Depot Inc., Mintz Assets, Inc., MCA Services Group, LLC, Lux Vending Kiosk, LLC, Kutt, Inc., Kiosk Technicians, LLC, Kiosk HoldCo LLC, Intuitive Software LLC, Digital Gold Ventures Inc., Cash Ramp LLC, BTM International Holdings II LLC, BTM International Holdings 1 LLC, BT HoldCo LLC, BCD Merger Sub LLC, Bitcoin Depot Operating LLC, Express Vending Inc. and BitAccess Inc. (collectively, the "**Chapter 11 Debtors**"), pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**") for an Order substantially in the form enclosed in the Application Record, was heard this day by judicial videoconference in Toronto, Ontario.

ON READING the Notice of Application, the affidavit of Thomas Studebaker sworn May 21, 2026, and the Pre-Filing Report of Alvarez & Marsal Canada Inc., in its capacity as the

proposed information officer (in such capacity, the "**Proposed Information Officer**"), dated May 21, 2026, filed, and upon being provided with copies of the documents required by section 46 of the CCAA,

AND UPON BEING ADVISED by counsel for the Foreign Representative that in addition to this Initial Recognition Order, a Supplemental Order (Foreign Main Proceeding) (the "**Supplemental Order**") is being sought,

AND UPON HEARING the submissions of counsel for the Foreign Representative, counsel for the Proposed Information Officer (as appointed pursuant to the Supplemental Order, the "**Information Officer**"), and those other parties that were present and wished to be heard:

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Application and the Application Record is hereby abridged and validated so that this Application is properly returnable today and hereby dispenses with further service thereof.

FOREIGN REPRESENTATIVE

2. **THIS COURT ORDERS AND DECLARES** that the Foreign Representative is the "foreign representative" as defined in section 45 of the CCAA of the Chapter 11 Debtors in respect of the cases commenced in the United States Bankruptcy Court for the Southern District of Texas, Houston Division by the Chapter 11 Debtors pursuant to chapter 11 of the United States Bankruptcy Code (collectively, the "**Foreign Proceeding**").

CENTRE OF MAIN INTEREST AND RECOGNITION OF FOREIGN PROCEEDING

3. **THIS COURT DECLARES** that the centre of its main interests for each of the Chapter 11 Debtors is the United States of America and that the Foreign Proceeding is hereby recognized as a "foreign main proceeding" as defined in section 45 of the CCAA.

STAY OF PROCEEDINGS

4. **THIS COURT ORDERS** that until otherwise ordered by this Court:

(a) all proceedings taken or that might be taken against any Chapter 11 Debtor under the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended or the *Winding-up and Restructuring Act*, R.S.C. 1985, c. W-11, as amended, are stayed;

(b) further proceedings in any action, suit or proceeding against any Chapter 11 Debtor are restrained; and

(c) the commencement of any action, suit or proceeding against any Chapter 11 Debtor is prohibited.

NO SALE OF PROPERTY

5. **THIS COURT ORDERS** that, except with leave of this Court, each of the Chapter 11 Debtors is prohibited from selling or otherwise disposing of:

(a) outside the ordinary course of its business, any of its property in Canada that relates to the business; and

(b) any of its other property in Canada.

GENERAL

6. **THIS COURT ORDERS** that within five (5) business days from the date of this Order, or as soon as practicable thereafter, the Foreign Representative, with the assistance of the Information Officer, shall cause to be published a notice substantially in the form attached to this Order as Schedule A, once a week for two (2) consecutive weeks, in the *Globe and Mail* (National Edition).

7. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, the United States of America or any other foreign jurisdiction, to give effect to this Order and to assist the Chapter 11 Debtors, the Foreign Representative and the Information Officer and their respective counsel and agents in carrying out the terms of this Order. All courts, tribunals, and regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Chapter 11 Debtors, the Foreign Representative and the Information Officer as may be necessary or

desirable to give effect to this Order, or to assist the Chapter 11 Debtors, the Foreign Representative and the Information Officer and their respective counsel and agents in carrying out the terms of this Order.

8. **THIS COURT ORDERS** that any interested party may apply to this Court to vary or amend this Order or seek other relief on not less than seven (7) days notice to the Chapter 11 Debtors, the Foreign Representative, the Information Officer and their respective counsel, and to any other party or parties likely to be affected by the order sought, or upon such other notice, if any, as this Court may order.

9. **THIS COURT ORDERS** that this Order shall be effective as of 12:01 a.m. Eastern Standard Time on the date of this Order without the need for entry or filing of this Order.

Schedule "A"

Court File No.: CV-26-●-0000

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF BITCOIN DEPOT INC., MINTZ ASSETS, INC., MCA SERVICES GROUP, LLC, LUX VENDING KIOSK, LLC, KUTT, INC., KIOSK TECHNICIANS, LLC, KIOSK HOLDCO LLC, INTUITIVE SOFTWARE LLC, DIGITAL GOLD VENTURES INC., CASH RAMP LLC, BTM INTERNATIONAL HOLDINGS II LLC, BTM INTERNATIONAL HOLDINGS 1 LLC, BT HOLDCO LLC, BCD MERGER SUB LLC, BITCOIN DEPOT OPERATING LLC, EXPRESS VENDING INC. AND BITACCESS INC.

APPLICATION OF BITCOIN DEPOT INC. UNDER SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AMENDED

NOTICE OF RECOGNITION ORDERS
(FOREIGN MAIN PROCEEDING)

PLEASE BE ADVISED that this Notice is being published pursuant to orders of the Ontario Superior Court of Justice (Commercial List) (the "**Canadian Court**") granted on May [●], 2026 (together, the "**Recognition Orders**").

PLEASE TAKE NOTICE that on May [●], 2026, Bitcoin Depot Inc., Mintz Assets, Inc., MCA Services Group, LLC, Lux Vending Kiosk, LLC, Kutt, Inc., Kiosk Technicians, LLC, Kiosk HoldCo LLC, Intuitive Software LLC, Digital Gold Ventures Inc., Cash Ramp LLC, BTM International Holdings II LLC, BTM International Holdings 1 LLC, BT HoldCo LLC, BCD Merger Sub LLC, Bitcoin Depot Operating LLC, Express Vending Inc. and BitAccess Inc. (together, the "**Chapter 11 Debtors**") filed voluntary petitions for relief pursuant to chapter 11 of the United States Bankruptcy Code (collectively, the "**Chapter 11 Cases**") with the United States Bankruptcy Court for the Southern District of Texas, Houston Division (the "**U.S. Court**"). In connection with the Chapter 11 Cases, Bitcoin Depot Inc. has been appointed as the foreign representative of the Chapter 11 Debtors. Bitcoin Depot Inc.'s address is 8601 Dunwoody Place, Sandy Springs, Georgia 30350.

AND TAKE NOTICE that the Recognition Orders granted by the Canadian Court under Part IV of the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA Proceedings**"), among other things: (i) recognize the Chapter 11 Cases as a "foreign main proceeding"; (ii) grant a stay of proceedings in respect of the Chapter 11 Debtors; (iii) prohibit the commencement of any proceedings against the Chapter 11 Debtors in Canada absent further order of the Canadian Court; and (iv) appoint Alvarez & Marsal Canada Inc. as the information officer in the CCAA Proceedings (in such capacity, the "**Information Officer**").

AND TAKE NOTICE that the motions and notices filed with, and the orders entered by (i) the U.S. Court are available free of charge at https://restructuring.ra.kroll.com/bitcoindepot or for a fee at https://ecf.txsb.uscourts.gov/, and (ii) the Canadian Court are available at www.alvarezandmarsal.com/BitcoinDepot.

AND TAKE NOTICE that Canadian counsel for the Chapter 11 Debtors is:

Osler, Hoskin & Harcourt LLP
1 First Canadian Place, 100 King West, Suite 6200
Toronto, ON M5X 1B8
Email: mcalvaruso@osler.com

PLEASE FINALLY TAKE NOTICE that for further information on the CCAA Proceedings you may contact the Information Officer at:

Alvarez & Marsal Canada Inc.
200 Bay Street, Suite 2900, P.O. Box 22,
Toronto, Ontario, M5J 2J1
Phone: 416.847.5161
Email: BitcoinDepot@alvarezandmarsal.com

DATED AT TORONTO, ONTARIO this [●] day of May, 2026.

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF BITCOIN DEPOT INC. ET AL.

APPLICATION OF BITCOIN DEPOT INC., UNDER SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

Court File No:

Applicant

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

PROCEEDING COMMENCED AT TORONTO

INITIAL RECOGNITION ORDER
(FOREIGN MAIN PROCEEDING)

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Lawyers for the Applicant

TAB 3

Court File No. ~~—~~CV-26-●-0000

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE	)	FRIDAY, THE 22ND
	)	
~~THE HONOURABLE —~~	)	~~WEEKDAY, THE #~~
	~~)~~	
JUSTICE ~~—~~BLACK	~~)~~	DAY OF ~~MONTH~~MAY, ~~20YR~~2026

IN THE MATTER OF THE *COMPANIES~~'~~' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, c. C-~~36~~-36, AS AMENDED

AND IN THE MATTER OF ~~THE [LIST DEBTOR NAMES](the "Debtors")~~BITCOIN DEPOT INC., MINTZ ASSETS, INC., MCA SERVICES GROUP, LLC, LUX VENDING KIOSK, LLC, KUTT, INC., KIOSK TECHNICIANS, LLC, KIOSK HOLDCO LLC, INTUITIVE SOFTWARE LLC, DIGITAL GOLD VENTURES INC., CASH RAMP LLC, BTM INTERNATIONAL HOLDINGS II LLC, BTM INTERNATIONAL HOLDINGS 1 LLC, BT HOLDCO LLC, BCD MERGER SUB LLC, BITCOIN DEPOT OPERATING LLC, EXPRESS VENDING INC. AND BITACCESS INC.

APPLICATION OF ~~[NAME OF FOREIGN REPRESENTATIVE]~~ BITCOIN DEPOT INC. UNDER SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AMENDED

Applicant

INITIAL RECOGNITION ORDER
(FOREIGN MAIN[4] PROCEEDING)

[4] ~~Under section 47 the Canadian Court must be satisfied that the application for the recognition of a foreign proceeding relates to a foreign proceeding and that the applicant is a foreign representative in respect of that foreign proceeding, and then determine if the foreign proceeding is a foreign "main" or a foreign "non-main" proceeding. If the Canadian Court recognizes a foreign proceeding as a "main" proceeding, then section 48 of the CCAA provides that the Court must grant certain relief, subject to any terms and conditions it considers appropriate. The provisions of this model Order are minimal, and based on the mandatory relief set out in section 48 of the CCAA with respect to a foreign main proceeding. As noted below, supplemental and other relief is set out in the model Supplemental Order (Foreign Main Proceeding).~~

THIS APPLICATION,[2] made by ~~[NAME OF FOREIGN REPRESENTATIVE]~~Bitcoin Depot Inc., in its capacity as the foreign representative (in such capacity, the ~~"~~"**Foreign Representative**~~"~~") of ~~the Debtors~~Bitcoin Depot Inc., Mintz Assets, Inc., MCA Services Group, LLC, Lux Vending Kiosk, LLC, Kutt, Inc., Kiosk Technicians, LLC, Kiosk HoldCo LLC, Intuitive Software LLC, Digital Gold Ventures Inc., Cash Ramp LLC, BTM International Holdings II LLC, BTM International Holdings 1 LLC, BT HoldCo LLC, BCD Merger Sub LLC, Bitcoin Depot Operating LLC, Express Vending Inc. and BitAccess Inc. (collectively, the "**Chapter 11 Debtors**"), pursuant to the *Companies~~'~~' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the ~~"~~ "**CCAA**~~"~~") for an Order substantially in the form enclosed in the Application Record, was heard this day ~~at 330 University Avenue,~~by judicial videoconference in Toronto, Ontario.

ON READING the Notice of Application, the affidavit of ~~[NAME] sworn [DATE], [the preliminary report of [NAME]~~Thomas Studebaker sworn May 21, 2026, and the Pre-Filing Report of Alvarez & Marsal Canada Inc., in its capacity as the proposed information officer (in such capacity, the ~~"~~"**Proposed Information Officer**~~"~~"), dated ~~[DATE], each~~May 21, 2026, filed, and upon being provided with copies of the documents required by ~~s.~~section 46 of the CCAA,

AND UPON BEING ADVISED by counsel for the Foreign Representative that in addition to this Initial Recognition Order, a Supplemental Order (Foreign Main Proceeding) ~~[will be/~~(the "**Supplemental Order**") is being~~]~~ sought,[3]

AND UPON HEARING the submissions of counsel for the Foreign Representative, ~~[~~counsel for the Proposed Information Officer~~,] counsel for [OTHER PARTIES], and upon being advised that no other persons were served with the Notice of Application:~~[4] (as appointed

~~[2] Part IV of the CCAA governs cross-border insolvencies.~~

~~[3] In addition to the mandatory relief contained in this Order pursuant to section 48 of the CCAA, certain discretionary relief may be granted by the Court pursuant to section 49 of the CCAA. Examples of such discretionary relief are contained in a model Supplemental Order (Foreign Main Proceeding), also available on the Commercial List website.~~

~~[4] Revise to be consistent with the service recital in the Supplemental Order, if it is being sought concurrently.~~

pursuant to the Supplemental Order, the "**Information Officer**"), and those other parties that were present and wished to be heard:

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Application and the Application Record is hereby abridged and validated[5] so that this Application is properly returnable today and hereby dispenses with further service thereof.

FOREIGN REPRESENTATIVE

2. **THIS COURT ORDERS AND DECLARES** that the Foreign Representative is the ""foreign representative"" as defined in section 45 of the CCAA of the Chapter 11 Debtors in respect of ~~[DESCRIBE FOREIGN PROCEEDING] (the "~~the cases commenced in the United States Bankruptcy Court for the Southern District of Texas, Houston Division by the Chapter 11 Debtors pursuant to chapter 11 of the United States Bankruptcy Code (collectively, the "**Foreign Proceeding**"").

~~[5] If service is effected in a manner other than as authorized by the Ontario *Rules of Civil Procedure*, an order validating irregular service is required pursuant to Rule 16.08 of the *Rules of Civil Procedure* and may be granted in the appropriate circumstances.~~

CENTRE OF MAIN INTEREST AND RECOGNITION OF FOREIGN PROCEEDING

3. **THIS COURT DECLARES** that the centre of its main interests for each of the Chapter 11 Debtors is ~~[FILING JURISDICTION FOR FOREIGN PROCEEDING],~~[6] the United States of America and that the Foreign Proceeding is hereby recognized as a ~~"~~"foreign main proceeding"~~[7]~~" as defined in section 45 of the CCAA.

STAY OF PROCEEDINGS[8]

4. **THIS COURT ORDERS** that until otherwise ordered by this Court:

(a) all proceedings taken or that might be taken against any Chapter 11 Debtor under the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended or the *Winding-up and Restructuring Act*, R.S.C. 1985, c. W-11, as amended, are stayed;

(b) further proceedings in any action, suit or proceeding against any Chapter 11 Debtor are restrained; and

(c) the commencement of any action, suit or proceeding against any Chapter 11 Debtor is prohibited.

~~[6] A "foreign main proceeding" as defined in section 45 of the CCAA is "a foreign proceeding in a jurisdiction where the debtor company has the centre of its main interests". Accordingly, the Court must make this determination in concluding that the proceeding being recognized is a foreign main proceeding. This determination should be made for each individual Debtor.~~

~~[7] A separate model order is being developed with respect to foreign non-main proceedings.~~

~~[8] The provisions of this paragraph 4 are based on section 48 of the CCAA. More comprehensive stay provisions are found in the model Supplemental Order (Foreign Main Proceeding).~~

NO SALE OF PROPERTY[9]

5. **THIS COURT ORDERS** that, except with leave of this Court, each of the Chapter 11 Debtors is prohibited from selling or otherwise disposing of:

(a) outside the ordinary course of its business, any of its property in Canada that relates to the business; and

(b) any of its other property in Canada.

[9] Based on section 48(d) of the CCAA.

GENERAL

6. **THIS COURT ORDERS** that ~~[without delay]~~[within ~~[NUMBER]~~five (5) business days from the date of this Order, or as soon as practicable thereafter~~]~~[10], the Foreign Representative, with the assistance of the Information Officer, shall cause to be published a notice substantially in the form attached to this Order as Schedule ~~[*]~~A,[11] once a week for two (2) consecutive weeks, in ~~[NAME OF NEWSPAPER(S)].~~[12]the *Globe and Mail* (National Edition).

7. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, the United States of America or any other foreign jurisdiction, to give effect to this Order and to assist the Chapter 11 Debtors~~and~~, the Foreign Representative and the Information Officer and their respective counsel and agents in carrying out the terms of this Order. All courts, tribunals, and regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Chapter 11 Debtors, the Foreign Representative and the Information Officer as may be necessary or desirable to give effect to this Order, or to assist the Chapter 11 Debtors, the Foreign Representative and the Information Officer and their respective counsel and agents in carrying out the terms of this Order.

~~[10] Section 53 of the CCAA requires publication "without delay after the order is made". The alternative language, above, may provide more certainty as to when that publication must take place.~~

~~[11] The notice must contain information prescribed under the CCAA (section 53(b)).~~

~~[12] Section 53(b) of the CCAA requires that the Foreign Representative publish, unless otherwise directed by the Court, notice of the Recognition Order once a week for two consecutive weeks, in one or more newspapers in Canada specified by the Court. In addition, the Foreign Representative has ongoing reporting obligations pursuant to section 53(a) of the CCAA.~~

~~8. THIS COURT ORDERS AND DECLARES that [the Interim Initial Order made on [DATE] shall be of no further force and effect once this Order becomes effective, and that] this Order shall be effective as of [TIME][13] on the date of this Order[, provided that nothing herein shall invalidate any action taken in compliance with such Interim Initial Order prior to the effective time of this Order.]~~[14]

8. ~~9.~~ **THIS COURT ORDERS** that any interested party may apply to this Court to vary or amend this Order or seek other relief on not less than seven (7) days notice to the Chapter 11 Debtors ~~and~~, the Foreign Representative, the Information Officer and their respective counsel, and to any other party or parties likely to be affected by the order sought, or upon such other notice, if any, as this Court may order.

9. **THIS COURT ORDERS** that this Order shall be effective as of 12:01 a.m. Eastern Standard Time on the date of this Order without the need for entry or filing of this Order.

~~[13] This time should be after the effective time that the Foreign Representative was appointed in the Foreign Proceeding.~~

~~[14] If an Interim Initial Order was not made, references to an Interim Initial Order should be removed from this paragraph.~~

Schedule "A"

Court File No.: CV-26-●-0000

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF BITCOIN DEPOT INC., MINTZ ASSETS, INC., MCA SERVICES GROUP, LLC, LUX VENDING KIOSK, LLC, KUTT, INC., KIOSK TECHNICIANS, LLC, KIOSK HOLDCO LLC, INTUITIVE SOFTWARE LLC, DIGITAL GOLD VENTURES INC., CASH RAMP LLC, BTM INTERNATIONAL HOLDINGS II LLC, BTM INTERNATIONAL HOLDINGS 1 LLC, BT HOLDCO LLC, BCD MERGER SUB LLC, BITCOIN DEPOT OPERATING LLC, EXPRESS VENDING INC. AND BITACCESS INC.

APPLICATION OF BITCOIN DEPOT INC. UNDER SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AMENDED

NOTICE OF RECOGNITION ORDERS (FOREIGN MAIN PROCEEDING)

PLEASE BE ADVISED that this Notice is being published pursuant to orders of the Ontario Superior Court of Justice (Commercial List) (the "**Canadian Court**") granted on May [●], 2026 (together, the "**Recognition Orders**").

PLEASE TAKE NOTICE that on May [●], 2026, Bitcoin Depot Inc., Mintz Assets, Inc., MCA Services Group, LLC, Lux Vending Kiosk, LLC, Kutt, Inc., Kiosk Technicians, LLC, Kiosk HoldCo LLC, Intuitive Software LLC, Digital Gold Ventures Inc., Cash Ramp LLC, BTM International Holdings II LLC, BTM International Holdings 1 LLC, BT HoldCo LLC, BCD Merger Sub LLC, Bitcoin Depot Operating LLC, Express Vending Inc. and BitAccess Inc. (together, the "**Chapter 11 Debtors**") filed voluntary petitions for relief pursuant to chapter 11 of the United States Bankruptcy Code (collectively, the "**Chapter 11 Cases**") with the United States Bankruptcy Court for the Southern District of Texas, Houston Division (the "**U.S. Court**"). In connection with the Chapter 11 Cases, Bitcoin Depot Inc. has been appointed as the foreign representative of the Chapter 11 Debtors. Bitcoin Depot Inc.'s address is 8601 Dunwoody Place, Sandy Springs, Georgia 30350.

AND TAKE NOTICE that the Recognition Orders granted by the Canadian Court under Part IV of the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA Proceedings**"), among other things: (i) recognize the Chapter 11 Cases as a "foreign main proceeding"; (ii) grant a stay of proceedings in respect of the Chapter 11 Debtors; (iii) prohibit the commencement of any proceedings against the Chapter 11 Debtors in Canada absent further order of the Canadian Court; and (iv) appoint Alvarez & Marsal Canada Inc. as the information officer in the CCAA Proceedings (in such capacity, the "**Information Officer**").

AND TAKE NOTICE that the motions and notices filed with, and the orders entered by (i) the U.S. Court are available free of charge at https://restructuring.ra.kroll.com/bitcoindepot or for a fee at https://ecf.txsb.uscourts.gov/, and (ii) the Canadian Court are available at www.alvarezandmarsal.com/BitcoinDepot.

AND TAKE NOTICE that Canadian counsel for the Chapter 11 Debtors is:

Osler, Hoskin & Harcourt LLP
1 First Canadian Place, 100 King West, Suite 6200
Toronto, ON M5X 1B8
Email: mcalvaruso@osler.com

PLEASE FINALLY TAKE NOTICE that for further information on the CCAA Proceedings you may contact the Information Officer at:

Alvarez & Marsal Canada Inc.
200 Bay Street, Suite 2900, P.O. Box 22,
Toronto, Ontario, M5J 2J1
Phone: 416.847.5161
Email: BitcoinDepot@alvarezandmarsal.com

DATED AT TORONTO, ONTARIO this [●] day of May, 2026.

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF BITCOIN DEPOT INC. ET AL.

APPLICATION OF BITCOIN DEPOT INC., UNDER SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

Court File No: __

Applicant

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

PROCEEDING COMMENCED AT TORONTO

INITIAL RECOGNITION ORDER
(FOREIGN MAIN PROCEEDING)

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Tel: 416.862.4733
Email: sirving@osler.com

Marleigh Dick (LSO# 79390S)
Tel: 416.862.4725
Email: mdick@osler.com

Lawyers for the Applicant

~~**[ATTACH APPROPRIATE SCHEDULE(S)]**~~

TAB 4

Court File No. CV-26-●-0000

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE	)	FRIDAY, THE 22ND
	)	
JUSTICE BLACK	)	DAY OF MAY, 2026

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF BITCOIN DEPOT INC., MINTZ ASSETS, INC., MCA SERVICES GROUP, LLC, LUX VENDING KIOSK, LLC, KUTT, INC., KIOSK TECHNICIANS, LLC, KIOSK HOLDCO LLC, INTUITIVE SOFTWARE LLC, DIGITAL GOLD VENTURES INC., CASH RAMP LLC, BTM INTERNATIONAL HOLDINGS II LLC, BTM INTERNATIONAL HOLDINGS 1 LLC, BT HOLDCO LLC, BCD MERGER SUB LLC, BITCOIN DEPOT OPERATING LLC, EXPRESS VENDING INC. AND BITACCESS INC.

APPLICATION OF BITCOIN DEPOT INC. UNDER SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AMENDED

Applicant

SUPPLEMENTAL ORDER
(FOREIGN MAIN PROCEEDING)

THIS APPLICATION, made by Bitcoin Depot Inc., in its capacity as the foreign representative (in such capacity, the "**Foreign Representative**") of Bitcoin Depot Inc., Mintz Assets, Inc., MCA Services Group, LLC, Lux Vending Kiosk, LLC, Kutt, Inc., Kiosk Technicians, LLC, Kiosk HoldCo LLC, Intuitive Software LLC, Digital Gold Ventures Inc., Cash Ramp LLC, BTM International Holdings II LLC, BTM International Holdings 1 LLC, BT HoldCo LLC, BCD Merger Sub LLC, Bitcoin Depot Operating LLC, Express Vending Inc. and BitAccess Inc. (collectively, the "**Chapter 11 Debtors**"), pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**") for an Order substantially in the form enclosed in the Application Record, was heard this day by judicial videoconference in Toronto, Ontario.

ON READING the Notice of Application, the affidavit of Thomas Studebaker sworn May 21, 2026, and the Pre-Filing Report of Alvarez & Marsal Canada Inc. ("**A&M**"), in its capacity as the proposed information officer, dated May 21, 2026, filed, and on being advised that the secured creditors who are likely to be affected by the charges created herein were given notice, and on hearing the submissions of counsel for the Foreign Representative, counsel for A&M and those other parties that were present and wished to be heard, and on reading the consent of A&M to act as the information officer:

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Application and the Application Record is hereby abridged and validated so that this Application is properly returnable today and hereby dispenses with further service thereof.

INITIAL RECOGNITION ORDER

2. **THIS COURT ORDERS** that any capitalized terms not otherwise defined herein shall have the meanings given to such terms in the Initial Recognition Order (Foreign Main Proceeding) dated as of May 22, 2026 (the "**Recognition Order**").

3. **THIS COURT ORDERS** that the provisions of this Supplemental Order shall be interpreted in a manner complementary and supplementary to the provisions of the Recognition Order, provided that in the event of a conflict between the provisions of this Supplemental Order and the provisions of the Recognition Order, the provisions of the Recognition Order shall govern.

RECOGNITION OF FOREIGN ORDERS

4. **THIS COURT ORDERS** that the following orders (collectively, the "**Foreign Orders**") of the United States Bankruptcy Court for the Southern District of Texas, Houston Division (the "**U.S. Bankruptcy Court**") made in the Foreign Proceeding are hereby recognized and given full force and effect in all provinces and territories of Canada pursuant to section 49 of the CCAA:

(a) *Order (I) Authorizing Bitcoin Depot Inc. to Act as Foreign Representative, and (II) Granting Related Relief*;

(b) *Interim Order (I) Authorizing the Debtors to (A) Maintain their Cash Management System, (B) Continue Using Existing Business Forms, and (C) Continue Intercompany Transfers, (II) Providing Administrative Expense Priority Status for Postpetition Intercompany Claims, (III) Extending Time To Comply With Section 345(B) of the Bankruptcy Code, (IV) Waiving Compliance with Certain of the U.S. Trustee's Operating Guidelines and (IV) Granting Related Relief*;

(c) *Interim Order (I) Authorizing the Debtors to Pay (A) Critical Vendors, (B) Lien Claimants, and (C) Foreign Vendors; and (II) Granting Related Relief;*

(d) *Amended Order Directing Joint Administration of the Debtors' Chapter 11 Cases;*

(e) *Order (I) Authorizing the Debtors to (A) Pay Prepetition Wages, Salaries, Other Compensation, and Reimbursable Expenses and (B) Continue Employee Benefits Programs; and (II) Granting Related Relief*;

(f) *Interim Order (I) Authorizing the Debtors to Use Cash Collateral, (II) Granting Adequate Protection, (III) Confirming Application of the Automatic Stay, (IV) Scheduling a Final Hearing on the Motion, and (V) Granting Related Relief* (the "**Interim Cash Collateral Order**"); *and*

(g) *Order Authorizing the Appointment of Kroll Restructuring Administration LLC as Claims, Noticing, and Solicitation Agent;*

(copies of which are attached as **Schedules "A"** to **"G"** hereto, respectively);

provided, however, that in the event of any conflict between the terms of the Foreign Orders and the Orders of this Court made in the within proceedings, the Orders of this Court shall govern with respect to Property (as defined below) in Canada.

APPOINTMENT OF INFORMATION OFFICER

5. **THIS COURT ORDERS** that A&M is hereby appointed as an officer of this Court (in such capacity, the "**Information Officer**"), with the powers and duties set out herein and in any other Order made in these proceedings.

NO PROCEEDINGS AGAINST THE CHAPTER 11 DEBTORS OR THE PROPERTY

6. **THIS COURT ORDERS** that until such date as this Court may order (the "**Stay Period**") no proceeding or enforcement process in any court or tribunal in Canada (each, a

"**Proceeding**") shall be commenced or continued against or in respect of the Chapter 11 Debtors, or their employees or representatives acting in such capacities, or affecting their business (the "**Business**"), or (a) the current or future assets, undertakings and properties of every nature and kind whatsoever and wherever situated, including all proceeds thereof, of Digital Gold Ventures Inc., BitAccess Inc. and Express Vending Inc. (collectively, the "**Canadian Debtors**"); or (b) the current or future assets, undertakings and properties of every nature and kind whatsoever and located in Canada, including all proceeds thereof, of the other Chapter 11 Debtors (collectively, with the Canadian Property, the "**Property**"), except with the written consent of the Chapter 11 Debtors and the Information Officer or with leave of this Court, and any and all Proceedings currently under way against or in respect of any of the Chapter 11 Debtors or affecting the Business or the Property are hereby stayed and suspended pending further Order of this Court.

NO EXERCISE OF RIGHTS OR REMEDIES

7. **THIS COURT ORDERS** that during the Stay Period, all rights and remedies of any individual, firm, corporation, governmental body or agency, or any other entities or person (all of the foregoing, collectively being "**Persons**" and each being a "**Person**") against or in respect of any of the Chapter 11 Debtors or their employees or representatives acting in such capacities, or affecting the Business or the Property, are hereby stayed and suspended except with the consent of the applicable Chapter 11 Debtor and the Information Officer or leave of this Court, provided that nothing in this Order shall (a) prevent the assertion of or the exercise of rights and remedies outside of Canada; (b) empower any Chapter 11 Debtor to carry on any business in Canada which that Chapter 11 Debtor is not lawfully entitled to carry on; (c) affect such investigations or Proceedings by a regulatory body as are permitted by section 11.1 of the CCAA; (d) prevent the filing of any registration to preserve or perfect a security interest; or (e) prevent the registration of a claim for lien.

NO INTERFERENCE WITH RIGHTS

8. **THIS COURT ORDERS** that during the Stay Period, no Person shall discontinue, fail to honour, alter, interfere with, repudiate, terminate or cease to perform any right, renewal right, contract, agreement, lease, licence or permit in favour of or held by any of the Chapter 11

Debtors and affecting the Business or Property, except with the written consent of the applicable Chapter 11 Debtor and the Information Officer, or with leave of this Court.

ADDITIONAL PROTECTIONS

9. **THIS COURT ORDERS** that during the Stay Period, all Persons having oral or written agreements with any of the Chapter 11 Debtors or statutory or regulatory mandates for the supply of goods and/or services in Canada, including, without limitation, all licensing arrangements, manufacturing arrangements, computer software, communication and other data services, centralized banking services, payroll services, insurance, transportation services, utility, fuel, maintenance, customs broker services or other services provided in respect of the Property or Business of any of the Chapter 11 Debtors, are hereby restrained until further Order of this Court from discontinuing, altering, interfering with or terminating the supply of such goods or services as may be required by any of the Chapter 11 Debtors, and that each of the Chapter 11 Debtors shall be entitled to the continued use in Canada of their current premises, bank accounts, telephone numbers, facsimile numbers, internet addresses and domain names.

10. **THIS COURT ORDERS** that during the Stay Period, and except as permitted by subsection 11.03(2) of the CCAA, no Proceeding may be commenced or continued against any of the former, current or future directors or officers of the Chapter 11 Debtors with respect to any claim against the directors or officers that arose before the date hereof and that relates to any obligations of the Chapter 11 Debtors whereby the directors or officers are alleged under any law to be liable in their capacity as directors or officers for the payment or performance of such obligations.

11. **THIS COURT ORDERS** that no Proceeding shall be commenced or continued against or in respect of the Information Officer, except with leave of this Court. In addition to the rights and protections afforded the Information Officer herein, or as an officer of this Court, the Information Officer shall have the benefit of all of the rights and protections afforded to a Monitor under the CCAA, and shall incur no liability or obligation as a result of its appointment or the carrying out of the provisions of this Order, save and except for any gross negligence or wilful misconduct on its part.

OTHER PROVISIONS RELATING TO INFORMATION OFFICER

12. **THIS COURT ORDERS** that the Information Officer:

(a) is hereby authorized to provide such assistance to the Foreign Representative in the performance of its duties as the Foreign Representative may reasonably request;

(b) shall report to this Court at such times and intervals that the Information Officer considers appropriate with respect to the status of these proceedings and the status of the Foreign Proceeding, which reports may include information relating to the Property, the Business, or such other matters as may be relevant to the proceedings herein;

(c) shall have full and complete access to the Property, including the premises, books, records, data, including data in electronic form, and other financial documents of the Chapter 11 Debtors, to the extent that is necessary to perform its duties arising under this Order; and

(d) shall be at liberty to engage independent legal counsel or such other persons as the Information Officer deems necessary or advisable respecting the exercise of its powers and performance of its obligations under this Order.

13. **THIS COURT ORDERS** that the Chapter 11 Debtors and the Foreign Representative shall (a) advise the Information Officer of all material steps taken by the Chapter 11 Debtors or the Foreign Representative in these proceedings or in the Foreign Proceeding; (b) co-operate fully with the Information Officer in the exercise of its powers and discharge of its obligations; and (c) provide the Information Officer with the assistance that is necessary to enable the Information Officer to adequately carry out its functions.

14. **THIS COURT ORDERS** that the Information Officer shall not take possession of the Property and shall take no part whatsoever in the management or supervision of the management of the Business and shall not, by fulfilling its obligations hereunder, be deemed to have taken or maintained possession or control of the Business or Property, or any part thereof.

15. **THIS COURT ORDERS** that the Information Officer (a) shall post on the Case Website (as defined below) all Orders of this Court made in these proceedings, all reports of the Information Officer filed herein, and such other materials as this Court may order from time to time; and (b) may post on the Case Website any other materials that the Information Officer deems appropriate.

16. **THIS COURT ORDERS** that the Information Officer may provide any creditor of a Chapter 11 Debtor with information provided by the Chapter 11 Debtors in response to reasonable requests for information made in writing by such creditor addressed to the Information Officer. The Information Officer shall not have any responsibility or liability with respect to the information disseminated by it pursuant to this paragraph. In the case of information that the Information Officer has been advised by the Chapter 11 Debtors is privileged or confidential, the Information Officer shall not provide such information to creditors unless otherwise directed by this Court or on such terms as the Information Officer, the Foreign Representative and the relevant Chapter 11 Debtors may agree.

17. **THIS COURT ORDERS** that Osler, Hoskin & Harcourt LLP, as Canadian counsel to the Chapter 11 Debtors ("**Canadian Counsel**"), the Information Officer and legal counsel to the Information Officer, shall be paid by the Chapter 11 Debtors their reasonable and documented fees and disbursements incurred in respect of these proceedings, both before and after the making of this Order, in each case at their standard rates and charges as agreed to by the Chapter 11 Debtors unless otherwise ordered by the Court on the passing of accounts. The Chapter 11 Debtors are hereby authorized and directed to pay the accounts of Canadian Counsel, the Information Officer and legal counsel for the Information Officer on a bi-weekly basis or on such terms as such parties may agree and to pay retainers to the Information Officer and its legal counsel in the aggregate amount of US $150,000**.** The accounts of Canadian Counsel, the Information Officer and counsel to the Information Officer shall not be subject to approval in the Foreign Proceeding.

18. **THIS COURT ORDERS** that the Information Officer and its legal counsel shall pass their accounts from time to time, and for this purpose the accounts of the Information Officer and

its legal counsel are hereby referred to a judge of the Commercial List of the Ontario Superior Court of Justice.

19. **THIS COURT ORDERS** that Canadian Counsel, the Information Officer and legal counsel to the Information Officer shall be entitled to the benefit of and are hereby granted a charge (the "**Administration Charge**") on the Property, which charge shall not exceed an aggregate amount of US $750,000 as security for their reasonable and documented professional fees and disbursements incurred in respect of these proceedings, both before and after the making of this Order. The Administration Charge shall have the priority set out in paragraphs 24 and 26 hereof.

DIRECTORS' AND OFFICERS' INDEMNIFICATION AND CHARGE

20. **THIS COURT ORDERS** that the Canadian Debtors shall indemnify their directors and officers against obligations and liabilities that they may incur as directors or officers of any of the Canadian Debtors after the commencement of the within proceedings (including, for greater certainty, any applicable obligations and liabilities of the directors and officers for wages, vacation pay or termination or severance pay due to employees of the Canadian Debtors, whether or not any such employee was terminated prior to or after the commencement of these proceedings), except to the extent that, with respect to any officer or director, the obligation or liability was incurred as a result of the director's or officer's gross negligence or wilful misconduct.

21. **THIS COURT ORDERS** that the directors and officers of the Canadian Debtors shall be entitled to the benefit of and are hereby granted a charge (the "**Directors' Charge**") on the Property, which charge shall not exceed an aggregate amount of US $150,000, as security for the indemnity provided in paragraph 20 of this Order. The Directors' Charge shall have the priority set out in paragraphs 24 and 26 hereof.

22. **THIS COURT ORDERS** that, notwithstanding any language in any applicable insurance policy to the contrary, (a) no insurer shall be entitled to be subrogated to or claim the benefit of the Directors' Charge; and (b) the Canadian Debtors' directors and officers shall only be entitled to the benefit of the Directors' Charge to the extent that they do not have coverage

under any directors' and officers' insurance policy, or to the extent that such coverage is insufficient to pay amounts indemnified in accordance with paragraph 20 of this Order.

INTERCOMPANY CHARGE

23. **THIS COURT ORDERS** that any Chapter 11 Debtor that has provided services or lent money to or borne costs of, any of the Canadian Debtors or any combination of them (the "**Intercompany Claim**") that has Property, shall be entitled to the benefit of and is hereby granted a charge (the "**Intercompany Charge**") on such Property of such Canadian Debtor, as security for its Intercompany Claim that arose or arises on or after the date hereof. The Intercompany Charge shall have the priority set out in paragraphs 24 and 26 hereof.

VALIDITY AND PRIORITY OF CHARGES CREATED BY THIS ORDER

24. **THIS COURT ORDERS** that the priorities of the Administration Charge, the Directors' Charge and the Intercompany Charge (collectively, the "**Charges**"), as among them, shall be as follows:

(a) First – Administration Charge (to the maximum amount of US $750,000);

(b) Second – Directors' Charge (to the maximum amount of US $150,000); and

(c) Third – Intercompany Charge.

25. **THIS COURT ORDERS** that the filing, registration or perfection of the Charges shall not be required, and that the Charges shall be valid and enforceable for all purposes, including as against any right, title or interest filed, registered, recorded or perfected subsequent to the Charges coming into existence, notwithstanding any such failure to file, register, record or perfect the Charges.

26. **THIS COURT ORDERS** that each of the Charges shall constitute a charge on the Property and such Charges shall rank in priority to all other security interests, trusts, liens, charges and encumbrances, claims of secured creditors, statutory or otherwise (collectively, "**Encumbrances**") in favour of any Person.

27. **THIS COURT ORDERS** that except as otherwise expressly provided for herein, or as may be approved by this Court, the Chapter 11 Debtors shall not grant any Encumbrances over any Property that rank in priority to, or *pari passu* with, the Charges, unless the Chapter 11 Debtors also obtain the prior written consent of the beneficiaries of the Charges (collectively, the "**Chargees**").

28. **THIS COURT ORDERS** that the Charges shall not be rendered invalid or unenforceable and the rights and remedies of the Chargees shall not otherwise be limited or impaired in any way by (a) the pendency of these proceedings and the declarations of insolvency made herein; (b) any application(s) for bankruptcy order(s) issued pursuant to the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended (the "**BIA**"), or any bankruptcy order made pursuant to such applications; (c) the filing of any assignments for the general benefit of creditors made pursuant to the BIA; (d) the provisions of any federal or provincial statutes; or (e) any negative covenants, prohibitions or other similar provisions with respect to borrowings, incurring debt or the creation of Encumbrances, contained in any existing loan documents, lease, sublease, offer to lease or other agreement (collectively, an "**Agreement**") which binds any Chapter 11 Debtor, and notwithstanding any provision to the contrary in any Agreement:

(i) the creation of the Charges shall not create or be deemed to constitute a breach by a Chapter 11 Debtor of any Agreement to which it is a party;

(ii) none of the Chargees shall have any liability to any Person whatsoever as a result of any breach of any Agreement caused by or resulting from the creation of the Charges; and

(iii) the payments made by the Chapter 11 Debtors to the Chargees pursuant to this Order, and the granting of the Charges, do not and will not constitute preferences, fraudulent conveyances, transfers at undervalue, oppressive conduct, or other challengeable or voidable transactions under any applicable law.

29. **THIS COURT ORDERS** that any Charge created by this Order over leases of real property in Canada shall only be a Charge in the applicable Chapter 11 Debtor's interest in such real property leases.

SERVICE AND NOTICE

30. **THIS COURT ORDERS** that the E-Service Protocol of the Commercial List (the "**Protocol**") is approved and adopted by reference herein and, in this proceeding, the service of documents made in accordance with the Protocol (which can be found on the Commercial List website at https://www.ontariocourts.ca/scj/files/guides/the-guide-concerning-commercial-list-e-service-en.pdf) shall be valid and effective service. Subject to Rule 17.05 of the *Rules of Civil Procedure*, R.R.O. 1990. Reg 194 (the "**Rules of Civil Procedure**") this Order shall constitute an order for substituted service pursuant to Rule 16.04 of the Rules of Civil Procedure. Subject to Rule 3.01(1)(d) of the Rules of Civil Procedure and paragraph 13 of the Protocol, service of documents in accordance with the Protocol will be effective on transmission. This Court further orders that a case website for these proceedings shall be established with the following URL: www.alvarezandmarsal.com/BitcoinDepot (the "**Case Website**").

31. **THIS COURT ORDERS** that if the service or distribution of documents in accordance with the Protocol is not practicable, the Chapter 11 Debtors, the Foreign Representative, the Information Officer, and their respective counsel are at liberty to serve or distribute this Order, any other materials and orders in these proceedings, any notices or other correspondence, by forwarding copies thereof by prepaid ordinary mail, courier, personal delivery, facsimile transmission or electronic message to the Chapter 11 Debtors' creditors or other interested parties and their advisors at their respective addresses (including e-mail addresses) as last shown in the books and records of the applicable Chapter 11 Debtor and that any such service or distribution shall be deemed to be received (a) in the case of delivery by personal delivery, facsimile or electronic transmission, on the date of delivery or transmission, (b) in the case of delivery by prepaid ordinary mail, on the third business day after mailing, and (c) in the case of delivery by courier, on the next business day following the date of forwarding thereof.

32. **THIS COURT ORDERS** that any distribution or service in accordance with this Order shall be deemed to be in satisfaction of a legal or judicial obligation, and notice requirements within the meaning of clause 3(c) of the *Electronic Commerce Protection Regulations* (SOR/2013-221).

33. **THIS COURT ORDERS** that the Information Officer shall create, maintain and update as necessary a list of all Persons appearing in person or by counsel in these proceedings (the "**Service List**"). The Information Officer shall post the Service List, as may be updated from time to time, on the Case Website as part of the public materials in relation to these proceedings. Notwithstanding the foregoing, the Information Officer shall have no liability in respect of the accuracy of or the timeliness of making any changes to the Service List.

GENERAL

34. **THIS COURT ORDERS** that the Information Officer may from time to time apply to this Court for advice and directions in the discharge of its powers and duties hereunder.

35. **THIS COURT ORDERS** that nothing in this Order shall prevent the Information Officer from acting as an interim receiver, a receiver, a receiver and manager, a monitor, a proposal trustee, or a trustee in bankruptcy of any Chapter 11 Debtor, the Business or the Property.

36. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, in the United States of America or any other foreign jurisdiction, to give effect to this Order and to assist the Chapter 11 Debtors, the Foreign Representative, the Information Officer, and their respective counsel and agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Chapter 11 Debtors, the Foreign Representative, and the Information Officer, the latter as an officer of this Court, as may be necessary or desirable to give effect to this Order, or to assist the Chapter 11 Debtors, the Foreign Representative, and the Information Officer and their counsel and respective agents in carrying out the terms of this Order.

37. **THIS COURT ORDERS** that each of the Chapter 11 Debtors, the Foreign Representative and the Information Officer be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order.

38. **THIS COURT ORDERS** that the Guidelines for Communication and Cooperation between Courts in Cross-Border Insolvency Matters issued by the Judicial Insolvency Network and adopted by this Court and the U.S. Bankruptcy Court and attached as **Schedule "H"** hereto, are hereby adopted by this Court for the purposes of these recognition proceedings.

39. **THIS COURT ORDERS** that any interested party may apply to this Court to vary or amend this Order or seek other relief on not less than seven (7) days' notice to the Chapter 11 Debtors, the Foreign Representative, the Information Officer and their respective counsel, and to any other party or parties likely to be affected by the order sought, or upon such other notice, if any, as this Court may order.

40. **THIS COURT ORDERS** that this Order shall be effective as of 12:01 a.m. Eastern Standard Time on the date of this Order without the need for entry or filing of this Order.

SCHEDULE "A"
Foreign Representative Order

SCHEDULE "B"
Interim Cash Management Order

SCHEDULE "C"
Interim Critical Vendors Order

SCHEDULE "D"
Joint Administration Order

SCHEDULE "E"
Wages Order

SCHEDULE "F"
Interim Cash Collateral Order

SCHEDULE "G"
Claims Agent Order

SCHEDULE "H"
JIN Guidelines

GUIDELINES FOR COMMUNICATION AND COOPERATION BETWEEN COURTS IN CROSS-BORDER INSOLVENCY MATTERS

INTRODUCTION

A. The overarching objective of these Guidelines is to improve in the interests of all stakeholders the efficiency and effectiveness of cross-border proceedings relating to insolvency or adjustment of debt opened in more than one jurisdiction ("Parallel Proceedings") by enhancing coordination and cooperation amongst courts under whose supervision such proceedings are being conducted. These Guidelines represent best practice for dealing with Parallel Proceedings.

B. In all Parallel Proceedings, these Guidelines should be considered at the earliest practicable opportunity.

C. In particular, these Guidelines aim to promote:

(i) the efficient and timely coordination and administration of Parallel Proceedings;

(ii) the administration of Parallel Proceedings with a view to ensuring relevant stakeholders' interests are respected;

(iii) the identification, preservation, and maximisation of the value of the debtor's assets, including the debtor's business;

(iv) the management of the debtor's estate in ways that are proportionate to the amount of money involved, the nature of the case, the complexity of the issues, the number of creditors, and the number of jurisdictions involved in Parallel Proceedings;

(v) the sharing of information in order to reduce costs; and

(vi) the avoidance or minimisation of litigation, costs, and inconvenience to the parties[1] in Parallel Proceedings.

D. These Guidelines should be implemented in each jurisdiction in such manner as the jurisdiction deems fit.[2]

E. These Guidelines are not intended to be exhaustive and in each case consideration ought to be given to the special requirements in that case.

F. Courts should consider in all cases involving Parallel Proceedings whether and how to implement these Guidelines. Courts should encourage and where necessary direct, if they have the power to do so, the parties to make the necessary applications to the court to facilitate such implementation

[1] The term "parties" when used in these Guidelines shall be interpreted broadly.

[2] Possible modalities for the implementation of these Guidelines include practice directions and commercial guides.

by a protocol or order derived from these Guidelines, and encourage them to act so as to promote the objectives and aims of these Guidelines wherever possible.

ADOPTION & INTERPRETATION

Guideline 1: In furtherance of paragraph F above, the courts should encourage administrators in Parallel Proceedings to cooperate in all aspects of the case, including the necessity of notifying the courts at the earliest practicable opportunity of issues present and potential that may (a) affect those proceedings; and (b) benefit from communication and coordination between the courts. For the purpose of these Guidelines, "administrator" includes a liquidator, trustee, judicial manager, administrator in administration proceedings, debtor-in-possession in a reorganisation or scheme of arrangement, or any fiduciary of the estate or person appointed by the court.

Guideline 2: Where a court intends to apply these Guidelines (whether in whole or in part and with or without modification) in particular Parallel Proceedings, it will need to do so by a protocol or an order,[3] following an application by the parties or pursuant to a direction of the court if the court has the power to do so.

Guideline 3: Such protocol or order should promote the efficient and timely administration of Parallel Proceedings. It should address the coordination of requests for court approvals of related decisions and actions when required and communication with creditors and other parties. To the extent possible, it should also provide for timesaving procedures to avoid unnecessary and costly court hearings and other proceedings.

Guideline 4: These Guidelines when implemented are not intended to:

(i) interfere with or derogate from the jurisdiction or the exercise of jurisdiction by a court in any proceedings including its authority or supervision over an administrator in those proceedings;

(ii) interfere with or derogate from the rules or ethical principles by which an administrator is bound according to any applicable law and professional rules;

(iii) prevent a court from refusing to take an action that would be manifestly contrary to the public policy of the jurisdiction; or

(iv) confer or change jurisdiction, alter substantive rights, interfere with any function or duty arising out of any applicable law, or encroach upon any applicable law.

Guideline 5: For the avoidance of doubt, a protocol or order under these Guidelines is procedural in nature. It should not constitute a limitation on or waiver by the court of any powers, responsibilities, or authority or a substantive determination of any matter in controversy before the court or before the other court or a waiver by any of the parties of any of their substantive rights and claims.

Guideline 6: In the interpretation of these Guidelines or any protocol or order under these Guidelines, due regard shall be given to their international origin and to the need to promote good faith and uniformity in their application.

[3] In the normal case, the parties will agree on a protocol derived from these Guidelines and obtain the approval of each court in which the protocol is to apply.

COMMUNICATION BETWEEN COURTS

Guideline 7: A court may receive communications from a foreign court and may respond directly to them. Such communications may occur for the purpose of the orderly making of submissions and rendering of decisions by the courts, and to coordinate and resolve any procedural, administrative or preliminary matters relating to any joint hearing where Annex A is applicable. Such communications may take place through the following methods or such other method as may be agreed by the two courts in a specific case:

(i) Sending or transmitting copies of formal orders, judgments, opinions, reasons for decision, endorsements, transcripts of proceedings or other documents directly to the other court and providing advance notice to counsel for affected parties in such manner as the court considers appropriate.

(ii) Directing counsel or other appropriate person to transmit or deliver copies of documents, pleadings, affidavits, briefs or other documents that are filed or to be filed with the court to the other court in such fashion as may be appropriate and providing advance notice to counsel for affected parties in such manner as the court considers appropriate.

(iii) Participating in two-way communications with the other court, by telephone or video conference call or other electronic means, in which case Guideline 8 should be considered.

Guideline 8: In the event of communications between courts, other than on administrative matters, unless otherwise directed by any court involved in the communications whether on an *ex parte* basis or otherwise, or permitted by a protocol, the following shall apply:

(iv) In the normal case, parties may be present.

(v) If the parties are entitled to be present, advance notice of the communications shall be given to all parties in accordance with the rules of procedure applicable in each of the courts to be involved in the communications.

(vi) The communications between the courts shall be recorded and may be transcribed. A written transcript may be prepared from a recording of the communications that, with the approval of each court involved in the communications, may be treated as the official transcript of the communications.

(vii) Copies of any recording of the communications, of any transcript of the communications prepared pursuant to any direction of any court involved in the communications, and of any official transcript prepared from a recording may be filed as part of the record in the proceedings and made available to the parties and subject to such directions as to confidentiality as any court may consider appropriate.

(viii) The time and place for communications between the courts shall be as directed by the courts. Personnel other than judges in each court may communicate with each other to establish appropriate arrangements for the communications without the presence of the parties.

Guideline 9: A court may direct that notice of its proceedings be given to parties in proceedings in another jurisdiction. All notices, applications, motions, and other materials served for purposes of the proceedings before the court may be ordered to be provided to such other parties by making such materials available electronically in a publicly accessible system or by facsimile transmission, certified or registered mail or delivery by courier, or in such other manner as may be directed by the court in accordance with the procedures applicable in the court.

APPEARANCE IN COURT

Guideline 10: A court may authorise a party, or an appropriate person, to appear before and be heard by a foreign court, subject to approval of the foreign court to such appearance.

Guideline 11: If permitted by its law and otherwise appropriate, a court may authorise a party to a foreign proceeding, or an appropriate person, to appear and be heard by it without thereby becoming subject to its jurisdiction.

CONSEQUENTIAL PROVISIONS

Guideline 12: A court shall, except on proper objection on valid grounds and then only to the extent of such objection, recognise and accept as authentic the provisions of statutes, statutory or administrative regulations, and rules of court of general application applicable to the proceedings in other jurisdictions without further proof. For the avoidance of doubt, such recognition and acceptance does not constitute recognition or acceptance of their legal effect or implications.

Guideline 13: A court shall, except upon proper objection on valid grounds and then only to the extent of such objection, accept that orders made in the proceedings in other jurisdictions were duly and properly made or entered on their respective dates and accept that such orders require no further proof for purposes of the proceedings before it, subject to its law and all such proper reservations as in the opinion of the court are appropriate regarding proceedings by way of appeal or review that are actually pending in respect of any such orders. Notice of any amendments, modifications, extensions, or appellate decisions with respect to such orders shall be made to the other court(s) involved in Parallel Proceedings, as soon as it is practicable to do so.

Guideline 14: A protocol, order or directions made by a court under these Guidelines is subject to such amendments, modifications, and extensions as may be considered appropriate by the court, and to reflect the changes and developments from time to time in any Parallel Proceedings. Notice of such amendments, modifications, or extensions shall be made to the other court(s) involved in Parallel Proceedings, as soon as it is practicable to do so.

ANNEX A (JOINT HEARINGS)

Annex A to these Guidelines relates to guidelines on the conduct of joint hearings. Annex A shall be applicable to, and shall form a part of these Guidelines, with respect to courts that may signify their assent to Annex A from time to time. Parties are encouraged to address the matters set out in Annex A in a protocol or order.

ANNEX A: JOINT HEARINGS

A court may conduct a joint hearing with another court. In connection with any such joint hearing, the following shall apply, or where relevant, be considered for inclusion in a protocol or order:

(ii) The implementation of this Annex shall not divest nor diminish any court's respective independent jurisdiction over the subject matter of proceedings. By implementing this Annex, neither a court nor any party shall be deemed to have approved or engaged in any infringement on the sovereignty of the other jurisdiction.

(iii) Each court shall have sole and exclusive jurisdiction and power over the conduct of its own proceedings and the hearing and determination of matters arising in its proceedings.

(iv) Each court should be able simultaneously to hear the proceedings in the other court. Consideration should be given as to how to provide the best audio-visual access possible.

(v) Consideration should be given to coordination of the process and format for submissions and evidence filed or to be filed in each court.

(vi) A court may make an order permitting foreign counsel or any party in another jurisdiction to appear and be heard by it. If such an order is made, consideration needs to be given as to whether foreign counsel or any party would be submitting to the jurisdiction of the relevant court and/or its professional regulations.

(vii) A court should be entitled to communicate with the other court in advance of a joint hearing, with or without counsel being present, to establish the procedures for the orderly making of submissions and rendering of decisions by the courts, and to coordinate and resolve any procedural, administrative or preliminary matters relating to the joint hearing.

(viii) A court, subsequent to the joint hearing, should be entitled to communicate with the other court, with or without counsel present, for the purpose of determining outstanding issues. Consideration should be given as to whether the issues include procedural and/or substantive matters. Consideration should also be given as to· whether some or all of such communications should be recorded and preserved.

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

Court File No:

AND IN THE MATTER OF BITCOIN DEPOT INC. ET AL.

APPLICATION OF BITCOIN DEPOT INC., UNDER SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

Applicant

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

PROCEEDING COMMENCED AT TORONTO

SUPPLEMENTAL ORDER
(FOREIGN MAIN PROCEEDING)

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Lawyers for the Applicant

TAB 5

Court File No. ~~—~~CV-26-●-0000

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE	)	FRIDAY, THE 22ND
	)	
	)	~~WEEKDAY, THE #~~
~~THE HONOURABLE —~~	~~)~~	
	~~)~~	DAY OF ~~MONTH~~MAY, ~~20YR~~2026

JUSTICE ~~—~~BLACK

IN THE MATTER OF THE *COMPANIES~~'~~' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, c. C~~-36~~-36, AS AMENDED

AND IN THE MATTER OF ~~THE [LIST DEBTOR NAMES](the "Debtors")~~BITCOIN DEPOT INC., MINTZ ASSETS, INC., MCA SERVICES GROUP, LLC, LUX VENDING KIOSK, LLC, KUTT, INC., KIOSK TECHNICIANS, LLC, KIOSK HOLDCO LLC, INTUITIVE SOFTWARE LLC, DIGITAL GOLD VENTURES INC., CASH RAMP LLC, BTM INTERNATIONAL HOLDINGS II LLC, BTM INTERNATIONAL HOLDINGS 1 LLC, BT HOLDCO LLC, BCD MERGER SUB LLC, BITCOIN DEPOT OPERATING LLC, EXPRESS VENDING INC. AND BITACCESS INC.

APPLICATION OF ~~[NAME OF FOREIGN REPRESENTATIVE]~~ BITCOIN DEPOT INC. UNDER SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AMENDED

Applicant

SUPPLEMENTAL ORDER~~[1]~~

~~[1] As noted in several footnotes in this model order, practice under Part IV of the CCAA is still developing, and as certain issues are determined by Canadian courts, this model order will be amended to reflect the development of the law in this area.~~

(FOREIGN MAIN[2] PROCEEDING)

THIS APPLICATION, made by ~~[NAME OF FOREIGN REPRESENTATIVE]~~Bitcoin Depot Inc., in its capacity as the foreign representative (in such capacity, the ~~"~~"**Foreign Representative**~~"~~") of ~~the Debtors~~Bitcoin Depot Inc., Mintz Assets, Inc., MCA Services Group, LLC, Lux Vending Kiosk, LLC, Kutt, Inc., Kiosk Technicians, LLC, Kiosk HoldCo LLC, Intuitive Software LLC, Digital Gold Ventures Inc., Cash Ramp LLC, BTM International Holdings II LLC, BTM International Holdings 1 LLC, BT HoldCo LLC, BCD Merger Sub LLC, Bitcoin Depot Operating LLC, Express Vending Inc. and BitAccess Inc. (collectively, the "**Chapter 11 Debtors**"), pursuant to the *Companies~~'~~' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the ~~"~~ ~~"~~**CCAA**~~"~~") for an Order substantially in the form enclosed in the Application Record, was heard this day ~~at 330 University Avenue,~~by judicial videoconference in Toronto, Ontario.

ON READING the Notice of Application, the affidavit of ~~[NAME] sworn [DATE], [the preliminary report of [NAME]~~Thomas Studebaker sworn May 21, 2026, and the Pre-Filing Report of Alvarez & Marsal Canada Inc. ("**A&M**"), in its capacity as the proposed information officer, dated ~~[DATE]]~~,May 21, 2026, filed, and on being advised that the secured creditors who are likely to be affected by the charges created herein were given notice, and on hearing the submissions of counsel for the Foreign Representative, ~~[~~counsel for ~~the proposed information officer,] counsel for [OTHER PARTIES], no one appearing for [NAME][3] although duly served as appears from the affidavit of service of [NAME] sworn [DATE]~~A&M and those other parties

~~[2] If the Canadian Court has recognized a foreign proceeding as a "main" proceeding, then section 48 of the CCAA provides that the Court must grant certain relief, subject to any terms and conditions it considers appropriate. The provisions of the model Initial Recognition Order (Foreign Main Proceeding) fulfill the mandatory requirements of section 48 with respect to a foreign main proceeding. Section 49 of the CCAA also allows the Court to make any order that it considers appropriate for the protection of the debtor company's property or the interests of a creditor or creditors. This Supplemental Order contains discretionary relief that might be granted by the Court in the appropriate circumstances. The Model Order Subcommittee has attempted to make the provisions of this model Order consistent with similar provisions in other model Orders. Supplemental relief (whether contained in this Order or in subsequent Orders) may also include provisions dealing with the sale of assets, the recognition of critical vendors, a claims process, or any number of other matters, or may recognize foreign orders or laws granting such relief.~~

~~[3] Include names of secured creditors or other persons who must be served before certain relief in this model Order may be granted. See, for example, CCAA Sections 11.2(1) and 11.52(1).~~

that were present and wished to be heard, and on reading the consent of ~~[NAME OF PROPOSED INFORMATION OFFICER]~~A&M to act as the information officer:

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Application and the Application Record is hereby abridged and validated[4] so that this Application is properly returnable today and hereby dispenses with further service thereof.

INITIAL RECOGNITION ORDER

2. **THIS COURT ORDERS** that any capitalized terms not otherwise defined herein shall have the meanings given to such terms in the Initial Recognition Order (Foreign Main Proceeding) dated ~~[DATE]~~as of May 22, 2026 (the ~~"~~"**Recognition Order**~~"~~").

3. **THIS COURT ORDERS** that the provisions of this Supplemental Order shall be interpreted in a manner complementary and supplementary to the provisions of the Recognition Order, provided that in the event of a conflict between the provisions of this Supplemental Order and the provisions of the Recognition Order, the provisions of the Recognition Order shall govern.

RECOGNITION OF FOREIGN ORDERS[5]

4. **THIS COURT ORDERS** that the following orders (collectively, the ~~"~~"**Foreign Orders**~~"~~) of ~~[NAME OF FOREIGN COURT]~~ the United States Bankruptcy Court for the Southern District of Texas, Houston Division (the "**U.S. Bankruptcy Court**") made in the

[4] ~~If service is effected in a manner other than as authorized by the Ontario *Rules of Civil Procedure*, an order validating irregular service is required pursuant to Rule 16.08 of the *Rules of Civil Procedure* and may be granted in the appropriate circumstances.~~

[5] ~~This model Order adopts an approach that might be applicable to some foreign proceedings, but not others. For example, U.S. proceedings will typically generate court orders that will be brought to the Canadian Courts for recognition. Other jurisdictions may have statutory or regulatory rights (rather than court orders) that need to be recognized in Canada.~~

Foreign Proceeding are hereby recognized and given full force and effect[6] in all provinces and territories of Canada pursuant to ~~Section~~section 49 of the CCAA:

~~(a) [list Foreign Orders, or portions of Foreign Orders, copies of which should be attached as schedules to this Order], attached as Schedule A to this Order,~~

(a) *Order (I) Authorizing Bitcoin Depot Inc. to Act as Foreign Representative, and (II) Granting Related Relief*;

(b) *Interim Order (I) Authorizing the Debtors to (A) Maintain their Cash Management System, (B) Continue Using Existing Business Forms, and (C) Continue Intercompany Transfers, (II) Providing Administrative Expense Priority Status for Postpetition Intercompany Claims, (III) Extending Time To Comply With Section 345(B) of the Bankruptcy Code, (IV) Waiving Compliance with Certain of the U.S. Trustee's Operating Guidelines and (IV) Granting Related Relief*;

(c) *Interim Order (I) Authorizing the Debtors to Pay (A) Critical Vendors, (B) Lien Claimants, and (C) Foreign Vendors; and (II) Granting Related Relief;*

(d) *Amended Order Directing Joint Administration of the Debtors' Chapter 11 Cases;*

(e) *Order (I) Authorizing the Debtors to (A) Pay Prepetition Wages, Salaries, Other Compensation, and Reimbursable Expenses and (B) Continue Employee Benefits Programs; and (II) Granting Related Relief;*

(f) *Interim Order (I) Authorizing the Debtors to Use Cash Collateral, (II) Granting Adequate Protection, (III) Confirming Application of the Automatic Stay, (IV) Scheduling a Final Hearing on the Motion, and (V) Granting Related Relief* (the "**Interim Cash Collateral Order**"); *and*

(g) *Order Authorizing the Appointment of Kroll Restructuring Administration LLC as Claims, Noticing, and Solicitation Agent;*

(copies of which are attached as **Schedules "A"** to **"G"** hereto, respectively);

[6] ~~Section 50 of the CCAA provides that an order made under Part IV of the CCAA may be made on any terms and conditions that the Court considers appropriate in the circumstances. Such terms and conditions would presumably need to be consistent with the orders or laws applicable to the foreign proceeding, subject to (i) the limitations imposed by section 48(2) (an order made under section 48(1) must be consistent with any order made under the CCAA), and (ii) the limitations imposed in section 61 (which provides that the Court may apply legal or equitable rules that are not inconsistent with the CCAA, and further that the Court may refuse to do something that would be contrary to public policy). All of the Foreign Orders should be reviewed by counsel with these issues in mind, and the Court may require confirmation from counsel that there is nothing in the Foreign Orders that is inconsistent with the CCAA or that would raise the public policy exception referenced in section 61 of the CCAA.~~

provided, however, that in the event of any conflict between the terms of the Foreign Orders and the Orders of this Court made in the within proceedings, the Orders of this Court shall govern with respect to Property (as defined below) in Canada.

APPOINTMENT OF INFORMATION OFFICER[7]

5. **THIS COURT ORDERS** that ~~[NAME OF INFORMATION OFFICER] (the "Information Officer")~~A&M is hereby appointed as an officer of this Court (in such capacity, the "**Information Officer**"), with the powers and duties set out herein and in any other Order made in these proceedings.

NO PROCEEDINGS AGAINST THE CHAPTER 11 DEBTORS OR THE PROPERTY[8]

6. **THIS COURT ORDERS** that until such date as this Court may order (the ~~"~~"**Stay Period**~~"~~") no proceeding or enforcement process in any court or tribunal in Canada (each, a ~~"~~"**Proceeding**~~"~~") shall be commenced or continued against or in respect of the Chapter 11 Debtors, or their employees or representatives acting in such capacities, or affecting their business (the ~~"~~"**Business**~~"~~"), or ~~their~~(a) the current ~~and~~or future assets, undertakings and properties of every nature and kind whatsoever~~,~~ and wherever ~~situate~~situated, including all proceeds thereof ~~(the "~~, of Digital Gold Ventures Inc., BitAccess Inc. and Express Vending Inc. (collectively, the "**Canadian Debtors**"); or (b) the current or future assets, undertakings and properties of every nature and kind whatsoever and located in Canada, including all proceeds thereof, of the other Chapter 11 Debtors (collectively, with the Canadian Property~~"~~, the

~~[7] The appointment of an Information Officer is not required by the CCAA, and is in the discretion of the Court. Information Officers are normally trustees licensed under the *Bankruptcy and Insolvency Act*.~~

~~[8] The Model Order Subcommittee notes that a "Non-Derogation of Rights" section (found, for example, in the Model Initial CCAA Order) has not been included in this model Order. In a 'full' CCAA proceeding, which would typically include a stay of proceedings made under section 11.02 of the CCAA, a number of actions or steps cannot be stayed, or the stay is subject to certain limits and restrictions. See, for example, CCAA Sections 11.01, 11.04, 11.06, 11.07, 11.08, and 11.1(2). However, in a Part IV proceeding, section 48 of the CCAA (rather than section 11.02 of the CCAA) is being relied upon when a stay of proceedings is being sought, and despite the wording of section 48(2) and section 61, it is not clear if the restrictions applicable to a section 11.02 stay of proceedings are also applicable to a section 48 stay of proceedings, or would restrict the recognition of foreign proceedings or foreign orders that include a stay of proceedings broader than permitted in a section 11.02 stay of proceedings. These issues remain open for determination by Canadian courts.~~

"**Property**"), except with the written consent of the Chapter 11 Debtors and the Information Officer or with leave of this Court,[9] and any and all Proceedings currently under way against or in respect of any of the Chapter 11 Debtors or affecting the Business or the Property are hereby stayed and suspended pending further Order of this Court.

NO EXERCISE OF RIGHTS OR REMEDIES

7. **THIS COURT ORDERS** that during the Stay Period, all rights and remedies of any individual, firm, corporation, governmental body or agency, or any other entities or person (all of the foregoing, collectively being ~~"~~"**Persons**~~"~~" and each being a ~~"~~"**Person**~~"~~") against or in respect of any of the Chapter 11 Debtors ~~[~~or ~~the Foreign Representative~~]their employees or representatives acting in such capacities, or affecting the Business or the Property, are hereby stayed and suspended except with the consent of the applicable Chapter 11 Debtor and the Information Officer or leave of this Court, provided that nothing in this Order shall (~~i~~a) prevent the assertion of or the exercise of rights and remedies outside of Canada~~,~~; (~~ii~~b) empower any ~~of the Debtors~~Chapter 11 Debtor to carry on any business in Canada which that Chapter 11 Debtor is not lawfully entitled to carry on~~,~~; (~~iii~~c) ~~[~~affect such investigations or Proceedings by a regulatory body as are permitted by section 11.1 of the CCAA~~,]~~; (~~iv~~d) prevent the filing of any registration to preserve or perfect a security interest~~,~~; or (~~v~~e) prevent the registration of a claim for lien.

NO INTERFERENCE WITH RIGHTS

8. **THIS COURT ORDERS** that during the Stay Period, no Person shall discontinue, fail to honour, alter, interfere with, repudiate, terminate or cease to perform any right, renewal right, contract, agreement, lease, licence or permit in favour of or held by any of the Chapter 11 Debtors and affecting the Business ~~in Canada~~or Property, except with the written consent of the applicable Chapter 11 Debtor and the Information Officer, or with leave of this Court.

[9] ~~Where the Court considers it to be appropriate, it may authorize other Persons, including a Court appointed Information Officer, to provide consent to any Proceeding. This same comment applies in paragraphs 6 through 11 of this Order.~~

ADDITIONAL PROTECTIONS

9. **THIS COURT ORDERS** that during the Stay Period, all Persons having oral or written agreements with any of the Chapter 11 Debtors or statutory or regulatory mandates for the supply of goods and/or services in Canada, including, without limitation, all licensing arrangements, manufacturing arrangements, computer software, communication and other data services, centralized banking services, payroll services, insurance, transportation services, utility, fuel, maintenance, customs broker services or other services provided in respect of the Property or Business of any of the Chapter 11 Debtors, are hereby restrained until further Order of this Court from discontinuing, altering, interfering with or terminating the supply of such goods or services as may be required by any of the Chapter 11 Debtors, and that each of the Chapter 11 Debtors shall be entitled to the continued use in Canada of their current premises, bank accounts, telephone numbers, facsimile numbers, internet addresses and domain names.[10]

10. [**THIS COURT ORDERS** that during the Stay Period, and except as permitted by subsection 11.03(2) of the CCAA, no Proceeding may be commenced or continued against any of the former, current or future directors or officers of the Chapter 11 Debtors with respect to any claim against the directors or officers that arose before the date hereof and that relates to any obligations of the Chapter 11 Debtors whereby the directors or officers are alleged under any law to be liable in their capacity as directors or officers for the payment or performance of such obligations.][11]

11. **THIS COURT ORDERS** that no Proceeding shall be commenced or continued against or in respect of the Information Officer, except with leave of this Court. In addition to the rights and protections afforded the Information Officer herein, or as an officer of this Court, the Information Officer shall have the benefit of all of the rights and protections afforded to a

[10] Section 11.01 of the CCAA provides that no order made under section 11 or 11.02 has the effect of (a) prohibiting a person from requiring immediate payment for good, services, etc. provided after the order is made, or (b) requiring the further advance of money or credit. It is unclear whether these provisions also apply to an order made pursuant to section 48 of the CCAA. Please see the discussion in footnote 8 above.

[11] Counsel should specifically address with the Court whether this provision is appropriate in the context of this Order.

Monitor under the CCAA, and shall incur no liability or obligation as a result of its appointment or the carrying out of the provisions of this Order, save and except for any gross negligence or wilful misconduct on its part.

OTHER PROVISIONS RELATING TO INFORMATION OFFICER

12. **THIS COURT ORDERS** that the Information Officer:

(a) is hereby authorized to provide such assistance to the Foreign Representative in the performance of its duties as the Foreign Representative may reasonably request;

(b) shall report to this Court at ~~least once every [three] months~~ such times and intervals that the Information Officer considers appropriate with respect to the status of these proceedings and the status of the Foreign ~~Proceedings~~Proceeding, which reports may include information relating to the Property, the Business, or such other matters as may be relevant to the proceedings herein;

~~(c) in addition to the periodic reports referred to in paragraph 12(b) above, the Information Officer may report to this Court at such other times and intervals as the Information Officer may deem appropriate with respect to any of the matters referred to in paragraph 12(b) above;~~

(c) ~~(d)~~ shall have full and complete access to the Property, including the premises, books, records, data, including data in electronic form, and other financial documents of the Chapter 11 Debtors, to the extent that is necessary to perform its duties arising under this Order; and

(d) ~~(e)~~ shall be at liberty to engage independent legal counsel or such other persons as the Information Officer deems necessary or advisable respecting the exercise of its powers and performance of its obligations under this Order.

13. **THIS COURT ORDERS** that the Chapter 11 Debtors and the Foreign Representative shall (~~i~~a) advise the Information Officer of all material steps taken by the Chapter 11 Debtors or

the Foreign Representative in these proceedings or in the Foreign ~~Proceedings,~~Proceeding; (~~ii~~b) co-operate fully with the Information Officer in the exercise of its powers and discharge of its obligations~~,~~; and (~~iii~~c) provide the Information Officer with the assistance that is necessary to enable the Information Officer to adequately carry out its functions.

14. **THIS COURT ORDERS** that the Information Officer shall not take possession of the Property and shall take no part whatsoever in the management or supervision of the management of the Business and shall not, by fulfilling its obligations hereunder, be deemed to have taken or maintained possession or control of the Business or Property, or any part thereof.

15. **THIS COURT ORDERS** that the Information Officer (~~i~~a) shall post on ~~its website~~the Case Website (as defined below) all Orders of this Court made in these proceedings, all reports of the Information Officer filed herein, and such other materials as this Court may order from time to time~~,~~; and (~~ii~~b) may post on ~~its website~~the Case Website any other materials that the Information Officer deems appropriate.

16. **THIS COURT ORDERS** that the Information Officer may provide any creditor of a Chapter 11 Debtor with information provided by the Chapter 11 Debtors in response to reasonable requests for information made in writing by such creditor addressed to the Information Officer. The Information Officer shall not have any responsibility or liability with respect to the information disseminated by it pursuant to this paragraph. In the case of information that the Information Officer has been advised by the Chapter 11 Debtors is privileged or confidential, the Information Officer shall not provide such information to creditors unless otherwise directed by this Court or on such terms as the Information Officer, the Foreign Representative and the relevant Chapter 11 Debtors may agree.

17. **THIS COURT ORDERS** that Osler, Hoskin & Harcourt LLP, as Canadian counsel to the Chapter 11 Debtors ("**Canadian Counsel**"), the Information Officer and legal counsel to the Information Officer, shall be paid by the Chapter 11 Debtors their reasonable and documented fees and disbursements incurred in respect of these proceedings, both before and after the making of this Order, in each case at their standard rates and charges as agreed to by the Chapter 11 Debtors unless otherwise ordered by the Court on the passing of accounts. The Chapter 11

Debtors are hereby authorized and directed to pay the accounts of Canadian Counsel, the Information Officer and legal counsel for the Information Officer on a ~~[TIME INTERVAL] basis and, in addition, the Debtors are hereby authorized~~bi-weekly basis or on such terms as such parties may agree and to pay retainers to the Information Officer and its legal counsel in the aggregate amount of US $150,000. The accounts of Canadian Counsel, the Information Officer and counsel to the Information Officer~~, retainers in the amount[s] of $[AMOUNT OR AMOUNTS] [, respectively,] to be held by them as security for payment of their respective fees and disbursements outstanding from time to time.~~ shall not be subject to approval in the Foreign Proceeding.

18. **THIS COURT ORDERS** that the Information Officer and its legal counsel shall pass their accounts from time to time, and for this purpose the accounts of the Information Officer and its legal counsel are hereby referred to a judge of the Commercial List of the Ontario Superior Court of Justice~~, and the accounts of the Information Officer and its counsel shall not be subject to approval in the Foreign Proceeding~~.

19. **THIS COURT ORDERS** that Canadian Counsel, the Information Officer and legal counsel to the Information Officer~~, if any,~~ shall be entitled to the benefit of and are hereby granted a charge (the ~~"~~"**Administration Charge**~~"~~") on the Property ~~in Canada~~, which charge shall not exceed an aggregate amount of US $~~[AMOUNT], 750,000~~ as security for their reasonable and documented professional fees and disbursements incurred in respect of these proceedings, both before and after the making of this Order. The Administration Charge shall have the priority set out in paragraphs ~~[21]~~24 and ~~[23]~~26 hereof.

~~**INTERIM FINANCING**[12]~~

DIRECTORS' AND OFFICERS' INDEMNIFICATION AND CHARGE

20. **THIS COURT ORDERS** that the Canadian Debtors shall indemnify their directors and officers against obligations and liabilities that they may incur as directors or officers of any of the

~~[12] Optional – if there is a DIP Lender which takes security over assets in Canada or in respect of Canadian Debtors. If more comprehensive interim financing provisions are required, please refer to the model CCAA Initial Order for sample provisions.~~

Canadian Debtors after the commencement of the within proceedings (including, for greater certainty, any applicable obligations and liabilities of the directors and officers for wages, vacation pay or termination or severance pay due to employees of the Canadian Debtors, whether or not any such employee was terminated prior to or after the commencement of these proceedings), except to the extent that, with respect to any officer or director, the obligation or liability was incurred as a result of the director's or officer's gross negligence or wilful misconduct.

21. ~~20.~~ **THIS COURT ORDERS** that the ~~DIP Lender~~directors and officers of the Canadian Debtors shall be entitled to the benefit of and ~~is~~are hereby granted a charge (the ~~"DIP Lender's~~"**Directors' Charge**~~"~~") on the Property ~~in Canada~~, which ~~DIP Lender's Charge shall be consistent with the liens and charges created by the [DESCRIBE DIP LOAN ORDER MADE IN THE FOREIGN PROCEEDING], provided however that the DIP Lender's Charge (i) shall not secure an obligation that exists before this Order is made,[13] and (ii) with respect to the Property in Canada,~~ charge shall not exceed an aggregate amount of US $150,000, as security for the indemnity provided in paragraph 20 of this Order. The Directors' Charge shall have the priority set out in paragraphs ~~**[21]** and **[23]** hereof, and further provided that the DIP Lender's Charge shall not be enforced except with leave of this Court~~24 and 26 hereof.

22. **THIS COURT ORDERS** that, notwithstanding any language in any applicable insurance policy to the contrary, (a) no insurer shall be entitled to be subrogated to or claim the benefit of the Directors' Charge; and (b) the Canadian Debtors' directors and officers shall only be entitled to the benefit of the Directors' Charge to the extent that they do not have coverage under any directors' and officers' insurance policy, or to the extent that such coverage is insufficient to pay amounts indemnified in accordance with paragraph 20 of this Order.

INTERCOMPANY CHARGE

23. **THIS COURT ORDERS** that any Chapter 11 Debtor that has provided services or lent money to or borne costs of, any of the Canadian Debtors or any combination of them (the

~~[13] This restriction appears in the interim financing provisions found in section 11.2(1) of the CCAA. It is unclear if this prohibits the recognition of a foreign order that creates a DIP Lender's Charge securing pre-filing obligations.~~

"**Intercompany Claim**") that has Property, shall be entitled to the benefit of and is hereby granted a charge (the "**Intercompany Charge**") on such Property of such Canadian Debtor, as security for its Intercompany Claim that arose or arises on or after the date hereof. The Intercompany Charge shall have the priority set out in paragraphs 24 and 26 hereof.

VALIDITY AND PRIORITY OF CHARGES CREATED BY THIS ORDER

24. ~~21.~~ **THIS COURT ORDERS** that the priorities of the Administration Charge, the Directors' Charge and the ~~DIP Lender's~~Intercompany Charge (collectively, the "**Charges**"), as among them, shall be as follows:[14]

(a) First – Administration Charge (to the maximum amount of US $~~[AMOUNT]~~750,000); ~~and~~

(b) Second – Directors' Charge (to the maximum amount of US $150,000); and

(c) ~~Second – DIP Lender's~~Third – Intercompany Charge.

25. ~~22.~~ **THIS COURT ORDERS** that the filing, registration or perfection of the ~~Administration Charge or the DIP Lender's Charge (collectively, the "~~Charges~~")~~ shall not be required, and that the Charges shall be valid and enforceable for all purposes, including as against any right, title or interest filed, registered, recorded or perfected subsequent to the Charges coming into existence, notwithstanding any such failure to file, register, record or perfect the Charges.

26. ~~23.~~ **THIS COURT ORDERS** that each of the ~~Administration Charge and the DIP Lender's Charge (all as constituted and defined herein)~~Charges shall constitute a charge on the Property ~~in Canada~~ and such Charges shall rank in priority to all other security interests, trusts,

~~[14] The ranking of these Charges is for illustration purposes only, and is not meant to be determinative. This ranking may be subject to negotiation, and should be tailored to the circumstances of the case before the Court. Similarly, the quantum and caps applicable to the Charges should be considered in each case. Please also note that the CCAA now permits Charges in favour of critical suppliers and others, which should also be incorporated into this Order (and the rankings, above), where appropriate.~~

liens, charges and encumbrances, claims of secured creditors, statutory or otherwise (collectively, ~~"~~"**Encumbrances**~~"~~") in favour of any Person.

27. ~~24.~~ **THIS COURT ORDERS** that except as otherwise expressly provided for herein, or as may be approved by this Court, the Chapter 11 Debtors shall not grant any Encumbrances over any Property ~~in Canada~~ that rank in priority to, or *pari passu* with, the ~~Administration Charge or the DIP Lender's Charge~~Charges, unless the Chapter 11 Debtors also obtain the prior written consent of the ~~Information Officer and the DIP Lender~~beneficiaries of the Charges (collectively, the "**Chargees**").

28. ~~25.~~ **THIS COURT ORDERS** that the ~~Administration Charge and the DIP Lender's Charge~~Charges shall not be rendered invalid or unenforceable and the rights and remedies of the ~~chargees entitled to the benefit of the Charges (collectively, the "~~Chargees~~")~~ shall not otherwise be limited or impaired in any way by (~~i~~a) the pendency of these proceedings and the declarations of insolvency made herein; (~~ii~~b) any application(s) for bankruptcy order(s) issued pursuant to the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended (the "**BIA**"), or any bankruptcy order made pursuant to such applications; (~~iii~~c) the filing of any assignments for the general benefit of creditors made pursuant to the BIA; (~~iv~~d) the provisions of any federal or provincial statutes; or (~~v~~e) any negative covenants, prohibitions or other similar provisions with respect to borrowings, incurring debt or the creation of Encumbrances, contained in any existing loan documents, lease, sublease, offer to lease or other agreement (collectively, an ~~"~~"**Agreement**~~"~~") which binds any Chapter 11 Debtor, and notwithstanding any provision to the contrary in any Agreement:

(i) ~~(a)~~ the creation of the Charges shall not create or be deemed to constitute a breach by a Chapter 11 Debtor of any Agreement to which it is a party;

(ii) ~~(b)~~ none of the Chargees shall have any liability to any Person whatsoever as a result of any breach of any Agreement caused by or resulting from the creation of the Charges; and

(iii) ~~(c)~~ the payments made by the Chapter 11 Debtors to the Chargees pursuant to this Order, and the granting of the Charges, do not and will not constitute preferences, fraudulent conveyances, transfers at undervalue, oppressive conduct, or other challengeable or voidable transactions under any applicable law.

29. ~~26.~~ **THIS COURT ORDERS** that any Charge created by this Order over leases of real property in Canada shall only be a Charge in the applicable ~~Debtor's~~Chapter 11 Debtor's interest in such real property leases.

SERVICE AND NOTICE

30. ~~27.~~ **THIS COURT ORDERS** ~~that~~ that the E-Service Protocol of the Commercial List (the "**Protocol**") is approved and adopted by reference herein and, in this proceeding, the service of documents made in accordance with the Protocol (which can be found on the Commercial List website at ~~http://www.ontariocourts.ca/scj/practice/practice-directions/toronto/e-service-protocol/~~https://www.ontariocourts.ca/scj/files/guides/the-guide-concerning-commercial-list-e-service-en.pdf) shall be valid and effective service. Subject to Rule 17.05 of the *Rules of Civil Procedure*, R.R.O. 1990. Reg 194 (the "**Rules of Civil Procedure**") this Order shall constitute an order for substituted service pursuant to Rule 16.04 of the Rules of Civil Procedure. Subject to Rule 3.01(1)(d) of the Rules of Civil Procedure and paragraph ~~21~~13 of the Protocol, service of documents in accordance with the Protocol will be effective on transmission. This Court further orders that a ~~Case Website~~case website for these proceedings shall be established ~~in accordance~~ with ~~the Protocol with~~ the following URL ~~'<@>'~~: www.alvarezandmarsal.com/BitcoinDepot (the "**Case Website**").

31. ~~28.~~ **THIS COURT ORDERS** that if the service or distribution of documents in accordance with the Protocol is not practicable, the Chapter 11 Debtors, the Foreign Representative ~~and~~, the Information Officer, and their respective counsel are at liberty to serve or distribute this Order, any other materials and orders in these proceedings, any notices or other correspondence, by forwarding ~~true~~ copies thereof by prepaid ordinary mail, courier, personal delivery ~~or~~, facsimile transmission or electronic message to the Chapter 11 Debtors' creditors or other interested parties and their advisors at their respective addresses (including e-mail addresses) as last shown ~~on~~in the books and records of the applicable Chapter 11 Debtor and that any such service or distribution ~~by courier, personal delivery or facsimile transmission~~ shall be deemed to be received ~~on~~ (a) in the case of delivery by personal delivery, facsimile or electronic

transmission, on the date of delivery or transmission, (b) in the case of delivery by prepaid ordinary mail, on the third business day after mailing, and (c) in the case of delivery by courier, on the next business day following the date of forwarding thereof~~, or if sent by ordinary mail, on the third business day after mailing~~.

32. **THIS COURT ORDERS** that any distribution or service in accordance with this Order shall be deemed to be in satisfaction of a legal or judicial obligation, and notice requirements within the meaning of clause 3(c) of the *Electronic Commerce Protection Regulations* (SOR/2013-221).

33. **THIS COURT ORDERS** that the Information Officer shall create, maintain and update as necessary a list of all Persons appearing in person or by counsel in these proceedings (the "**Service List**"). The Information Officer shall post the Service List, as may be updated from time to time, on the Case Website as part of the public materials in relation to these proceedings. Notwithstanding the foregoing, the Information Officer shall have no liability in respect of the accuracy of or the timeliness of making any changes to the Service List.

GENERAL

34. ~~29.~~ **THIS COURT ORDERS** that the Information Officer may from time to time apply to this Court for advice and directions in the discharge of its powers and duties hereunder.

35. ~~30.~~ **THIS COURT ORDERS** that nothing in this Order shall prevent the Information Officer from acting as an interim receiver, a receiver, a receiver and manager, a monitor, a proposal trustee, or a trustee in bankruptcy of any Chapter 11 Debtor, the Business or the Property.

36. ~~31.~~ **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada~~ or~~, in the ~~[JURISDICTION OF THE FOREIGN PROCEEDING]~~United States of America or any other foreign jurisdiction, to give effect to this Order and to assist the Chapter 11 Debtors, the Foreign Representative, the Information Officer, and their respective counsel and agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby

respectfully requested to make such orders and to provide such assistance to the Chapter 11 Debtors, the Foreign Representative, and the Information Officer, the latter as an officer of this Court, as may be necessary or desirable to give effect to this Order, or to assist the Chapter 11 Debtors, the Foreign Representative, and the Information Officer and their counsel and respective agents in carrying out the terms of this Order.

37. ~~32.~~ **THIS COURT ORDERS** that each of the Chapter 11 Debtors, the Foreign Representative and the Information Officer be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order.

38. ~~33.~~ **THIS COURT ORDERS** that the Guidelines for ~~Court-to-Court Communications in Cross-Border Cases developed by the American Law Institute~~ Communication and Cooperation between Courts in Cross-Border Insolvency Matters issued by the Judicial Insolvency Network and adopted by this Court and the U.S. Bankruptcy Court and attached as **Schedule** ~~[*]~~**"H"** hereto ~~is~~, are hereby adopted by this Court for the purposes of these recognition proceedings.

39. ~~34.~~ **THIS COURT ORDERS** that any interested party may apply to this Court to vary or amend this Order or seek other relief on not less than seven (7) days' notice to the Chapter 11 Debtors, the Foreign Representative, the Information Officer and their respective counsel, and to any other party or parties likely to be affected by the order sought, or upon such other notice, if any, as this Court may order.

40. ~~35.~~ **THIS COURT ORDERS** that this Order shall be effective as of ~~[TIME]~~12:01 a.m. Eastern Standard Time on the date of this Order~~.~~[15] without the need for entry or filing of this Order.

[15] ~~The time referenced in this Order should be the same time as the time referenced in the Recognition Order, if the two Orders are made on the same date. In the absence of such a provision, Rule 59.01 of the Ontario *Rules of Civil Procedure* appears to indicate that an Order is effective as of 12:01 a.m. on the date of the Order (Rule 59.01 provides that "An order is effective from the date on which it is made, unless it provides otherwise").~~

SCHEDULE "A"
Foreign Representative Order

SCHEDULE "B"
Interim Cash Management Order

SCHEDULE "C"
Interim Critical Vendors Order

SCHEDULE "D"
Joint Administration Order

SCHEDULE "E"
Wages Order

SCHEDULE "F"
Interim Cash Collateral Order

SCHEDULE "G"
Claims Agent Order

SCHEDULE "H"
JIN Guidelines

GUIDELINES FOR COMMUNICATION AND COOPERATION BETWEEN COURTS IN CROSS-BORDER INSOLVENCY MATTERS

INTRODUCTION

A. The overarching objective of these Guidelines is to improve in the interests of all stakeholders the efficiency and effectiveness of cross-border proceedings relating to insolvency or adjustment of debt opened in more than one jurisdiction ("Parallel Proceedings") by enhancing coordination and cooperation amongst courts under whose supervision such proceedings are being conducted. These Guidelines represent best practice for dealing with Parallel Proceedings.

B. In all Parallel Proceedings, these Guidelines should be considered at the earliest practicable opportunity.

C. In particular, these Guidelines aim to promote:

(i) the efficient and timely coordination and administration of Parallel Proceedings;

(ii) the administration of Parallel Proceedings with a view to ensuring relevant stakeholders' interests are respected;

(iii) the identification, preservation, and maximisation of the value of the debtor's assets, including the debtor's business;

(iv) the management of the debtor's estate in ways that are proportionate to the amount of money involved, the nature of the case, the complexity of the issues, the number of creditors, and the number of jurisdictions involved in Parallel Proceedings;

(v) the sharing of information in order to reduce costs; and

(vi) the avoidance or minimisation of litigation, costs, and inconvenience to the parties[1] in Parallel Proceedings.

D. These Guidelines should be implemented in each jurisdiction in such manner as the jurisdiction deems fit.[2]

E. These Guidelines are not intended to be exhaustive and in each case consideration ought to be given to the special requirements in that case.

F. Courts should consider in all cases involving Parallel Proceedings whether and how to implement these Guidelines. Courts should encourage and where necessary direct, if they have the power to do so, the parties to make the necessary applications to the court to facilitate such

[1] The term "parties" when used in these Guidelines shall be interpreted broadly.

[2] Possible modalities for the implementation of these Guidelines include practice directions and commercial guides.

implementation by a protocol or order derived from these Guidelines, and encourage them to act so as to promote the objectives and aims of these Guidelines wherever possible.

ADOPTION & INTERPRETATION

Guideline 1: In furtherance of paragraph F above, the courts should encourage administrators in Parallel Proceedings to cooperate in all aspects of the case, including the necessity of notifying the courts at the earliest practicable opportunity of issues present and potential that may (a) affect those proceedings; and (b) benefit from communication and coordination between the courts. For the purpose of these Guidelines, "administrator" includes a liquidator, trustee, judicial manager, administrator in administration proceedings, debtor-in-possession in a reorganisation or scheme of arrangement, or any fiduciary of the estate or person appointed by the court.

Guideline 2: Where a court intends to apply these Guidelines (whether in whole or in part and with or without modification) in particular Parallel Proceedings, it will need to do so by a protocol or an order,[3] following an application by the parties or pursuant to a direction of the court if the court has the power to do so.

Guideline 3: Such protocol or order should promote the efficient and timely administration of Parallel Proceedings. It should address the coordination of requests for court approvals of related decisions and actions when required and communication with creditors and other parties. To the extent possible, it should also provide for timesaving procedures to avoid unnecessary and costly court hearings and other proceedings.

Guideline 4: These Guidelines when implemented are not intended to:

(i) interfere with or derogate from the jurisdiction or the exercise of jurisdiction by a court in any proceedings including its authority or supervision over an administrator in those proceedings;

(ii) interfere with or derogate from the rules or ethical principles by which an administrator is bound according to any applicable law and professional rules;

(iii) prevent a court from refusing to take an action that would be manifestly contrary to the public policy of the jurisdiction; or

(iv) confer or change jurisdiction, alter substantive rights, interfere with any function or duty arising out of any applicable law, or encroach upon any applicable law.

Guideline 5: For the avoidance of doubt, a protocol or order under these Guidelines is procedural in nature. It should not constitute a limitation on or waiver by the court of any powers, responsibilities, or authority or a substantive determination of any matter in controversy before the court or before the other court or a waiver by any of the parties of any of their substantive rights and claims.

[3] In the normal case, the parties will agree on a protocol derived from these Guidelines and obtain the approval of each court in which the protocol is to apply.

Guideline 6: In the interpretation of these Guidelines or any protocol or order under these Guidelines, due regard shall be given to their international origin and to the need to promote good faith and uniformity in their application.

COMMUNICATION BETWEEN COURTS

Guideline 7: A court may receive communications from a foreign court and may respond directly to them. Such communications may occur for the purpose of the orderly making of submissions and rendering of decisions by the courts, and to coordinate and resolve any procedural, administrative or preliminary matters relating to any joint hearing where Annex A is applicable. Such communications may take place through the following methods or such other method as may be agreed by the two courts in a specific case:

(i) Sending or transmitting copies of formal orders, judgments, opinions, reasons for decision, endorsements, transcripts of proceedings or other documents directly to the other court and providing advance notice to counsel for affected parties in such manner as the court considers appropriate.

(ii) Directing counsel or other appropriate person to transmit or deliver copies of documents, pleadings, affidavits, briefs or other documents that are filed or to be filed with the court to the other court in such fashion as may be appropriate and providing advance notice to counsel for affected parties in such manner as the court considers appropriate.

(iii) Participating in two-way communications with the other court, by telephone or video conference call or other electronic means, in which case Guideline 8 should be considered.

Guideline 8: In the event of communications between courts, other than on administrative matters, unless otherwise directed by any court involved in the communications whether on an *ex parte* basis or otherwise, or permitted by a protocol, the following shall apply:

(iv) In the normal case, parties may be present.

(v) If the parties are entitled to be present, advance notice of the communications shall be given to all parties in accordance with the rules of procedure applicable in each of the courts to be involved in the communications.

(vi) The communications between the courts shall be recorded and may be transcribed. A written transcript may be prepared from a recording of the communications that, with the approval of each court involved in the communications, may be treated as the official transcript of the communications.

(vii) Copies of any recording of the communications, of any transcript of the communications prepared pursuant to any direction of any court involved in the communications, and of any official transcript prepared from a recording may be filed as part of the record in the proceedings and made available to the parties and subject to such directions as to confidentiality as any court may consider appropriate.

(viii) The time and place for communications between the courts shall be as directed by the courts. Personnel other than judges in each court may communicate with each other to establish appropriate arrangements for the communications without the presence of the parties.

Guideline 9: A court may direct that notice of its proceedings be given to parties in proceedings in another jurisdiction. All notices, applications, motions, and other materials served for purposes of the proceedings before the court may be ordered to be provided to such other parties by making such materials available electronically in a publicly accessible system or by facsimile transmission, certified or registered mail or delivery by courier, or in such other manner as may be directed by the court in accordance with the procedures applicable in the court.

APPEARANCE IN COURT

Guideline 10: A court may authorise a party, or an appropriate person, to appear before and be heard by a foreign court, subject to approval of the foreign court to such appearance.

Guideline 11: If permitted by its law and otherwise appropriate, a court may authorise a party to a foreign proceeding, or an appropriate person, to appear and be heard by it without thereby becoming subject to its jurisdiction.

CONSEQUENTIAL PROVISIONS

Guideline 12: A court shall, except on proper objection on valid grounds and then only to the extent of such objection, recognise and accept as authentic the provisions of statutes, statutory or administrative regulations, and rules of court of general application applicable to the proceedings in other jurisdictions without further proof. For the avoidance of doubt, such recognition and acceptance does not constitute recognition or acceptance of their legal effect or implications.

Guideline 13: A court shall, except upon proper objection on valid grounds and then only to the extent of such objection, accept that orders made in the proceedings in other jurisdictions were duly and properly made or entered on their respective dates and accept that such orders require no further proof for purposes of the proceedings before it, subject to its law and all such proper reservations as in the opinion of the court are appropriate regarding proceedings by way of appeal or review that are actually pending in respect of any such orders. Notice of any amendments, modifications, extensions, or appellate decisions with respect to such orders shall be made to the other court(s) involved in Parallel Proceedings, as soon as it is practicable to do so.

Guideline 14: A protocol, order or directions made by a court under these Guidelines is subject to such amendments, modifications, and extensions as may be considered appropriate by the court, and to reflect the changes and developments from time to time in any Parallel Proceedings. Notice of such amendments, modifications, or extensions shall be made to the other court(s) involved in Parallel Proceedings, as soon as it is practicable to do so.

ANNEX A (JOINT HEARINGS)

Annex A to these Guidelines relates to guidelines on the conduct of joint hearings. Annex A shall be applicable to, and shall form a part of these Guidelines, with respect to courts that may signify their assent to Annex A from time to time. Parties are encouraged to address the matters set out in Annex A in a protocol or order.

ANNEX A: JOINT HEARINGS

A court may conduct a joint hearing with another court. In connection with any such joint hearing, the following shall apply, or where relevant, be considered for inclusion in a protocol or order:

(ii) The implementation of this Annex shall not divest nor diminish any court's respective independent jurisdiction over the subject matter of proceedings. By implementing this Annex, neither a court nor any party shall be deemed to have approved or engaged in any infringement on the sovereignty of the other jurisdiction.

(iii) Each court shall have sole and exclusive jurisdiction and power over the conduct of its own proceedings and the hearing and determination of matters arising in its proceedings.

(iv) Each court should be able simultaneously to hear the proceedings in the other court. Consideration should be given as to how to provide the best audio-visual access possible.

(v) Consideration should be given to coordination of the process and format for submissions and evidence filed or to be filed in each court.

(vi) A court may make an order permitting foreign counsel or any party in another jurisdiction to appear and be heard by it. If such an order is made, consideration needs to be given as to whether foreign counsel or any party would be submitting to the jurisdiction of the relevant court and/or its professional regulations.

(vii) A court should be entitled to communicate with the other court in advance of a joint hearing, with or without counsel being present, to establish the procedures for the orderly making of submissions and rendering of decisions by the courts, and to coordinate and resolve any procedural, administrative or preliminary matters relating to the joint hearing.

(viii) A court, subsequent to the joint hearing, should be entitled to communicate with the other court, with or without counsel present, for the purpose of determining outstanding issues. Consideration should be given as to whether the issues include procedural and/or substantive matters. Consideration should also be given as to· whether some or all of such communications should be recorded and preserved.

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF BITCOIN DEPOT INC. ET AL.

APPLICATION OF BITCOIN DEPOT INC., UNDER SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

Court File No: __

Applicant

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

PROCEEDING COMMENCED AT TORONTO

SUPPLEMENTAL ORDER
(FOREIGN MAIN PROCEEDING)

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Lawyers for the Applicant

~~Revised: January 21, 2014~~

~~[ATTACH APPROPRIATE SCHEDULES]~~

TAB 6

Court File No.

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF BITCOIN DEPOT INC., MINTZ ASSETS, INC., MCA SERVICES GROUP, LLC, LUX VENDING KIOSK, LLC, KUTT, INC., KIOSK TECHNICIANS, LLC, KIOSK HOLDCO LLC, INTUITIVE SOFTWARE LLC, DIGITAL GOLD VENTURES INC., CASH RAMP LLC, BTM INTERNATIONAL HOLDINGS II LLC, BTM INTERNATIONAL HOLDINGS 1 LLC, BT HOLDCO LLC, BCD MERGER SUB LLC, BITCOIN DEPOT OPERATING LLC, EXPRESS VENDING INC. AND BITACCESS INC.

APPLICATION OF BITCOIN DEPOT INC. UNDER SECTION 46 OF THE *COMPANIES CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AMENDED

Applicant

AFFIDAVIT OF THOMAS STUDEBAKER
(Sworn May 21, 2026)

1. I, Thomas Studebaker, of the City of Boston, in the State of Massachusetts, **MAKE OATH AND SAY**:

2. I am a Managing Director and the Co-Head of Turnaround & Restructuring of Triple P TRS, LLC, a restructuring advisory firm with numerous offices throughout the United States. Triple P TRS, LLC ("**Portage Point**") and its service provider affiliates are wholly owned by Portage Point Partners, LLC. Portage Point has been retained as proposed financial advisor by each of the Chapter 11 Debtors (as defined below), which retention shall become effective upon the entry of a retention order by the U.S. Court (as defined below). I have also been appointed the Chapter 11 Debtors' chief restructuring officer (the "**CRO**"). Prior to and since becoming the Chapter 11 Debtors' CRO, I also have led the Portage Point team who served as financial advisor to the Chapter 11 Debtors beginning in April 2026.

3. I hold a Bachelor of Business Administration in Accounting and Psychology from the University of Notre Dame and a Master of Business Administration in Finance and Strategy from Northwestern University's Kellogg School of Management. I have been employed at Portage Point for over three years and have been a Managing Director throughout that time. I have been involved in numerous restructurings and financing transactions on behalf of companies, lenders, investors and other constituencies. I have negotiated plans of reorganization, conducted sales of distressed assets, and participated in several chapter 11 cases, including: *In re RUNITONETIME LLC*, Case No. 25-90191 (ARP) (Bankr. S.D. Tex. Aug. 13, 2025); *In re Linqto Texas, LLC*, Case No. 25-90186 (ARP) (Bankr. S.D. Tex. July 7, 2025); *In re DRF Logistics, LLC*, Case No. 24-90447 (CML) (Bankr. S.D. Tex. Aug. 8, 2024); *In re Supply Source Enterprises, Inc.*, Case No. 24-11054 (BLS) (Bankr. D. Del. May 21, 2024); *In re Appgate, Inc.*, Case No. 24-10956 (CTG) (Bankr. D. Del. May 6, 2024); *In re Benitago Inc.*, Case No. 23-11394 (SHL) (Bankr. S.D.N.Y. Aug. 30, 2023); and *In re AppHarvest Products, LLC*, Case No. 23-90745 (DRJ) (Bankr. S.D. Tex. July 23, 2023), among others.

4. As CRO and financial advisor of the Chapter 11 Debtors, I am responsible for, and am materially engaged with, the Chapter 11 Debtors' operations and financial management, including the Canadian Debtors (as defined below). All facts and opinions set forth in this affidavit are based upon: (a) my knowledge of the Chapter 11 Debtors' day-to-day operations, business and financial affairs, books and records, and employees; (b) information I learned from my review of relevant documents, including unaudited financial documents; (c) information supplied to me or verified by other members of the Portage Point team working directly with me or under my supervision, direction, or control, and the management team of Bitcoin Depot (as defined below) and its other third-party advisors; and/or (d) my opinions based upon my knowledge, training, and experience.

In preparing this affidavit, I have also consulted with the Chapter 11 Debtors' senior management team, and financial and legal advisors. The Chapter 11 Debtors do not waive or intend to waive any applicable privilege by any statement herein.

5. This affidavit is sworn in support of an application by Bitcoin Depot Inc. ("**Bitcoin Depot**"), in its capacity as the Foreign Representative (as defined below), for the following orders:

(a) An order (the "**Initial Recognition Order**"), substantially in the form attached as Tab 2 to the Application Record, among other things:

(i) recognizing Bitcoin Depot as a "foreign representative" in respect of the Chapter 11 Cases (as defined below); and

(ii) recognizing the Chapter 11 Cases as a "foreign main proceeding" in respect of the Chapter 11 Debtors; and

(b) An Order (the "**Supplemental Order**"), substantially in the form attached as Tab 4 to the Application Record, among other things:

(i) recognizing certain orders issued by the U.S. Court in the Chapter 11 Cases (the "**First Day Orders**");

(ii) granting a stay of proceedings in respect of the Chapter 11 Debtors and their directors and officers in Canada;

(iii) appointing Alvarez & Marsal Canada Inc. as information officer in respect of these proceedings (in such capacity, the "**Information Officer**");

(iv) granting a Court-ordered charge over the assets and property of the Canadian Debtors in favour of Canadian counsel to the Canadian Debtors, the Information Officer and counsel to the Information Officer;

(v) granting a Court-ordered charge over the assets and property of the Canadian Debtors to secure the indemnity obligations of the Canadian Debtors to their directors and officers in respect of obligations and liabilities that such directors and officers may incur during these proceedings in their capacities as directors and officers; and

(vi) granting a Court-ordered charge over the assets and property of the Canadian Debtors to secure claims by any Chapter 11 Debtor that provides services or lends money to, or bears costs of, the Canadian Debtors from and after the date of the Supplemental Order.

6. On May 17, 2026 (the "**Petition Date**"), Bitcoin Depot and 16 other debtors in possession[1] (collectively, the "**Chapter 11 Debtors**" or the "**Company**") filed voluntary petitions for relief (the "**Petitions**") pursuant to Chapter 11 of the U.S. Bankruptcy Code with the United States Bankruptcy Court for the Southern District of Texas, Houston Division (the "**U.S. Court**"). The cases commenced by the Chapter 11 Debtors in the U.S. Court are referred to herein as the

[1] The Chapter 11 Debtors are as follows: Bitcoin Depot Inc., Mintz Assets, Inc., MCA Services Group, LLC, Lux Vending Kiosk, LLC, Kutt, Inc., Kiosk Technicians, LLC, Kiosk HoldCo LLC, Intuitive Software LLC, Digital Gold Ventures Inc., Cash Ramp LLC, BTM International Holdings II LLC, BTM International Holdings 1 LLC, BT HoldCo LLC, BCD Merger Sub LLC, Bitcoin Depot Operating LLC, Express Vending Inc. and BitAccess Inc.

"**Chapter 11 Cases**". Certified copies of the Petitions are attached to this affidavit as **Exhibits "A"**, **"B", "C", "D", "E", "F", "G", "H", "I"**, **"J", "K", "L", "M"**, **"N", "O", "P"** and **"Q"**.

7. On May 19, 2026, following a hearing in respect of the first-day motions (the "**First Day Motions**") filed by the Chapter 11 Debtors, the U.S. Court granted certain First Day Orders, including the Foreign Representative Order (as defined below) authorizing Bitcoin Depot to act as the "**Foreign Representative**" for purposes of these recognition proceedings.

8. The Foreign Representative now seeks from this Ontario Superior Court of Justice (Commercial List) (the "**Court**") the issuance of the Initial Recognition Order and the Supplemental Order pursuant to Part IV of the *Companies' Creditors Arrangement Act*, R.S.C., 1985, c. C 36, as amended (the "**CCAA**").

9. In support of the First Day Motions, I submitted a declaration (the "**First Day Declaration**") to the U.S. Court, a copy of which is attached as **Exhibit "R"**. The First Day Declaration provides a comprehensive overview of the Company and the events leading up to the commencement of the Chapter 11 Cases. As such, this affidavit provides a more general overview of the Company's affairs and focuses on giving this Court information about the operations of the three Chapter 11 Debtors incorporated and operating in Canada: Digital Gold Ventures Inc., BitAccess Inc. and Express Vending Inc. (the "**Canadian Debtors**").

10. Capitalized terms used and not otherwise defined herein have the meanings given to them in the First Day Declaration, as applicable. All monetary references in this affidavit are in U.S. dollars, unless otherwise stated.

11. This affidavit is organized into the following sections:

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PART I – BACKGROUND

A. Overview of the Company's Business

12. Historically, the Company's core product has been its network of Bitcoin ATMs ("**BTMs**" or "**Kiosks**"). Bitcoin is a form of cryptocurrency, which is a medium of exchange that uses encryption techniques to control the creation of units and to verify the transfer of funds. Bitcoin users create accounts identified by a unique public key and secured with an associated private key. By executing and digitally signing a Bitcoin transaction with a private key, people can send Bitcoin to and receive it from anyone in the world. The Company owns and operates the largest network of BTMs across North America, which enable customers to buy and sell Bitcoin using cash. The Company provides its customers with access to Kiosks equipped to assist with these transactions by offering one-way exchanges of cash-to-Bitcoin. The Company also offers related software products that support BTM operational capabilities and programs allowing its customers to purchase Bitcoin through an in-person process and a mobile app.

13. As of December 31, 2025, the Company operated approximately 9,700 owned and leased Kiosks across 48 U.S. states, 10 Canadian provinces (approximately 300 Kiosks are located in Canada), and 6 Australian states. These Kiosks are located in convenience stores, gas stations, pharmacies, grocery chains, and shopping malls. The Kiosks generated $613.6 million in revenue for the year ended December 31, 2025, representing approximately 99.8% of the Company's total revenue. As of the Petition Date, the Kiosks have been taken offline and are not currently operating.

14. The Company traces its origins to Lux Vending, LLC ("**Lux**"), a Georgia limited liability company founded by Brandon Mintz and formed on June 7, 2016. Lux was solely owned by BT

Assets, Inc. ("**BT Assets**"), which also served as Lux's sole manager. In July 2021, Lux obtained a controlling interest in BitAccess Inc., one of the Canadian Debtors, via a business combination. Lux and BT Assets later entered into a transaction agreement with GSR II Meteora Acquisition Corp., a Delaware SPAC formed in October 2021, for the purpose of effectuating a merger. This de-SPAC transaction closed on June 30, 2023, resulting in the formation of Bitcoin Depot, with Bitcoin Depot Operating LLC surviving as an indirect wholly-owned subsidiary of Bitcoin Depot. Following the de-SPAC transaction, the Company continued its efforts to develop and expand its businesses, with a particular focus on its network of Kiosks.

15. The Company operates three principal Bitcoin-centered product lines, consisting of:

(a) **The Kiosks** – the Kiosks are designed to provide an intuitive user interface. First-time users are prompted to provide certain information for account creation and verification, a process that typically takes under two minutes; returning users can complete transactions in under one minute. Users select from three ranges of cash amounts to insert into the Kiosk. The user then provides the address of their digital wallet by scanning a QR code. Cash is inserted, the Kiosk confirms the dollar amount and transaction details, and once complete, the Bitcoin is electronically delivered to the user's digital wallet. The Company maintains control of the Bitcoin until the transaction is completed and the Company initiates a blockchain transaction to send the Bitcoin to the user. The Company does not maintain custody of a user's Bitcoin. The Company uses a sophisticated Bitcoin management process, maintaining a relatively low balance (typically between $1.0 and $2.0 million) of Bitcoin at any given time to fulfill customer transactions. Bitcoin is purchased on a just-in-time basis, and the Company does not engage in any mining

of Bitcoin itself. The transaction price for the customer is the price of the cryptocurrency based on the real-time exchange value, plus a markup and a flat fee;

(b) **The BDCheckout Program** ("**BDCheckout**") – BDCheckout, launched in June 2022, allows users to purchase Bitcoin without the use of a Kiosk at the checkout counter of retail locations. As of December 31, 2025, BDCheckout was available at approximately 16,300 retail locations across North America, including convenience stores, gas stations, pharmacies, grocery chains, and shopping malls. Transactions are initiated on the Bitcoin Depot mobile application (the "**BD App**"),[2] which is available for free download from major app stores. Users load cash into their accounts at the checkout counter of a retailer location, and then use those funds to purchase Bitcoin. The primary difference from a Kiosk transaction is that a BDCheckout transaction is completed via interaction with a cashier and relies more heavily on the BD App, rather than a user interfacing with a Kiosk. As with Kiosk transactions, the Company's performance obligation is satisfied when control of the cryptocurrency is transferred to the customer's wallet and validated on the blockchain. The markup percentage for BDCheckout transactions has historically averaged 15% since the product's rollout in 2022; and

(c) **BitAccess** – a leading BTM device and transaction processing system that historically provided software and operational capabilities to third-party BTM

[2] The BD App offers users the ability to locate points-of-transaction (Kiosks and BDCheckout retailers), create an un-hosted non-custodial digital wallet, transfer Bitcoin between digital wallets, and initiate BDCheckout transactions. The BD App also includes a buy-online feature that connects consumers to a third-party service that allows consumers to buy Bitcoin without going to a Kiosk or using BDCheckout. The Company receives a 12% commission on website transactions facilitated through this feature.

operators and more recently has provided software and operational capabilities to affiliates of Debtor BitAccess, Inc. BitAccess software is designed to operate with a variety of systems and devices, which requires continuous modification and enhancement to keep pace with changes in technologies.

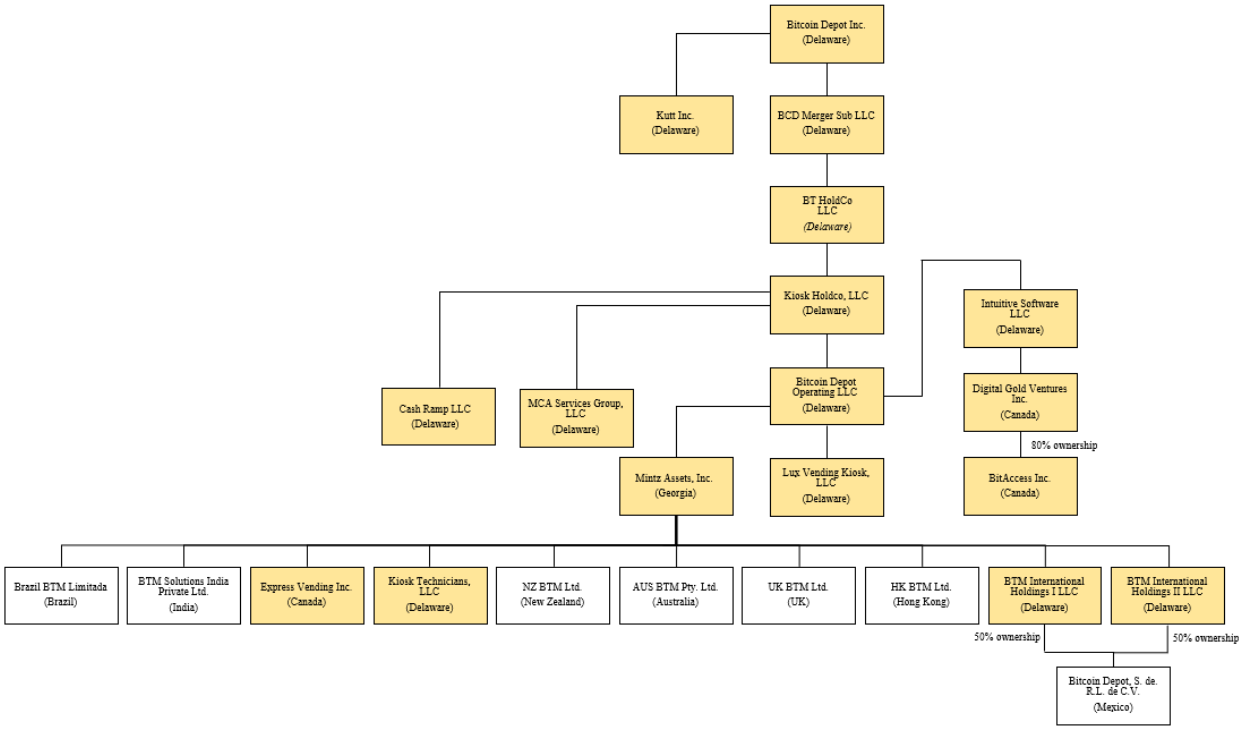
16. In Canada, the Company is registered with the Financial Transactions and Reports Analysis Centre of Canada as a money services business.

B. The Chapter 11 Debtors and their Non-Debtor Affiliates

17. All of the Chapter 11 Debtors operate on an integrated basis. The Company's organizational structure consists of 24 entities. Bitcoin Depot directly or indirectly owns 23 subsidiaries, 16 of which are Chapter 11 Debtors in the Chapter 11 Cases, along with Bitcoin Depot.

18. The non-Debtor entities are all foreign entities which, with the exception of non-Debtor AUS BTM PTY LTD, have few or no creditors and *de minimis* assets and operations. Non-Debtor AUS BTM PTY LTD owns approximately 140 Kiosks in Australia and is commencing a wind-down of its assets and operations through an Australian insolvency proceeding. All of the remaining non-Debtor entities have also begun or will imminently begin the process of liquidating and winding down their affairs in their respective jurisdictions.

19. An overview of the Company's organizational structure is reflected below, with the Chapter 11 Debtor entities in yellow.



(a) The Canadian Debtors

20. Digital Gold Ventures Inc. ("**Digital Gold**") is a holding corporation incorporated under the laws of Ontario, Canada, which maintains a registered office at 181 Bay Street, 2100 Toronto ON M5J 2T3. It is directly owned by Bitcoin Depot Operating, LLC and indirectly owned by Bitcoin Depot.

21. BitAccess Inc. ("**BitAccess**") is incorporated under the laws of Canada, with an extra-provincial registration in Ontario, and maintains a registered office at 267 Richmond Rd, 3rd Fl. Ottawa, Ontario K1Z 6X3. BitAccess employs the Chapter 11 Debtors' seven Canadian employees and operates the one remaining Canadian bank account. It also holds certain software and firmware on the Company's BTM devices, as described below. It is 80% owned by Digital Gold and 20% owned by minority shareholders.

22. Express Vending Inc. ("**Express Vending**") is incorporated under the laws of British Columbia, Canada and maintains a registered office at Suite 2300, Bentall 5 550 Burrard Street Vancouver BC V6C 2B5. Express Vending is responsible for BTM installation, servicing and maintenance in Canada. It is 100% owned by Mintz Assets, Inc., and indirectly owned by Bitcoin Depot.

C. The Financial Position of the Company and the Canadian Debtors

23. There are no stand-alone audited financial statements for the Canadian Debtors. The financial statements of the Canadian Debtors have historically been consolidated with the Company's financial statements, and an audit is performed on a consolidated basis only. A copy of the Company's consolidated financial statements for FY2025 are attached as **Exhibit "S"**.

24. In FY2025, the Company recorded net income of approximately $4.7 million on a consolidated basis. The book value of the Company's assets and liabilities reflected on its balance sheet was approximately $130.6 million and $119.2 million, respectively, on a consolidated basis.

25. A copy of the Company's trial balance, as at March 31, 2026 (the "**Trial Balance**"), is attached as **Exhibit "T"**. A review of the information contained on the Trial Balance in respect of the Canadian Debtors is as follows:

(a) Assets

26. As at March 31, 2026, the Canadian Debtors had total assets of approximately $25.5 million compromised of:

Assets	$ (USD)
Cash and cash equivalents	722,024
Cryptocurrencies	2,864
Accounts receivable	35,000
Prepaid expenses and other current assets	28,491
Total intercompany receivables	15,097,705
Current Assets	15,886,083
Furniture and fixtures	462,743
Kiosk machines – owned	1,875,999
Accumulated deprecation	(1,902,473)
Intangible assets, net	404,447
Goodwill	8,717,288
Deferred tax assets	83,012
Total Assets	25,527,100

(b) Liabilities

27. As at March 31, 2026, the Canadian Debtors had total liabilities of approximately $35.0 million compromised of:

Liabilities	$ (USD)
Accounts payable	344,510
Accrued expenses and other current liabilities	20,079,180
Income taxes payable	(290,264)
Total intercompany payables	14,914,501
Total current liabilities	35,047,926
Notes payable, non-current	(1)
Deferred income tax, net	24
Total Liabilities	35,047,950

D. The Office Lease in Canada

28. BitAccess' operations are conducted from leased premises located at 302-267 Richmond Road, Ottawa, Ontario (the "**Ottawa Office**"), pursuant to a commercial lease agreement dated June 27, 2022, between Upton Park Investments Inc., as landlord (the "**Landlord**"), and BitAccess Inc., as tenant (the "**Office Lease**").

29. The Ottawa Office is comprised of 915.8 square feet of rentable area for the purpose of general office space. The Office Lease is for a term of five years, commencing on July 1, 2022 and expiring on June 30, 2027. Pursuant to the Office Lease, BitAccess is required to pay basic rent escalating from $21.00 per square foot per annum in year one to $23.00 per square foot per annum in year five, plus HST, together with its proportionate share of operating expenses, realty taxes and other amounts payable as additional rent.

30. The Office Lease contains provisions that are typical of commercial leases in Ontario, including restrictions on assignment and subletting without the prior written consent of the Landlord, and covenants relating to the maintenance and repair of the Premises, insurance, indemnification and compliance with applicable laws.

31. As of the date of this affidavit, there is approximately $3,000 outstanding in rent arrears under the Office Lease.

E. Employees

32. As of the Petition Date, the Chapter 11 Debtors employ approximately 116 employees, almost all of whom are located in the United States. Approximately 13 employees are paid on an hourly basis and approximately 103 employees receive a salary. Additionally, the Chapter 11

Debtors utilize 13 independent contractors, primarily consisting of various engineering, sales, recruiting and other support services who are vital to the Chapter 11 Debtors' asset preservation and value-maximization efforts.

33. As of the Petition Date, BitAccess employed seven (7) of the Company's full-time employees, all of whom are salaried employees entitled to bonus programs. Four of the employees are located in Ontario, one is located in Quebec, and two are located in British Columbia. None of the employees are unionized or benefit from any pension plan. There are also five independent contractors employed by BitAccess.

(a) Benefits Plans

34. BitAccess offers its employees the opportunity to participate in a number of health benefit plans, including the BitAccess Medical Plan, the BitAccess Dental Plan, and the BitAccess Vision Plan (each, as defined below and collectively, including their respective administrative costs, the "**BitAccess Health Insurance Programs**").

(a) BitAccess offers medical coverage (the "**BitAccess Medical Plans**") to its employees through Canada Life Assurance Company ("**Canada Life**"). BitAccess' employees are provided with multiple plan options with varying required premiums. As of the Petition Date, approximately 7 employees participate in the BitAccess Medical Plans.

(b) BitAccess offers dental coverage (the "**BitAccess Dental Plan**") to its employees through Canada Life. BitAccess' employees, as well as their spouses, children, and/or eligible dependents may be covered under the BitAccess Dental Plan. As of

the Petition Date, approximately 7 employees participate in the BitAccess Dental Plan.

(c) BitAccess offers vision coverage (the "**BitAccess Vision Plan**") to its employees through Canada Life. BitAccess' employees, as well as their spouses, children, and/or eligible dependents may be covered under the BitAccess Vision Plan. As of the Petition Date, approximately 7 employees participate in the BitAccess Vision Plan.

35. BitAccess also offers life and accidental death and dismemberment insurance coverage (the "**BitAccess Life and AD&D Insurance**") to its employees through Canada Life, which provides maximum coverage of up to $50,000 for all full-time employees in the event of an employee's death, accidental death, or dismemberment. As of the Petition Date, approximately 6 employees and 1 former employee maintains BitAccess Life and AD&D Insurance.

36. BitAccess provides all eligible employees with the ability to participate in the Company Group Registered Retirement Savings Plan (the "**RRSP**"), which is administered by Wealthsimple Technologies Inc. ("**Wealthsimple**").

F. Key Vendors and Agreements

37. The Chapter 11 Debtors' operations involve equipment and services which require regular monitoring, updates, and access to equipment locations. As such, the Chapter 11 Debtors rely on numerous key trade vendors who provide these essential goods and services to operate their businesses and preserve the value of their estates.

38. The Company contracts with leading armored courier services to collect and transport cash deposited by customers from Kiosks, including Brink's Canada Limited ("**Brink's**") in Canada, with cash collected either on a regular schedule or when a particular Kiosk has reached a specified threshold dollar amount, which the Company can track on a real-time basis.

39. Beginning in 2020, the Company began entering into floorspace agreements (the "**Floorspace Agreements**") with certain counterparties to secure space for the Company's Kiosks in high-traffic retail locations. The Floorspace Agreements are generally executed pursuant to a master placement agreement which sets out the terms of the agreement between the Company and the applicable counterparty. Typically, the Company pays either a flat monthly fee or a per-transaction fee for the right to place individual Kiosks in the specified locations. As of the Petition Date, the Company is party to approximately 7,700 Floorspace Agreements. Express Vending is party to the Canadian Location Master Agreement for approximately 300 locations in Canada.

40. Over the course of 2024 and 2025, the Company entered into approximately a dozen kiosk franchise profit sharing arrangements (the "**Kiosk Profit-Share Agreements**") with certain counterparties. The Canadian Debtors are not party to the Kiosk Profit-Share Agreements. Under the terms of the Kiosk Profit-Share Agreements, the counterparties pay upfront consideration to the Company, a portion of which is a nonrefundable payment used to purchase Kiosks and a portion of which is a "float" payment to cover incidental costs, which is refundable upon termination of the Kiosk Profit-Share Agreements. In exchange, the counterparties receive a share in the profits generated by the specific Kiosks identified in the Kiosk Profit-Share Agreements for a specified period of time. The Company retains full ownership rights in the Kiosks and provides maintenance and other services for them under the Kiosk Profit-Share Agreements.

41. The Chapter 11 Debtors are subject to claims in the approximate amounts of $10,972,000 on account of the Kiosk Profit-Share Agreements and $4,234,000 on account of the Floorspace Agreements.

G. The Company's Integrated Operations with the U.S.

42. The Canadian Debtors are fully integrated with the Company's U.S. operations. Without the critical business functions performed by the U.S. Chapter 11 Debtors, the Canadian Debtors could not continue to operate.

43. Bitcoin Depot provides strategic decision-making functions and all corporate support functions to the Canadian Debtors, such as legal, finance, technology, human resources, tax, risk management and regulatory affairs. The Company's Treasury, Accounting, Accounts Payable and Accounts Receivable teams are located in the U.S. and the marketing team is located in the U.S.

44. The director of Express Vending and Digital Gold resides in the U.S., while the director of BitAccess resides in Canada.

(a) Intellectual Property

45. Pursuant to a BitAccess Software and Services Purchase Order executed April 9, 2021 (the "**Software Agreement**"), BitAccess and Lux (Bitcoin Depot's predecessor), BitAccess granted Lux a non-exclusive, worldwide, irrevocable (except as expressly set forth in the Software Agreement) limited licence to use, exploit, and install BitAccess' proprietary software and firmware on BTM devices in order to receive BitAccess' BTM services. Under the Software Agreement, Lux agreed to pay BitAccess ongoing BTM service fees calculated as a percentage of cumulative monthly transaction volume on a tiered basis. The Software Agreement had an initial

term of three years from the effective date, with automatic annual renewal terms thereafter, unless either party provided written notice of non-renewal at least sixty days prior to the end of the then-current term. The Software Agreement is governed by the laws of the State of Delaware. A copy of the Software Agreement is attached to this affidavit as is attached as **Exhibit "U"**.

46. Pursuant to an Amendment to the Software and Services Agreement made effective February 7, 2022 (the "**Software Amendment**") between BitAccess and Lux, a new Schedule C was added to the Software Agreement setting out the terms for the development and provision of additional features and functionality within BitAccess' software to enable transaction processing services (the "**Transaction Processing Service**"). The Transaction Processing Service was to form part of the BTM services licensed on the same terms and fee structure set out in the Software Agreement. All intellectual property in the Transaction Processing Service (including all software developed in connection therewith) was to be owned exclusively by BitAccess. A copy of the Software Amendment is attached to this affidavit as is attached as **Exhibit "V"**.

(b) Cash Management System

47. In the ordinary course, the Company's Canadian operations receive cash support from the Company's U.S. bank account funded by Bitcoin Depot Operating LLC (account ending x8064), on a periodic basis. This is contemplated to continue on an as-needed basis during the Chapter 11 Cases and these Part IV CCAA proceedings. Likewise, as applicable, the Canadian entities have also remitted funds back to the U.S. through intercompany transfers, as described further below.

48. As of May 15, 2026, the remaining cash in BitAccess' Brex[3] account ending x9836 is $106,880. This account, which is the only remaining Canadian bank account, is controlled by the Company's management in the U.S., and is used to fund payroll and certain vendor disbursements in Canada.

49. Additionally, as of the date of this affidavit, approximately $290K of the Company's cash is in Brink's possession and another $600K is in the Kiosks themselves that have not yet been picked up by Brink's.

PART II – PREPETITION CAPITAL STRUCTURE AND INDEBTEDNESS

50. As of the Petition Date, the Chapter 11 Debtors' funded debt liabilities total approximately $15,771,000 in principal amount outstanding. The Chapter 11 Debtors' significant funded debt obligations include:

Facility	Maturity	Total Approx. Principal Amount Outstanding
Silverview Credit Facility	December 15, 2027	$13,338,000
Equipment Agreements	2026 - 2027	$2,433,000
Total Debt		$15,771,000

(a) Silverview Credit Facility

51. Kiosk HoldCo LLC, a wholly-owned indirect subsidiary of Bitcoin Depot, is the borrower under the Second Amended and Restated Credit Agreement, dated as of November 1, 2024, (as

[3] Brex is an American fintech company that offers credit cards and cash management accounts as well as a spend management software platform to startup technology companies.

amended by Amendment No. 1, dated as of March 14, 2025 and as further amended by Amendment No. 2, dated as of December 19, 2025, the "**Silverview Credit Agreement**") among Kiosk HoldCo LLC, as borrower, BT HoldCo LLC, and the subsidiary guarantors from time to time party thereto, the lenders from time to time party thereto, and Silverview Credit Partners LP, as administrative agent (in such capacity, the "**Term Loan Agent**"). The Silverview Credit Agreement provides for a term loan credit facility in the initial aggregate principal amount of $36,450,000 (the "**Silverview Credit Facility**"). All of the Canadian Debtors are guarantors under the Silverview Credit Agreement.

52. In connection with Amendment No. 2 to the Silverview Credit Agreement, the borrower was required to make a prepayment of $7,000,000, applied to reduce the aggregate principal amount outstanding under the Silverview Credit Facility. The obligations under the Silverview Credit Facility are purported to be secured by a first-priority lien on substantially all of the assets of Debtors Kiosk Holdco LLC, BT Holdco LLC, Bitcoin Depot Operating LLC, Intuitive Software LLC, Digital Gold, BitAccess, Mintz Assets, Inc., Express Vending, and Kiosk Technicians, LLC.

53. The Silverview Credit Facility bears interest at a rate of 17.00% per annum and is scheduled to mature on December 15, 2027. As of the Petition Date, the Chapter 11 Debtors anticipate that their prepetition secured lender will likely assert that the Chapter 11 Debtors owe approximately $13,338,000 in principal, a $3,100,000 exit fee, and $198,784 in accrued but unpaid interest under the Silverview Credit Facility.

54. Pursuant to the Canadian Pledge and Security Agreement, dated as of December 21, 2020 (the "**Canadian Security Agreement**"), Express Vending pledged, transferred, conveyed, mortgaged, charged, hypothecated, and assigned to the Term Loan Agent, for the benefit of the

Lender Parties (as defined in the Silverview Credit Agreement), a continuing security interest in substantially all of Express Vending's present and after-acquired personal property, and all proceeds thereof to secure all of the secured obligations. The Canadian Security Agreement is governed by the laws of the Province of British Columbia or the federal laws of Canada applicable therein. A copy of the Canadian Security Agreement is attached to this affidavit as **Exhibit "W"**.

55. Digital Gold also entered into the Canadian Security Agreement Supplement, dated as of July 20, 2021 (the "**Digital Gold Supplement**"), which supplements the Canadian Security Agreement, and was entered into in connection with the Silverview Credit Agreement. Pursuant to the Digital Gold Supplement, Digital Gold pledged and assigned to the Term Loan Agent, for the benefit of the Lender Parties, a continuing security interest in all of its right, title and interest in and to all present and after-acquired personal property to secure the payment of all secured obligations now or hereafter existing under or in respect of the Loan Documents (as defined in the Silverview Credit Agreement), whether direct or indirect, absolute or contingent. A copy of the Digital Gold Supplement is attached to this affidavit as **Exhibit "X"**. Pursuant to the Canadian Pledge Amendment dated July 20, 2021, Digital Gold pledged and assigned to the Term Loan Agent 3,375,202 common shares (representing 80% of the outstanding shares) of BitAccess held by Digital Gold as additional Pledged Interests (as defined in the Canadian Security Agreement), in accordance with Section 4 of the Canadian Security Agreement. A copy of the Canadian Pledge Amendment is attached to this affidavit as **Exhibit "Y"**.

56. BitAccess entered into a Canadian Security Agreement Supplement dated July 20, 2021 (the "**BitAccess Supplement**"), which supplements the Canadian Security Agreement, and was entered into in connection with the Silverview Credit Agreement. Pursuant to the BitAccess Supplement, BitAccess pledged and assigned to the Term Loan Agent, for the benefit of the Lender

Parties, a continuing security interest in all of BitAccess' right, title and interest in and to all present and after-acquired personal property to secure the payment of all secured obligations now or hereafter existing under or in respect of the Loan Documents, whether direct or indirect, absolute or contingent, including certain licenses, patents and trademarks as described in further detail in the BitAccess Supplement. A copy of the BitAccess Supplement is attached to this affidavit as **Exhibit "Z"**.

57. Pursuant to the Canadian Trademark Security Agreement, dated as of July 20, 2021 (the "**Trademark Security Agreement**"), BitAccess granted to the Term Loan Agent, a continuing security interest in all of BitAccess' right, title and interest in and to: (a) its trademarks and service marks registered or applied for in the Canadian Intellectual Property Office (the "**Trademarks**"), together with, among other things, the goodwill of the business symbolized by the Trademarks; (b) the applications and registrations thereof; and (c) all proceeds thereof, including any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof, to secure the payment, performance and observance of the secured obligations. A copy of the Trademark Security Agreement is attached to this affidavit as **Exhibit "AA"**.

(b) Equipment Agreements

58. In 2024, Debtor Bitcoin Depot Operating LLC entered into five 36-month collateralized term loans with VFS LLC (the "**VFS Equipment Agreements**") for a total amount of approximately $2,600,000 to facilitate the purchase of certain Kiosks. The VFS Equipment Agreements are collateralized by the applicable Kiosks and are subject to annual interest rates between 16.86% and 17.42%, with interest and principal payments due monthly. As of the Petition

Date, the Chapter 11 Debtors' aggregate principal outstanding funded debt obligations under the VFS Equipment Agreements total approximately $1,473,000.

59. In 2023 and 2024, Debtor Bitcoin Depot Operating LLC also became party to around ten equipment lease agreements with NFS Leasing, Inc. (the "**NFS Equipment Agreements**," and, together with the VFS Equipment Agreements, the "**Equipment Agreements**"), with terms of between 24 and 36 months, approximately five of which have not yet terminated. Interest and principal payments under the NFS Equipment Agreements are due monthly, and obligations under the NFS Equipment Agreements are purported to be secured by a first priority security interest in the applicable Kiosks. As of the Petition Date, the Chapter 11 Debtors' aggregate principal outstanding funded debt obligations under the NFS Equipment Agreements total approximately $960,000.

(c) PPSA Searches

60. I am advised by Martino Calvaruso, a partner at Osler, Hoskin & Harcourt LLP ("**Osler**"), Canadian counsel to the Chapter 11 Debtors, and believe that lien searches were conducted on or about May 15 and May 19, 2026, against the Canadian Debtors under the *Personal Property Security Act* (or equivalent legislation) in Ontario, British Columbia, Alberta, Saskatchewan, Manitoba, Quebec, New Brunswick, Nova Scotia, Prince Edward Island and Newfoundland and Labrador (the "**PPSA Searches**"). Copies of the PPSA Searches are attached as **Exhibit "BB"**.

61. I have been further advised by Mr. Calvaruso and believe that the PPSA Searches indicate, among other things, that:

(a) **BitAccess** – with respect to BitAccess, there are registrations in Ontario in favour of the Term Loan Agent and His Majesty in Right of Ontario represented by the Minister of Finance;

(b) **Digital Gold** – with respect to Digital Gold, there are registrations in Ontario in favour of the Term Loan Agent; and

(c) **Express Vending** – with respect to Express Vending, there are registrations in Ontario, British Columbia, Alberta, Saskatchewan, Manitoba, New Brunswick, Nova Scotia, Prince Edward Island and Newfoundland and Labrador in favour of the Term Loan Agent.

(d) Litigation

62. The Canadian Debtors are parties to the following material litigation in Canada:

(a) An arbitral claim brought by Cash Cloud, Inc. ("**Cash Cloud**") against BitAccess for breach of contract, which resulted in an arbitration award in favor of Cash Cloud in the approximate amount of $18.5 million, as amended on November 20, 2025, plus interest and costs;[4] and

(b) An arbitral claim brought by Mohammed Adham (personally and in his capacity as representative of the minority shareholders of BitAccess) against Digital Gold and BitAccess for breach of contract, misrepresentation, estoppel, oppression, and

[4] On December 12, 2025, BitAccess filed a Notice of Application in the Ontario Superior Court of Justice to set aside this arbitration award.

constructive dismissal. The arbitration award was issued by the arbitrator on May 19, 2026, dismissing the claimant's claim.

63. On January 13, 2023, Canaccord Genuity Corp. ("**Canaccord**") commenced proceedings against Lux and Bitcoin Depot[5] in the Superior Court of Justice in Toronto, Ontario in respect of certain advisory services provided to the Company. Canaccord asserts that the Company breached its contract with Canaccord and seeks, among other things, $23 million in damages equivalent to the fees alleged to be payable under the contract. The trial of this matter is scheduled to begin in 2027.

PART III – EVENTS LEADING TO THE CHAPTER 11 CASES

64. As described more fully in the First Day Declaration, beginning in 2024 and continuing through the present, the Company has faced significant legal, regulatory, and operational challenges. These challenges include lawsuits and investigations from 11 state agencies, many of which generally allege that certain of the Company's operating platforms are being used by third parties to perpetuate fraud in violation of federal and state statutes and anti-money laundering regulations. The Company is also the subject of a voluntary information request by the Securities and Exchange Commission and an investigation by the Federal Trade Commission based on similar allegations. In addition to government actions, the Company is also a defendant in various private civil actions, including the litigation described above involving the Canadian Debtors. Beyond these legal actions, the Company faces additional pressure from an unfavorable regulatory

[5] In 2024, Canaccord added Bitcoin Depot Operating LLC as a defendant.

environment, with various states evaluating new legislation that would negatively impact the Company's cryptocurrency-related operations and increase the burden of regulatory compliance.

65. In October 2025 the Company announced implementation of a Know Your Customer ("**KYC**") verification process that required customers to provide identification before transacting for any amount of money at a Kiosk. Generally, verification involved collecting users' names, email addresses, phone numbers, driver's licenses or other ID, social security numbers and photos of each user. Further, the Kiosks were equipped to take photos throughout the transaction process, allowing the Company to verify that users matched the identifying information provided during the KYC process. The compliance systems routinely rejected user applicants that failed authentication requirements, and banned users from transacting at Kiosks and via BDCheckout when the Company's compliance team flagged suspicious activity or when the users violated the Company's terms of service. These user bans represented approximately 4% of the Company's overall transaction volumes in a given month. Following implementation of the KYC verification procedures, the Company's revenues declined significantly in Q4 2025 and Q1 2026.

66. The Company recorded a net loss in the fourth quarter of 2025 of $24.9 million compared to net income of $5.4 million in the fourth quarter of 2024, and a net loss of $9.5 million for the first quarter of 2026 compared to net income of $12.2 million for the first quarter of 2025. Revenue decreased by $80.7 million, or 49.2%, for the first quarter of 2026 as compared to the first quarter of 2025, primarily due to a decrease in transaction volume driven by a combination of regulatory impacts and enhanced compliance controls. On February 24, 2026, the Company announced that it has initiated a phased rollout of a new compliance enhancement requiring customers to provide identification for every transaction at its Kiosks.

67. In November 2025, the Company announced that effective January 1, 2026, Bitcoin Depot would complete a strategic leadership transition, with Brandon Mintz resigning his role as CEO and taking on a role as Executive Chairman, Scott Buchanan (the Company's former Chief Operating Officer ("**COO**")) succeeding Mr. Mintz as CEO, and Elizabeth Simer succeeding Mr. Buchanan as COO. On February 13, 2026, Christopher Ryan resigned his position as CLO[6] and Corporate Secretary and Philip Brown resigned as Chief Compliance Officer ("**CCO**"), both citing concerns about the Company's compliance practices as the basis for their resignations. Thereafter, in March 2026, Scott Buchanan resigned as CEO, Elizabeth Simer resigned as COO, and Brandon Mintz stepped down as Executive Chairman.

PART IV – RESTRUCTURING EFFORTS AND PATH FORWARD

68. In response to the resignations of Mr. Ryan and Mr. Brown, a special committee of the Board consisting of independent directors Bradley Strock, Daniel Stabile, and Alex Holmes engaged Goodwin Procter to assist with conducting an internal investigation regarding the Company's compliance practices and identifying any necessary remedial measures, who presented their initial findings and recommendations in April 2026.

69. In March 2026, the Board appointed Alex Holmes as CEO and Chairman of the Board of Bitcoin Depot. Shortly thereafter Christopher Ryan rejoined Bitcoin Depot as General Counsel and Corporate Secretary. On April 13, 2026, Anthony Gagliardi III was appointed as CCO. This new management team was tasked with designing strategies to improve performance and

[6] Christopher Ryan has since rejoined the Company as Chief Legal Officer and Corporate Secretary, as further described below.

maximize value of the Company's businesses, while also continuing to enhance compliance performance.

70. In April 2026 the Company also retained Portage Point as financial advisor to work with the Company on assessing the current business model, forecasting cash flow, analyzing and preserving liquidity, and evaluating a potential marketing process or strategic alternatives. Mr. Holmes and the Board also immediately tasked the Portage Point team with analyzing the viability and trends of the Company's businesses to help inform its decisions around the Company's next steps, initiatives, and prospects.

71. Following their initial evaluation, the new management team had serious concerns regarding the Company's ability to implement necessary compliance measures and preserve the profitability of its enterprise, particularly in light of the additional costs associated with ongoing regulatory scrutiny, litigation, and governmental enforcement actions. Specifically, the Company accrued over $20 million in legal judgments in the fourth quarter of 2025 and continues to allocate substantial resources to manage ongoing litigation matters. Management and the Company's advisors concluded that the Company faces mounting financial and performance obstacles with no clear path to resolution, including new and ongoing legal actions and investigations.

72. While the Company continued to assess the value-maximizing path forward, on May 1, 2026, the Board authorized their advisors and management to begin contingency planning for a potential chapter 11 process. Management also determined to reduce consumer transaction thresholds as part of its ongoing efforts to target and prevent potential third-party fraud based on its internal analyses, which, as anticipated, resulted in further decreases in revenue. Lastly, the Company undertook certain cost-cutting measures, including electing percentage-based rather than

fixed monthly payments under certain of the Floorspace Agreements to reduce expenditures on under-performing Kiosks.

73. On May 12, 2026, Bitcoin Depot filed its Form 12b-25 in the U.S. indicating that it would not be able to file its Form 10-Q in a timely manner and that there were substantial doubts about the Company's ability to continue as a going concern as a result of the litigation and regulatory pressures it faces and the resultant effects on the Company's revenue and operations. Specifically, the Company disclosed that state and municipal regulations banning or restricting BTMs, capping fees, and limiting transaction sizes, together with the Company's voluntary adoption of increasingly enhanced KYC processes and other compliance measures across its network, had driven substantial year-over-year declines in revenue and resulting net income. Those declines, together with mounting litigation costs and deterioration in the Company's cash position and revenue outlook, led the Company to consider potential strategic alternatives, including the wind-down of its businesses.

74. On May 13, 2026, the Board appointed Ivona Smith to the Board as an independent director. The following day, the Board appointed me the Company's CRO and approved the formation of a disinterested special committee of the Board (the "**Restructuring Committee**"), consisting of Alex Holmes and Ivona Smith, which Restructuring Committee is tasked with, among other things, advising the Board on matters related to the evaluation of Bitcoin Depot's strategic alternatives and approving conflict matters.

75. Ultimately, the new management team's prudent assessment of the business has caused the Company to determine to take the Company's BTMs offline and otherwise pause the majority

of its operations to focus on asset monetization through a chapter 11 process for the benefit of all stakeholders.

PART V – URGENT NEED FOR RELIEF IN CANADA

76. The Chapter 11 Debtors have filed the Chapter 11 Cases to preserve and maximize the value of their estates and to administer the Chapter 11 Cases for the benefit of all stakeholders. The Chapter 11 Debtors intend to file in the near-term a motion in the U.S. Court for approval of bidding and sale procedures in connection with the sale process they intend to run to sell all or substantially all of their assets. The Chapter 11 Debtors intend to use the chapter 11 process to effectuate these asset sales and to establish a liquidation trust for the benefit of their stakeholders, with the aim of monetizing their assets and maximizing recovery to all stakeholders. The Chapter 11 Debtors have sufficient liquidity to fund the case via use of cash collateral, as outlined below.

77. The Canadian Debtors are in urgent need of a stay of proceedings and the recognition of the First Day Orders. The Canadian Debtors are balance sheet insolvent and are entirely dependent on the U.S. Chapter 11 Debtors for shared services, who have indicated that there is a risk they will not continue providing those services to Canada outside of a filing in light of the current financial circumstances. The Canadian Debtors do not have the ability to independently continue, or effect a recapitalization or restructuring of, the Company's Canadian operations without continued operational and financial support from the Company. Absent continued operational support, the Canadian Debtors will be unable to meet their obligations as they come due and will be forced to immediately cease the Company's Canadian operations.

PART VI– RELIEF SOUGHT

A. Recognition of Foreign Main Proceedings

78. The Chapter 11 Cases have been commenced to preserve the value of the Company and provide a forum to pursue a sale of all or part of the Company's business, including the business of the Canadian Debtors, for the benefit of all parties in interest, with the goal of achieving confirmation of a chapter 11 liquidating plan of arrangement within 45 to 60 days.

79. Pursuant to the proposed Initial Recognition Order, Bitcoin Depot, as the Foreign Representative, seeks recognition of the Chapter 11 Cases as a "foreign main proceeding" in respect of the Chapter 11 Debtors under Part IV of the CCAA to preserve and protect the value of the Canadian business in Canada while the Chapter 11 Debtors pursue their restructuring efforts in the Chapter 11 Cases. Other than the Canadian Debtors, the Chapter 11 Debtors are incorporated or formed under U.S. law, have their registered head office and corporate headquarters in the U.S., carry out their business in the U.S. and have all, or substantially all, of their assets located in the U.S.

80. The Chapter 11 Debtors are managed on a consolidated basis and the Canadian Debtors are wholly reliant on the Chapter 11 Debtors for corporate, administrative and back-office support, and their operations are funded through the Intercompany Transfers (as defined below).

B. Stay of Proceedings in Canada

81. By operation of the U.S. Bankruptcy Code, the Chapter 11 Debtors (including the Canadian Debtors) obtained the benefit of an automatic worldwide stay of proceedings upon the filing of the Petitions with the U.S. Court.

82. Under the proposed Supplemental Order, the Foreign Representative is seeking a stay of proceedings in favour of the Chapter 11 Debtors in respect of their business and property in Canada, as well as a stay of proceedings in favour of the directors and officers of the Canadian Debtors. It is critical to the preservation of the value of the Canadian business and the Company's overall efforts to implement a sale of their assets that the Chapter 11 Debtors and their directors and officers be protected by a stay of proceedings and from enforcement rights in Canada pursuant to a Canadian court order.

C. Recognition of Certain U.S. Orders

83. Pursuant to the proposed Supplemental Order, the Foreign Representative seeks recognition by this Court of the following First Day Orders that have been entered by the U.S. Court. Each of the First Day Orders, which treat the Chapter 11 Debtors' stakeholders in Canada and the U.S. equally, is discussed below.

(a) Foreign Representative Order

84. A certified copy of the *Order (I) Authorizing Bitcoin Depot Inc. to Act as Foreign Representative, and (II) Granting Related Relief* (the "**Foreign Representative Order**") is attached to this affidavit as **Exhibit "CC"**.

85. The Foreign Representative Order authorizes Bitcoin Depot to act as the Foreign Representative on behalf of the Chapter 11 Debtors' estates pursuant to the U.S. Bankruptcy Code in connection with these recognition proceedings under the CCAA. It also requests the aid and assistance of this Court to recognize the Chapter 11 Cases as a "foreign main proceeding" and Bitcoin Depot as a "foreign representative" pursuant to the CCAA and to recognize and give full

force and effect in all provinces and territories in Canada to the Foreign Representative Order and to other orders issued by the U.S. Court in the Chapter 11 Cases.

(b) Interim Cash Management Order

86. A copy of the *Interim Order (I) Authorizing the Debtors to (A) Maintain their Cash Management System, (B) Continue Using Existing Business Forms, and (C) Continue Intercompany Transfers, (II) Providing Administrative Expense Priority Status for Postpetition Intercompany Claims, (III) Extending Time To Comply With Section 345(B) of the Bankruptcy Code, (IV) Waiving Compliance with Certain of the U.S. Trustee's Operating Guidelines and (IV) Granting Related Relief* (the "**Interim Cash Management Order**") is attached to this affidavit as **Exhibit "DD"**.

87. The Cash Management Order authorizes the Chapter 11 Debtors to, among other things, (a) maintain their existing 21 bank accounts at nine different banks (the "**Bank Accounts**"), close their seven cryptocurrency wallets used to store, access, manage, send, and receive their cryptocurrency holdings ("**Cryptocurrency Wallets**"), and continue the Cash Management System (as defined below), (b) continue using their existing business forms (including, without limitation, letterhead, purchase orders, invoices, and pre-printed and future checks), (c) pay any undisputed prepetition fees, charges, and expenses related to the cost of renting vault space and administering the Bank Accounts (the "**Bank Fees**") and monthly service charges and brokerage-related costs, fees, and expenses in connection with the maintenance of their Cryptocurrency Wallets (the "**Cryptocurrency Wallet Fees**") and continue to pay the Bank Fees and Cryptocurrency Wallet Fees in the ordinary course of business, and (d) continue to engage in intercompany financial transactions (the "**Intercompany Transfers**") in the ordinary course of

business and consistent with past practice, including Intercompany Transfers to the Canadian Debtors.

88. Intercompany Transfers are made to reimburse certain Chapter 11 Debtors for various expenditures associated with their businesses, to fund certain Chapter 11 Debtors' Bank Accounts in anticipation of such expenditures, as needed, and to transfer excess funds to the *PeopleFirst x9792* Bank Account (the "**Main Operating Account**"). In the operation of the Cash Management System, the Chapter 11 Debtors transfer funds out of the Main Operating Account into various disbursement accounts.

89. The Chapter 11 Debtors operate an integrated, centralized cash management system to collect, transfer and disburse funds generated by their operations (the "**Cash Management System**"). The Canadian Debtors are dependent on the continued operation of the Cash Management System and continued access to the Cash Management System is imperative to meet immediate-term obligations and preserve the value of the Canadian business. Any disruption to the Cash Management System could have an immediate and significant value-destructive effect on the Canadian Debtors to the detriment of all stakeholders.

(c) Interim Critical Vendors Order

90. A copy of the *Interim Order (I) Authorizing the Debtors to Pay (A) Critical Vendors, (B) Lien Claimants, and (C) Foreign Vendors; and (II) Granting Related Relief* (the "**Interim Critical Vendors Order**") is attached to this affidavit as **Exhibit "EE"**.

91. The Interim Critical Vendors Order, among other things, authorizes the Chapter 11 Debtors to pay in the ordinary course of business, based on their sound business judgment,

prepetition amounts owed to the Critical Vendors,[7] Lien Claimants[8] and Foreign Vendors[9] (collectively, the "**Vendors**").

92. The Chapter 11 Debtors, including the Canadian Debtors, rely on uninterrupted access to and relationships with various specialized providers of products and services that supply goods and services critical to an orderly wind-down of the Chapter 11 Debtors' operations. The value of the Chapter 11 Debtors' estates is largely comprised of the Chapter 11 Debtors' fleet of Kiosks, and to maximize and preserve the value of the Kiosks through a wind-down process the Chapter 11 Debtors depend on Vendors that provide: (a) necessary software and internet services that allow the Chapter 11 Debtors to operate the Kiosks and conduct other operational tasks necessary to the wind-down process; (b) warehousing services to properly store Kiosks not in use, pending liquidation of those assets; (c) high-traffic retail space for in-use Kiosks to maintain the value of those Kiosks through a sale or wind-down process; and (d) armored carrier services to move cash from the Kiosks into the Chapter 11 Debtors' operating accounts**.** These goods and services are essential for maintaining and maximizing the value of the Chapter 11 Debtors' estates, and failure to pay the Vendors' prepetition claims may cause such Vendors to refuse to provide the goods and services necessary for the Chapter 11 Debtors' postpetition activities, including limited operations related to liquidation of their kiosk fleet and the wind-down of their businesses.

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[7] "**Critical Vendors**" are a small subset of specialized providers of products and services that are unaffiliated with the Chapter 11 Debtors and whose continued provision of such goods and/or services is crucial to allowing the Chapter 11 Debtors to conduct such an orderly wind-down of their operations.

[8] "**Lien Claimants**" are certain third parties who provide services to the Chapter 11 Debtors, including carriers and warehousers, who may hold, or claim to hold, a variety of statutory, common law, or possessory liens.

[9] "**Foreign Vendors**" are certain of the Chapter 11 Debtors who are foreign entities with prepetition claims.

93. The Chapter 11 Debtors were granted authority by the U.S. Court to pay certain Vendors' prepetition claims in the amounts summarized below:

Vendors	Requested Interim Amount	Requested Final Amount
Critical Vendors	$424,000	$848,000
Lien Claimants	$4,500	$10,000
Foreign Vendors	$19,500	$30,000
	$448,000	**$888,000**

(d) Joint Administration Order

94. A copy of the *Amended Order Directing Joint Administration of the Chapter 11 Debtors' Chapter 11 Cases* (the "**Joint Administration Order**") is attached to this affidavit as **Exhibit "FF"**.

95. The Joint Administration Order directs the joint administration of the Chapter 11 Cases for procedural purposes only. Given the integrated nature of the operations of the Chapter 11 Debtors, including the Canadian Debtors, joint administration of the Chapter 11 Cases provides significant administrative convenience without harming the substantive rights of any party in interest, and reduces fees and costs by avoiding duplicative filings and objections.

(e) Wages Order

96. A copy of the *Order (I) Authorizing the Debtors to (A) Pay Prepetition Wages, Salaries, Other Compensation, and Reimbursable Expenses and (B) Continue Employee Benefits Programs; and (II) Granting Related Relief* (the "**Wages Order**") is attached to this affidavit as **Exhibit "GG"**.

97. The Wages Order authorizes the Chapter 11 Debtors to, among other things, (a) pay prepetition wages, salaries, expense reimbursements, corporate credit cards, other compensation, federal, state, and provincial taxes and other withholdings, health insurance, life and accidental death and dismemberment insurance, disability coverage, workers' compensation benefits, vacation pay, paid time off, and other benefits that the Chapter 11 Debtors have historically directly or indirectly provided in the ordinary course of business, as well as all incidental costs thereof (collectively, the "**Compensation and Benefits Programs**"), and (b) continue to administer the Compensation and Benefits Program in the ordinary course of business.

98. In the ordinary course of business, the Chapter 11 Debtors incur and pay, and continue to incur and pay their employees' wages, salaries, and other compensation, on a bi-weekly or semi-monthly basis. Historically, the Chapter 11 Debtors pay the employees' wage and salary obligations on either a salaried or hourly basis. On average, the Chapter 11 Debtors paid approximately $530,000 per bi-weekly pay period (as it relates to U.S. employees) and approximately $40,000 per semi-monthly pay period (as it relates to employees of BitAccess) on account of wages. The Chapter 11 Debtors' most recent bi-weekly payroll pay date for U.S. employees was on May 8, 2026 and most recent semi-monthly payroll date for BitAccess was on May 15, 2026.

99. During each applicable pay period, the Chapter 11 Debtors, through UKG (Ultimate Kronos Group) and Gusto, Inc., routinely deduct and withhold certain amounts from employees' paychecks for, among other things, garnishments, child support, and pre- or post-tax deductions payable pursuant to certain of the benefit programs. Certain of these deductions are processed and forwarded to the appropriate third party at the same time the employees' payroll checks are disbursed. On average, the Company's U.S. employers remitted approximately $40,000 and

BitAccess remitted approximately $4,000 per pay period on account of, among other things, garnishments, child support, and pre- or post-tax deductions payable pursuant to certain of the benefit programs. As of the Petition Date, the Chapter 11 Debtors believe that approximately $50,000 in withholding obligations has accrued and is outstanding, all of which will become due and payable within the first 21 days after the Petition Date.

100. As of the Petition Date, the Chapter 11 Debtors believe that approximately $62,000 in obligations due on account of employee health insurance programs has accrued and is outstanding (the "**Unpaid Health Insurance Program Obligations**"), all of which will become due and payable within the first 21 days after the Petition Date. The Chapter 11 Debtors seek authority, but not direction, to pay the Unpaid Health Insurance Program Obligations in the ordinary course of business and consistent with past practice, and to continue paying health insurance program obligations on a postpetition basis in the ordinary course of business.

101. After taking applicable deductions, historically, BitAccess has paid approximately $2,600 per month with respect to the BitAccess Medical, Dental, and Vision Plans, including associated administrative fees. BitAccess pays approximately $100 per month with respect to the BitAccess Life and AD&D Insurance premiums, including associated administrative fees.

102. BitAccess pays Wealthsimple approximately $500 in administrative fees on a monthly basis in connection with the RRSP (the "**RRSP Administrative Fees**"). BitAccess matches employee obligations under the RRSP in an amount of up to $100 per employee per month (the "**RRSP Match Obligations**"). In general, BitAccess pays approximately $450 in RRSP Match Obligations per semi-monthly pay cycle.

103. The Chapter 11 Debtors will have sufficient funds to pay the amounts described in the Wages Order in the ordinary course of business by virtue of expected cash flows from ongoing business operations.

(f) Cash Collateral Order

104. A copy of the *Interim Order (I) Authorizing the Debtors to Use Cash Collateral, (II) Granting Adequate Protection, (III) Confirming Application of the Automatic Stay, (IV) Scheduling a Second Interim Hearing, and (V) Granting Related Relief* (the "**Interim Cash Collateral Order**") is attached to this affidavit as **Exhibit "HH"**. A copy of my Declaration filed with the U.S. Court on May 19, 2026 in support of the corresponding motion is attached to this affidavit as **Exhibit "II"**.

105. The Interim Cash Collateral Order, among other things, authorizes the Chapter 11 Debtors' use of "**Cash Collateral**", as such term is defined in section 363(a) of the U.S. Bankruptcy Code, of the Term Loan Secured Parties (defined below), and authorizes the Chapter 11 Debtors to deposit and maintain funds in the Adequate Protection Account (as defined below).

106. The key terms of the Interim Cash Collateral Order are summarized below (with capitalized terms not otherwise defined having the meanings given to them in the corresponding motion):

Summary of Material Terms	
Parties with an Interest in Cash Collateral	All parties set forth below allege an interest in the Cash Collateral and shall be collectively referred to as the "**Term Loan Secured Parties**": • **Term Loan Agent.** Silverview Credit Partners LP, as administrative agent under the Term Loan Agreement. • **Term Loan Lenders.** The lenders from time to time party to the Term Loan Agreement.

Summary of Material Terms	
Amount of Cash Collateral and Purposes for Use of Cash Collateral	Authority to use all of the Chapter 11 Debtors' cash and cash equivalents constituting alleged Cash Collateral of the Term Loan Secured Parties in accordance with the terms and conditions of the Interim Cash Collateral Order to preserve the ongoing value of the Chapter 11 Debtors' assets and fund the expenses associated with these Chapter 11 Cases and related proceedings, in each case in accordance with the Budget (as defined below).
Adequate Protection and Professional Fees and Expenses	Adequate Protection Liens: The Term Loan Secured Parties will be granted valid, binding, enforceable, and automatically perfected replacement security interests in and liens upon the Adequate Protection Collateral, subject to the Carve Out and Other Senior Liens. Adequate Protection Claims: The Term Loan Secured Parties will be granted, subject and subordinate to the Carve Out, allowed superpriority administrative expense claims against the Debtors' estates as provided for in sections 503(b) and 507(b) of the U.S. Bankruptcy Code to the extent of any diminution in value of the Term Loan Secured Parties' respective alleged interests in the Term Loan Collateral, including as a result of the automatic stay, the Chapter 11 Debtors' use, sale, or lease of the Term Loan Collateral, and the subordination of the Term Loan Liens to the Carve Out. Segregated Account. The Chapter 11 Debtors shall deposit $16,950,000 their account held at People First Bank ending in x2024 (the "**Adequate Protection Account**") which funds shall not be utilized by the Debtors or any other party except by further order of the U.S. Court, including the Final Order. Financial Reporting: By no later than 5:00 p.m. (prevailing Central time) on the second Thursday following the Petition Date and on each Thursday thereafter, the Chapter 11 Debtors shall provide a weekly variance report comparing actual cumulative disbursements to projected cumulative disbursements set forth in the Budget, in each case, on an aggregate and line-item basis, to the Term Loan Agent, the United States Trustee for the Southern District of Texas (the "**U.S. Trustee**"), and counsel for the Committee or other statutory committee (if any). Monitoring of Collateral. The Term Loan Secured Parties and their advisors shall be given reasonable access to the Chapter 11 Debtors' books, records, and properties for purposes of monitoring the Chapter 11 Debtors' businesses and the value of the Term Loan Collateral. Insurance of Collateral. The Chapter 11 Debtors shall comply with the covenants contained in the Term Loan Documents regarding the insurance of the Term Loan Collateral, except as otherwise provided herein. Term Loan Secured Parties Adequate Protection Fees and Expenses. As further adequate protection, the Chapter 11 Debtors shall pay the reasonable and documented fees and expenses of the professionals retained by the Term Loan Secured Parties, subject to an aggregate maximum limit of $100,000 during the Interim Period.
Budget	The use of Cash Collateral is subject to the Budget attached to the Interim Cash Collateral Order as **Exhibit 1**.
Carve Out	The Interim Cash Collateral Order provides a "Carve Out" of certain statutory fees and allowed professional fees and expenses of the Chapter 11 Debtors and any Committee appointed in these Chapter 11 Cases pursuant to section 1103 of the U.S. Bankruptcy Code and amounts secured by charges granted by this Court in these recognition proceedings, and includes a Pre-Termination Date Carve Out Reserve and a Post-Termination Date Carve Out Reserve (subject to a Post-Termination Date Carve Out Cap), all as detailed in the Interim Cash Collateral Order.

Summary of Material Terms	
Postpetition Liens on Unencumbered Assets	The Adequate Protection Collateral includes unencumbered estate assets, excluding (x) avoidance actions and the proceeds of avoidance actions, (y) equity interests in any Chapter 11 Debtor or affiliate of any Chapter 11 Debtor that is domiciled outside of the United States (collectively, the "**Foreign Equity Interests**"), and (z) "Excluded Assets" (as defined in the Term Loan Documents).
Termination Date/Remedies	Upon the occurrence of a Termination Event, the Term Loan Secured Parties may file a motion with the U.S. Court seeking emergency relief and an emergency hearing before the U.S. Court on at least five business days' written notice to counsel for the Chapter 11 Debtors, counsel for the Committee or other statutory committee (if any), and the U.S. Trustee. At such hearing, the U.S. Court may fashion any appropriate remedy, including terminating the Chapter 11 Debtors' use of Cash Collateral (the date of any such termination, the "**Termination Date**"). For the avoidance of doubt, the Term Loan Secured Parties' exercise of any remedies against any of the Term Loan Collateral, including upon the occurrence of the Termination Date, if any, shall be subject to further order of the U.S. Court.
Termination Events	The Chapter 11 Debtors' authorization to use Cash Collateral under the Interim Order shall be subject to the occurrence of any of the following (each, a "**Termination Event**"): (a) the U.S. Court shall have entered an order (i) converting one or more of the Chapter 11 Debtors' Chapter 11 Cases to a case under chapter 7 of the U.S. Bankruptcy Code, or (ii) dismissing the Chapter 11 Cases; or (b) the Interim Cash Collateral Order (as the terms thereof may be extended from time to time, including by subsequent order of the U.S. Court) ceases to be in full force and effect for any reason or an order shall be entered reversing, amending, supplementing, staying, vacating, or otherwise modifying the Interim Cash Collateral Order.
Waiver/Modification of Automatic Stay	The Interim Cash Collateral Order modifies the automatic stay to permit the Chapter 11 Debtors and each of the Term Loan Secured Parties to perform the transactions and actions contemplated or permitted by the Interim Cash Collateral Order.
Provisions Limiting the Rights of Parties in Interest	Upon the occurrence of a Termination Event, the Term Loan Secured Parties may file a motion with the U.S. Court seeking emergency relief and an emergency hearing before the U.S. Court on at least five business days' written notice to counsel for the Chapter 11 Debtors, counsel for the Committee or other statutory committee (if any), and the U.S. Trustee. At such hearing, the U.S. Court may fashion any appropriate remedy, including terminating the Chapter 11 Debtors' use of Cash Collateral. For the avoidance of doubt, the Term Loan Secured Parties' exercise of any remedies against any of the Term Loan Collateral, including upon the occurrence of the Termination Date, if any, shall be subject to further order of the U.S. Court.

107. The Chapter 11 Debtors, including the Canadian Debtors, require immediate access to liquidity to ensure a successful transition into the Chapter 11 Cases and these Part IV CCAA proceedings, preserve the value of the Chapter 11 Debtors' assets, and maximize the value of the Chapter 11 Debtors' estates for the benefit of all stakeholders. Without prompt access to Cash Collateral, the Chapter 11 Debtors would be forced to abruptly liquidate, severely damaging the

value of their estates. Further, absent access to Cash Collateral, the Chapter 11 Debtors, including the Canadian Debtors, would be unable to, among other things, fund payroll and related benefits for their remaining employees and the administration of these Chapter 11 Cases and related proceedings. Such a result would cause immediate and irreparable harm to the Chapter 11 Debtors' estates and creditors, including the Term Loan Secured Parties.

108. Following negotiations with key stakeholders between the filing of the First Day Motions and the First Day Hearing, the parties agreed to include in the Interim Cash Collateral Order a 30-day period for any challenge to the priority or validity of the Term Loan Debt or the Term Loan Liens and the Chapter 11 Debtors have agreed to work with the Term Loan Agent to resolve any such objections (the "**Challenge Period**"). Upon the expiration of the Challenge Period, the Chapter 11 Debtors are required to enter into customary stipulations regarding the priority, validity, extent, and amount of the Term Loan Debt, the Term Loan Liens, and the Term Loan Collateral, which stipulations must be approved by the U.S. Bankruptcy Court pursuant to the Final Order.

(g) Claims Agent Order

109. A copy of the *Order Authorizing the Appointment of Kroll Restructuring Administration LLC as Claims, Noticing and Solicitation Agent* (the "**Claims Agent Order**") is attached to this affidavit as **Exhibit "JJ"**.

110. The Claims Agent Order, among other things, authorizes the Chapter 11 Debtors to employ Kroll Restructuring Administration LLC as claims, noticing and solicitation agent (the "**Claims and Noticing Agent**") in the Chapter 11 Cases in accordance with the terms and conditions set forth in the engagement letter dated May 5, 2026.

111. The Claims and Noticing Agent's rates are competitive and reasonable, and the Claims and Noticing Agent has the expertise required in a complex chapter 11 case.

D. Appointment of the Information Officer

112. Bitcoin Depot, in its capacity as the Foreign Representative, seeks the appointment of Alvaraz & Marsal Canada Inc. ("**A&M**") as the Information Officer in these recognition proceedings pursuant to the proposed Supplemental Order. I am advised by Martino Calvaruso, a partner at Osler, Canadian counsel for the Chapter 11 Debtors, that A&M is a licensed insolvency trustee in Canada with expertise in, among other things, cross-border restructuring proceedings, including acting as information officer in Canadian recognition proceedings under the CCAA.

113. A&M has consented to acting as Information Officer in these recognition proceedings. A copy of the written consent of A&M is attached as Tab 7 to the Application Record.

E. Administration Charge

114. The proposed Supplemental Order provides that Osler, as Canadian counsel to the Canadian Debtors, the Information Officer and counsel to the Information Officer will be granted a charge in the maximum amount of $750,000 (the "**Administration Charge**") over the assets and property of the Canadian Debtors to secure the fees and disbursements of such professionals incurred in respect of these proceedings. The Administration Charge is proposed to rank in priority to all other encumbrances in respect of the Canadian Debtors.

115. I believe that the amount of the Administration Charge is reasonable in the circumstances, having regard to the size and complexity of these proceedings and the roles that will be required of Canadian counsel to the Canadian Debtors and the proposed Information Officer and its counsel.

F. D&O Charge

116. I am advised by Mr. Calvaruso of Osler and believe that, in certain circumstances, directors can be held liable for certain obligations of a company owing to employees and government entities, which may include unpaid wages and vacation pay, as well as termination and severance obligations (in certain jurisdictions), together with unremitted retail sales, goods and services, and harmonized sales taxes.

117. It is my understanding that the Canadian Debtors' directors and officers are potential beneficiaries of director and officer liability insurance maintained by Bitcoin Depot, the Company's ultimate parent, for itself and its subsidiaries (the "**D&O Insurance**") with an aggregate coverage limit of approximately $10 million ($5 million primary coverage and $5 million in excess coverage). While the D&O Insurance insures directors and officers of the Canadian Debtors for certain claims that may arise against them in such capacity as directors and/or officers, that coverage is not absolute. Rather, it is subject to several exclusions and limitations which may result in there being no coverage or insufficient coverage for potential liabilities. It is unclear whether the D&O Insurance provides sufficient coverage against the potential liability that the director and officers of the Canadian Debtors could incur during these CCAA proceedings.

118. In light of the potential liabilities and the potential insufficiency of available insurance and the need for the continued service of the director and officers of the Canadian Debtors in these proceedings, the Foreign Representative seeks the granting of a charge over the assets and property of the Canadian Debtors in the maximum amount of $150,000 (the "**D&O Charge**").

119. The D&O Charge would secure the indemnity provided to the directors and officers in the proposed Supplemental Order in respect of liabilities they may incur during these CCAA proceedings in their capacities as such, which includes, any obligations and liabilities for wages, vacation pay or termination or severance pay due to employees of the Canadian Debtors, whether or not any such employee was terminated prior to or after the commencement of these proceedings, except to the extent that, with respect to any officer or director, the obligation or liability was incurred as a result of the director's or officer's gross negligence of wilful misconduct. The D&O Charge would only be relied upon to the extent of the insufficiency of the existing D&O Insurance in covering any exposure of the Canadian Debtors' directors and officers.

120. The D&O Charge would be subordinate to the proposed Administration Charge but rank in priority to all other encumbrances.

121. The amount of the proposed D&O Charge has been estimated, in consultation with the proposed Information Officer, with reference to the Canadian Debtors' payroll, vacation pay, and federal and provincial sales tax liability exposure. I believe the amount of the proposed D&O Charge to be reasonable in the circumstances.

G. Intercompany Charge

122. As described above, in the ordinary course of business, the Company engages in Intercompany Transfers to, among other things, ensure that the Chapter 11 Debtors' Canadian funding needs are adequately met and ensure the Company's Canadian operations continue uninterrupted. The Chapter 11 Debtors will continue to make the Intercompany Transfers postpetition to ensure the Canadian operations remain adequately funded.

123. The Canadian Debtors are entirely dependent on the U.S. Chapter 11 Debtors for shared services, and the Canadian Debtors do not have the ability to independently continue, or effect a recapitalization or restructuring of, the Company's Canadian operations without continued operational and financial support from the U.S. Chapter 11 Debtors. Absent continued operational support, the Canadian Debtors would be unable to meet their obligations as they come due and would be forced to immediately cease the Company's Canadian operations.

124. Therefore, pursuant to the proposed Supplemental Order, the Chapter 11 Debtors also propose a Court-ordered charge over the assets and property of the Canadian Debtors to secure claims by any Chapter 11 Debtor (other than the Canadian Debtors) that provides services or lends money to, or bears costs of, a Canadian Debtor, from and after the date of the Supplemental Order (the "**Intercompany Claims**"). The proposed Intercompany Charge would rank in priority to all other encumbrances but would be subordinate to the Administration Charge and the D&O Charge.

PART VII – CONCLUSION

125. I believe that the relief sought in the proposed Initial Recognition Order and Supplemental Order is necessary to protect the Canadian Debtors and preserve the value of the Chapter 11 Debtors' Canadian business for the benefit of all stakeholders. The requested relief will provide the Company with the opportunity to pursue a sale of all or substantially all of the Company's

assets in the Chapter 11 Cases with a view to maximizing value for the benefit of the Company's stakeholders.

SWORN BEFORE ME over videoconference in accordance with the *Administering Oath or Declaration Remotely Regulation*, O. Reg 431/20, on May 21, 2026, while I was located in the City of Toronto, in the Province of Ontario, and the affiant was located in the City of Boston, in the State of Massachusetts.



Commissioner for Taking Affidavits
(or as may be)

MARLEIGH ERYN DICK

LSO# 79390S



THOMAS STUDEBAKER

This is Exhibit "A" referred to in the Affidavit of Thomas Studebaker sworn over videoconference in accordance with the *Administering Oath or Declaration Remotely Regulation*, O. Reg 431/20, on May 21, 2026, while I was located in the City of Toronto, in the Province of Ontario, and the affiant was located in the City of Boston, in the State of Massachusetts.



Commissioner for Taking Affidavits (or as may be)

MARLEIGH ERYN DICK

LSO# 79390S

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of Texas (State)

Case number (*If known*): 26-[ ] Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy 04/25

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals,* is available.

1. **Debtor's name** Bitcoin Depot Inc.

2. **All other names debtor used in the last 8 years**
   Include any assumed names, trade names, and *doing business as* names
   fka GSR II Meteora Acquisition Corp.

3. **Debtor's federal Employer Identification Number** (EIN) 87-3219029

4. **Debtor's address**

Principal place of business

8601 Dunwoody Place
Number Street

Suite 308

Sandy Springs GA 30350
City State ZIP Code

Fulton County
County

Mailing address, if different from principal place of business

2870 Peachtree Road
Number Street

#327
P.O. Box

Atlanta GA 30305
City State ZIP Code

Location of principal assets, if different from principal place of business

Number Street

City State ZIP Code

5. **Debtor's website** (URL) https://bitcoindepot.com/

TRUE COPY I CERTIFY
ATTEST: May 20, 2026
NATHAN OCHSNER, Clerk of Court
By: *s/ B. Thomas*
Deputy Clerk

Debtor Bitcoin Depot Inc. Case number (*if known*) 26-[ ]
Name

6. Type of debtor

- ☑ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- ☐ Partnership (excluding LLP)
- ☐ Other. Specify: _____

7. Describe debtor's business

A. *Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☑ None of the above

B. *Check all that apply:*

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See http://www.uscourts.gov/four-digit-national-association-naics-codes .

5 2 3 9

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
- ☐ Chapter 9
- ☑ Chapter 11. *Check **all** that apply*:
  - ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than $3,424,000 (amount subject to adjustment on 4/01/28 and every 3 years after that).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
  - ☐ A plan is being filed with this petition.
  - ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
  - ☑ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
  - ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
- ☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

- ☑ No
- ☐ Yes. District _____ When _____ (MM / DD / YYYY) Case number _____
  District _____ When _____ (MM / DD / YYYY) Case number _____

Debtor Bitcoin Depot Inc. Case number (*if known*) 26-[ ]
Name

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

☐ No
☑ Yes. Debtor See Rider 1 Relationship _____
District _____ When _____ MM / DD / YYYY
Case number, if known _____

11. Why is the case filed in *this district*?

Check all that apply:

☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
☑ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☑ No See Rider 2.
☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (*Check all that apply.*)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
☐ It needs to be physically secured or protected from the weather.
☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
☐ Other _____

Where is the property? _____
Number Street
_____
_____ _____ _____
City State ZIP Code

Is the property insured?

☐ No
☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

☑ Funds will be available for distribution to unsecured creditors.
☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

☑ 1-49	☐ 1,000-5,000	☐ 25,001-50,000
☐ 50-99	☐ 5,001-10,000	☐ 50,001-100,000
☐ 100-199	☐ 10,001-25,000	☐ More than 100,000
☐ 200-999		

Debtor Bitcoin Depot Inc. Case number (*if known*) 26-[ ]
Name

15. Estimated assets

- ☐ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☑ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

16. Estimated liabilities

- ☐ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☑ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026
MM / DD / YYYY

✘ /s/ W. Alexander Holmes
Signature of authorized representative of debtor

W. Alexander Holmes
Printed name

Title Director

18. Signature of attorney

✘ /s/ Paul E. Heath
Signature of attorney for debtor

Date 05/18/2026
MM / DD / YYYY

Paul E. Heath
Printed name

Vinson & Elkins LLP
Firm name

845 Texas Avenue, Suite 4700
Number Street

Houston TX 77002
City State ZIP Code

713.758.2222
Contact phone

pheath@velaw.com
Email address

09355050 TX
Bar number State

159

Official Form 201A (12/15)

[If debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]

[Caption as in Form 416B]

Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is 00141305.

2. The following financial data is the latest available information and refers to the debtor's condition on March 31, 2026.

a. Total assets $ 11,334,000

b. Total debts (including debts listed in 2.c., below) $ 26,876,000

c. Debt securities held by more than 500 holders

				Approximate number of holders:
secured ☐	unsecured ☐	subordinated ☐	$	
secured ☐	unsecured ☐	subordinated ☐	$	
secured ☐	unsecured ☐	subordinated ☐	$	
secured ☐	unsecured ☐	subordinated ☐	$	
secured ☐	unsecured ☐	subordinated ☐	$	

d. Number of shares of preferred stock N/A

e. Number of shares common stock 19,880,609

Comments, if any:

3. Brief description of debtor's business:

Bitcoin Depot Inc. operates a large network of Bitcoin ATMs and sells cryptocurrency to consumers through its BDCheckout product and website.

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:

Record holder of such equity as of March 31, 2026: BD Investment Holdings II LLC (Class M Common Stock); Cede & Co. (Class A Common Stock).

Rider 1

Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor in the United States Bankruptcy Court for the Southern District of Texas

Bitcoin Depot Inc.
BCD Merger Sub LLC
Bitcoin Depot Operating LLC
BT HoldCo LLC
BTM International Holdings 1 LLC
BTM International Holdings II LLC
Cash Ramp LLC
Digital Gold Ventures Inc.
Express Vending Inc.
Intuitive Software LLC
Kiosk HoldCo LLC
Kiosk Technicians, LLC
Kutt, Inc.
Lux Vending Kiosk, LLC
MCA Services Group, LLC
Mintz Assets, Inc.

Rider 2

Real Property or Personal Property That Needs Immediate Attention

Question 12, among other things, asks debtors to identify any property that poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

Bitcoin Depot Inc. and its affiliated companies that are also filing voluntary chapter 11 bankruptcy cases in this Court (collectively, the "***Debtors***") own and operate the largest network of Bitcoin kiosks across North America, providing users with a means of converting cash into Bitcoin. The Debtors' portfolio consists of approximately 9,700 kiosks deployed in retailer locations throughout the United States and Canada. The Debtors also sell cryptocurrency to consumers through its BDCheckout product offering. The Debtors do not believe they own or possess any real or personal property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety. The Debtors note that they are not aware of any definition of "imminent and identifiable" harm as used in this form.

EXECUTION VERSION

OMNIBUS ACTION BY WRITTEN CONSENT OF

THE BOARDS OF DIRECTORS OF
KUTT, INC.
MINTZ ASSETS, INC.
(the "Corporation Companies")

AND

THE SOLE MEMBERS OF
BITCOIN DEPOT OPERATING LLC
BT HOLDCO LLC
BTM INTERNATIONAL HOLDINGS 1 LLC
BTM INTERNATIONAL HOLDINGS II LLC
CASH RAMP LLC
INTUITIVE SOFTWARE LLC
KIOSK HOLDCO LLC
KIOSK TECHNICIANS, LLC
(the "Member-Managed Companies")

AND

THE MANAGERS OF
BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC
(the "Manager-Managed Companies" and, together with the Corporation Companies and the Member-Managed Companies, the "Companies")

May 17, 2026

The undersigned being:

(a) All of the members of the board of directors of Kutt, Inc., a Delaware corporation ("***Kutt***");

(b) All of the members of the board of directors of Mintz Assets, Inc., a Georgia corporation ("***Mintz Assets***");

(c) The managing member of Intuitive Software LLC, a Delaware limited liability company (being Bitcoin Depot Operating LLC, a Delaware limited liability company ("***Bitcoin Operating***"));

(d) All of the managers of (i) BCD Merger Sub LLC, a Delaware limited liability company ("***BCD Merger Sub***"), (ii) MCA Services Group, LLC, a Delaware limited liability company, and (iii) Lux Vending Kiosk, LLC, a Delaware limited liability company;

(e) The sole member of Bitcoin Operating (being Kiosk HoldCo LLC, a Delaware limited liability company ("***Kiosk HoldCo***"));

(f) The sole member of Kiosk HoldCo (being BT HoldCo LLC, a Delaware limited liability company ("***BT HoldCo***"));

(g) The sole member of BT HoldCo (being BCD Merger Sub);

(h) The sole member of Cash Ramp, LLC, a Delaware limited liability company (being Kiosk HoldCo);

(i) The sole member of BTM International Holdings 1 LLC, a Delaware limited liability company (being Mintz Assets);

(j) The sole member of BTM International Holdings II LLC, a Delaware limited liability company (being Mintz Assets); and

(k) The sole member of Kiosk Technicians, LLC, a Delaware limited liability company (being Mintz Assets) (the governing bodies set forth in (a) through (k), collectively, the "***Consenting Bodies***");

acting by written consent in lieu of a meeting pursuant to Section 18-302(d) of the Delaware Limited Liability Company Act (with respect to the Member-Managed Companies and the Manager-Managed Companies), Section 228(a) of the Delaware General Corporation Law (with respect to Kutt) and Section 14-2-821 of the Georgia Business Corporation Code (with respect to Mintz Assets), hereby take the following actions by unanimous written consent of such Consenting Body with respect to each Company, which actions shall have the same force and effect as if adopted at a duly called and held meeting of each such Consenting Body.

WHEREAS, the Consenting Bodies have studied and considered the financial condition of the Companies, including the Companies' immediate liquidity needs, liabilities, contractual obligations, the short-term and long-term prospects available to the Companies, the strategic alternatives available to the Companies and the related circumstances and situation, including the current and reasonably foreseeable future conditions of the industry in which the Companies operate;

WHEREAS, the Consenting Bodies have consulted with the Companies' financial and legal advisors and considered a variety of strategic alternatives available to the Companies;

WHEREAS, the Consenting Bodies have determined that it is advisable and in the best interests of each Company to (i) file for immediate protection under chapter 11 of title 11 of the United States Code (the "***Bankruptcy Code***") and (ii) file or cause to be filed voluntary petitions for relief (the "***Chapter 11 Petitions***," and the cases commenced thereby, the "***Chapter 11 Cases***") pursuant to chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Texas, or another appropriate court (the "***U.S. Bankruptcy Court***"), and any and all documents necessary or convenient to effect, cause, or to promote the Chapter 11 Cases;

WHEREAS, pursuant to a unanimous written consent duly adopted on May 14, 2026, the board of directors of Bitcoin Depot Inc. established a special committee (the "***Restructuring Committee***") for the purposes of, among other things, (i) engaging in an evaluation of the Companies' strategic alternatives, including without limitation, a potential sale of all or substantially all of the assets of the Companies, a recapitalization or restructuring of the Companies' outstanding indebtedness, a restructuring or liquidation of the Companies under chapter 11 of the Bankruptcy Code, and/or other transactions and (ii) considering and authorizing certain conflict matters;

WHEREAS, the Restructuring Committee has reviewed and considered the need for the Chapter 11 Cases and has (x) determined that it is advisable, fair to, and in the best interests of the Companies to approve the filing of the Chapter 11 Cases and (y) recommended that the Consenting Bodies pursue, adopt and approve the filing of the Chapter 11 Cases; and

WHEREAS, after review of (i) the financial condition of the Companies, the current and reasonably foreseeable future conditions of the industry in which the Companies operate, the outlook for the Companies' businesses and the other alternatives available to the Companies, (ii) the liquidity position of the Companies, and (iii) such other considerations as the Consenting Bodies deem relevant, the Consenting Bodies, following consultation with the financial and legal advisors to the Companies, have determined that it is advisable and in the best interests of each Company to pursue the Chapter 11 Cases, as approved in this written consent.

Chapter 11 Filing

NOW, THEREFORE, BE IT RESOLVED, that each Consenting Body hereby determines that it is advisable and in the best interest of the respective Company to file the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes each respective Company to file or cause to be filed the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each duly appointed manager or officer of each Company (each an "***Authorized Officer***" and, collectively, the "***Authorized Officers***"), to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court on behalf of each Company, the Chapter 11 Petitions, in such form as prescribed by the official forms promulgated pursuant to the Bankruptcy Code;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court all papers, motions, applications, schedules, and pleadings necessary, appropriate, or convenient to facilitate the Chapter 11 Cases and all of its matters and proceedings, and any and all other documents necessary, appropriate, or convenient in connection with the commencement or prosecution of the Chapter 11 Cases, each in such form or forms as the Authorized Officer may approve, and subject to further Consenting Body approvals as the Companies and their counsel determine to be appropriate under the circumstances;

Retention of Professionals

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Vinson & Elkins L.L.P. ("***V&E***") as general bankruptcy counsel to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, including filings and pleadings, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage V&E for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of V&E;

FURTHER RESOLVED, that the Consenting Bodies hereby approve the Companies' engagement of Triple P TRS, LLC and Triple P Securities, LLC (together, "***Portage Point***") as financial advisor to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Portage Point for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Portage Point;

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Kroll Restructuring Administration LLC ("***Kroll***") as notice, claims, and solicitation agent to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, is hereby approved, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Kroll for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Kroll;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to employ any other professionals to assist the Companies in carrying out their duties under the Bankruptcy Code; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers and fees, and to cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary;

General

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer, on behalf of each Company, to certify and attest to any documents that he or she may deem necessary, appropriate, or convenient to consummate any transactions

necessary to effectuate the foregoing resolutions; *provided*, such attestation shall not be required for the validity of any such documents;

FURTHER RESOLVED, that any and all actions heretofore or hereafter taken by the Authorized Officers, or any of them, within the foregoing resolutions, are, and each of them is, hereby ratified, confirmed and approved;

FURTHER RESOLVED, that the Authorized Officers are, and each of them is, hereby authorized and empowered in the name and on behalf of each Company, to execute and deliver such agreements, instruments and documents, and to take or cause to be taken such other actions, as such Authorized Officer or Authorized Officers may determine to be necessary or advisable to implement the purposes and intent of the foregoing resolutions; each such agreement, instrument and document to be in such form and to contain such terms and conditions, consistent with the foregoing resolutions, as such Authorized Officer or Authorized Officers executing the same may approve, the execution and delivery of any such agreement, instrument or document by any such Authorized Officer or the taking of such action to be conclusive evidence of such authorization and approval;

FURTHER RESOLVED, that this consent may be executed and delivered by facsimile, .pdf or other electronic means, and such execution shall be considered valid, binding and effective for all purposes; and

FURTHER RESOLVED, that this consent may be executed and delivered in one or more counterparts, all of which taken together shall be considered to be one and the same written consent.

[*The remainder of this page is intentionally blank.*]

Docusign Envelope ID: 01F3D242-4F4B-4AEA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the sole or managing member, as applicable, of each Member-Managed Company, has executed this written consent effective as of the date first written above.

BITCOIN DEPOT OPERATING LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7ABC39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BT HOLDCO LLC

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7ABC39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

CASH RAMP LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7ABC39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

INTUITIVE SOFTWARE LLC

By: Bitcoin Depot Operating LLC, its managing member

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK HOLDCO LLC

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK TECHNICIANS, LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BTM INTERNATIONAL HOLDINGS 1 LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
6E7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BTM INTERNATIONAL HOLDINGS II LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
9F7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the managers of each Manager-Managed Company, has executed this written consent effective as of the date first written above.

BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC

Signed by:
By: _____
C5DA87536D2842C...
Name: W. Alexander Holmes
Title: Manager

Signed by:
By: _____
C5DA87536D2842C...
Name: W. Alexander Holmes
Title: Manager

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the sole member of the board of directors of Kutt, Inc., has executed this written consent effective as of the date first written above.

KUTT, INC.

Signed by:

C5DA87536D2612C...

W. Alexander Holmes

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the sole member of the board of directors of Mintz Assets, Inc., has executed this written consent effective as of the date first written above.

MINTZ ASSETS, INC.

Signed by:
C5DA87536D2842C...

W. Alexander Holmes

Fill in this information to identify the case:

Debtor name: Bitcoin Depot Inc. et al.
United States Bankruptcy Court for the Southern District of Texas
Case number (if known): 26-_____ ( )

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim. If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
1	CASHCLOUD ATTN: THOMAS CONWAY 400-411 ROOSEVELT AVENUE OTTAWA, ON K2A 3X9 CANADA	ATTN: THOMAS CONWAY EMAIL: TCONWAY@CONWAYLITIGATION.CA PHONE NUMBER: 613-780-2011	LEGAL JUDGEMENT	D			$18,470,000.00
2	WPS KIOSK PARTNERS LLC ATTN: WILLIAM SIRIGNANO 135 W 50TH ST SUITE 200 NEW YORK, NY 10020	ATTN: WILLIAM SIRIGNANO EMAIL: W@WPSCAPITALPARTNERS.COM	PROFIT SHARE AGREEMENT	C, U, D			$5,000,000.00
3	LEGACY VENDING, LLC ATTN: ANSUR AHMED 7633 GRAND RIDGE ROAD COLUMBUS, GA 31904	ATTN: ANSUR AHMED EMAIL: ANSUR.AHMED@OUTLOOK.COM	PROFIT SHARE AGREEMENT	C, U, D			$3,760,000.00
4	SOPRIS-BITCOIN DEPOT INVESTORS LLC ATTN: DAN WEDMAN 409 ASPEN AIRPORT BUSINESS CENTER SUITE B ASPEN, CO 81612	ATTN: DAN WEDMAN EMAIL: DWEDMAN@SOPRISCAPITAL.COM	PROFIT SHARE AGREEMENT	C, U, D			$2,000,000.00
5	KIRKLAND & ELLIS LLP ATTN: THOMAS LAUGHLIN 333 W WOLF POINT PLAZA CHICAGO, IL 60654	ATTN: THOMAS LAUGHLIN EMAIL: THOMAS.LAUGHLIN@KIRKLAND.COM PHONE NUMBER: T +1 214 972 1663 M +1 214 926 5353	LEGAL SERVICES	C, U, D			$1,939,141.05
6	LATHAM & WATKINS LLP ATTN: STEVEN STOKDYK 555 WEST FIFTH ST SUITE 300 LOS ANGELES, CA 90013-1020	ATTN: STEVEN STOKDYK EMAIL: STEVEN.STOKDYK@LW.COM PHONE NUMBER: D: +1-213-891-7421 | M: +1-310-993-9093	LEGAL SERVICES	C, U, D			$1,000,000.00
7	BIBBEO LTD ATTN: MILES POWER 24340 E GLASGOW DR AURORA, CO 80016	ATTN: MILES POWER EMAIL: POWER.M@BIBBEO.COM PHONE NUMBER: 269-903-1309	INSTALLATION	C, U, D			$892,023.69
8	GOOGLE LLC ATTN: KILLY WINZ 1600 AMPHITHEATRE PKWY MOUNTAIN VIEW, CA 94043	ATTN: KILLY WINZ EMAIL: KILLYW@GOOGLE.COM PHONE NUMBER: 720-289-9910	OTHER OPERATING EXPENSES	C, U, D			$715,334.81
9	GREENBERG TRAURING, LLC ATTN: JENA VALDETERO 8400 NW 36TH STREET SUITE 400 DORAL, FL 33166	ATTN: JENA VALDETERO EMAIL: JENA.VALDETERO@GTLAW.COM PHONE NUMBER: T +1 312-456-1025 / C 2024310288	LEGAL SERVICES	C, U, D			$611,019.41
10	SECRETARIAT ADVISORS LLC ATTN: CHRIS MCKAY 1175 PEACHTREE ST NE 100 COLONY SQ SUITE 400 ATLANTA, GA 30361	ATTN: CHRIS MCKAY EMAIL: CMCKAY@SECRETARIAT-INTL.COM PHONE NUMBER: +1 818 307 3314	LEGAL SERVICES	C, U, D			$261,550.00
11	CONSILIO INC. ATTN: MATT SIMMONS DEPT CH 17174 PALATINE, IL 6005	ATTN: MATT SIMMONS EMAIL: MATT.SIMMONS@CONSILIO.COM	LEGAL SERVICES	C, U, D			$235,920.24
12	LOOMIS ATTN: STEVE MORRIS 2500 CITYWEST BLVD. STE. 2300 HOUSTON, TX 77042	ATTN: STEVE MORRIS EMAIL: STEVE.MORRIS@US.LOOMIS.COM PHONE NUMBER: 901-463-0827	ARMORED TRANSPORT	C, U, D			$223,231.41

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
13	OPTCONNECT ATTN: MATT WARNER 854 WEST 450 NORTH #4 KAYSVILLE, UT 84037	ATTN: MATT WARNER EMAIL: MATT.WARNER@OPTCONNECT.COM PHONE NUMBER: 801-645-3254	WIRELESS	C, U, D			$222,157.47
14	COBRA CAPITAL PARTNERS LLC ATTN: HAMZEE KADDOURA 442 KINGSBURY AVE DEARBORN, MI 48128	ATTN: HAMZEE KADDOURA EMAIL: HAMZEE47@GMAIL.COM	PROFIT SHARE AGREEMENT	C, U, D			$212,000.00
15	DENTONS CANADA LLP ATTN: GREG MCNAB 77 KING STREET WEST TORONTO-DOMINION CENTRE, SUITE 400 TORONTO, ON M5K 0A1 CANADA	ATTN: GREG MCNAB EMAIL: GREG.MCNAB@DENTONS.COM PHONE NUMBER: +1 416 863 4492	LEGAL SERVICES	C, U, D			$201,638.90
16	ATM TOKEN GROUP SERVICES LTD. ATTN: SHELVIN PRASAD 1285 WEST BROADWAY SUITE 600 VANCOUVER, BC V6H 3X8 CANADA	ATTN: SHELVIN PRASAD EMAIL: SHELVIN@ATMTOKEN.COM PHONE NUMBER: 403-830-0710	INSTALLATION & MAINTENANCE	C, U, D			$182,988.73
17	GARDAWORLD ATTN: DARREN GARBUTT 2000 NW CORPORATE BLVD BOCA RATON, FL 33431	ATTN: DARREN GARBUTT EMAIL: DARREN.GARBUTT@GARDA.COM	ARMORED TRANSPORT	C, U, D			$181,767.82
18	BURROUGHS ATTN: CHRIS ADAMSON P.O. BOX 72409 CLEVELAND, OH 44192	ATTN: CHRIS ADAMSON EMAIL: CHRIS.ADAMSON@BURROUGHS.COM PHONE NUMBER: 647-982-6158	MAINTENANCE	C, U, D			$175,679.05
19	ELLIPTIC INC. ATTN: DAVE HOMANKO 1632 1ST AVENUE #23346 NEW YORK, NY 10128	ATTN: DAVE HOMANKO EMAIL: DAVE.HOMANKO@ELLIPTIC.CO	INFORMATION TECHNOLOGY	C, U, D			$173,250.00
20	TROUTMAN PEPPER LOCKE LLP ATTN: DOMINIC CERVONI 600 PEACHTREE STREET, NE SUITE 3000 ATLANTA, GA 30308	ATTN: DOMINIC CERVONI EMAIL: DOMENIC.CERVONI@TROUTMAN.COM PHONE NUMBER: 212-912-2722	LEGAL SERVICES	C, U, D			$157,626.73
21	DEEL, INC ATTN: JOEY ASAMOAH 425 1ST STREET SAN FRANCISCO, CA 94105-4621	ATTN: JOEY ASAMOAH EMAIL: JOEY.ASAMOAH@DEEL.COM	PEO	C, U, D			$128,038.00
22	WOLF & COMPANY, P.C. ATTN: MARISSA A. SCICCHITANO 255 STATE STREET BOSTON, MA 02109	ATTN: MARISSA A. SCICCHITANO EMAIL: MSCICCHITANO@WOLFANDCO.COM	ACCOUNTING & AUDITING	C, U, D			$123,000.00
23	BRINKS CANADA LIMITED ATTN: TY BURCH 95 BROWN'S LINE ETOBICOKE, ON M8W 3S2 CANADA	ATTN: TY BURCH EMAIL: TYNAN.BURCH@BRINKS.COM PHONE NUMBER: 289-440-0476	ARMORED TRANSPORT	C, U, D			$122,335.28
24	DONNELLEY FINANCIAL, LLC ATTN: RYAN WARD 35 W. WACKER DRIVE CHICAGO, IL 60601	ATTN: RYAN WARD EMAIL: RYAN.T.WARD@DFINSOLUTIONS.COM PHONE NUMBER: 508-728-9960	OTHER OPERATING EXPENSES	C, U, D			$105,895.00
25	GARRISON MANAGEMENT GROUP, LLC DBA AXADVOCACY, LLC ATTN: NICK MADDUX 800 W 47TH ST STE 200 KANSAS CITY, MO 64112	ATTN: NICK MADDUX EMAIL: NMADDUX@AXIOMSTRATEGIES.COM PHONE NUMBER: 417-594-0029	LEGAL SERVICES	C, U, D			$100,000.00
26	PROFESSIONALS WORLD LLC ATTN: YOUSEF AZZAM 1072 MADISON CHASE #7 WEST PALM BEACH, FL 33411	ATTN: YOUSEF AZZAM EMAIL: YOUSEF@PROS-WORLD.COM	OTHER OPERATING EXPENSES	C, U, D			$98,010.73
27	DAC GROUP / CHICAGO, INC. ATTN: GEMMA GIBSON P.O. BOX 842862 BOSTON, MA 02284-2870	ATTN: GEMMA GIBSON EMAIL: GGIBSON@DACGROUP.COM PHONE NUMBER: 872-270-0964	MARKETING	C, U, D			$93,906.41
28	LALCHANDANI SIMON PL ATTN: KUBS LALCHANDANI 25 SE 2ND AVE SUITE 1020 MIAMI, FL 33131	ATTN: KUBS LALCHANDANI EMAIL: KUBS@LSLAWPL.COM	LEGAL SERVICES	C, U, D			$91,105.90

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
29	BPO HIVE LLC ATTN: ABDULLAH M. STREET 2, EL WAHA NASR CITY, CAIRO, 11577 EGYPT	ATTN: ABDULLAH M. EMAIL: ABDULLAH@BPOHIVE.COM PHONE NUMBER: (+20)114 190 8557	MARKETING	C, U, D			$78,237.81
30	CUMMINS-ALLISON CORP ATTN: JAMES REEVES 852 FEEHANVILLE MT PROSPECT, IL 60056	ATTN: JAMES REEVES EMAIL: JAMES.REEVES@CRANEPI.COM	OTHER OPERATING EXPENSES	C, U, D			$78,208.62

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
BITCOIN DEPOT INC., *et al*.,	)	Case No. 26 – [_____] (__)
Debtors.[1]	)	Joint Administration Requested

CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1

Pursuant to Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1, the following are all of the ownership interests in Bitcoin Depot Inc. ("***Bitcoin Depot***") and its affiliated debtors, who are each debtors and debtors in possession in the above-captioned cases (collectively, the "***Debtors***"). Bitcoin Depot, on behalf of itself and the Debtors, hereby states as follows:

1. The following entities own 10% or more of the equity interests of Bitcoin Depot:[2]

Corporate Equity Holder	Address of Corporate Equity Holder	Type/Class of Interest	Percentage of Equity Held
BD Investment Holdings II LLC	500 Westover Dr #32474 Sanford, NC 27330	Class M	100%
Cede & Co.	570 Washington Blvd Jersey City, NJ 07310	Class A	87.496%

[1] The Debtors in these chapter 11 cases and the last four digits of their respective federal tax identification numbers (if applicable) may be obtained on the website of the Debtors' proposed claims and noticing agent at https://restructuring.ra.kroll.com/bitcoindepot. The location of the Debtors' corporate headquarters is: 8601 Dunwoody Place, Sandy Springs, Georgia 30350.

[2] Equity positions indicate the record holders of such equity as of March 31, 2026.

2. Bitcoin Depot owns 100% of the equity interests of Kutt, Inc.
3. Bitcoin Depot owns 100% of the equity interests of BCD Merger Sub LLC, which in turn owns 100% of the equity interests of BT HoldCo LLC.
4. BT HoldCo LLC owns 100% of the equity interests of Kiosk HoldCo LLC, which in turn owns 100% of the equity interests of the following entities:
    a. Bitcoin Depot Operating LLC;
    b. Cash Ramp LLC; and
    c. MCA Services Group, LLC.
5. Bitcoin Depot Operating LLC owns 100% of the equity interests of the following entities:
    a. Intuitive Software LLC;
    b. Lux Vending Kiosk, LLC; and
    c. Mintz Assets, Inc.
6. Intuitive Software LLC owns 100% of the equity interests of Digital Gold Ventures Inc.
7. Mintz Assets, Inc. owns 100% of the equity interests of the following entities:
    a. BTM International Holdings 1 LLC;
    b. BTM International Holdings II LLC;
    c. Express Vending Inc.; and
    d. Kiosk Technicians, LLC.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
BITCOIN DEPOT INC.,	)	Case No. 26 – [_____] (__)
Debtor.	)	(Joint Administration Requested)

LIST OF EQUITY SECURITY HOLDERS (RULE 1007(a)(3))

Pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following list identifies all known holders having a direct or indirect ownership interest of the above captioned debtor in possession, which removes certain personal identification information as requested by the Debtors in the *Emergency Motion of Debtors for Entry of an Order (I) Authorizing Debtors to (A) File a Consolidated Creditor Matrix, (B) File a Consolidated List of the Thirty Largest Unsecured Creditors, and (C) Redact Certain Personal Identification Information, (II) Approving the Form and Manner of Notice of Commencement, (III) Waiving the Requirement to File a List of Equity Security Holders of Bitcoin Depot Inc. and Provide Direct Notice Thereto, and (III) Granting Related Relief* filed contemporaneously herewith. All equity positions indicate the record holder of such equity as of March 31, 2026.

Holder Name	Address	Class of Interest	Number of Shares
OLABIYI BOLARINWA	ADDRESS ON FILE	Class A Common Stock	4,633
VALENTIN A BUCIO-CASTILLO	ADDRESS ON FILE	Class A Common Stock	215
BYPASS JON G TRUST ESTABLISHED UNDER THE DJW TRUST DATED OCTOBER 8 2012	ADDRESS ON FILE	Class A Common Stock	7,880
CEDE & CO	ADDRESS ON FILE	Class A Common Stock	5,006,853
CPC SPONSOR OPPORTUNITIES I, LP	ADDRESS ON FILE	Class A Common Stock	4,308
CPC SPONSOR OPPORTUNITIES I (PARALLEL), LP	ADDRESS ON FILE	Class A Common Stock	3,597
EGMKRM LLC	ADDRESS ON FILE	Class A Common Stock	8,223
FRAME PAYMENTS INC	ADDRESS ON FILE	Class A Common Stock	37,742
CARLOS GARCIA	ADDRESS ON FILE	Class A Common Stock	3,084
PATRICK GOODING	ADDRESS ON FILE	Class A Common Stock	1,576
GUINES LLC	ADDRESS ON FILE	Class A Common Stock	7,905
GWENDOLYN HARMON	ADDRESS ON FILE	Class A Common Stock	3,152
MICHAEL HARMON	ADDRESS ON FILE	Class A Common Stock	3,152
SIMEON HARMON	ADDRESS ON FILE	Class A Common Stock	197,542
RICHARD LEAHY	ADDRESS ON FILE	Class A Common Stock	3,152
LIGHTNING CAPITAL VENTURE FUND I, LP	ADDRESS ON FILE	Class A Common Stock	260,337
THOMAS LOUTREL	ADDRESS ON FILE	Class A Common Stock	15,538
EVE MONGIARDO *note – lost flagged next to it	ADDRESS ON FILE	Class A Common Stock	2,857
AMERICO NARDIS	ADDRESS ON FILE	Class A Common Stock	1,576
ROBERT J NICEWICZ, JR.	ADDRESS ON FILE	Class A Common Stock	24,873
NONE OF THE ABOVE ENTERPRISES	ADDRESS ON FILE	Class A Common Stock	9,265
NSVG KUTT HOLDINGS I LLC	ADDRESS ON FILE	Class A Common Stock	3,152
PAPER STREET STRATEGIES LLC	ADDRESS ON FILE	Class A Common Stock	4,728
PINEBRIDGE PARTNERS MASTER FUND, LP	ADDRESS ON FILE	Class A Common Stock	498
ADAM PREISS	ADDRESS ON FILE	Class A Common Stock	11,032
FAHEEM AND JENN RAHMAN	ADDRESS ON FILE	Class A Common Stock	3,152
MARCELLO REGAZZOLI	ADDRESS ON FILE	Class A Common Stock	31,521
RIDGEVIEW HOLDINGS LLC	ADDRESS ON FILE	Class A Common Stock	592
JONATHAN ROBIN	ADDRESS ON FILE	Class A Common Stock	3,152
FAYE SANDOW	ADDRESS ON FILE	Class A Common Stock	3,152
SASA INVESTMENTS LLC	ADDRESS ON FILE	Class A Common Stock	592
SEA OTTER TRADING, LLC	ADDRESS ON FILE	Class A Common Stock	9,090
SPRINT MODE LLC	ADDRESS ON FILE	Class A Common Stock	15,174
VENUS INVESTMENTS I LLC	ADDRESS ON FILE	Class A Common Stock	22,289

WALLEYE INVESTMENTS FUND LLC	ADDRESS ON FILE	Class A Common Stock	182
WALLEYE OPPORTUNITIES MASTER FUND LTD.	ADDRESS ON FILE	Class A Common Stock	328
DASH WASSERSTEIN	ADDRESS ON FILE	Class A Common Stock	3,152
MARCUS ZURAWSKI	ADDRESS ON FILE	Class A Common Stock	3,152
BD INVESTMENT HOLDINGS II LLC	ADDRESS ON FILE	Class M Common Stock	5,406,586

Fill in this information to identify the case and this filing:

Debtor Name Bitcoin Depot Inc.

United States Bankruptcy Court for the: Southern District of Texas (State)

Case number (*If known*): 26-[___]

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors 12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended *Schedule* ____
- ☑ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☑ Other document that requires a declaration Corporate Ownership Statement; List of Equity Security Holders

I declare under penalty of perjury that the foregoing is true and correct.

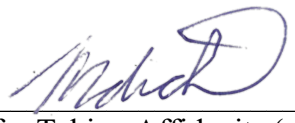
Executed on 05/18/2026
MM / DD / YYYY

✘ /s/ W. Alexander Holmes
Signature of individual signing on behalf of debtor

W. Alexander Holmes
Printed name

Director
Position or relationship to debtor

This is Exhibit "B" referred to in the Affidavit of Thomas Studebaker sworn over videoconference in accordance with the *Administering Oath or Declaration Remotely Regulation*, O. Reg 431/20, on May 21, 2026, while I was located in the City of Toronto, in the Province of Ontario, and the affiant was located in the City of Boston, in the State of Massachusetts.



Commissioner for Taking Affidavits (or as may be)

MARLEIGH ERYN DICK

LSO# 79390S

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of Texas (State)

Case number (*If known*): 26-[ ] Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy 04/25

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals,* is available.

1. **Debtor's name** Mintz Assets, Inc.

2. **All other names debtor used in the last 8 years**
   Include any assumed names, trade names, and *doing business as* names

3. **Debtor's federal Employer Identification Number** (EIN) 85-2176273

4. **Debtor's address**

Principal place of business

8601 Dunwoody Place
Number Street

Suite 308

Sandy Springs GA 30350
City State ZIP Code

Fulton County
County

Mailing address, if different from principal place of business

2870 Peachtree Road
Number Street

#327
P.O. Box

Atlanta GA 30305
City State ZIP Code

Location of principal assets, if different from principal place of business

Number Street

City State ZIP Code

5. **Debtor's website** (URL) https://bitcoindepot.com/

TRUE COPY I CERTIFY
ATTEST: May 20, 2026
NATHAN OCHSNER, Clerk of Court
By: *s/ B. Thomas*
Deputy Clerk

Debtor Mintz Assets, Inc. Case number (*if known*) 26-[ ]
Name

6. Type of debtor

- ☑ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- ☐ Partnership (excluding LLP)
- ☐ Other. Specify: _____

7. Describe debtor's business

A. *Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☑ None of the above

B. *Check all that apply:*

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See http://www.uscourts.gov/four-digit-national-association-naics-codes .

5 2 3 9

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
- ☐ Chapter 9
- ☑ Chapter 11. *Check **all** that apply*:
  - ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than $3,424,000 (amount subject to adjustment on 4/01/28 and every 3 years after that).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
  - ☐ A plan is being filed with this petition.
  - ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
  - ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
  - ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
- ☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

- ☑ No
- ☐ Yes. District _____ When _____ (MM / DD / YYYY) Case number _____
  District _____ When _____ (MM / DD / YYYY) Case number _____

Debtor Mintz Assets, Inc. Case number (*if known*) 26-[ ]
Name

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

☐ No
☑ Yes. Debtor See Rider 1 Relationship _____
District _____ When _____ MM / DD / YYYY
Case number, if known _____

11. Why is the case filed in *this district*?

Check all that apply:

☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
☑ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☑ No See Rider 2.
☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (*Check all that apply.*)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
☐ It needs to be physically secured or protected from the weather.
☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
☐ Other _____

Where is the property? _____
Number Street
_____
_____ _____ _____
City State ZIP Code

Is the property insured?

☐ No
☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

☑ Funds will be available for distribution to unsecured creditors.
☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

☑ 1-49	☐ 1,000-5,000	☐ 25,001-50,000
☐ 50-99	☐ 5,001-10,000	☐ 50,001-100,000
☐ 100-199	☐ 10,001-25,000	☐ More than 100,000
☐ 200-999		

Debtor Mintz Assets, Inc. (Name) Case number (if known) 26-[ ]

15. Estimated assets

- ☑ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

16. Estimated liabilities

- ☑ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026 (MM / DD / YYYY)

✘ /s/ Christopher Ryan
Signature of authorized representative of debtor

Christopher Ryan
Printed name

Title General Counsel and Corporate Secretary

18. Signature of attorney

✘ /s/ Paul E. Heath
Signature of attorney for debtor

Date 05/18/2026 (MM / DD / YYYY)

Paul E. Heath
Printed name

Vinson & Elkins LLP
Firm name

845 Texas Avenue, Suite 4700
Number Street

Houston TX 77002
City State ZIP Code

713.758.2222
Contact phone

pheath@velaw.com
Email address

09355050 TX
Bar number State

Rider 1

Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor in the United States Bankruptcy Court for the Southern District of Texas

Bitcoin Depot Inc.
BCD Merger Sub LLC
Bitcoin Depot Operating LLC
BT HoldCo LLC
BTM International Holdings 1 LLC
BTM International Holdings II LLC
Cash Ramp LLC
Digital Gold Ventures Inc.
Express Vending Inc.
Intuitive Software LLC
Kiosk HoldCo LLC
Kiosk Technicians, LLC
Kutt, Inc.
Lux Vending Kiosk, LLC
MCA Services Group, LLC
Mintz Assets, Inc.

Rider 2

Real Property or Personal Property That Needs Immediate Attention

Question 12, among other things, asks debtors to identify any property that poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

Bitcoin Depot Inc. and its affiliated companies that are also filing voluntary chapter 11 bankruptcy cases in this Court (collectively, the "***Debtors***") own and operate the largest network of Bitcoin kiosks across North America, providing users with a means of converting cash into Bitcoin. The Debtors' portfolio consists of approximately 9,700 kiosks deployed in retailer locations throughout the United States and Canada. The Debtors also sell cryptocurrency to consumers through its BDCheckout product offering. The Debtors do not believe they own or possess any real or personal property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety. The Debtors note that they are not aware of any definition of "imminent and identifiable" harm as used in this form.

EXECUTION VERSION

OMNIBUS ACTION BY WRITTEN CONSENT OF

THE BOARDS OF DIRECTORS OF
KUTT, INC.
MINTZ ASSETS, INC.
(the "Corporation Companies")

AND

THE SOLE MEMBERS OF
BITCOIN DEPOT OPERATING LLC
BT HOLDCO LLC
BTM INTERNATIONAL HOLDINGS 1 LLC
BTM INTERNATIONAL HOLDINGS II LLC
CASH RAMP LLC
INTUITIVE SOFTWARE LLC
KIOSK HOLDCO LLC
KIOSK TECHNICIANS, LLC
(the "Member-Managed Companies")

AND

THE MANAGERS OF
BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC
(the "Manager-Managed Companies" and, together with the Corporation Companies and the Member-Managed Companies, the "Companies")

May 17, 2026

The undersigned being:

(a) All of the members of the board of directors of Kutt, Inc., a Delaware corporation ("***Kutt***");

(b) All of the members of the board of directors of Mintz Assets, Inc., a Georgia corporation ("***Mintz Assets***");

(c) The managing member of Intuitive Software LLC, a Delaware limited liability company (being Bitcoin Depot Operating LLC, a Delaware limited liability company ("***Bitcoin Operating***"));

(d) All of the managers of (i) BCD Merger Sub LLC, a Delaware limited liability company ("***BCD Merger Sub***"), (ii) MCA Services Group, LLC, a Delaware limited liability company, and (iii) Lux Vending Kiosk, LLC, a Delaware limited liability company;

(e) The sole member of Bitcoin Operating (being Kiosk HoldCo LLC, a Delaware limited liability company ("***Kiosk HoldCo***"));

(f) The sole member of Kiosk HoldCo (being BT HoldCo LLC, a Delaware limited liability company ("***BT HoldCo***"));

(g) The sole member of BT HoldCo (being BCD Merger Sub);

(h) The sole member of Cash Ramp, LLC, a Delaware limited liability company (being Kiosk HoldCo);

(i) The sole member of BTM International Holdings 1 LLC, a Delaware limited liability company (being Mintz Assets);

(j) The sole member of BTM International Holdings II LLC, a Delaware limited liability company (being Mintz Assets); and

(k) The sole member of Kiosk Technicians, LLC, a Delaware limited liability company (being Mintz Assets) (the governing bodies set forth in (a) through (k), collectively, the "***Consenting Bodies***");

acting by written consent in lieu of a meeting pursuant to Section 18-302(d) of the Delaware Limited Liability Company Act (with respect to the Member-Managed Companies and the Manager-Managed Companies), Section 228(a) of the Delaware General Corporation Law (with respect to Kutt) and Section 14-2-821 of the Georgia Business Corporation Code (with respect to Mintz Assets), hereby take the following actions by unanimous written consent of such Consenting Body with respect to each Company, which actions shall have the same force and effect as if adopted at a duly called and held meeting of each such Consenting Body.

WHEREAS, the Consenting Bodies have studied and considered the financial condition of the Companies, including the Companies' immediate liquidity needs, liabilities, contractual obligations, the short-term and long-term prospects available to the Companies, the strategic alternatives available to the Companies and the related circumstances and situation, including the current and reasonably foreseeable future conditions of the industry in which the Companies operate;

WHEREAS, the Consenting Bodies have consulted with the Companies' financial and legal advisors and considered a variety of strategic alternatives available to the Companies;

WHEREAS, the Consenting Bodies have determined that it is advisable and in the best interests of each Company to (i) file for immediate protection under chapter 11 of title 11 of the United States Code (the "***Bankruptcy Code***") and (ii) file or cause to be filed voluntary petitions for relief (the "***Chapter 11 Petitions***," and the cases commenced thereby, the "***Chapter 11 Cases***") pursuant to chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Texas, or another appropriate court (the "***U.S. Bankruptcy Court***"), and any and all documents necessary or convenient to effect, cause, or to promote the Chapter 11 Cases;

WHEREAS, pursuant to a unanimous written consent duly adopted on May 14, 2026, the board of directors of Bitcoin Depot Inc. established a special committee (the "***Restructuring Committee***") for the purposes of, among other things, (i) engaging in an evaluation of the Companies' strategic alternatives, including without limitation, a potential sale of all or substantially all of the assets of the Companies, a recapitalization or restructuring of the Companies' outstanding indebtedness, a restructuring or liquidation of the Companies under chapter 11 of the Bankruptcy Code, and/or other transactions and (ii) considering and authorizing certain conflict matters;

WHEREAS, the Restructuring Committee has reviewed and considered the need for the Chapter 11 Cases and has (x) determined that it is advisable, fair to, and in the best interests of the Companies to approve the filing of the Chapter 11 Cases and (y) recommended that the Consenting Bodies pursue, adopt and approve the filing of the Chapter 11 Cases; and

WHEREAS, after review of (i) the financial condition of the Companies, the current and reasonably foreseeable future conditions of the industry in which the Companies operate, the outlook for the Companies' businesses and the other alternatives available to the Companies, (ii) the liquidity position of the Companies, and (iii) such other considerations as the Consenting Bodies deem relevant, the Consenting Bodies, following consultation with the financial and legal advisors to the Companies, have determined that it is advisable and in the best interests of each Company to pursue the Chapter 11 Cases, as approved in this written consent.

Chapter 11 Filing

NOW, THEREFORE, BE IT RESOLVED, that each Consenting Body hereby determines that it is advisable and in the best interest of the respective Company to file the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes each respective Company to file or cause to be filed the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each duly appointed manager or officer of each Company (each an "***Authorized Officer***" and, collectively, the "***Authorized Officers***"), to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court on behalf of each Company, the Chapter 11 Petitions, in such form as prescribed by the official forms promulgated pursuant to the Bankruptcy Code;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court all papers, motions, applications, schedules, and pleadings necessary, appropriate, or convenient to facilitate the Chapter 11 Cases and all of its matters and proceedings, and any and all other documents necessary, appropriate, or convenient in connection with the commencement or prosecution of the Chapter 11 Cases, each in such form or forms as the Authorized Officer may approve, and subject to further Consenting Body approvals as the Companies and their counsel determine to be appropriate under the circumstances;

Retention of Professionals

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Vinson & Elkins L.L.P. ("***V&E***") as general bankruptcy counsel to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, including filings and pleadings, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage V&E for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of V&E;

FURTHER RESOLVED, that the Consenting Bodies hereby approve the Companies' engagement of Triple P TRS, LLC and Triple P Securities, LLC (together, "***Portage Point***") as financial advisor to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Portage Point for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Portage Point;

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Kroll Restructuring Administration LLC ("***Kroll***") as notice, claims, and solicitation agent to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, is hereby approved, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Kroll for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Kroll;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to employ any other professionals to assist the Companies in carrying out their duties under the Bankruptcy Code; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers and fees, and to cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary;

General

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer, on behalf of each Company, to certify and attest to any documents that he or she may deem necessary, appropriate, or convenient to consummate any transactions

necessary to effectuate the foregoing resolutions; *provided*, such attestation shall not be required for the validity of any such documents;

FURTHER RESOLVED, that any and all actions heretofore or hereafter taken by the Authorized Officers, or any of them, within the foregoing resolutions, are, and each of them is, hereby ratified, confirmed and approved;

FURTHER RESOLVED, that the Authorized Officers are, and each of them is, hereby authorized and empowered in the name and on behalf of each Company, to execute and deliver such agreements, instruments and documents, and to take or cause to be taken such other actions, as such Authorized Officer or Authorized Officers may determine to be necessary or advisable to implement the purposes and intent of the foregoing resolutions; each such agreement, instrument and document to be in such form and to contain such terms and conditions, consistent with the foregoing resolutions, as such Authorized Officer or Authorized Officers executing the same may approve, the execution and delivery of any such agreement, instrument or document by any such Authorized Officer or the taking of such action to be conclusive evidence of such authorization and approval;

FURTHER RESOLVED, that this consent may be executed and delivered by facsimile, .pdf or other electronic means, and such execution shall be considered valid, binding and effective for all purposes; and

FURTHER RESOLVED, that this consent may be executed and delivered in one or more counterparts, all of which taken together shall be considered to be one and the same written consent.

[*The remainder of this page is intentionally blank.*]

Docusign Envelope ID: 01F3D242-4F4B-4AEA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the sole or managing member, as applicable, of each Member-Managed Company, has executed this written consent effective as of the date first written above.

BITCOIN DEPOT OPERATING LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7ABC39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BT HOLDCO LLC

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7ABC39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

CASH RAMP LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7ABC39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

INTUITIVE SOFTWARE LLC

By: Bitcoin Depot Operating LLC, its managing member

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK HOLDCO LLC

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK TECHNICIANS, LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

Docusign Envelope ID: 01F3D242-4F4B-4AEA-AC82-34747058625E

BTM INTERNATIONAL HOLDINGS 1 LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
6E7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BTM INTERNATIONAL HOLDINGS II LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
9F7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

Docusign Envelope ID: 01F3D242-4F4B-4AEA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the managers of each Manager-Managed Company, has executed this written consent effective as of the date first written above.

BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC

Signed by:
By: _____
C5DA87536D2842C...
Name: W. Alexander Holmes
Title: Manager

Signed by:
By: _____
C5DA87536D2842C...
Name: W. Alexander Holmes
Title: Manager

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the sole member of the board of directors of Kutt, Inc., has executed this written consent effective as of the date first written above.

KUTT, INC.

Signed by:

C5DA87536D2612C...

W. Alexander Holmes

IN WITNESS WHEREOF, the undersigned, being the sole member of the board of directors of Mintz Assets, Inc., has executed this written consent effective as of the date first written above.

MINTZ ASSETS, INC.

Signed by:
C5DA87536D2842C...

W. Alexander Holmes

Fill in this information to identify the case:

Debtor name: Bitcoin Depot Inc. et al.

United States Bankruptcy Court for the Southern District of Texas

Case number (if known): 26-_____ ( )

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
1	CASHCLOUD ATTN: THOMAS CONWAY 400-411 ROOSEVELT AVENUE OTTAWA, ON K2A 3X9 CANADA	ATTN: THOMAS CONWAY EMAIL: TCONWAY@CONWAYLITIGATION.CA PHONE NUMBER: 613-780-2011	LEGAL JUDGEMENT	D			$18,470,000.00
2	WPS KIOSK PARTNERS LLC ATTN: WILLIAM SIRIGNANO 135 W 50TH ST SUITE 200 NEW YORK, NY 10020	ATTN: WILLIAM SIRIGNANO EMAIL: W@WPSCAPITALPARTNERS.COM	PROFIT SHARE AGREEMENT	C, U, D			$5,000,000.00
3	LEGACY VENDING, LLC ATTN: ANSUR AHMED 7633 GRAND RIDGE ROAD COLUMBUS, GA 31904	ATTN: ANSUR AHMED EMAIL: ANSUR.AHMED@OUTLOOK.COM	PROFIT SHARE AGREEMENT	C, U, D			$3,760,000.00
4	SOPRIS-BITCOIN DEPOT INVESTORS LLC ATTN: DAN WEDMAN 409 ASPEN AIRPORT BUSINESS CENTER SUITE B ASPEN, CO 81612	ATTN: DAN WEDMAN EMAIL: DWEDMAN@SOPRISCAPITAL.COM	PROFIT SHARE AGREEMENT	C, U, D			$2,000,000.00
5	KIRKLAND & ELLIS LLP ATTN: THOMAS LAUGHLIN 333 W WOLF POINT PLAZA CHICAGO, IL 60654	ATTN: THOMAS LAUGHLIN EMAIL: THOMAS.LAUGHLIN@KIRKLAND.COM PHONE NUMBER: T +1 214 972 1663 M +1 214 926 5353	LEGAL SERVICES	C, U, D			$1,939,141.05
6	LATHAM & WATKINS LLP ATTN: STEVEN STOKDYK 555 WEST FIFTH ST SUITE 300 LOS ANGELES, CA 90013-1020	ATTN: STEVEN STOKDYK EMAIL: STEVEN.STOKDYK@LW.COM PHONE NUMBER: D: +1-213-891-7421 | M: +1-310-993-9093	LEGAL SERVICES	C, U, D			$1,000,000.00
7	BIBBEO LTD ATTN: MILES POWER 24340 E GLASGOW DR AURORA, CO 80016	ATTN: MILES POWER EMAIL: POWER.M@BIBBEO.COM PHONE NUMBER: 269-903-1309	INSTALLATION	C, U, D			$892,023.69
8	GOOGLE LLC ATTN: KILLY WINZ 1600 AMPHITHEATRE PKWY MOUNTAIN VIEW, CA 94043	ATTN: KILLY WINZ EMAIL: KILLYW@GOOGLE.COM PHONE NUMBER: 720-289-9910	OTHER OPERATING EXPENSES	C, U, D			$715,334.81
9	GREENBERG TRAURING, LLC ATTN: JENA VALDETERO 8400 NW 36TH STREET SUITE 400 DORAL, FL 33166	ATTN: JENA VALDETERO EMAIL: JENA.VALDETERO@GTLAW.COM PHONE NUMBER: T +1 312-456-1025 / C 2024310288	LEGAL SERVICES	C, U, D			$611,019.41
10	SECRETARIAT ADVISORS LLC ATTN: CHRIS MCKAY 1175 PEACHTREE ST NE 100 COLONY SQ SUITE 400 ATLANTA, GA 30361	ATTN: CHRIS MCKAY EMAIL: CMCKAY@SECRETARIAT-INTL.COM PHONE NUMBER: +1 818 307 3314	LEGAL SERVICES	C, U, D			$261,550.00
11	CONSILIO INC. ATTN: MATT SIMMONS DEPT CH 17174 PALATINE, IL 6005	ATTN: MATT SIMMONS EMAIL: MATT.SIMMONS@CONSILIO.COM	LEGAL SERVICES	C, U, D			$235,920.24
12	LOOMIS ATTN: STEVE MORRIS 2500 CITYWEST BLVD. STE. 2300 HOUSTON, TX 77042	ATTN: STEVE MORRIS EMAIL: STEVE.MORRIS@US.LOOMIS.COM PHONE NUMBER: 901-463-0827	ARMORED TRANSPORT	C, U, D			$223,231.41

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
13	OPTCONNECT ATTN: MATT WARNER 854 WEST 450 NORTH #4 KAYSVILLE, UT 84037	ATTN: MATT WARNER EMAIL: MATT.WARNER@OPTCONNECT.COM PHONE NUMBER: 801-645-3254	WIRELESS	C, U, D			$222,157.47
14	COBRA CAPITAL PARTNERS LLC ATTN: HAMZEE KADDOURA 442 KINGSBURY AVE DEARBORN, MI 48128	ATTN: HAMZEE KADDOURA EMAIL: HAMZEE47@GMAIL.COM	PROFIT SHARE AGREEMENT	C, U, D			$212,000.00
15	DENTONS CANADA LLP ATTN: GREG MCNAB 77 KING STREET WEST TORONTO-DOMINION CENTRE, SUITE 400 TORONTO, ON M5K 0A1 CANADA	ATTN: GREG MCNAB EMAIL: GREG.MCNAB@DENTONS.COM PHONE NUMBER: +1 416 863 4492	LEGAL SERVICES	C, U, D			$201,638.90
16	ATM TOKEN GROUP SERVICES LTD. ATTN: SHELVIN PRASAD 1285 WEST BROADWAY SUITE 600 VANCOUVER, BC V6H 3X8 CANADA	ATTN: SHELVIN PRASAD EMAIL: SHELVIN@ATMTOKEN.COM PHONE NUMBER: 403-830-0710	INSTALLATION & MAINTENANCE	C, U, D			$182,988.73
17	GARDAWORLD ATTN: DARREN GARBUTT 2000 NW CORPORATE BLVD BOCA RATON, FL 33431	ATTN: DARREN GARBUTT EMAIL: DARREN.GARBUTT@GARDA.COM	ARMORED TRANSPORT	C, U, D			$181,767.82
18	BURROUGHS ATTN: CHRIS ADAMSON P.O. BOX 72409 CLEVELAND, OH 44192	ATTN: CHRIS ADAMSON EMAIL: CHRIS.ADAMSON@BURROUGHS.COM PHONE NUMBER: 647-982-6158	MAINTENANCE	C, U, D			$175,679.05
19	ELLIPTIC INC. ATTN: DAVE HOMANKO 1632 1ST AVENUE #23346 NEW YORK, NY 10128	ATTN: DAVE HOMANKO EMAIL: DAVE.HOMANKO@ELLIPTIC.CO	INFORMATION TECHNOLOGY	C, U, D			$173,250.00
20	TROUTMAN PEPPER LOCKE LLP ATTN: DOMINIC CERVONI 600 PEACHTREE STREET, NE SUITE 3000 ATLANTA, GA 30308	ATTN: DOMINIC CERVONI EMAIL: DOMENIC.CERVONI@TROUTMAN.COM PHONE NUMBER: 212-912-2722	LEGAL SERVICES	C, U, D			$157,626.73
21	DEEL, INC ATTN: JOEY ASAMOAH 425 1ST STREET SAN FRANCISCO, CA 94105-4621	ATTN: JOEY ASAMOAH EMAIL: JOEY.ASAMOAH@DEEL.COM	PEO	C, U, D			$128,038.00
22	WOLF & COMPANY, P.C. ATTN: MARISSA A. SCICCHITANO 255 STATE STREET BOSTON, MA 02109	ATTN: MARISSA A. SCICCHITANO EMAIL: MSCICCHITANO@WOLFANDCO.COM	ACCOUNTING & AUDITING	C, U, D			$123,000.00
23	BRINKS CANADA LIMITED ATTN: TY BURCH 95 BROWN'S LINE ETOBICOKE, ON M8W 3S2 CANADA	ATTN: TY BURCH EMAIL: TYNAN.BURCH@BRINKS.COM PHONE NUMBER: 289-440-0476	ARMORED TRANSPORT	C, U, D			$122,335.28
24	DONNELLEY FINANCIAL, LLC ATTN: RYAN WARD 35 W. WACKER DRIVE CHICAGO, IL 60601	ATTN: RYAN WARD EMAIL: RYAN.T.WARD@DFINSOLUTIONS.COM PHONE NUMBER: 508-728-9960	OTHER OPERATING EXPENSES	C, U, D			$105,895.00
25	GARRISON MANAGEMENT GROUP, LLC DBA AXADVOCACY, LLC ATTN: NICK MADDUX 800 W 47TH ST STE 200 KANSAS CITY, MO 64112	ATTN: NICK MADDUX EMAIL: NMADDUX@AXIOMSTRATEGIES.COM PHONE NUMBER: 417-594-0029	LEGAL SERVICES	C, U, D			$100,000.00
26	PROFESSIONALS WORLD LLC ATTN: YOUSEF AZZAM 1072 MADISON CHASE #7 WEST PALM BEACH, FL 33411	ATTN: YOUSEF AZZAM EMAIL: YOUSEF@PROS-WORLD.COM	OTHER OPERATING EXPENSES	C, U, D			$98,010.73
27	DAC GROUP / CHICAGO, INC. ATTN: GEMMA GIBSON P.O. BOX 842862 BOSTON, MA 02284-2870	ATTN: GEMMA GIBSON EMAIL: GGIBSON@DACGROUP.COM PHONE NUMBER: 872-270-0964	MARKETING	C, U, D			$93,906.41
28	LALCHANDANI SIMON PL ATTN: KUBS LALCHANDANI 25 SE 2ND AVE SUITE 1020 MIAMI, FL 33131	ATTN: KUBS LALCHANDANI EMAIL: KUBS@LSLAWPL.COM	LEGAL SERVICES	C, U, D			$91,105.90

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	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
29	BPO HIVE LLC ATTN: ABDULLAH M. STREET 2, EL WAHA NASR CITY, CAIRO, 11577 EGYPT	ATTN: ABDULLAH M. EMAIL: ABDULLAH@BPOHIVE.COM PHONE NUMBER: (+20)114 190 8557	MARKETING	C, U, D			$78,237.81
30	CUMMINS-ALLISON CORP ATTN: JAMES REEVES 852 FEEHANVILLE MT PROSPECT, IL 60056	ATTN: JAMES REEVES EMAIL: JAMES.REEVES@CRANEPI.COM	OTHER OPERATING EXPENSES	C, U, D			$78,208.62

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
BITCOIN DEPOT INC., *et al*.,	)	Case No. 26 – [_____] (__)
Debtors.[1]	)	Joint Administration Requested

CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1

Pursuant to Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1, the following are all of the ownership interests in Bitcoin Depot Inc. ("***Bitcoin Depot***") and its affiliated debtors, who are each debtors and debtors in possession in the above-captioned cases (collectively, the "***Debtors***"). Bitcoin Depot, on behalf of itself and the Debtors, hereby states as follows:

1. The following entities own 10% or more of the equity interests of Bitcoin Depot:[2]

Corporate Equity Holder	Address of Corporate Equity Holder	Type/Class of Interest	Percentage of Equity Held
BD Investment Holdings II LLC	500 Westover Dr #32474 Sanford, NC 27330	Class M	100%
Cede & Co.	570 Washington Blvd Jersey City, NJ 07310	Class A	87.496%

[1] The Debtors in these chapter 11 cases and the last four digits of their respective federal tax identification numbers (if applicable) may be obtained on the website of the Debtors' proposed claims and noticing agent at https://restructuring.ra.kroll.com/bitcoindepot. The location of the Debtors' corporate headquarters is: 8601 Dunwoody Place, Sandy Springs, Georgia 30350.

[2] Equity positions indicate the record holders of such equity as of March 31, 2026.

2. Bitcoin Depot owns 100% of the equity interests of Kutt, Inc.
3. Bitcoin Depot owns 100% of the equity interests of BCD Merger Sub LLC, which in turn owns 100% of the equity interests of BT HoldCo LLC.
4. BT HoldCo LLC owns 100% of the equity interests of Kiosk HoldCo LLC, which in turn owns 100% of the equity interests of the following entities:
    a. Bitcoin Depot Operating LLC;
    b. Cash Ramp LLC; and
    c. MCA Services Group, LLC.
5. Bitcoin Depot Operating LLC owns 100% of the equity interests of the following entities:
    a. Intuitive Software LLC;
    b. Lux Vending Kiosk, LLC; and
    c. Mintz Assets, Inc.
6. Intuitive Software LLC owns 100% of the equity interests of Digital Gold Ventures Inc.
7. Mintz Assets, Inc. owns 100% of the equity interests of the following entities:
    a. BTM International Holdings 1 LLC;
    b. BTM International Holdings II LLC;
    c. Express Vending Inc.; and
    d. Kiosk Technicians, LLC.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
MINTZ ASSETS, INC.,	)	Case No. 26 – [_____] (__)
Debtor.	)	(Joint Administration Requested)

LIST OF EQUITY SECURITY HOLDERS (RULE 1007(a)(3))

Pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following identifies all known holders having a direct or indirect ownership interest of the above captioned debtor in possession:

Corporate Equity Holder	Address of Corporate Equity Holder	Percentage of Equity Held
Bitcoin Depot Operating LLC	2870 Peachtree Road #327 Atlanta, GA 30305	100%

Fill in this information to identify the case and this filing:

Debtor Name Mintz Assets, Inc.

United States Bankruptcy Court for the: Southern District of Texas (State)

Case number (*If known*): 26-[___]

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended *Schedule* ____
- ☑ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☑ Other document that requires a declaration Corporate Ownership Statement; List of Equity Security Holders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026
MM / DD / YYYY

✘ /s/ Christopher Ryan
Signature of individual signing on behalf of debtor

Christopher Ryan
Printed name

General Counsel and Corporate Secretary
Position or relationship to debtor

This is Exhibit "C" referred to in the Affidavit of Thomas Studebaker sworn over videoconference in accordance with the *Administering Oath or Declaration Remotely Regulation*, O. Reg 431/20, on May 21, 2026, while I was located in the City of Toronto, in the Province of Ontario, and the affiant was located in the City of Boston, in the State of Massachusetts.



Commissioner for Taking Affidavits (or as may be)

MARLEIGH ERYN DICK

LSO# 79390S

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of Texas (State)

Case number (*If known*): 26-[ ] Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy 04/25

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals,* is available.

1. **Debtor's name** MCA Services Group, LLC

2. **All other names debtor used in the last 8 years**
   Include any assumed names, trade names, and *doing business as* names

3. **Debtor's federal Employer Identification Number** (EIN) 41-3190911

4. **Debtor's address**

Principal place of business

8601 Dunwoody Place
Number Street

Suite 308

Sandy Springs GA 30350
City State ZIP Code

Fulton County
County

Mailing address, if different from principal place of business

2870 Peachtree Road
Number Street

#327
P.O. Box

Atlanta GA 30305
City State ZIP Code

Location of principal assets, if different from principal place of business

Number Street

City State ZIP Code

5. **Debtor's website** (URL) https://bitcoindepot.com/

TRUE COPY I CERTIFY
ATTEST: May 20, 2026
NATHAN OCHSNER, Clerk of Court
By: *s/ B. Thomas*
Deputy Clerk

Debtor MCA Services Group, LLC (Name) Case number (if known) 26-[ ]

6. Type of debtor

- ☑ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- ☐ Partnership (excluding LLP)
- ☐ Other. Specify: _____

7. Describe debtor's business

A. *Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☑ None of the above

B. *Check all that apply:*

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See http://www.uscourts.gov/four-digit-national-association-naics-codes .

5 2 2 2

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
- ☐ Chapter 9
- ☑ Chapter 11. *Check **all** that apply*:
  - ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than $3,424,000 (amount subject to adjustment on 4/01/28 and every 3 years after that).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
  - ☐ A plan is being filed with this petition.
  - ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
  - ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
  - ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
- ☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

- ☑ No
- ☐ Yes. District _____ When _____ (MM / DD / YYYY) Case number _____

  District _____ When _____ (MM / DD / YYYY) Case number _____

Debtor MCA Services Group, LLC Case number (*if known*) 26-[ ]
Name

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

☐ No
☑ Yes. Debtor See Rider 1 Relationship _____
District _____ When _____ MM / DD / YYYY
Case number, if known _____

11. Why is the case filed in *this district*?

Check all that apply:

☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
☑ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☑ No See Rider 2.
☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (*Check all that apply.*)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
☐ It needs to be physically secured or protected from the weather.
☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
☐ Other _____

Where is the property? _____
Number Street
_____
_____ _____ _____
City State ZIP Code

Is the property insured?

☐ No
☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

☑ Funds will be available for distribution to unsecured creditors.
☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

☑ 1-49	☐ 1,000-5,000	☐ 25,001-50,000
☐ 50-99	☐ 5,001-10,000	☐ 50,001-100,000
☐ 100-199	☐ 10,001-25,000	☐ More than 100,000
☐ 200-999		

Debtor MCA Services Group, LLC (Name) Case number (if known) 26-[ ]

15. Estimated assets

- ☐ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☑ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

16. Estimated liabilities

- ☐ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☑ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026 (MM / DD / YYYY)

✘ /s/ W. Alexander Holmes
Signature of authorized representative of debtor

W. Alexander Holmes
Printed name

Title Manager

18. Signature of attorney

✘ /s/ Paul E. Heath
Signature of attorney for debtor

Date 05/18/2026 (MM / DD / YYYY)

Paul E. Heath
Printed name

Vinson & Elkins LLP
Firm name

845 Texas Avenue, Suite 4700
Number Street

Houston TX 77002
City State ZIP Code

713.758.2222
Contact phone

pheath@velaw.com
Email address

09355050 TX
Bar number State

Rider 1

Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor in the United States Bankruptcy Court for the Southern District of Texas

Bitcoin Depot Inc.
BCD Merger Sub LLC
Bitcoin Depot Operating LLC
BT HoldCo LLC
BTM International Holdings 1 LLC
BTM International Holdings II LLC
Cash Ramp LLC
Digital Gold Ventures Inc.
Express Vending Inc.
Intuitive Software LLC
Kiosk HoldCo LLC
Kiosk Technicians, LLC
Kutt, Inc.
Lux Vending Kiosk, LLC
MCA Services Group, LLC
Mintz Assets, Inc.

Rider 2

Real Property or Personal Property That Needs Immediate Attention

Question 12, among other things, asks debtors to identify any property that poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

Bitcoin Depot Inc. and its affiliated companies that are also filing voluntary chapter 11 bankruptcy cases in this Court (collectively, the "***Debtors***") own and operate the largest network of Bitcoin kiosks across North America, providing users with a means of converting cash into Bitcoin. The Debtors' portfolio consists of approximately 9,700 kiosks deployed in retailer locations throughout the United States and Canada. The Debtors also sell cryptocurrency to consumers through its BDCheckout product offering. The Debtors do not believe they own or possess any real or personal property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety. The Debtors note that they are not aware of any definition of "imminent and identifiable" harm as used in this form.

EXECUTION VERSION

OMNIBUS ACTION BY WRITTEN CONSENT OF

THE BOARDS OF DIRECTORS OF
KUTT, INC.
MINTZ ASSETS, INC.
(the "Corporation Companies")

AND

THE SOLE MEMBERS OF
BITCOIN DEPOT OPERATING LLC
BT HOLDCO LLC
BTM INTERNATIONAL HOLDINGS 1 LLC
BTM INTERNATIONAL HOLDINGS II LLC
CASH RAMP LLC
INTUITIVE SOFTWARE LLC
KIOSK HOLDCO LLC
KIOSK TECHNICIANS, LLC
(the "Member-Managed Companies")

AND

THE MANAGERS OF
BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC
(the "Manager-Managed Companies" and, together with the Corporation Companies and the Member-Managed Companies, the "Companies")

May 17, 2026

The undersigned being:

(a) All of the members of the board of directors of Kutt, Inc., a Delaware corporation ("***Kutt***");

(b) All of the members of the board of directors of Mintz Assets, Inc., a Georgia corporation ("***Mintz Assets***");

(c) The managing member of Intuitive Software LLC, a Delaware limited liability company (being Bitcoin Depot Operating LLC, a Delaware limited liability company ("***Bitcoin Operating***"));

(d) All of the managers of (i) BCD Merger Sub LLC, a Delaware limited liability company ("***BCD Merger Sub***"), (ii) MCA Services Group, LLC, a Delaware limited liability company, and (iii) Lux Vending Kiosk, LLC, a Delaware limited liability company;

(e) The sole member of Bitcoin Operating (being Kiosk HoldCo LLC, a Delaware limited liability company ("***Kiosk HoldCo***"));

(f) The sole member of Kiosk HoldCo (being BT HoldCo LLC, a Delaware limited liability company ("***BT HoldCo***"));

(g) The sole member of BT HoldCo (being BCD Merger Sub);

(h) The sole member of Cash Ramp, LLC, a Delaware limited liability company (being Kiosk HoldCo);

(i) The sole member of BTM International Holdings 1 LLC, a Delaware limited liability company (being Mintz Assets);

(j) The sole member of BTM International Holdings II LLC, a Delaware limited liability company (being Mintz Assets); and

(k) The sole member of Kiosk Technicians, LLC, a Delaware limited liability company (being Mintz Assets) (the governing bodies set forth in (a) through (k), collectively, the "***Consenting Bodies***");

acting by written consent in lieu of a meeting pursuant to Section 18-302(d) of the Delaware Limited Liability Company Act (with respect to the Member-Managed Companies and the Manager-Managed Companies), Section 228(a) of the Delaware General Corporation Law (with respect to Kutt) and Section 14-2-821 of the Georgia Business Corporation Code (with respect to Mintz Assets), hereby take the following actions by unanimous written consent of such Consenting Body with respect to each Company, which actions shall have the same force and effect as if adopted at a duly called and held meeting of each such Consenting Body.

WHEREAS, the Consenting Bodies have studied and considered the financial condition of the Companies, including the Companies' immediate liquidity needs, liabilities, contractual obligations, the short-term and long-term prospects available to the Companies, the strategic alternatives available to the Companies and the related circumstances and situation, including the current and reasonably foreseeable future conditions of the industry in which the Companies operate;

WHEREAS, the Consenting Bodies have consulted with the Companies' financial and legal advisors and considered a variety of strategic alternatives available to the Companies;

WHEREAS, the Consenting Bodies have determined that it is advisable and in the best interests of each Company to (i) file for immediate protection under chapter 11 of title 11 of the United States Code (the "***Bankruptcy Code***") and (ii) file or cause to be filed voluntary petitions for relief (the "***Chapter 11 Petitions***," and the cases commenced thereby, the "***Chapter 11 Cases***") pursuant to chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Texas, or another appropriate court (the "***U.S. Bankruptcy Court***"), and any and all documents necessary or convenient to effect, cause, or to promote the Chapter 11 Cases;

WHEREAS, pursuant to a unanimous written consent duly adopted on May 14, 2026, the board of directors of Bitcoin Depot Inc. established a special committee (the "***Restructuring Committee***") for the purposes of, among other things, (i) engaging in an evaluation of the Companies' strategic alternatives, including without limitation, a potential sale of all or substantially all of the assets of the Companies, a recapitalization or restructuring of the Companies' outstanding indebtedness, a restructuring or liquidation of the Companies under chapter 11 of the Bankruptcy Code, and/or other transactions and (ii) considering and authorizing certain conflict matters;

WHEREAS, the Restructuring Committee has reviewed and considered the need for the Chapter 11 Cases and has (x) determined that it is advisable, fair to, and in the best interests of the Companies to approve the filing of the Chapter 11 Cases and (y) recommended that the Consenting Bodies pursue, adopt and approve the filing of the Chapter 11 Cases; and

WHEREAS, after review of (i) the financial condition of the Companies, the current and reasonably foreseeable future conditions of the industry in which the Companies operate, the outlook for the Companies' businesses and the other alternatives available to the Companies, (ii) the liquidity position of the Companies, and (iii) such other considerations as the Consenting Bodies deem relevant, the Consenting Bodies, following consultation with the financial and legal advisors to the Companies, have determined that it is advisable and in the best interests of each Company to pursue the Chapter 11 Cases, as approved in this written consent.

Chapter 11 Filing

NOW, THEREFORE, BE IT RESOLVED, that each Consenting Body hereby determines that it is advisable and in the best interest of the respective Company to file the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes each respective Company to file or cause to be filed the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each duly appointed manager or officer of each Company (each an "***Authorized Officer***" and, collectively, the "***Authorized Officers***"), to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court on behalf of each Company, the Chapter 11 Petitions, in such form as prescribed by the official forms promulgated pursuant to the Bankruptcy Code;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court all papers, motions, applications, schedules, and pleadings necessary, appropriate, or convenient to facilitate the Chapter 11 Cases and all of its matters and proceedings, and any and all other documents necessary, appropriate, or convenient in connection with the commencement or prosecution of the Chapter 11 Cases, each in such form or forms as the Authorized Officer may approve, and subject to further Consenting Body approvals as the Companies and their counsel determine to be appropriate under the circumstances;

Retention of Professionals

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Vinson & Elkins L.L.P. ("***V&E***") as general bankruptcy counsel to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, including filings and pleadings, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage V&E for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of V&E;

FURTHER RESOLVED, that the Consenting Bodies hereby approve the Companies' engagement of Triple P TRS, LLC and Triple P Securities, LLC (together, "***Portage Point***") as financial advisor to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Portage Point for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Portage Point;

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Kroll Restructuring Administration LLC ("***Kroll***") as notice, claims, and solicitation agent to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, is hereby approved, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Kroll for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Kroll;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to employ any other professionals to assist the Companies in carrying out their duties under the Bankruptcy Code; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers and fees, and to cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary;

General

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer, on behalf of each Company, to certify and attest to any documents that he or she may deem necessary, appropriate, or convenient to consummate any transactions

necessary to effectuate the foregoing resolutions; *provided*, such attestation shall not be required for the validity of any such documents;

FURTHER RESOLVED, that any and all actions heretofore or hereafter taken by the Authorized Officers, or any of them, within the foregoing resolutions, are, and each of them is, hereby ratified, confirmed and approved;

FURTHER RESOLVED, that the Authorized Officers are, and each of them is, hereby authorized and empowered in the name and on behalf of each Company, to execute and deliver such agreements, instruments and documents, and to take or cause to be taken such other actions, as such Authorized Officer or Authorized Officers may determine to be necessary or advisable to implement the purposes and intent of the foregoing resolutions; each such agreement, instrument and document to be in such form and to contain such terms and conditions, consistent with the foregoing resolutions, as such Authorized Officer or Authorized Officers executing the same may approve, the execution and delivery of any such agreement, instrument or document by any such Authorized Officer or the taking of such action to be conclusive evidence of such authorization and approval;

FURTHER RESOLVED, that this consent may be executed and delivered by facsimile, .pdf or other electronic means, and such execution shall be considered valid, binding and effective for all purposes; and

FURTHER RESOLVED, that this consent may be executed and delivered in one or more counterparts, all of which taken together shall be considered to be one and the same written consent.

[*The remainder of this page is intentionally blank.*]

IN WITNESS WHEREOF, the undersigned, being the sole or managing member, as applicable, of each Member-Managed Company, has executed this written consent effective as of the date first written above.

BITCOIN DEPOT OPERATING LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
6F7ABC3954F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BT HOLDCO LLC

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
6F7ABC3954F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

CASH RAMP LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
6F7ABC3954F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

Docusign Envelope ID: 01F3D242-4F4B-4AEA-AC82-34747058625E

INTUITIVE SOFTWARE LLC

By: Bitcoin Depot Operating LLC, its managing member

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK HOLDCO LLC

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK TECHNICIANS, LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

BTM INTERNATIONAL HOLDINGS 1 LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
6E7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BTM INTERNATIONAL HOLDINGS II LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
9F7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the managers of each Manager-Managed Company, has executed this written consent effective as of the date first written above.

BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC

Signed by:
By: _____
C5DA87536D2842C...
Name: W. Alexander Holmes
Title: Manager

Signed by:
By: _____
C5DA87536D2842C...
Name: W. Alexander Holmes
Title: Manager

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

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IN WITNESS WHEREOF, the undersigned, being the sole member of the board of directors of Kutt, Inc., has executed this written consent effective as of the date first written above.

KUTT, INC.

Signed by:

C5DA87536D2612C...

W. Alexander Holmes

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the sole member of the board of directors of Mintz Assets, Inc., has executed this written consent effective as of the date first written above.

MINTZ ASSETS, INC.

Signed by:
C5DA87536D2842C...

W. Alexander Holmes

Fill in this information to identify the case:

Debtor name: Bitcoin Depot Inc. et al.
United States Bankruptcy Court for the Southern District of Texas
Case number (if known): 26-_____ ( )

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim. If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
1	CASHCLOUD ATTN: THOMAS CONWAY 400-411 ROOSEVELT AVENUE OTTAWA, ON K2A 3X9 CANADA	ATTN: THOMAS CONWAY EMAIL: TCONWAY@CONWAYLITIGATION.CA PHONE NUMBER: 613-780-2011	LEGAL JUDGEMENT	D			$18,470,000.00
2	WPS KIOSK PARTNERS LLC ATTN: WILLIAM SIRIGNANO 135 W 50TH ST SUITE 200 NEW YORK, NY 10020	ATTN: WILLIAM SIRIGNANO EMAIL: W@WPSCAPITALPARTNERS.COM	PROFIT SHARE AGREEMENT	C, U, D			$5,000,000.00
3	LEGACY VENDING, LLC ATTN: ANSUR AHMED 7633 GRAND RIDGE ROAD COLUMBUS, GA 31904	ATTN: ANSUR AHMED EMAIL: ANSUR.AHMED@OUTLOOK.COM	PROFIT SHARE AGREEMENT	C, U, D			$3,760,000.00
4	SOPRIS-BITCOIN DEPOT INVESTORS LLC ATTN: DAN WEDMAN 409 ASPEN AIRPORT BUSINESS CENTER SUITE B ASPEN, CO 81612	ATTN: DAN WEDMAN EMAIL: DWEDMAN@SOPRISCAPITAL.COM	PROFIT SHARE AGREEMENT	C, U, D			$2,000,000.00
5	KIRKLAND & ELLIS LLP ATTN: THOMAS LAUGHLIN 333 W WOLF POINT PLAZA CHICAGO, IL 60654	ATTN: THOMAS LAUGHLIN EMAIL: THOMAS.LAUGHLIN@KIRKLAND.COM PHONE NUMBER: T +1 214 972 1663 M +1 214 926 5353	LEGAL SERVICES	C, U, D			$1,939,141.05
6	LATHAM & WATKINS LLP ATTN: STEVEN STOKDYK 555 WEST FIFTH ST SUITE 300 LOS ANGELES, CA 90013-1020	ATTN: STEVEN STOKDYK EMAIL: STEVEN.STOKDYK@LW.COM PHONE NUMBER: D: +1-213-891-7421 | M: +1-310-993-9093	LEGAL SERVICES	C, U, D			$1,000,000.00
7	BIBBEO LTD ATTN: MILES POWER 24340 E GLASGOW DR AURORA, CO 80016	ATTN: MILES POWER EMAIL: POWER.M@BIBBEO.COM PHONE NUMBER: 269-903-1309	INSTALLATION	C, U, D			$892,023.69
8	GOOGLE LLC ATTN: KILLY WINZ 1600 AMPHITHEATRE PKWY MOUNTAIN VIEW, CA 94043	ATTN: KILLY WINZ EMAIL: KILLYW@GOOGLE.COM PHONE NUMBER: 720-289-9910	OTHER OPERATING EXPENSES	C, U, D			$715,334.81
9	GREENBERG TRAURING, LLC ATTN: JENA VALDETERO 8400 NW 36TH STREET SUITE 400 DORAL, FL 33166	ATTN: JENA VALDETERO EMAIL: JENA.VALDETERO@GTLAW.COM PHONE NUMBER: T +1 312-456-1025 / C 2024310288	LEGAL SERVICES	C, U, D			$611,019.41
10	SECRETARIAT ADVISORS LLC ATTN: CHRIS MCKAY 1175 PEACHTREE ST NE 100 COLONY SQ SUITE 400 ATLANTA, GA 30361	ATTN: CHRIS MCKAY EMAIL: CMCKAY@SECRETARIAT-INTL.COM PHONE NUMBER: +1 818 307 3314	LEGAL SERVICES	C, U, D			$261,550.00
11	CONSILIO INC. ATTN: MATT SIMMONS DEPT CH 17174 PALATINE, IL 6005	ATTN: MATT SIMMONS EMAIL: MATT.SIMMONS@CONSILIO.COM	LEGAL SERVICES	C, U, D			$235,920.24
12	LOOMIS ATTN: STEVE MORRIS 2500 CITYWEST BLVD. STE. 2300 HOUSTON, TX 77042	ATTN: STEVE MORRIS EMAIL: STEVE.MORRIS@US.LOOMIS.COM PHONE NUMBER: 901-463-0827	ARMORED TRANSPORT	C, U, D			$223,231.41

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
13	OPTCONNECT ATTN: MATT WARNER 854 WEST 450 NORTH #4 KAYSVILLE, UT 84037	ATTN: MATT WARNER EMAIL: MATT.WARNER@OPTCONNECT.COM PHONE NUMBER: 801-645-3254	WIRELESS	C, U, D			$222,157.47
14	COBRA CAPITAL PARTNERS LLC ATTN: HAMZEE KADDOURA 442 KINGSBURY AVE DEARBORN, MI 48128	ATTN: HAMZEE KADDOURA EMAIL: HAMZEE47@GMAIL.COM	PROFIT SHARE AGREEMENT	C, U, D			$212,000.00
15	DENTONS CANADA LLP ATTN: GREG MCNAB 77 KING STREET WEST TORONTO-DOMINION CENTRE, SUITE 400 TORONTO, ON M5K 0A1 CANADA	ATTN: GREG MCNAB EMAIL: GREG.MCNAB@DENTONS.COM PHONE NUMBER: +1 416 863 4492	LEGAL SERVICES	C, U, D			$201,638.90
16	ATM TOKEN GROUP SERVICES LTD. ATTN: SHELVIN PRASAD 1285 WEST BROADWAY SUITE 600 VANCOUVER, BC V6H 3X8 CANADA	ATTN: SHELVIN PRASAD EMAIL: SHELVIN@ATMTOKEN.COM PHONE NUMBER: 403-830-0710	INSTALLATION & MAINTENANCE	C, U, D			$182,988.73
17	GARDAWORLD ATTN: DARREN GARBUTT 2000 NW CORPORATE BLVD BOCA RATON, FL 33431	ATTN: DARREN GARBUTT EMAIL: DARREN.GARBUTT@GARDA.COM	ARMORED TRANSPORT	C, U, D			$181,767.82
18	BURROUGHS ATTN: CHRIS ADAMSON P.O. BOX 72409 CLEVELAND, OH 44192	ATTN: CHRIS ADAMSON EMAIL: CHRIS.ADAMSON@BURROUGHS.COM PHONE NUMBER: 647-982-6158	MAINTENANCE	C, U, D			$175,679.05
19	ELLIPTIC INC. ATTN: DAVE HOMANKO 1632 1ST AVENUE #23346 NEW YORK, NY 10128	ATTN: DAVE HOMANKO EMAIL: DAVE.HOMANKO@ELLIPTIC.CO	INFORMATION TECHNOLOGY	C, U, D			$173,250.00
20	TROUTMAN PEPPER LOCKE LLP ATTN: DOMINIC CERVONI 600 PEACHTREE STREET, NE SUITE 3000 ATLANTA, GA 30308	ATTN: DOMINIC CERVONI EMAIL: DOMENIC.CERVONI@TROUTMAN.COM PHONE NUMBER: 212-912-2722	LEGAL SERVICES	C, U, D			$157,626.73
21	DEEL, INC ATTN: JOEY ASAMOAH 425 1ST STREET SAN FRANCISCO, CA 94105-4621	ATTN: JOEY ASAMOAH EMAIL: JOEY.ASAMOAH@DEEL.COM	PEO	C, U, D			$128,038.00
22	WOLF & COMPANY, P.C. ATTN: MARISSA A. SCICCHITANO 255 STATE STREET BOSTON, MA 02109	ATTN: MARISSA A. SCICCHITANO EMAIL: MSCICCHITANO@WOLFANDCO.COM	ACCOUNTING & AUDITING	C, U, D			$123,000.00
23	BRINKS CANADA LIMITED ATTN: TY BURCH 95 BROWN'S LINE ETOBICOKE, ON M8W 3S2 CANADA	ATTN: TY BURCH EMAIL: TYNAN.BURCH@BRINKS.COM PHONE NUMBER: 289-440-0476	ARMORED TRANSPORT	C, U, D			$122,335.28
24	DONNELLEY FINANCIAL, LLC ATTN: RYAN WARD 35 W. WACKER DRIVE CHICAGO, IL 60601	ATTN: RYAN WARD EMAIL: RYAN.T.WARD@DFINSOLUTIONS.COM PHONE NUMBER: 508-728-9960	OTHER OPERATING EXPENSES	C, U, D			$105,895.00
25	GARRISON MANAGEMENT GROUP, LLC DBA AXADVOCACY, LLC ATTN: NICK MADDUX 800 W 47TH ST STE 200 KANSAS CITY, MO 64112	ATTN: NICK MADDUX EMAIL: NMADDUX@AXIOMSTRATEGIES.COM PHONE NUMBER: 417-594-0029	LEGAL SERVICES	C, U, D			$100,000.00
26	PROFESSIONALS WORLD LLC ATTN: YOUSEF AZZAM 1072 MADISON CHASE #7 WEST PALM BEACH, FL 33411	ATTN: YOUSEF AZZAM EMAIL: YOUSEF@PROS-WORLD.COM	OTHER OPERATING EXPENSES	C, U, D			$98,010.73
27	DAC GROUP / CHICAGO, INC. ATTN: GEMMA GIBSON P.O. BOX 842862 BOSTON, MA 02284-2870	ATTN: GEMMA GIBSON EMAIL: GGIBSON@DACGROUP.COM PHONE NUMBER: 872-270-0964	MARKETING	C, U, D			$93,906.41
28	LALCHANDANI SIMON PL ATTN: KUBS LALCHANDANI 25 SE 2ND AVE SUITE 1020 MIAMI, FL 33131	ATTN: KUBS LALCHANDANI EMAIL: KUBS@LSLAWPL.COM	LEGAL SERVICES	C, U, D			$91,105.90

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
29	BPO HIVE LLC ATTN: ABDULLAH M. STREET 2, EL WAHA NASR CITY, CAIRO, 11577 EGYPT	ATTN: ABDULLAH M. EMAIL: ABDULLAH@BPOHIVE.COM PHONE NUMBER: (+20)114 190 8557	MARKETING	C, U, D			$78,237.81
30	CUMMINS-ALLISON CORP ATTN: JAMES REEVES 852 FEEHANVILLE MT PROSPECT, IL 60056	ATTN: JAMES REEVES EMAIL: JAMES.REEVES@CRANEPI.COM	OTHER OPERATING EXPENSES	C, U, D			$78,208.62

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
BITCOIN DEPOT INC., *et al*.,	)	Case No. 26 – [_____] (__)
Debtors.[1]	)	Joint Administration Requested

CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1

Pursuant to Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1, the following are all of the ownership interests in Bitcoin Depot Inc. ("***Bitcoin Depot***") and its affiliated debtors, who are each debtors and debtors in possession in the above-captioned cases (collectively, the "***Debtors***"). Bitcoin Depot, on behalf of itself and the Debtors, hereby states as follows:

1. The following entities own 10% or more of the equity interests of Bitcoin Depot:[2]

Corporate Equity Holder	Address of Corporate Equity Holder	Type/Class of Interest	Percentage of Equity Held
BD Investment Holdings II LLC	500 Westover Dr #32474 Sanford, NC 27330	Class M	100%
Cede & Co.	570 Washington Blvd Jersey City, NJ 07310	Class A	87.496%

[1] The Debtors in these chapter 11 cases and the last four digits of their respective federal tax identification numbers (if applicable) may be obtained on the website of the Debtors' proposed claims and noticing agent at https://restructuring.ra.kroll.com/bitcoindepot. The location of the Debtors' corporate headquarters is: 8601 Dunwoody Place, Sandy Springs, Georgia 30350.

[2] Equity positions indicate the record holders of such equity as of March 31, 2026.

2. Bitcoin Depot owns 100% of the equity interests of Kutt, Inc.
3. Bitcoin Depot owns 100% of the equity interests of BCD Merger Sub LLC, which in turn owns 100% of the equity interests of BT HoldCo LLC.
4. BT HoldCo LLC owns 100% of the equity interests of Kiosk HoldCo LLC, which in turn owns 100% of the equity interests of the following entities:
    a. Bitcoin Depot Operating LLC;
    b. Cash Ramp LLC; and
    c. MCA Services Group, LLC.
5. Bitcoin Depot Operating LLC owns 100% of the equity interests of the following entities:
    a. Intuitive Software LLC;
    b. Lux Vending Kiosk, LLC; and
    c. Mintz Assets, Inc.
6. Intuitive Software LLC owns 100% of the equity interests of Digital Gold Ventures Inc.
7. Mintz Assets, Inc. owns 100% of the equity interests of the following entities:
    a. BTM International Holdings 1 LLC;
    b. BTM International Holdings II LLC;
    c. Express Vending Inc.; and
    d. Kiosk Technicians, LLC.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
MCA SERVICES GROUP, LLC,	)	Case No. 26 – [_____] (__)
Debtor.	)	(Joint Administration Requested)

LIST OF EQUITY SECURITY HOLDERS (RULE 1007(a)(3))

Pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following identifies all known holders having a direct or indirect ownership interest of the above captioned debtor in possession:

Corporate Equity Holder	Address of Corporate Equity Holder	Percentage of Equity Held
Kiosk HoldCo LLC	2870 Peachtree Road #327 Atlanta, GA 30305	100%

Fill in this information to identify the case and this filing:

Debtor Name MCA Services Group, LLC

United States Bankruptcy Court for the: Southern District of Texas (State)

Case number (*If known*): 26-[___]

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended *Schedule* ____
- ☑ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☑ Other document that requires a declaration Corporate Ownership Statement; List of Equity Security Holders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026
MM / DD / YYYY

✘ /s/ W. Alexander Holmes
Signature of individual signing on behalf of debtor

W. Alexander Holmes
Printed name

Manager
Position or relationship to debtor

This is Exhibit "D" referred to in the Affidavit of Thomas Studebaker sworn over videoconference in accordance with the *Administering Oath or Declaration Remotely Regulation*, O. Reg 431/20, on May 21, 2026, while I was located in the City of Toronto, in the Province of Ontario, and the affiant was located in the City of Boston, in the State of Massachusetts.



Commissioner for Taking Affidavits (or as may be)

MARLEIGH ERYN DICK

LSO# 79390S

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of Texas (State)

Case number (*If known*): 26-[ ] Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy 04/25

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals,* is available.

1. **Debtor's name** Lux Vending Kiosk, LLC

2. **All other names debtor used in the last 8 years**
   Include any assumed names, trade names, and *doing business as* names

3. **Debtor's federal Employer Identification Number** (EIN) 99-4240032

4. **Debtor's address**

Principal place of business

8601 Dunwoody Place
Number Street

Suite 308

Sandy Springs GA 30350
City State ZIP Code

Fulton County
County

Mailing address, if different from principal place of business

2870 Peachtree Road
Number Street

#327
P.O. Box

Atlanta GA 30305
City State ZIP Code

Location of principal assets, if different from principal place of business

Number Street

City State ZIP Code

5. **Debtor's website** (URL) https://bitcoindepot.com/

TRUE COPY I CERTIFY
ATTEST: May 20, 2026
NATHAN OCHSNER, Clerk of Court
By: *s/ B. Thomas*
Deputy Clerk

Debtor Lux Vending Kiosk, LLC (Name) Case number (if known) 26-[ ]

6. Type of debtor

- ☑ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- ☐ Partnership (excluding LLP)
- ☐ Other. Specify: _____

7. Describe debtor's business

A. *Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☑ None of the above

B. *Check all that apply:*

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See http://www.uscourts.gov/four-digit-national-association-naics-codes .

5 2 3 9

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
- ☐ Chapter 9
- ☑ Chapter 11. *Check **all** that apply*:
  - ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than $3,424,000 (amount subject to adjustment on 4/01/28 and every 3 years after that).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
  - ☐ A plan is being filed with this petition.
  - ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
  - ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
  - ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
- ☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

- ☑ No
- ☐ Yes. District _____ When _____ (MM / DD / YYYY) Case number _____

  District _____ When _____ (MM / DD / YYYY) Case number _____

Debtor Lux Vending Kiosk, LLC Case number (*if known*) 26-[ ]
Name

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

☐ No
☑ Yes. Debtor See Rider 1 Relationship _____
District _____ When _____ MM / DD / YYYY
Case number, if known _____

11. Why is the case filed in *this district*?

Check all that apply:

☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
☑ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☑ No See Rider 2.
☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (*Check all that apply.*)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
☐ It needs to be physically secured or protected from the weather.
☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
☐ Other _____

Where is the property? _____
Number Street
_____
_____ _____ _____
City State ZIP Code

Is the property insured?

☐ No
☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

☑ Funds will be available for distribution to unsecured creditors.
☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

☑ 1-49	☐ 1,000-5,000	☐ 25,001-50,000
☐ 50-99	☐ 5,001-10,000	☐ 50,001-100,000
☐ 100-199	☐ 10,001-25,000	☐ More than 100,000
☐ 200-999		

Debtor Lux Vending Kiosk, LLC (Name) Case number (if known) 26-[ ]

15. Estimated assets

- ☑ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

16. Estimated liabilities

- ☑ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026 (MM / DD / YYYY)

✘ /s/ W. Alexander Holmes
Signature of authorized representative of debtor

W. Alexander Holmes
Printed name

Title Manager

18. Signature of attorney

✘ /s/ Paul E. Heath
Signature of attorney for debtor

Date 05/18/2026 (MM / DD / YYYY)

Paul E. Heath
Printed name

Vinson & Elkins LLP
Firm name

845 Texas Avenue, Suite 4700
Number Street

Houston TX 77002
City State ZIP Code

713.758.2222
Contact phone

pheath@velaw.com
Email address

09355050 TX
Bar number State

Rider 1

Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor in the United States Bankruptcy Court for the Southern District of Texas

Bitcoin Depot Inc.
BCD Merger Sub LLC
Bitcoin Depot Operating LLC
BT HoldCo LLC
BTM International Holdings 1 LLC
BTM International Holdings II LLC
Cash Ramp LLC
Digital Gold Ventures Inc.
Express Vending Inc.
Intuitive Software LLC
Kiosk HoldCo LLC
Kiosk Technicians, LLC
Kutt, Inc.
Lux Vending Kiosk, LLC
MCA Services Group, LLC
Mintz Assets, Inc.

Rider 2

Real Property or Personal Property That Needs Immediate Attention

Question 12, among other things, asks debtors to identify any property that poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

Bitcoin Depot Inc. and its affiliated companies that are also filing voluntary chapter 11 bankruptcy cases in this Court (collectively, the "***Debtors***") own and operate the largest network of Bitcoin kiosks across North America, providing users with a means of converting cash into Bitcoin. The Debtors' portfolio consists of approximately 9,700 kiosks deployed in retailer locations throughout the United States and Canada. The Debtors also sell cryptocurrency to consumers through its BDCheckout product offering. The Debtors do not believe they own or possess any real or personal property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety. The Debtors note that they are not aware of any definition of "imminent and identifiable" harm as used in this form.

EXECUTION VERSION

OMNIBUS ACTION BY WRITTEN CONSENT OF

THE BOARDS OF DIRECTORS OF
KUTT, INC.
MINTZ ASSETS, INC.
(the "Corporation Companies")

AND

THE SOLE MEMBERS OF
BITCOIN DEPOT OPERATING LLC
BT HOLDCO LLC
BTM INTERNATIONAL HOLDINGS 1 LLC
BTM INTERNATIONAL HOLDINGS II LLC
CASH RAMP LLC
INTUITIVE SOFTWARE LLC
KIOSK HOLDCO LLC
KIOSK TECHNICIANS, LLC
(the "Member-Managed Companies")

AND

THE MANAGERS OF
BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC
(the "Manager-Managed Companies" and, together with the Corporation Companies and the Member-Managed Companies, the "Companies")

May 17, 2026

The undersigned being:

(a) All of the members of the board of directors of Kutt, Inc., a Delaware corporation ("***Kutt***");

(b) All of the members of the board of directors of Mintz Assets, Inc., a Georgia corporation ("***Mintz Assets***");

(c) The managing member of Intuitive Software LLC, a Delaware limited liability company (being Bitcoin Depot Operating LLC, a Delaware limited liability company ("***Bitcoin Operating***"));

(d) All of the managers of (i) BCD Merger Sub LLC, a Delaware limited liability company ("***BCD Merger Sub***"), (ii) MCA Services Group, LLC, a Delaware limited liability company, and (iii) Lux Vending Kiosk, LLC, a Delaware limited liability company;

(e) The sole member of Bitcoin Operating (being Kiosk HoldCo LLC, a Delaware limited liability company ("***Kiosk HoldCo***"));

(f) The sole member of Kiosk HoldCo (being BT HoldCo LLC, a Delaware limited liability company ("***BT HoldCo***"));

(g) The sole member of BT HoldCo (being BCD Merger Sub);

(h) The sole member of Cash Ramp, LLC, a Delaware limited liability company (being Kiosk HoldCo);

(i) The sole member of BTM International Holdings 1 LLC, a Delaware limited liability company (being Mintz Assets);

(j) The sole member of BTM International Holdings II LLC, a Delaware limited liability company (being Mintz Assets); and

(k) The sole member of Kiosk Technicians, LLC, a Delaware limited liability company (being Mintz Assets) (the governing bodies set forth in (a) through (k), collectively, the "***Consenting Bodies***");

acting by written consent in lieu of a meeting pursuant to Section 18-302(d) of the Delaware Limited Liability Company Act (with respect to the Member-Managed Companies and the Manager-Managed Companies), Section 228(a) of the Delaware General Corporation Law (with respect to Kutt) and Section 14-2-821 of the Georgia Business Corporation Code (with respect to Mintz Assets), hereby take the following actions by unanimous written consent of such Consenting Body with respect to each Company, which actions shall have the same force and effect as if adopted at a duly called and held meeting of each such Consenting Body.

WHEREAS, the Consenting Bodies have studied and considered the financial condition of the Companies, including the Companies' immediate liquidity needs, liabilities, contractual obligations, the short-term and long-term prospects available to the Companies, the strategic alternatives available to the Companies and the related circumstances and situation, including the current and reasonably foreseeable future conditions of the industry in which the Companies operate;

WHEREAS, the Consenting Bodies have consulted with the Companies' financial and legal advisors and considered a variety of strategic alternatives available to the Companies;

WHEREAS, the Consenting Bodies have determined that it is advisable and in the best interests of each Company to (i) file for immediate protection under chapter 11 of title 11 of the United States Code (the "***Bankruptcy Code***") and (ii) file or cause to be filed voluntary petitions for relief (the "***Chapter 11 Petitions***," and the cases commenced thereby, the "***Chapter 11 Cases***") pursuant to chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Texas, or another appropriate court (the "***U.S. Bankruptcy Court***"), and any and all documents necessary or convenient to effect, cause, or to promote the Chapter 11 Cases;

WHEREAS, pursuant to a unanimous written consent duly adopted on May 14, 2026, the board of directors of Bitcoin Depot Inc. established a special committee (the "***Restructuring Committee***") for the purposes of, among other things, (i) engaging in an evaluation of the Companies' strategic alternatives, including without limitation, a potential sale of all or substantially all of the assets of the Companies, a recapitalization or restructuring of the Companies' outstanding indebtedness, a restructuring or liquidation of the Companies under chapter 11 of the Bankruptcy Code, and/or other transactions and (ii) considering and authorizing certain conflict matters;

WHEREAS, the Restructuring Committee has reviewed and considered the need for the Chapter 11 Cases and has (x) determined that it is advisable, fair to, and in the best interests of the Companies to approve the filing of the Chapter 11 Cases and (y) recommended that the Consenting Bodies pursue, adopt and approve the filing of the Chapter 11 Cases; and

WHEREAS, after review of (i) the financial condition of the Companies, the current and reasonably foreseeable future conditions of the industry in which the Companies operate, the outlook for the Companies' businesses and the other alternatives available to the Companies, (ii) the liquidity position of the Companies, and (iii) such other considerations as the Consenting Bodies deem relevant, the Consenting Bodies, following consultation with the financial and legal advisors to the Companies, have determined that it is advisable and in the best interests of each Company to pursue the Chapter 11 Cases, as approved in this written consent.

Chapter 11 Filing

NOW, THEREFORE, BE IT RESOLVED, that each Consenting Body hereby determines that it is advisable and in the best interest of the respective Company to file the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes each respective Company to file or cause to be filed the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each duly appointed manager or officer of each Company (each an "***Authorized Officer***" and, collectively, the "***Authorized Officers***"), to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court on behalf of each Company, the Chapter 11 Petitions, in such form as prescribed by the official forms promulgated pursuant to the Bankruptcy Code;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court all papers, motions, applications, schedules, and pleadings necessary, appropriate, or convenient to facilitate the Chapter 11 Cases and all of its matters and proceedings, and any and all other documents necessary, appropriate, or convenient in connection with the commencement or prosecution of the Chapter 11 Cases, each in such form or forms as the Authorized Officer may approve, and subject to further Consenting Body approvals as the Companies and their counsel determine to be appropriate under the circumstances;

Retention of Professionals

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Vinson & Elkins L.L.P. ("***V&E***") as general bankruptcy counsel to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, including filings and pleadings, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage V&E for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of V&E;

FURTHER RESOLVED, that the Consenting Bodies hereby approve the Companies' engagement of Triple P TRS, LLC and Triple P Securities, LLC (together, "***Portage Point***") as financial advisor to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Portage Point for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Portage Point;

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Kroll Restructuring Administration LLC ("***Kroll***") as notice, claims, and solicitation agent to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, is hereby approved, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Kroll for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Kroll;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to employ any other professionals to assist the Companies in carrying out their duties under the Bankruptcy Code; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers and fees, and to cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary;

General

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer, on behalf of each Company, to certify and attest to any documents that he or she may deem necessary, appropriate, or convenient to consummate any transactions

necessary to effectuate the foregoing resolutions; *provided*, such attestation shall not be required for the validity of any such documents;

FURTHER RESOLVED, that any and all actions heretofore or hereafter taken by the Authorized Officers, or any of them, within the foregoing resolutions, are, and each of them is, hereby ratified, confirmed and approved;

FURTHER RESOLVED, that the Authorized Officers are, and each of them is, hereby authorized and empowered in the name and on behalf of each Company, to execute and deliver such agreements, instruments and documents, and to take or cause to be taken such other actions, as such Authorized Officer or Authorized Officers may determine to be necessary or advisable to implement the purposes and intent of the foregoing resolutions; each such agreement, instrument and document to be in such form and to contain such terms and conditions, consistent with the foregoing resolutions, as such Authorized Officer or Authorized Officers executing the same may approve, the execution and delivery of any such agreement, instrument or document by any such Authorized Officer or the taking of such action to be conclusive evidence of such authorization and approval;

FURTHER RESOLVED, that this consent may be executed and delivered by facsimile, .pdf or other electronic means, and such execution shall be considered valid, binding and effective for all purposes; and

FURTHER RESOLVED, that this consent may be executed and delivered in one or more counterparts, all of which taken together shall be considered to be one and the same written consent.

[*The remainder of this page is intentionally blank.*]

IN WITNESS WHEREOF, the undersigned, being the sole or managing member, as applicable, of each Member-Managed Company, has executed this written consent effective as of the date first written above.

BITCOIN DEPOT OPERATING LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BT HOLDCO LLC

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

CASH RAMP LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

INTUITIVE SOFTWARE LLC

By: Bitcoin Depot Operating LLC, its managing member

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK HOLDCO LLC

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK TECHNICIANS, LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BTM INTERNATIONAL HOLDINGS 1 LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
6E7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BTM INTERNATIONAL HOLDINGS II LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
9F7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

Docusign Envelope ID: 01F3D242-4F4B-4AEA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the managers of each Manager-Managed Company, has executed this written consent effective as of the date first written above.

BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC

Signed by:
By: _____
C5DA87536D2842C...
Name: W. Alexander Holmes
Title: Manager

Signed by:
By: _____
C5DA87536D2842C...
Name: W. Alexander Holmes
Title: Manager

Docusign Envelope ID: 01F3D242-4F4B-4AEA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the sole member of the board of directors of Kutt, Inc., has executed this written consent effective as of the date first written above.

KUTT, INC.

Signed by:

C5DA87536D2612C...

W. Alexander Holmes

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the sole member of the board of directors of Mintz Assets, Inc., has executed this written consent effective as of the date first written above.

MINTZ ASSETS, INC.

Signed by:
C5DA87536D2842C...

W. Alexander Holmes

Fill in this information to identify the case:

Debtor name: Bitcoin Depot Inc. et al.
United States Bankruptcy Court for the Southern District of Texas
Case number (if known): 26-_____ ( )

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
1	CASHCLOUD ATTN: THOMAS CONWAY 400-411 ROOSEVELT AVENUE OTTAWA, ON K2A 3X9 CANADA	ATTN: THOMAS CONWAY EMAIL: TCONWAY@CONWAYLITIGATION.CA PHONE NUMBER: 613-780-2011	LEGAL JUDGEMENT	D			$18,470,000.00
2	WPS KIOSK PARTNERS LLC ATTN: WILLIAM SIRIGNANO 135 W 50TH ST SUITE 200 NEW YORK, NY 10020	ATTN: WILLIAM SIRIGNANO EMAIL: W@WPSCAPITALPARTNERS.COM	PROFIT SHARE AGREEMENT	C, U, D			$5,000,000.00
3	LEGACY VENDING, LLC ATTN: ANSUR AHMED 7633 GRAND RIDGE ROAD COLUMBUS, GA 31904	ATTN: ANSUR AHMED EMAIL: ANSUR.AHMED@OUTLOOK.COM	PROFIT SHARE AGREEMENT	C, U, D			$3,760,000.00
4	SOPRIS-BITCOIN DEPOT INVESTORS LLC ATTN: DAN WEDMAN 409 ASPEN AIRPORT BUSINESS CENTER SUITE B ASPEN, CO 81612	ATTN: DAN WEDMAN EMAIL: DWEDMAN@SOPRISCAPITAL.COM	PROFIT SHARE AGREEMENT	C, U, D			$2,000,000.00
5	KIRKLAND & ELLIS LLP ATTN: THOMAS LAUGHLIN 333 W WOLF POINT PLAZA CHICAGO, IL 60654	ATTN: THOMAS LAUGHLIN EMAIL: THOMAS.LAUGHLIN@KIRKLAND.COM PHONE NUMBER: T +1 214 972 1663 M +1 214 926 5353	LEGAL SERVICES	C, U, D			$1,939,141.05
6	LATHAM & WATKINS LLP ATTN: STEVEN STOKDYK 555 WEST FIFTH ST SUITE 300 LOS ANGELES, CA 90013-1020	ATTN: STEVEN STOKDYK EMAIL: STEVEN.STOKDYK@LW.COM PHONE NUMBER: D: +1-213-891-7421 | M: +1-310-993-9093	LEGAL SERVICES	C, U, D			$1,000,000.00
7	BIBBEO LTD ATTN: MILES POWER 24340 E GLASGOW DR AURORA, CO 80016	ATTN: MILES POWER EMAIL: POWER.M@BIBBEO.COM PHONE NUMBER: 269-903-1309	INSTALLATION	C, U, D			$892,023.69
8	GOOGLE LLC ATTN: KILLY WINZ 1600 AMPHITHEATRE PKWY MOUNTAIN VIEW, CA 94043	ATTN: KILLY WINZ EMAIL: KILLYW@GOOGLE.COM PHONE NUMBER: 720-289-9910	OTHER OPERATING EXPENSES	C, U, D			$715,334.81
9	GREENBERG TRAURING, LLC ATTN: JENA VALDETERO 8400 NW 36TH STREET SUITE 400 DORAL, FL 33166	ATTN: JENA VALDETERO EMAIL: JENA.VALDETERO@GTLAW.COM PHONE NUMBER: T +1 312-456-1025 / C 2024310288	LEGAL SERVICES	C, U, D			$611,019.41
10	SECRETARIAT ADVISORS LLC ATTN: CHRIS MCKAY 1175 PEACHTREE ST NE 100 COLONY SQ SUITE 400 ATLANTA, GA 30361	ATTN: CHRIS MCKAY EMAIL: CMCKAY@SECRETARIAT-INTL.COM PHONE NUMBER: +1 818 307 3314	LEGAL SERVICES	C, U, D			$261,550.00
11	CONSILIO INC. ATTN: MATT SIMMONS DEPT CH 17174 PALATINE, IL 6005	ATTN: MATT SIMMONS EMAIL: MATT.SIMMONS@CONSILIO.COM	LEGAL SERVICES	C, U, D			$235,920.24
12	LOOMIS ATTN: STEVE MORRIS 2500 CITYWEST BLVD. STE. 2300 HOUSTON, TX 77042	ATTN: STEVE MORRIS EMAIL: STEVE.MORRIS@US.LOOMIS.COM PHONE NUMBER: 901-463-0827	ARMORED TRANSPORT	C, U, D			$223,231.41

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
13	OPTCONNECT ATTN: MATT WARNER 854 WEST 450 NORTH #4 KAYSVILLE, UT 84037	ATTN: MATT WARNER EMAIL: MATT.WARNER@OPTCONNECT.COM PHONE NUMBER: 801-645-3254	WIRELESS	C, U, D			$222,157.47
14	COBRA CAPITAL PARTNERS LLC ATTN: HAMZEE KADDOURA 442 KINGSBURY AVE DEARBORN, MI 48128	ATTN: HAMZEE KADDOURA EMAIL: HAMZEE47@GMAIL.COM	PROFIT SHARE AGREEMENT	C, U, D			$212,000.00
15	DENTONS CANADA LLP ATTN: GREG MCNAB 77 KING STREET WEST TORONTO-DOMINION CENTRE, SUITE 400 TORONTO, ON M5K 0A1 CANADA	ATTN: GREG MCNAB EMAIL: GREG.MCNAB@DENTONS.COM PHONE NUMBER: +1 416 863 4492	LEGAL SERVICES	C, U, D			$201,638.90
16	ATM TOKEN GROUP SERVICES LTD. ATTN: SHELVIN PRASAD 1285 WEST BROADWAY SUITE 600 VANCOUVER, BC V6H 3X8 CANADA	ATTN: SHELVIN PRASAD EMAIL: SHELVIN@ATMTOKEN.COM PHONE NUMBER: 403-830-0710	INSTALLATION & MAINTENANCE	C, U, D			$182,988.73
17	GARDAWORLD ATTN: DARREN GARBUTT 2000 NW CORPORATE BLVD BOCA RATON, FL 33431	ATTN: DARREN GARBUTT EMAIL: DARREN.GARBUTT@GARDA.COM	ARMORED TRANSPORT	C, U, D			$181,767.82
18	BURROUGHS ATTN: CHRIS ADAMSON P.O. BOX 72409 CLEVELAND, OH 44192	ATTN: CHRIS ADAMSON EMAIL: CHRIS.ADAMSON@BURROUGHS.COM PHONE NUMBER: 647-982-6158	MAINTENANCE	C, U, D			$175,679.05
19	ELLIPTIC INC. ATTN: DAVE HOMANKO 1632 1ST AVENUE #23346 NEW YORK, NY 10128	ATTN: DAVE HOMANKO EMAIL: DAVE.HOMANKO@ELLIPTIC.CO	INFORMATION TECHNOLOGY	C, U, D			$173,250.00
20	TROUTMAN PEPPER LOCKE LLP ATTN: DOMINIC CERVONI 600 PEACHTREE STREET, NE SUITE 3000 ATLANTA, GA 30308	ATTN: DOMINIC CERVONI EMAIL: DOMENIC.CERVONI@TROUTMAN.COM PHONE NUMBER: 212-912-2722	LEGAL SERVICES	C, U, D			$157,626.73
21	DEEL, INC ATTN: JOEY ASAMOAH 425 1ST STREET SAN FRANCISCO, CA 94105-4621	ATTN: JOEY ASAMOAH EMAIL: JOEY.ASAMOAH@DEEL.COM	PEO	C, U, D			$128,038.00
22	WOLF & COMPANY, P.C. ATTN: MARISSA A. SCICCHITANO 255 STATE STREET BOSTON, MA 02109	ATTN: MARISSA A. SCICCHITANO EMAIL: MSCICCHITANO@WOLFANDCO.COM	ACCOUNTING & AUDITING	C, U, D			$123,000.00
23	BRINKS CANADA LIMITED ATTN: TY BURCH 95 BROWN'S LINE ETOBICOKE, ON M8W 3S2 CANADA	ATTN: TY BURCH EMAIL: TYNAN.BURCH@BRINKS.COM PHONE NUMBER: 289-440-0476	ARMORED TRANSPORT	C, U, D			$122,335.28
24	DONNELLEY FINANCIAL, LLC ATTN: RYAN WARD 35 W. WACKER DRIVE CHICAGO, IL 60601	ATTN: RYAN WARD EMAIL: RYAN.T.WARD@DFINSOLUTIONS.COM PHONE NUMBER: 508-728-9960	OTHER OPERATING EXPENSES	C, U, D			$105,895.00
25	GARRISON MANAGEMENT GROUP, LLC DBA AXADVOCACY, LLC ATTN: NICK MADDUX 800 W 47TH ST STE 200 KANSAS CITY, MO 64112	ATTN: NICK MADDUX EMAIL: NMADDUX@AXIOMSTRATEGIES.COM PHONE NUMBER: 417-594-0029	LEGAL SERVICES	C, U, D			$100,000.00
26	PROFESSIONALS WORLD LLC ATTN: YOUSEF AZZAM 1072 MADISON CHASE #7 WEST PALM BEACH, FL 33411	ATTN: YOUSEF AZZAM EMAIL: YOUSEF@PROS-WORLD.COM	OTHER OPERATING EXPENSES	C, U, D			$98,010.73
27	DAC GROUP / CHICAGO, INC. ATTN: GEMMA GIBSON P.O. BOX 842862 BOSTON, MA 02284-2870	ATTN: GEMMA GIBSON EMAIL: GGIBSON@DACGROUP.COM PHONE NUMBER: 872-270-0964	MARKETING	C, U, D			$93,906.41
28	LALCHANDANI SIMON PL ATTN: KUBS LALCHANDANI 25 SE 2ND AVE SUITE 1020 MIAMI, FL 33131	ATTN: KUBS LALCHANDANI EMAIL: KUBS@LSLAWPL.COM	LEGAL SERVICES	C, U, D			$91,105.90

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
29	BPO HIVE LLC ATTN: ABDULLAH M. STREET 2, EL WAHA NASR CITY, CAIRO, 11577 EGYPT	ATTN: ABDULLAH M. EMAIL: ABDULLAH@BPOHIVE.COM PHONE NUMBER: (+20)114 190 8557	MARKETING	C, U, D			$78,237.81
30	CUMMINS-ALLISON CORP ATTN: JAMES REEVES 852 FEEHANVILLE MT PROSPECT, IL 60056	ATTN: JAMES REEVES EMAIL: JAMES.REEVES@CRANEPI.COM	OTHER OPERATING EXPENSES	C, U, D			$78,208.62

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
BITCOIN DEPOT INC., *et al*.,	)	Case No. 26 – [_____] (__)
Debtors.[1]	)	Joint Administration Requested

CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1

Pursuant to Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1, the following are all of the ownership interests in Bitcoin Depot Inc. ("***Bitcoin Depot***") and its affiliated debtors, who are each debtors and debtors in possession in the above-captioned cases (collectively, the "***Debtors***"). Bitcoin Depot, on behalf of itself and the Debtors, hereby states as follows:

1. The following entities own 10% or more of the equity interests of Bitcoin Depot:[2]

Corporate Equity Holder	Address of Corporate Equity Holder	Type/Class of Interest	Percentage of Equity Held
BD Investment Holdings II LLC	500 Westover Dr #32474 Sanford, NC 27330	Class M	100%
Cede & Co.	570 Washington Blvd Jersey City, NJ 07310	Class A	87.496%

[1] The Debtors in these chapter 11 cases and the last four digits of their respective federal tax identification numbers (if applicable) may be obtained on the website of the Debtors' proposed claims and noticing agent at https://restructuring.ra.kroll.com/bitcoindepot. The location of the Debtors' corporate headquarters is: 8601 Dunwoody Place, Sandy Springs, Georgia 30350.

[2] Equity positions indicate the record holders of such equity as of March 31, 2026.

2. Bitcoin Depot owns 100% of the equity interests of Kutt, Inc.
3. Bitcoin Depot owns 100% of the equity interests of BCD Merger Sub LLC, which in turn owns 100% of the equity interests of BT HoldCo LLC.
4. BT HoldCo LLC owns 100% of the equity interests of Kiosk HoldCo LLC, which in turn owns 100% of the equity interests of the following entities:
    a. Bitcoin Depot Operating LLC;
    b. Cash Ramp LLC; and
    c. MCA Services Group, LLC.
5. Bitcoin Depot Operating LLC owns 100% of the equity interests of the following entities:
    a. Intuitive Software LLC;
    b. Lux Vending Kiosk, LLC; and
    c. Mintz Assets, Inc.
6. Intuitive Software LLC owns 100% of the equity interests of Digital Gold Ventures Inc.
7. Mintz Assets, Inc. owns 100% of the equity interests of the following entities:
    a. BTM International Holdings 1 LLC;
    b. BTM International Holdings II LLC;
    c. Express Vending Inc.; and
    d. Kiosk Technicians, LLC.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
LUX VENDING KIOSK, LLC,	)	Case No. 26 – [_____] (__)
Debtor.	)	(Joint Administration Requested)

LIST OF EQUITY SECURITY HOLDERS (RULE 1007(a)(3))

Pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following identifies all known holders having a direct or indirect ownership interest of the above captioned debtor in possession:

Corporate Equity Holder	Address of Corporate Equity Holder	Percentage of Equity Held
Bitcoin Depot Operating LLC	2870 Peachtree Road #327 Atlanta, GA 30305	100%

Fill in this information to identify the case and this filing:

Debtor Name Lux Vending Kiosk, LLC

United States Bankruptcy Court for the: Southern District of Texas (State)

Case number (*If known*): 26-[___]

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended *Schedule* ____
- ☑ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☑ Other document that requires a declaration Corporate Ownership Statement; List of Equity Security Holders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026
MM / DD / YYYY

✘ /s/ W. Alexander Holmes
Signature of individual signing on behalf of debtor

W. Alexander Holmes
Printed name

Manager
Position or relationship to debtor

This is Exhibit "E" referred to in the Affidavit of Thomas Studebaker sworn over videoconference in accordance with the *Administering Oath or Declaration Remotely Regulation*, O. Reg 431/20, on May 21, 2026, while I was located in the City of Toronto, in the Province of Ontario, and the affiant was located in the City of Boston, in the State of Massachusetts.



Commissioner for Taking Affidavits (or as may be)

MARLEIGH ERYN DICK

LSO# 79390S

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of Texas (State)

Case number (*If known*): 26-[ ] Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy 04/25

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals,* is available.

1. **Debtor's name** Kutt, Inc.

2. **All other names debtor used in the last 8 years**
   Include any assumed names, trade names, and *doing business as* names

3. **Debtor's federal Employer Identification Number** (EIN) 38-4105034

4. **Debtor's address**

Principal place of business

8601 Dunwoody Place
Number Street

Suite 308

Sandy Springs GA 30350
City State ZIP Code

Fulton County
County

Mailing address, if different from principal place of business

2870 Peachtree Road
Number Street

#327
P.O. Box

Atlanta GA 30305
City State ZIP Code

Location of principal assets, if different from principal place of business

Number Street

City State ZIP Code

5. **Debtor's website** (URL) https://bitcoindepot.com/

TRUE COPY I CERTIFY
ATTEST: May 20, 2026
NATHAN OCHSNER, Clerk of Court
By: *s/ B. Thomas*
Deputy Clerk

Debtor Kutt, Inc. Name Case number (if known) 26-[ ]

6. Type of debtor

- ☑ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- ☐ Partnership (excluding LLP)
- ☐ Other. Specify: _____

7. Describe debtor's business

A. *Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☑ None of the above

B. *Check all that apply:*

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See http://www.uscourts.gov/four-digit-national-association-naics-codes .

7 1 3 2

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
- ☐ Chapter 9
- ☑ Chapter 11. *Check **all** that apply*:
  - ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than $3,424,000 (amount subject to adjustment on 4/01/28 and every 3 years after that).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
  - ☐ A plan is being filed with this petition.
  - ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
  - ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
  - ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
- ☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

- ☑ No
- ☐ Yes. District _____ When _____ (MM / DD / YYYY) Case number _____

  District _____ When _____ (MM / DD / YYYY) Case number _____

Debtor Kutt, Inc. Case number (*if known*) 26-[ ]
Name

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

☐ No
☑ Yes. Debtor See Rider 1 Relationship _____
District _____ When _____ MM / DD / YYYY
Case number, if known _____

11. Why is the case filed in *this district*?

Check all that apply:

☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
☑ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☑ No See Rider 2.
☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (*Check all that apply.*)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
☐ It needs to be physically secured or protected from the weather.
☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
☐ Other _____

Where is the property? _____
Number Street
_____
_____ _____ _____
City State ZIP Code

Is the property insured?

☐ No
☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

☑ Funds will be available for distribution to unsecured creditors.
☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

☑ 1-49	☐ 1,000-5,000	☐ 25,001-50,000
☐ 50-99	☐ 5,001-10,000	☐ 50,001-100,000
☐ 100-199	☐ 10,001-25,000	☐ More than 100,000
☐ 200-999		

Debtor Kutt, Inc. Case number (if known) 26-[ ]

15. Estimated assets

- ☐ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☑ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

16. Estimated liabilities

- ☐ $0-$50,000
- ☐ $50,001-$100,000
- ☑ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026
MM / DD / YYYY

✘ /s/ W. Alexander Holmes
Signature of authorized representative of debtor

W. Alexander Holmes
Printed name

Title Director

18. Signature of attorney

✘ /s/ Paul E. Heath
Signature of attorney for debtor

Date 05/18/2026
MM / DD / YYYY

Paul E. Heath
Printed name

Vinson & Elkins LLP
Firm name

845 Texas Avenue, Suite 4700
Number Street

Houston TX 77002
City State ZIP Code

713.758.2222
Contact phone

pheath@velaw.com
Email address

09355050 TX
Bar number State

Rider 1

Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor in the United States Bankruptcy Court for the Southern District of Texas

Bitcoin Depot Inc.
BCD Merger Sub LLC
Bitcoin Depot Operating LLC
BT HoldCo LLC
BTM International Holdings 1 LLC
BTM International Holdings II LLC
Cash Ramp LLC
Digital Gold Ventures Inc.
Express Vending Inc.
Intuitive Software LLC
Kiosk HoldCo LLC
Kiosk Technicians, LLC
Kutt, Inc.
Lux Vending Kiosk, LLC
MCA Services Group, LLC
Mintz Assets, Inc.

Rider 2

Real Property or Personal Property That Needs Immediate Attention

Question 12, among other things, asks debtors to identify any property that poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

Bitcoin Depot Inc. and its affiliated companies that are also filing voluntary chapter 11 bankruptcy cases in this Court (collectively, the "***Debtors***") own and operate the largest network of Bitcoin kiosks across North America, providing users with a means of converting cash into Bitcoin. The Debtors' portfolio consists of approximately 9,700 kiosks deployed in retailer locations throughout the United States and Canada. The Debtors also sell cryptocurrency to consumers through its BDCheckout product offering. The Debtors do not believe they own or possess any real or personal property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety. The Debtors note that they are not aware of any definition of "imminent and identifiable" harm as used in this form.

EXECUTION VERSION

OMNIBUS ACTION BY WRITTEN CONSENT OF

THE BOARDS OF DIRECTORS OF
KUTT, INC.
MINTZ ASSETS, INC.
(the "Corporation Companies")

AND

THE SOLE MEMBERS OF
BITCOIN DEPOT OPERATING LLC
BT HOLDCO LLC
BTM INTERNATIONAL HOLDINGS 1 LLC
BTM INTERNATIONAL HOLDINGS II LLC
CASH RAMP LLC
INTUITIVE SOFTWARE LLC
KIOSK HOLDCO LLC
KIOSK TECHNICIANS, LLC
(the "Member-Managed Companies")

AND

THE MANAGERS OF
BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC
(the "Manager-Managed Companies" and, together with the Corporation Companies and the Member-Managed Companies, the "Companies")

May 17, 2026

The undersigned being:

(a) All of the members of the board of directors of Kutt, Inc., a Delaware corporation ("***Kutt***");

(b) All of the members of the board of directors of Mintz Assets, Inc., a Georgia corporation ("***Mintz Assets***");

(c) The managing member of Intuitive Software LLC, a Delaware limited liability company (being Bitcoin Depot Operating LLC, a Delaware limited liability company ("***Bitcoin Operating***"));

(d) All of the managers of (i) BCD Merger Sub LLC, a Delaware limited liability company ("***BCD Merger Sub***"), (ii) MCA Services Group, LLC, a Delaware limited liability company, and (iii) Lux Vending Kiosk, LLC, a Delaware limited liability company;

(e) The sole member of Bitcoin Operating (being Kiosk HoldCo LLC, a Delaware limited liability company ("***Kiosk HoldCo***"));

(f) The sole member of Kiosk HoldCo (being BT HoldCo LLC, a Delaware limited liability company ("***BT HoldCo***"));

(g) The sole member of BT HoldCo (being BCD Merger Sub);

(h) The sole member of Cash Ramp, LLC, a Delaware limited liability company (being Kiosk HoldCo);

(i) The sole member of BTM International Holdings 1 LLC, a Delaware limited liability company (being Mintz Assets);

(j) The sole member of BTM International Holdings II LLC, a Delaware limited liability company (being Mintz Assets); and

(k) The sole member of Kiosk Technicians, LLC, a Delaware limited liability company (being Mintz Assets) (the governing bodies set forth in (a) through (k), collectively, the "***Consenting Bodies***");

acting by written consent in lieu of a meeting pursuant to Section 18-302(d) of the Delaware Limited Liability Company Act (with respect to the Member-Managed Companies and the Manager-Managed Companies), Section 228(a) of the Delaware General Corporation Law (with respect to Kutt) and Section 14-2-821 of the Georgia Business Corporation Code (with respect to Mintz Assets), hereby take the following actions by unanimous written consent of such Consenting Body with respect to each Company, which actions shall have the same force and effect as if adopted at a duly called and held meeting of each such Consenting Body.

WHEREAS, the Consenting Bodies have studied and considered the financial condition of the Companies, including the Companies' immediate liquidity needs, liabilities, contractual obligations, the short-term and long-term prospects available to the Companies, the strategic alternatives available to the Companies and the related circumstances and situation, including the current and reasonably foreseeable future conditions of the industry in which the Companies operate;

WHEREAS, the Consenting Bodies have consulted with the Companies' financial and legal advisors and considered a variety of strategic alternatives available to the Companies;

WHEREAS, the Consenting Bodies have determined that it is advisable and in the best interests of each Company to (i) file for immediate protection under chapter 11 of title 11 of the United States Code (the "***Bankruptcy Code***") and (ii) file or cause to be filed voluntary petitions for relief (the "***Chapter 11 Petitions***," and the cases commenced thereby, the "***Chapter 11 Cases***") pursuant to chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Texas, or another appropriate court (the "***U.S. Bankruptcy Court***"), and any and all documents necessary or convenient to effect, cause, or to promote the Chapter 11 Cases;

WHEREAS, pursuant to a unanimous written consent duly adopted on May 14, 2026, the board of directors of Bitcoin Depot Inc. established a special committee (the "***Restructuring Committee***") for the purposes of, among other things, (i) engaging in an evaluation of the Companies' strategic alternatives, including without limitation, a potential sale of all or substantially all of the assets of the Companies, a recapitalization or restructuring of the Companies' outstanding indebtedness, a restructuring or liquidation of the Companies under chapter 11 of the Bankruptcy Code, and/or other transactions and (ii) considering and authorizing certain conflict matters;

WHEREAS, the Restructuring Committee has reviewed and considered the need for the Chapter 11 Cases and has (x) determined that it is advisable, fair to, and in the best interests of the Companies to approve the filing of the Chapter 11 Cases and (y) recommended that the Consenting Bodies pursue, adopt and approve the filing of the Chapter 11 Cases; and

WHEREAS, after review of (i) the financial condition of the Companies, the current and reasonably foreseeable future conditions of the industry in which the Companies operate, the outlook for the Companies' businesses and the other alternatives available to the Companies, (ii) the liquidity position of the Companies, and (iii) such other considerations as the Consenting Bodies deem relevant, the Consenting Bodies, following consultation with the financial and legal advisors to the Companies, have determined that it is advisable and in the best interests of each Company to pursue the Chapter 11 Cases, as approved in this written consent.

Chapter 11 Filing

NOW, THEREFORE, BE IT RESOLVED, that each Consenting Body hereby determines that it is advisable and in the best interest of the respective Company to file the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes each respective Company to file or cause to be filed the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each duly appointed manager or officer of each Company (each an "***Authorized Officer***" and, collectively, the "***Authorized Officers***"), to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court on behalf of each Company, the Chapter 11 Petitions, in such form as prescribed by the official forms promulgated pursuant to the Bankruptcy Code;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court all papers, motions, applications, schedules, and pleadings necessary, appropriate, or convenient to facilitate the Chapter 11 Cases and all of its matters and proceedings, and any and all other documents necessary, appropriate, or convenient in connection with the commencement or prosecution of the Chapter 11 Cases, each in such form or forms as the Authorized Officer may approve, and subject to further Consenting Body approvals as the Companies and their counsel determine to be appropriate under the circumstances;

Retention of Professionals

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Vinson & Elkins L.L.P. ("***V&E***") as general bankruptcy counsel to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, including filings and pleadings, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage V&E for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of V&E;

FURTHER RESOLVED, that the Consenting Bodies hereby approve the Companies' engagement of Triple P TRS, LLC and Triple P Securities, LLC (together, "***Portage Point***") as financial advisor to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Portage Point for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Portage Point;

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Kroll Restructuring Administration LLC ("***Kroll***") as notice, claims, and solicitation agent to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, is hereby approved, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Kroll for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Kroll;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to employ any other professionals to assist the Companies in carrying out their duties under the Bankruptcy Code; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers and fees, and to cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary;

General

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer, on behalf of each Company, to certify and attest to any documents that he or she may deem necessary, appropriate, or convenient to consummate any transactions

necessary to effectuate the foregoing resolutions; *provided*, such attestation shall not be required for the validity of any such documents;

FURTHER RESOLVED, that any and all actions heretofore or hereafter taken by the Authorized Officers, or any of them, within the foregoing resolutions, are, and each of them is, hereby ratified, confirmed and approved;

FURTHER RESOLVED, that the Authorized Officers are, and each of them is, hereby authorized and empowered in the name and on behalf of each Company, to execute and deliver such agreements, instruments and documents, and to take or cause to be taken such other actions, as such Authorized Officer or Authorized Officers may determine to be necessary or advisable to implement the purposes and intent of the foregoing resolutions; each such agreement, instrument and document to be in such form and to contain such terms and conditions, consistent with the foregoing resolutions, as such Authorized Officer or Authorized Officers executing the same may approve, the execution and delivery of any such agreement, instrument or document by any such Authorized Officer or the taking of such action to be conclusive evidence of such authorization and approval;

FURTHER RESOLVED, that this consent may be executed and delivered by facsimile, .pdf or other electronic means, and such execution shall be considered valid, binding and effective for all purposes; and

FURTHER RESOLVED, that this consent may be executed and delivered in one or more counterparts, all of which taken together shall be considered to be one and the same written consent.

[*The remainder of this page is intentionally blank.*]

IN WITNESS WHEREOF, the undersigned, being the sole or managing member, as applicable, of each Member-Managed Company, has executed this written consent effective as of the date first written above.

BITCOIN DEPOT OPERATING LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BT HOLDCO LLC

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

CASH RAMP LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

Docusign Envelope ID: 01F3D242-4F4B-4AEA-AC82-34747058625E

INTUITIVE SOFTWARE LLC

By: Bitcoin Depot Operating LLC, its managing member

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK HOLDCO LLC

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK TECHNICIANS, LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BTM INTERNATIONAL HOLDINGS 1 LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
6E7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BTM INTERNATIONAL HOLDINGS II LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
9F7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the managers of each Manager-Managed Company, has executed this written consent effective as of the date first written above.

BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC

Signed by:
By: _____
C5DA87536D2842C...
Name: W. Alexander Holmes
Title: Manager

Signed by:
By: _____
C5DA87536D2842C...
Name: W. Alexander Holmes
Title: Manager

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the sole member of the board of directors of Kutt, Inc., has executed this written consent effective as of the date first written above.

KUTT, INC.

Signed by:

C5DA87536D2612C...

W. Alexander Holmes

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the sole member of the board of directors of Mintz Assets, Inc., has executed this written consent effective as of the date first written above.

MINTZ ASSETS, INC.

Signed by:
C5DA87536D2842C...

W. Alexander Holmes

Fill in this information to identify the case:

Debtor name: Bitcoin Depot Inc. et al.
United States Bankruptcy Court for the Southern District of Texas
Case number (if known): 26-_____ ( )

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
1	CASHCLOUD ATTN: THOMAS CONWAY 400-411 ROOSEVELT AVENUE OTTAWA, ON K2A 3X9 CANADA	ATTN: THOMAS CONWAY EMAIL: TCONWAY@CONWAYLITIGATION.CA PHONE NUMBER: 613-780-2011	LEGAL JUDGEMENT	D			$18,470,000.00
2	WPS KIOSK PARTNERS LLC ATTN: WILLIAM SIRIGNANO 135 W 50TH ST SUITE 200 NEW YORK, NY 10020	ATTN: WILLIAM SIRIGNANO EMAIL: W@WPSCAPITALPARTNERS.COM	PROFIT SHARE AGREEMENT	C, U, D			$5,000,000.00
3	LEGACY VENDING, LLC ATTN: ANSUR AHMED 7633 GRAND RIDGE ROAD COLUMBUS, GA 31904	ATTN: ANSUR AHMED EMAIL: ANSUR.AHMED@OUTLOOK.COM	PROFIT SHARE AGREEMENT	C, U, D			$3,760,000.00
4	SOPRIS-BITCOIN DEPOT INVESTORS LLC ATTN: DAN WEDMAN 409 ASPEN AIRPORT BUSINESS CENTER SUITE B ASPEN, CO 81612	ATTN: DAN WEDMAN EMAIL: DWEDMAN@SOPRISCAPITAL.COM	PROFIT SHARE AGREEMENT	C, U, D			$2,000,000.00
5	KIRKLAND & ELLIS LLP ATTN: THOMAS LAUGHLIN 333 W WOLF POINT PLAZA CHICAGO, IL 60654	ATTN: THOMAS LAUGHLIN EMAIL: THOMAS.LAUGHLIN@KIRKLAND.COM PHONE NUMBER: T +1 214 972 1663 M +1 214 926 5353	LEGAL SERVICES	C, U, D			$1,939,141.05
6	LATHAM & WATKINS LLP ATTN: STEVEN STOKDYK 555 WEST FIFTH ST SUITE 300 LOS ANGELES, CA 90013-1020	ATTN: STEVEN STOKDYK EMAIL: STEVEN.STOKDYK@LW.COM PHONE NUMBER: D: +1-213-891-7421 | M: +1-310-993-9093	LEGAL SERVICES	C, U, D			$1,000,000.00
7	BIBBEO LTD ATTN: MILES POWER 24340 E GLASGOW DR AURORA, CO 80016	ATTN: MILES POWER EMAIL: POWER.M@BIBBEO.COM PHONE NUMBER: 269-903-1309	INSTALLATION	C, U, D			$892,023.69
8	GOOGLE LLC ATTN: KILLY WINZ 1600 AMPHITHEATRE PKWY MOUNTAIN VIEW, CA 94043	ATTN: KILLY WINZ EMAIL: KILLYW@GOOGLE.COM PHONE NUMBER: 720-289-9910	OTHER OPERATING EXPENSES	C, U, D			$715,334.81
9	GREENBERG TRAURING, LLC ATTN: JENA VALDETERO 8400 NW 36TH STREET SUITE 400 DORAL, FL 33166	ATTN: JENA VALDETERO EMAIL: JENA.VALDETERO@GTLAW.COM PHONE NUMBER: T +1 312-456-1025 / C 2024310288	LEGAL SERVICES	C, U, D			$611,019.41
10	SECRETARIAT ADVISORS LLC ATTN: CHRIS MCKAY 1175 PEACHTREE ST NE 100 COLONY SQ SUITE 400 ATLANTA, GA 30361	ATTN: CHRIS MCKAY EMAIL: CMCKAY@SECRETARIAT-INTL.COM PHONE NUMBER: +1 818 307 3314	LEGAL SERVICES	C, U, D			$261,550.00
11	CONSILIO INC. ATTN: MATT SIMMONS DEPT CH 17174 PALATINE, IL 6005	ATTN: MATT SIMMONS EMAIL: MATT.SIMMONS@CONSILIO.COM	LEGAL SERVICES	C, U, D			$235,920.24
12	LOOMIS ATTN: STEVE MORRIS 2500 CITYWEST BLVD. STE. 2300 HOUSTON, TX 77042	ATTN: STEVE MORRIS EMAIL: STEVE.MORRIS@US.LOOMIS.COM PHONE NUMBER: 901-463-0827	ARMORED TRANSPORT	C, U, D			$223,231.41

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
13	OPTCONNECT ATTN: MATT WARNER 854 WEST 450 NORTH #4 KAYSVILLE, UT 84037	ATTN: MATT WARNER EMAIL: MATT.WARNER@OPTCONNECT.COM PHONE NUMBER: 801-645-3254	WIRELESS	C, U, D			$222,157.47
14	COBRA CAPITAL PARTNERS LLC ATTN: HAMZEE KADDOURA 442 KINGSBURY AVE DEARBORN, MI 48128	ATTN: HAMZEE KADDOURA EMAIL: HAMZEE47@GMAIL.COM	PROFIT SHARE AGREEMENT	C, U, D			$212,000.00
15	DENTONS CANADA LLP ATTN: GREG MCNAB 77 KING STREET WEST TORONTO-DOMINION CENTRE, SUITE 400 TORONTO, ON M5K 0A1 CANADA	ATTN: GREG MCNAB EMAIL: GREG.MCNAB@DENTONS.COM PHONE NUMBER: +1 416 863 4492	LEGAL SERVICES	C, U, D			$201,638.90
16	ATM TOKEN GROUP SERVICES LTD. ATTN: SHELVIN PRASAD 1285 WEST BROADWAY SUITE 600 VANCOUVER, BC V6H 3X8 CANADA	ATTN: SHELVIN PRASAD EMAIL: SHELVIN@ATMTOKEN.COM PHONE NUMBER: 403-830-0710	INSTALLATION & MAINTENANCE	C, U, D			$182,988.73
17	GARDAWORLD ATTN: DARREN GARBUTT 2000 NW CORPORATE BLVD BOCA RATON, FL 33431	ATTN: DARREN GARBUTT EMAIL: DARREN.GARBUTT@GARDA.COM	ARMORED TRANSPORT	C, U, D			$181,767.82
18	BURROUGHS ATTN: CHRIS ADAMSON P.O. BOX 72409 CLEVELAND, OH 44192	ATTN: CHRIS ADAMSON EMAIL: CHRIS.ADAMSON@BURROUGHS.COM PHONE NUMBER: 647-982-6158	MAINTENANCE	C, U, D			$175,679.05
19	ELLIPTIC INC. ATTN: DAVE HOMANKO 1632 1ST AVENUE #23346 NEW YORK, NY 10128	ATTN: DAVE HOMANKO EMAIL: DAVE.HOMANKO@ELLIPTIC.CO	INFORMATION TECHNOLOGY	C, U, D			$173,250.00
20	TROUTMAN PEPPER LOCKE LLP ATTN: DOMINIC CERVONI 600 PEACHTREE STREET, NE SUITE 3000 ATLANTA, GA 30308	ATTN: DOMINIC CERVONI EMAIL: DOMENIC.CERVONI@TROUTMAN.COM PHONE NUMBER: 212-912-2722	LEGAL SERVICES	C, U, D			$157,626.73
21	DEEL, INC ATTN: JOEY ASAMOAH 425 1ST STREET SAN FRANCISCO, CA 94105-4621	ATTN: JOEY ASAMOAH EMAIL: JOEY.ASAMOAH@DEEL.COM	PEO	C, U, D			$128,038.00
22	WOLF & COMPANY, P.C. ATTN: MARISSA A. SCICCHITANO 255 STATE STREET BOSTON, MA 02109	ATTN: MARISSA A. SCICCHITANO EMAIL: MSCICCHITANO@WOLFANDCO.COM	ACCOUNTING & AUDITING	C, U, D			$123,000.00
23	BRINKS CANADA LIMITED ATTN: TY BURCH 95 BROWN'S LINE ETOBICOKE, ON M8W 3S2 CANADA	ATTN: TY BURCH EMAIL: TYNAN.BURCH@BRINKS.COM PHONE NUMBER: 289-440-0476	ARMORED TRANSPORT	C, U, D			$122,335.28
24	DONNELLEY FINANCIAL, LLC ATTN: RYAN WARD 35 W. WACKER DRIVE CHICAGO, IL 60601	ATTN: RYAN WARD EMAIL: RYAN.T.WARD@DFINSOLUTIONS.COM PHONE NUMBER: 508-728-9960	OTHER OPERATING EXPENSES	C, U, D			$105,895.00
25	GARRISON MANAGEMENT GROUP, LLC DBA AXADVOCACY, LLC ATTN: NICK MADDUX 800 W 47TH ST STE 200 KANSAS CITY, MO 64112	ATTN: NICK MADDUX EMAIL: NMADDUX@AXIOMSTRATEGIES.COM PHONE NUMBER: 417-594-0029	LEGAL SERVICES	C, U, D			$100,000.00
26	PROFESSIONALS WORLD LLC ATTN: YOUSEF AZZAM 1072 MADISON CHASE #7 WEST PALM BEACH, FL 33411	ATTN: YOUSEF AZZAM EMAIL: YOUSEF@PROS-WORLD.COM	OTHER OPERATING EXPENSES	C, U, D			$98,010.73
27	DAC GROUP / CHICAGO, INC. ATTN: GEMMA GIBSON P.O. BOX 842862 BOSTON, MA 02284-2870	ATTN: GEMMA GIBSON EMAIL: GGIBSON@DACGROUP.COM PHONE NUMBER: 872-270-0964	MARKETING	C, U, D			$93,906.41
28	LALCHANDANI SIMON PL ATTN: KUBS LALCHANDANI 25 SE 2ND AVE SUITE 1020 MIAMI, FL 33131	ATTN: KUBS LALCHANDANI EMAIL: KUBS@LSLAWPL.COM	LEGAL SERVICES	C, U, D			$91,105.90

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
29	BPO HIVE LLC ATTN: ABDULLAH M. STREET 2, EL WAHA NASR CITY, CAIRO, 11577 EGYPT	ATTN: ABDULLAH M. EMAIL: ABDULLAH@BPOHIVE.COM PHONE NUMBER: (+20)114 190 8557	MARKETING	C, U, D			$78,237.81
30	CUMMINS-ALLISON CORP ATTN: JAMES REEVES 852 FEEHANVILLE MT PROSPECT, IL 60056	ATTN: JAMES REEVES EMAIL: JAMES.REEVES@CRANEPI.COM	OTHER OPERATING EXPENSES	C, U, D			$78,208.62

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
BITCOIN DEPOT INC., *et al*.,	)	Case No. 26 – [_____] (__)
Debtors.[1]	)	Joint Administration Requested

CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1

Pursuant to Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1, the following are all of the ownership interests in Bitcoin Depot Inc. ("***Bitcoin Depot***") and its affiliated debtors, who are each debtors and debtors in possession in the above-captioned cases (collectively, the "***Debtors***"). Bitcoin Depot, on behalf of itself and the Debtors, hereby states as follows:

1. The following entities own 10% or more of the equity interests of Bitcoin Depot:[2]

Corporate Equity Holder	Address of Corporate Equity Holder	Type/Class of Interest	Percentage of Equity Held
BD Investment Holdings II LLC	500 Westover Dr #32474 Sanford, NC 27330	Class M	100%
Cede & Co.	570 Washington Blvd Jersey City, NJ 07310	Class A	87.496%

[1] The Debtors in these chapter 11 cases and the last four digits of their respective federal tax identification numbers (if applicable) may be obtained on the website of the Debtors' proposed claims and noticing agent at https://restructuring.ra.kroll.com/bitcoindepot. The location of the Debtors' corporate headquarters is: 8601 Dunwoody Place, Sandy Springs, Georgia 30350.

[2] Equity positions indicate the record holders of such equity as of March 31, 2026.

2. Bitcoin Depot owns 100% of the equity interests of Kutt, Inc.
3. Bitcoin Depot owns 100% of the equity interests of BCD Merger Sub LLC, which in turn owns 100% of the equity interests of BT HoldCo LLC.
4. BT HoldCo LLC owns 100% of the equity interests of Kiosk HoldCo LLC, which in turn owns 100% of the equity interests of the following entities:
    a. Bitcoin Depot Operating LLC;
    b. Cash Ramp LLC; and
    c. MCA Services Group, LLC.
5. Bitcoin Depot Operating LLC owns 100% of the equity interests of the following entities:
    a. Intuitive Software LLC;
    b. Lux Vending Kiosk, LLC; and
    c. Mintz Assets, Inc.
6. Intuitive Software LLC owns 100% of the equity interests of Digital Gold Ventures Inc.
7. Mintz Assets, Inc. owns 100% of the equity interests of the following entities:
    a. BTM International Holdings 1 LLC;
    b. BTM International Holdings II LLC;
    c. Express Vending Inc.; and
    d. Kiosk Technicians, LLC.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
KUTT, INC.,	)	Case No. 26 – [_____] (__)
Debtor.	)	(Joint Administration Requested)

LIST OF EQUITY SECURITY HOLDERS (RULE 1007(a)(3))

Pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following identifies all known holders having a direct or indirect ownership interest of the above captioned debtor in possession:

Corporate Equity Holder	Address of Corporate Equity Holder	Percentage of Equity Held
Bitcoin Depot Inc.	2870 Peachtree Road #327 Atlanta, GA 30305	100%

Fill in this information to identify the case and this filing:

Debtor Name Kutt, Inc.

United States Bankruptcy Court for the: Southern District of Texas (State)

Case number (*If known*): 26-[___]

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended *Schedule* ____
- ☑ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☑ Other document that requires a declaration Corporate Ownership Statement; List of Equity Security Holders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026
MM / DD / YYYY

✘ /s/ W. Alexander Holmes
Signature of individual signing on behalf of debtor

W. Alexander Holmes
Printed name

Director
Position or relationship to debtor

This is Exhibit "F" referred to in the Affidavit of Thomas Studebaker sworn over videoconference in accordance with the *Administering Oath or Declaration Remotely Regulation*, O. Reg 431/20, on May 21, 2026, while I was located in the City of Toronto, in the Province of Ontario, and the affiant was located in the City of Boston, in the State of Massachusetts.



Commissioner for Taking Affidavits (or as may be)

MARLEIGH ERYN DICK

LSO# 79390S

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of Texas (State)

Case number (*If known*): 26-[ ] Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy 04/25

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals,* is available.

1. **Debtor's name** Kiosk Technicians, LLC

2. **All other names debtor used in the last 8 years**
   Include any assumed names, trade names, and *doing business as* names

3. **Debtor's federal Employer Identification Number** (EIN) 99-2118185

4. **Debtor's address**

Principal place of business

8601 Dunwoody Place
Number Street

Suite 308

Sandy Springs GA 30350
City State ZIP Code

Fulton County
County

Mailing address, if different from principal place of business

2870 Peachtree Road
Number Street

#327
P.O. Box

Atlanta GA 30305
City State ZIP Code

Location of principal assets, if different from principal place of business

Number Street

City State ZIP Code

5. **Debtor's website** (URL) https://bitcoindepot.com/

TRUE COPY I CERTIFY
ATTEST: May 20, 2026
NATHAN OCHSNER, Clerk of Court
By: *s/ B. Thomas*
Deputy Clerk

Debtor Kiosk Technicians, LLC (Name) Case number (if known) 26-[ ]

6. Type of debtor

- ☑ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- ☐ Partnership (excluding LLP)
- ☐ Other. Specify: _____

7. Describe debtor's business

A. *Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☑ None of the above

B. *Check all that apply:*

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See http://www.uscourts.gov/four-digit-national-association-naics-codes .

5 2 3 9

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
- ☐ Chapter 9
- ☑ Chapter 11. *Check **all** that apply*:
  - ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than $3,424,000 (amount subject to adjustment on 4/01/28 and every 3 years after that).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
  - ☐ A plan is being filed with this petition.
  - ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
  - ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
  - ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
- ☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

- ☑ No
- ☐ Yes. District _____ When _____ (MM / DD / YYYY) Case number _____

  District _____ When _____ (MM / DD / YYYY) Case number _____

Debtor Kiosk Technicians, LLC Case number (*if known*) 26-[ ]
Name

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

☐ No
☑ Yes. Debtor See Rider 1 Relationship _____
District _____ When _____ MM / DD / YYYY
Case number, if known _____

11. Why is the case filed in *this district*?

Check all that apply:

☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
☑ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☑ No See Rider 2.
☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (*Check all that apply.*)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
☐ It needs to be physically secured or protected from the weather.
☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
☐ Other _____

Where is the property? _____
Number Street
_____
_____ _____ _____
City State ZIP Code

Is the property insured?

☐ No
☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

☑ Funds will be available for distribution to unsecured creditors.
☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

☑ 1-49	☐ 1,000-5,000	☐ 25,001-50,000
☐ 50-99	☐ 5,001-10,000	☐ 50,001-100,000
☐ 100-199	☐ 10,001-25,000	☐ More than 100,000
☐ 200-999		

Debtor Kiosk Technicians, LLC (Name) Case number (*if known*) 26-[ ]

15. Estimated assets

- ☐ $0-$50,000
- ☑ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

16. Estimated liabilities

- ☑ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026 (MM / DD / YYYY)

✘ /s/ Christopher Ryan
Signature of authorized representative of debtor

Christopher Ryan
Printed name

Title General Counsel and Corporate Secretary

18. Signature of attorney

✘ /s/ Paul E. Heath
Signature of attorney for debtor

Date 05/18/2026 (MM / DD / YYYY)

Paul E. Heath
Printed name

Vinson & Elkins LLP
Firm name

845 Texas Avenue, Suite 4700
Number Street

Houston TX 77002
City State ZIP Code

713.758.2222
Contact phone

pheath@velaw.com
Email address

09355050 TX
Bar number State

Rider 1

Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor in the United States Bankruptcy Court for the Southern District of Texas

Bitcoin Depot Inc.
BCD Merger Sub LLC
Bitcoin Depot Operating LLC
BT HoldCo LLC
BTM International Holdings 1 LLC
BTM International Holdings II LLC
Cash Ramp LLC
Digital Gold Ventures Inc.
Express Vending Inc.
Intuitive Software LLC
Kiosk HoldCo LLC
Kiosk Technicians, LLC
Kutt, Inc.
Lux Vending Kiosk, LLC
MCA Services Group, LLC
Mintz Assets, Inc.

Rider 2

Real Property or Personal Property That Needs Immediate Attention

Question 12, among other things, asks debtors to identify any property that poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

Bitcoin Depot Inc. and its affiliated companies that are also filing voluntary chapter 11 bankruptcy cases in this Court (collectively, the "***Debtors***") own and operate the largest network of Bitcoin kiosks across North America, providing users with a means of converting cash into Bitcoin. The Debtors' portfolio consists of approximately 9,700 kiosks deployed in retailer locations throughout the United States and Canada. The Debtors also sell cryptocurrency to consumers through its BDCheckout product offering. The Debtors do not believe they own or possess any real or personal property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety. The Debtors note that they are not aware of any definition of "imminent and identifiable" harm as used in this form.

EXECUTION VERSION

OMNIBUS ACTION BY WRITTEN CONSENT OF

THE BOARDS OF DIRECTORS OF
KUTT, INC.
MINTZ ASSETS, INC.
(the "Corporation Companies")

AND

THE SOLE MEMBERS OF
BITCOIN DEPOT OPERATING LLC
BT HOLDCO LLC
BTM INTERNATIONAL HOLDINGS 1 LLC
BTM INTERNATIONAL HOLDINGS II LLC
CASH RAMP LLC
INTUITIVE SOFTWARE LLC
KIOSK HOLDCO LLC
KIOSK TECHNICIANS, LLC
(the "Member-Managed Companies")

AND

THE MANAGERS OF
BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC
(the "Manager-Managed Companies" and, together with the Corporation Companies and the Member-Managed Companies, the "Companies")

May 17, 2026

The undersigned being:

(a) All of the members of the board of directors of Kutt, Inc., a Delaware corporation ("***Kutt***");

(b) All of the members of the board of directors of Mintz Assets, Inc., a Georgia corporation ("***Mintz Assets***");

(c) The managing member of Intuitive Software LLC, a Delaware limited liability company (being Bitcoin Depot Operating LLC, a Delaware limited liability company ("***Bitcoin Operating***"));

(d) All of the managers of (i) BCD Merger Sub LLC, a Delaware limited liability company ("***BCD Merger Sub***"), (ii) MCA Services Group, LLC, a Delaware limited liability company, and (iii) Lux Vending Kiosk, LLC, a Delaware limited liability company;

(e) The sole member of Bitcoin Operating (being Kiosk HoldCo LLC, a Delaware limited liability company ("***Kiosk HoldCo***"));

(f) The sole member of Kiosk HoldCo (being BT HoldCo LLC, a Delaware limited liability company ("***BT HoldCo***"));

(g) The sole member of BT HoldCo (being BCD Merger Sub);

(h) The sole member of Cash Ramp, LLC, a Delaware limited liability company (being Kiosk HoldCo);

(i) The sole member of BTM International Holdings 1 LLC, a Delaware limited liability company (being Mintz Assets);

(j) The sole member of BTM International Holdings II LLC, a Delaware limited liability company (being Mintz Assets); and

(k) The sole member of Kiosk Technicians, LLC, a Delaware limited liability company (being Mintz Assets) (the governing bodies set forth in (a) through (k), collectively, the "***Consenting Bodies***");

acting by written consent in lieu of a meeting pursuant to Section 18-302(d) of the Delaware Limited Liability Company Act (with respect to the Member-Managed Companies and the Manager-Managed Companies), Section 228(a) of the Delaware General Corporation Law (with respect to Kutt) and Section 14-2-821 of the Georgia Business Corporation Code (with respect to Mintz Assets), hereby take the following actions by unanimous written consent of such Consenting Body with respect to each Company, which actions shall have the same force and effect as if adopted at a duly called and held meeting of each such Consenting Body.

WHEREAS, the Consenting Bodies have studied and considered the financial condition of the Companies, including the Companies' immediate liquidity needs, liabilities, contractual obligations, the short-term and long-term prospects available to the Companies, the strategic alternatives available to the Companies and the related circumstances and situation, including the current and reasonably foreseeable future conditions of the industry in which the Companies operate;

WHEREAS, the Consenting Bodies have consulted with the Companies' financial and legal advisors and considered a variety of strategic alternatives available to the Companies;

WHEREAS, the Consenting Bodies have determined that it is advisable and in the best interests of each Company to (i) file for immediate protection under chapter 11 of title 11 of the United States Code (the "***Bankruptcy Code***") and (ii) file or cause to be filed voluntary petitions for relief (the "***Chapter 11 Petitions***," and the cases commenced thereby, the "***Chapter 11 Cases***") pursuant to chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Texas, or another appropriate court (the "***U.S. Bankruptcy Court***"), and any and all documents necessary or convenient to effect, cause, or to promote the Chapter 11 Cases;

WHEREAS, pursuant to a unanimous written consent duly adopted on May 14, 2026, the board of directors of Bitcoin Depot Inc. established a special committee (the "***Restructuring Committee***") for the purposes of, among other things, (i) engaging in an evaluation of the Companies' strategic alternatives, including without limitation, a potential sale of all or substantially all of the assets of the Companies, a recapitalization or restructuring of the Companies' outstanding indebtedness, a restructuring or liquidation of the Companies under chapter 11 of the Bankruptcy Code, and/or other transactions and (ii) considering and authorizing certain conflict matters;

WHEREAS, the Restructuring Committee has reviewed and considered the need for the Chapter 11 Cases and has (x) determined that it is advisable, fair to, and in the best interests of the Companies to approve the filing of the Chapter 11 Cases and (y) recommended that the Consenting Bodies pursue, adopt and approve the filing of the Chapter 11 Cases; and

WHEREAS, after review of (i) the financial condition of the Companies, the current and reasonably foreseeable future conditions of the industry in which the Companies operate, the outlook for the Companies' businesses and the other alternatives available to the Companies, (ii) the liquidity position of the Companies, and (iii) such other considerations as the Consenting Bodies deem relevant, the Consenting Bodies, following consultation with the financial and legal advisors to the Companies, have determined that it is advisable and in the best interests of each Company to pursue the Chapter 11 Cases, as approved in this written consent.

Chapter 11 Filing

NOW, THEREFORE, BE IT RESOLVED, that each Consenting Body hereby determines that it is advisable and in the best interest of the respective Company to file the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes each respective Company to file or cause to be filed the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each duly appointed manager or officer of each Company (each an "***Authorized Officer***" and, collectively, the "***Authorized Officers***"), to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court on behalf of each Company, the Chapter 11 Petitions, in such form as prescribed by the official forms promulgated pursuant to the Bankruptcy Code;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court all papers, motions, applications, schedules, and pleadings necessary, appropriate, or convenient to facilitate the Chapter 11 Cases and all of its matters and proceedings, and any and all other documents necessary, appropriate, or convenient in connection with the commencement or prosecution of the Chapter 11 Cases, each in such form or forms as the Authorized Officer may approve, and subject to further Consenting Body approvals as the Companies and their counsel determine to be appropriate under the circumstances;

Retention of Professionals

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Vinson & Elkins L.L.P. ("***V&E***") as general bankruptcy counsel to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, including filings and pleadings, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage V&E for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of V&E;

FURTHER RESOLVED, that the Consenting Bodies hereby approve the Companies' engagement of Triple P TRS, LLC and Triple P Securities, LLC (together, "***Portage Point***") as financial advisor to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Portage Point for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Portage Point;

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Kroll Restructuring Administration LLC ("***Kroll***") as notice, claims, and solicitation agent to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, is hereby approved, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Kroll for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Kroll;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to employ any other professionals to assist the Companies in carrying out their duties under the Bankruptcy Code; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers and fees, and to cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary;

General

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer, on behalf of each Company, to certify and attest to any documents that he or she may deem necessary, appropriate, or convenient to consummate any transactions

necessary to effectuate the foregoing resolutions; *provided*, such attestation shall not be required for the validity of any such documents;

FURTHER RESOLVED, that any and all actions heretofore or hereafter taken by the Authorized Officers, or any of them, within the foregoing resolutions, are, and each of them is, hereby ratified, confirmed and approved;

FURTHER RESOLVED, that the Authorized Officers are, and each of them is, hereby authorized and empowered in the name and on behalf of each Company, to execute and deliver such agreements, instruments and documents, and to take or cause to be taken such other actions, as such Authorized Officer or Authorized Officers may determine to be necessary or advisable to implement the purposes and intent of the foregoing resolutions; each such agreement, instrument and document to be in such form and to contain such terms and conditions, consistent with the foregoing resolutions, as such Authorized Officer or Authorized Officers executing the same may approve, the execution and delivery of any such agreement, instrument or document by any such Authorized Officer or the taking of such action to be conclusive evidence of such authorization and approval;

FURTHER RESOLVED, that this consent may be executed and delivered by facsimile, .pdf or other electronic means, and such execution shall be considered valid, binding and effective for all purposes; and

FURTHER RESOLVED, that this consent may be executed and delivered in one or more counterparts, all of which taken together shall be considered to be one and the same written consent.

[*The remainder of this page is intentionally blank.*]

Docusign Envelope ID: 01F3D242-4F4B-4AEA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the sole or managing member, as applicable, of each Member-Managed Company, has executed this written consent effective as of the date first written above.

BITCOIN DEPOT OPERATING LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
8F7ABC3954F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BT HOLDCO LLC

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
8F7ABC3954F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

CASH RAMP LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
8F7ABC3954F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

INTUITIVE SOFTWARE LLC

By: Bitcoin Depot Operating LLC, its managing member

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK HOLDCO LLC

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK TECHNICIANS, LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BTM INTERNATIONAL HOLDINGS 1 LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
6E7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BTM INTERNATIONAL HOLDINGS II LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
9F7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

Docusign Envelope ID: 01F3D242-4F4B-4AEA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the managers of each Manager-Managed Company, has executed this written consent effective as of the date first written above.

BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC

Signed by:
By: _____
C5DA87536D2842C...
Name: W. Alexander Holmes
Title: Manager

Signed by:
By: _____
C5DA87536D2842C...
Name: W. Alexander Holmes
Title: Manager

Docusign Envelope ID: 01F3D242-4F4B-4AEA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the sole member of the board of directors of Kutt, Inc., has executed this written consent effective as of the date first written above.

KUTT, INC.

Signed by:

C5DA87536D2612C...

W. Alexander Holmes

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the sole member of the board of directors of Mintz Assets, Inc., has executed this written consent effective as of the date first written above.

MINTZ ASSETS, INC.

Signed by:
C5DA87536D2842C...

W. Alexander Holmes

Fill in this information to identify the case:

Debtor name: Bitcoin Depot Inc. et al.
United States Bankruptcy Court for the Southern District of Texas
Case number (if known): 26-_____ ( )

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim. If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
1	CASHCLOUD ATTN: THOMAS CONWAY 400-411 ROOSEVELT AVENUE OTTAWA, ON K2A 3X9 CANADA	ATTN: THOMAS CONWAY EMAIL: TCONWAY@CONWAYLITIGATION.CA PHONE NUMBER: 613-780-2011	LEGAL JUDGEMENT	D			$18,470,000.00
2	WPS KIOSK PARTNERS LLC ATTN: WILLIAM SIRIGNANO 135 W 50TH ST SUITE 200 NEW YORK, NY 10020	ATTN: WILLIAM SIRIGNANO EMAIL: W@WPSCAPITALPARTNERS.COM	PROFIT SHARE AGREEMENT	C, U, D			$5,000,000.00
3	LEGACY VENDING, LLC ATTN: ANSUR AHMED 7633 GRAND RIDGE ROAD COLUMBUS, GA 31904	ATTN: ANSUR AHMED EMAIL: ANSUR.AHMED@OUTLOOK.COM	PROFIT SHARE AGREEMENT	C, U, D			$3,760,000.00
4	SOPRIS-BITCOIN DEPOT INVESTORS LLC ATTN: DAN WEDMAN 409 ASPEN AIRPORT BUSINESS CENTER SUITE B ASPEN, CO 81612	ATTN: DAN WEDMAN EMAIL: DWEDMAN@SOPRISCAPITAL.COM	PROFIT SHARE AGREEMENT	C, U, D			$2,000,000.00
5	KIRKLAND & ELLIS LLP ATTN: THOMAS LAUGHLIN 333 W WOLF POINT PLAZA CHICAGO, IL 60654	ATTN: THOMAS LAUGHLIN EMAIL: THOMAS.LAUGHLIN@KIRKLAND.COM PHONE NUMBER: T +1 214 972 1663 M +1 214 926 5353	LEGAL SERVICES	C, U, D			$1,939,141.05
6	LATHAM & WATKINS LLP ATTN: STEVEN STOKDYK 555 WEST FIFTH ST SUITE 300 LOS ANGELES, CA 90013-1020	ATTN: STEVEN STOKDYK EMAIL: STEVEN.STOKDYK@LW.COM PHONE NUMBER: D: +1-213-891-7421 | M: +1-310-993-9093	LEGAL SERVICES	C, U, D			$1,000,000.00
7	BIBBEO LTD ATTN: MILES POWER 24340 E GLASGOW DR AURORA, CO 80016	ATTN: MILES POWER EMAIL: POWER.M@BIBBEO.COM PHONE NUMBER: 269-903-1309	INSTALLATION	C, U, D			$892,023.69
8	GOOGLE LLC ATTN: KILLY WINZ 1600 AMPHITHEATRE PKWY MOUNTAIN VIEW, CA 94043	ATTN: KILLY WINZ EMAIL: KILLYW@GOOGLE.COM PHONE NUMBER: 720-289-9910	OTHER OPERATING EXPENSES	C, U, D			$715,334.81
9	GREENBERG TRAURING, LLC ATTN: JENA VALDETERO 8400 NW 36TH STREET SUITE 400 DORAL, FL 33166	ATTN: JENA VALDETERO EMAIL: JENA.VALDETERO@GTLAW.COM PHONE NUMBER: T +1 312-456-1025 / C 2024310288	LEGAL SERVICES	C, U, D			$611,019.41
10	SECRETARIAT ADVISORS LLC ATTN: CHRIS MCKAY 1175 PEACHTREE ST NE 100 COLONY SQ SUITE 400 ATLANTA, GA 30361	ATTN: CHRIS MCKAY EMAIL: CMCKAY@SECRETARIAT-INTL.COM PHONE NUMBER: +1 818 307 3314	LEGAL SERVICES	C, U, D			$261,550.00
11	CONSILIO INC. ATTN: MATT SIMMONS DEPT CH 17174 PALATINE, IL 6005	ATTN: MATT SIMMONS EMAIL: MATT.SIMMONS@CONSILIO.COM	LEGAL SERVICES	C, U, D			$235,920.24
12	LOOMIS ATTN: STEVE MORRIS 2500 CITYWEST BLVD. STE. 2300 HOUSTON, TX 77042	ATTN: STEVE MORRIS EMAIL: STEVE.MORRIS@US.LOOMIS.COM PHONE NUMBER: 901-463-0827	ARMORED TRANSPORT	C, U, D			$223,231.41

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	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
13	OPTCONNECT ATTN: MATT WARNER 854 WEST 450 NORTH #4 KAYSVILLE, UT 84037	ATTN: MATT WARNER EMAIL: MATT.WARNER@OPTCONNECT.COM PHONE NUMBER: 801-645-3254	WIRELESS	C, U, D			$222,157.47
14	COBRA CAPITAL PARTNERS LLC ATTN: HAMZEE KADDOURA 442 KINGSBURY AVE DEARBORN, MI 48128	ATTN: HAMZEE KADDOURA EMAIL: HAMZEE47@GMAIL.COM	PROFIT SHARE AGREEMENT	C, U, D			$212,000.00
15	DENTONS CANADA LLP ATTN: GREG MCNAB 77 KING STREET WEST TORONTO-DOMINION CENTRE, SUITE 400 TORONTO, ON M5K 0A1 CANADA	ATTN: GREG MCNAB EMAIL: GREG.MCNAB@DENTONS.COM PHONE NUMBER: +1 416 863 4492	LEGAL SERVICES	C, U, D			$201,638.90
16	ATM TOKEN GROUP SERVICES LTD. ATTN: SHELVIN PRASAD 1285 WEST BROADWAY SUITE 600 VANCOUVER, BC V6H 3X8 CANADA	ATTN: SHELVIN PRASAD EMAIL: SHELVIN@ATMTOKEN.COM PHONE NUMBER: 403-830-0710	INSTALLATION & MAINTENANCE	C, U, D			$182,988.73
17	GARDAWORLD ATTN: DARREN GARBUTT 2000 NW CORPORATE BLVD BOCA RATON, FL 33431	ATTN: DARREN GARBUTT EMAIL: DARREN.GARBUTT@GARDA.COM	ARMORED TRANSPORT	C, U, D			$181,767.82
18	BURROUGHS ATTN: CHRIS ADAMSON P.O. BOX 72409 CLEVELAND, OH 44192	ATTN: CHRIS ADAMSON EMAIL: CHRIS.ADAMSON@BURROUGHS.COM PHONE NUMBER: 647-982-6158	MAINTENANCE	C, U, D			$175,679.05
19	ELLIPTIC INC. ATTN: DAVE HOMANKO 1632 1ST AVENUE #23346 NEW YORK, NY 10128	ATTN: DAVE HOMANKO EMAIL: DAVE.HOMANKO@ELLIPTIC.CO	INFORMATION TECHNOLOGY	C, U, D			$173,250.00
20	TROUTMAN PEPPER LOCKE LLP ATTN: DOMINIC CERVONI 600 PEACHTREE STREET, NE SUITE 3000 ATLANTA, GA 30308	ATTN: DOMINIC CERVONI EMAIL: DOMENIC.CERVONI@TROUTMAN.COM PHONE NUMBER: 212-912-2722	LEGAL SERVICES	C, U, D			$157,626.73
21	DEEL, INC ATTN: JOEY ASAMOAH 425 1ST STREET SAN FRANCISCO, CA 94105-4621	ATTN: JOEY ASAMOAH EMAIL: JOEY.ASAMOAH@DEEL.COM	PEO	C, U, D			$128,038.00
22	WOLF & COMPANY, P.C. ATTN: MARISSA A. SCICCHITANO 255 STATE STREET BOSTON, MA 02109	ATTN: MARISSA A. SCICCHITANO EMAIL: MSCICCHITANO@WOLFANDCO.COM	ACCOUNTING & AUDITING	C, U, D			$123,000.00
23	BRINKS CANADA LIMITED ATTN: TY BURCH 95 BROWN'S LINE ETOBICOKE, ON M8W 3S2 CANADA	ATTN: TY BURCH EMAIL: TYNAN.BURCH@BRINKS.COM PHONE NUMBER: 289-440-0476	ARMORED TRANSPORT	C, U, D			$122,335.28
24	DONNELLEY FINANCIAL, LLC ATTN: RYAN WARD 35 W. WACKER DRIVE CHICAGO, IL 60601	ATTN: RYAN WARD EMAIL: RYAN.T.WARD@DFINSOLUTIONS.COM PHONE NUMBER: 508-728-9960	OTHER OPERATING EXPENSES	C, U, D			$105,895.00
25	GARRISON MANAGEMENT GROUP, LLC DBA AXADVOCACY, LLC ATTN: NICK MADDUX 800 W 47TH ST STE 200 KANSAS CITY, MO 64112	ATTN: NICK MADDUX EMAIL: NMADDUX@AXIOMSTRATEGIES.COM PHONE NUMBER: 417-594-0029	LEGAL SERVICES	C, U, D			$100,000.00
26	PROFESSIONALS WORLD LLC ATTN: YOUSEF AZZAM 1072 MADISON CHASE #7 WEST PALM BEACH, FL 33411	ATTN: YOUSEF AZZAM EMAIL: YOUSEF@PROS-WORLD.COM	OTHER OPERATING EXPENSES	C, U, D			$98,010.73
27	DAC GROUP / CHICAGO, INC. ATTN: GEMMA GIBSON P.O. BOX 842862 BOSTON, MA 02284-2870	ATTN: GEMMA GIBSON EMAIL: GGIBSON@DACGROUP.COM PHONE NUMBER: 872-270-0964	MARKETING	C, U, D			$93,906.41
28	LALCHANDANI SIMON PL ATTN: KUBS LALCHANDANI 25 SE 2ND AVE SUITE 1020 MIAMI, FL 33131	ATTN: KUBS LALCHANDANI EMAIL: KUBS@LSLAWPL.COM	LEGAL SERVICES	C, U, D			$91,105.90

Debtor: Bitcoin Depot Inc. et al. Case number (if known) 26-_____ ( )

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
29	BPO HIVE LLC ATTN: ABDULLAH M. STREET 2, EL WAHA NASR CITY, CAIRO, 11577 EGYPT	ATTN: ABDULLAH M. EMAIL: ABDULLAH@BPOHIVE.COM PHONE NUMBER: (+20)114 190 8557	MARKETING	C, U, D			$78,237.81
30	CUMMINS-ALLISON CORP ATTN: JAMES REEVES 852 FEEHANVILLE MT PROSPECT, IL 60056	ATTN: JAMES REEVES EMAIL: JAMES.REEVES@CRANEPI.COM	OTHER OPERATING EXPENSES	C, U, D			$78,208.62

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
BITCOIN DEPOT INC., *et al*.,	)	Case No. 26 – [_____] (__)
Debtors.[1]	)	Joint Administration Requested

CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1

Pursuant to Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1, the following are all of the ownership interests in Bitcoin Depot Inc. ("***Bitcoin Depot***") and its affiliated debtors, who are each debtors and debtors in possession in the above-captioned cases (collectively, the "***Debtors***"). Bitcoin Depot, on behalf of itself and the Debtors, hereby states as follows:

1. The following entities own 10% or more of the equity interests of Bitcoin Depot:[2]

Corporate Equity Holder	Address of Corporate Equity Holder	Type/Class of Interest	Percentage of Equity Held
BD Investment Holdings II LLC	500 Westover Dr #32474 Sanford, NC 27330	Class M	100%
Cede & Co.	570 Washington Blvd Jersey City, NJ 07310	Class A	87.496%

[1] The Debtors in these chapter 11 cases and the last four digits of their respective federal tax identification numbers (if applicable) may be obtained on the website of the Debtors' proposed claims and noticing agent at https://restructuring.ra.kroll.com/bitcoindepot. The location of the Debtors' corporate headquarters is: 8601 Dunwoody Place, Sandy Springs, Georgia 30350.

[2] Equity positions indicate the record holders of such equity as of March 31, 2026.

2. Bitcoin Depot owns 100% of the equity interests of Kutt, Inc.
3. Bitcoin Depot owns 100% of the equity interests of BCD Merger Sub LLC, which in turn owns 100% of the equity interests of BT HoldCo LLC.
4. BT HoldCo LLC owns 100% of the equity interests of Kiosk HoldCo LLC, which in turn owns 100% of the equity interests of the following entities:
    a. Bitcoin Depot Operating LLC;
    b. Cash Ramp LLC; and
    c. MCA Services Group, LLC.
5. Bitcoin Depot Operating LLC owns 100% of the equity interests of the following entities:
    a. Intuitive Software LLC;
    b. Lux Vending Kiosk, LLC; and
    c. Mintz Assets, Inc.
6. Intuitive Software LLC owns 100% of the equity interests of Digital Gold Ventures Inc.
7. Mintz Assets, Inc. owns 100% of the equity interests of the following entities:
    a. BTM International Holdings 1 LLC;
    b. BTM International Holdings II LLC;
    c. Express Vending Inc.; and
    d. Kiosk Technicians, LLC.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
KIOSK TECHNICIANS, LLC,	)	Case No. 26 – [_____] (__)
Debtor.	)	(Joint Administration Requested)

LIST OF EQUITY SECURITY HOLDERS (RULE 1007(a)(3))

Pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following identifies all known holders having a direct or indirect ownership interest of the above captioned debtor in possession:

Corporate Equity Holder	Address of Corporate Equity Holder	Percentage of Equity Held
Mintz Assets, Inc.	2870 Peachtree Road #327 Atlanta, GA 30305	100%

Fill in this information to identify the case and this filing:

Debtor Name Kiosk Technicians, LLC

United States Bankruptcy Court for the: Southern District of Texas (State)

Case number (*If known*): 26-[___]

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended *Schedule* ____
- ☑ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☑ Other document that requires a declaration Corporate Ownership Statement; List of Equity Security Holders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026
MM / DD / YYYY

✘ /s/ Christopher Ryan
Signature of individual signing on behalf of debtor

Christopher Ryan
Printed name

General Counsel and Corporate Secretary
Position or relationship to debtor

This is Exhibit "G" referred to in the Affidavit of Thomas Studebaker sworn over videoconference in accordance with the *Administering Oath or Declaration Remotely Regulation*, O. Reg 431/20, on May 21, 2026, while I was located in the City of Toronto, in the Province of Ontario, and the affiant was located in the City of Boston, in the State of Massachusetts.



Commissioner for Taking Affidavits (or as may be)

MARLEIGH ERYN DICK

LSO# 79390S

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of Texas (State)

Case number (*If known*): 26-[ ] Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy 04/25

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals,* is available.

1. **Debtor's name** Kiosk HoldCo LLC

2. **All other names debtor used in the last 8 years**
   Include any assumed names, trade names, and *doing business as* names

3. **Debtor's federal Employer Identification Number** (EIN) 99-4691964

4. **Debtor's address**

Principal place of business

8601 Dunwoody Place
Number Street

Suite 308

Sandy Springs GA 30350
City State ZIP Code

Fulton County
County

Mailing address, if different from principal place of business

2870 Peachtree Road
Number Street

#327
P.O. Box

Atlanta GA 30305
City State ZIP Code

Location of principal assets, if different from principal place of business

Number Street

City State ZIP Code

5. **Debtor's website** (URL) https://bitcoindepot.com/

TRUE COPY I CERTIFY
ATTEST: May 20, 2026
NATHAN OCHSNER, Clerk of Court
By: *s/ B. Thomas*
Deputy Clerk

Debtor Kiosk HoldCo LLC Name Case number (if known) 26-[ ]

6. Type of debtor

- ☑ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- ☐ Partnership (excluding LLP)
- ☐ Other. Specify: _____

7. Describe debtor's business

A. *Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☑ None of the above

B. *Check all that apply:*

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See http://www.uscourts.gov/four-digit-national-association-naics-codes .

5 2 3 9

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
- ☐ Chapter 9
- ☑ Chapter 11. *Check **all** that apply*:
  - ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than $3,424,000 (amount subject to adjustment on 4/01/28 and every 3 years after that).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
  - ☐ A plan is being filed with this petition.
  - ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
  - ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
  - ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
- ☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

- ☑ No
- ☐ Yes. District _____ When _____ (MM / DD / YYYY) Case number _____

  District _____ When _____ (MM / DD / YYYY) Case number _____

Debtor Kiosk HoldCo LLC Name Case number (*if known*) 26-[ ]

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

☐ No
☑ Yes. Debtor See Rider 1 Relationship _____
District _____ When _____ MM / DD / YYYY
Case number, if known _____

11. Why is the case filed in *this district*?

Check all that apply:

☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
☑ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☑ No See Rider 2.
☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (*Check all that apply.*)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
☐ It needs to be physically secured or protected from the weather.
☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
☐ Other _____

Where is the property? _____
Number Street
_____
_____ _____ _____
City State ZIP Code

Is the property insured?

☐ No
☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

☑ Funds will be available for distribution to unsecured creditors.
☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

☑ 1-49	☐ 1,000-5,000	☐ 25,001-50,000
☐ 50-99	☐ 5,001-10,000	☐ 50,001-100,000
☐ 100-199	☐ 10,001-25,000	☐ More than 100,000
☐ 200-999		

Debtor Kiosk HoldCo LLC
Name

Case number (*if known*) 26-[ ]

15. Estimated assets

- ☑ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

16. Estimated liabilities

- ☐ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☑ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026
MM / DD / YYYY

✘ /s/ Christopher Ryan
Signature of authorized representative of debtor

Christopher Ryan
Printed name

Title General Counsel and Corporate Secretary

18. Signature of attorney

✘ /s/ Paul E. Heath
Signature of attorney for debtor

Date 05/18/2026
MM / DD / YYYY

Paul E. Heath
Printed name

Vinson & Elkins LLP
Firm name

845 Texas Avenue, Suite 4700
Number Street

Houston TX 77002
City State ZIP Code

713.758.2222
Contact phone

pheath@velaw.com
Email address

09355050 TX
Bar number State

Rider 1

Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor in the United States Bankruptcy Court for the Southern District of Texas

Bitcoin Depot Inc.
BCD Merger Sub LLC
Bitcoin Depot Operating LLC
BT HoldCo LLC
BTM International Holdings 1 LLC
BTM International Holdings II LLC
Cash Ramp LLC
Digital Gold Ventures Inc.
Express Vending Inc.
Intuitive Software LLC
Kiosk HoldCo LLC
Kiosk Technicians, LLC
Kutt, Inc.
Lux Vending Kiosk, LLC
MCA Services Group, LLC
Mintz Assets, Inc.

Rider 2

Real Property or Personal Property That Needs Immediate Attention

Question 12, among other things, asks debtors to identify any property that poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

Bitcoin Depot Inc. and its affiliated companies that are also filing voluntary chapter 11 bankruptcy cases in this Court (collectively, the "***Debtors***") own and operate the largest network of Bitcoin kiosks across North America, providing users with a means of converting cash into Bitcoin. The Debtors' portfolio consists of approximately 9,700 kiosks deployed in retailer locations throughout the United States and Canada. The Debtors also sell cryptocurrency to consumers through its BDCheckout product offering. The Debtors do not believe they own or possess any real or personal property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety. The Debtors note that they are not aware of any definition of "imminent and identifiable" harm as used in this form.

EXECUTION VERSION

OMNIBUS ACTION BY WRITTEN CONSENT OF

THE BOARDS OF DIRECTORS OF
KUTT, INC.
MINTZ ASSETS, INC.
(the "Corporation Companies")

AND

THE SOLE MEMBERS OF
BITCOIN DEPOT OPERATING LLC
BT HOLDCO LLC
BTM INTERNATIONAL HOLDINGS 1 LLC
BTM INTERNATIONAL HOLDINGS II LLC
CASH RAMP LLC
INTUITIVE SOFTWARE LLC
KIOSK HOLDCO LLC
KIOSK TECHNICIANS, LLC
(the "Member-Managed Companies")

AND

THE MANAGERS OF
BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC
(the "Manager-Managed Companies" and, together with the Corporation Companies and the Member-Managed Companies, the "Companies")

May 17, 2026

The undersigned being:

(a) All of the members of the board of directors of Kutt, Inc., a Delaware corporation ("***Kutt***");

(b) All of the members of the board of directors of Mintz Assets, Inc., a Georgia corporation ("***Mintz Assets***");

(c) The managing member of Intuitive Software LLC, a Delaware limited liability company (being Bitcoin Depot Operating LLC, a Delaware limited liability company ("***Bitcoin Operating***"));

(d) All of the managers of (i) BCD Merger Sub LLC, a Delaware limited liability company ("***BCD Merger Sub***"), (ii) MCA Services Group, LLC, a Delaware limited liability company, and (iii) Lux Vending Kiosk, LLC, a Delaware limited liability company;

(e) The sole member of Bitcoin Operating (being Kiosk HoldCo LLC, a Delaware limited liability company ("***Kiosk HoldCo***"));

(f) The sole member of Kiosk HoldCo (being BT HoldCo LLC, a Delaware limited liability company ("***BT HoldCo***"));

(g) The sole member of BT HoldCo (being BCD Merger Sub);

(h) The sole member of Cash Ramp, LLC, a Delaware limited liability company (being Kiosk HoldCo);

(i) The sole member of BTM International Holdings 1 LLC, a Delaware limited liability company (being Mintz Assets);

(j) The sole member of BTM International Holdings II LLC, a Delaware limited liability company (being Mintz Assets); and

(k) The sole member of Kiosk Technicians, LLC, a Delaware limited liability company (being Mintz Assets) (the governing bodies set forth in (a) through (k), collectively, the "***Consenting Bodies***");

acting by written consent in lieu of a meeting pursuant to Section 18-302(d) of the Delaware Limited Liability Company Act (with respect to the Member-Managed Companies and the Manager-Managed Companies), Section 228(a) of the Delaware General Corporation Law (with respect to Kutt) and Section 14-2-821 of the Georgia Business Corporation Code (with respect to Mintz Assets), hereby take the following actions by unanimous written consent of such Consenting Body with respect to each Company, which actions shall have the same force and effect as if adopted at a duly called and held meeting of each such Consenting Body.

WHEREAS, the Consenting Bodies have studied and considered the financial condition of the Companies, including the Companies' immediate liquidity needs, liabilities, contractual obligations, the short-term and long-term prospects available to the Companies, the strategic alternatives available to the Companies and the related circumstances and situation, including the current and reasonably foreseeable future conditions of the industry in which the Companies operate;

WHEREAS, the Consenting Bodies have consulted with the Companies' financial and legal advisors and considered a variety of strategic alternatives available to the Companies;

WHEREAS, the Consenting Bodies have determined that it is advisable and in the best interests of each Company to (i) file for immediate protection under chapter 11 of title 11 of the United States Code (the "***Bankruptcy Code***") and (ii) file or cause to be filed voluntary petitions for relief (the "***Chapter 11 Petitions***," and the cases commenced thereby, the "***Chapter 11 Cases***") pursuant to chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Texas, or another appropriate court (the "***U.S. Bankruptcy Court***"), and any and all documents necessary or convenient to effect, cause, or to promote the Chapter 11 Cases;

WHEREAS, pursuant to a unanimous written consent duly adopted on May 14, 2026, the board of directors of Bitcoin Depot Inc. established a special committee (the "***Restructuring Committee***") for the purposes of, among other things, (i) engaging in an evaluation of the Companies' strategic alternatives, including without limitation, a potential sale of all or substantially all of the assets of the Companies, a recapitalization or restructuring of the Companies' outstanding indebtedness, a restructuring or liquidation of the Companies under chapter 11 of the Bankruptcy Code, and/or other transactions and (ii) considering and authorizing certain conflict matters;

WHEREAS, the Restructuring Committee has reviewed and considered the need for the Chapter 11 Cases and has (x) determined that it is advisable, fair to, and in the best interests of the Companies to approve the filing of the Chapter 11 Cases and (y) recommended that the Consenting Bodies pursue, adopt and approve the filing of the Chapter 11 Cases; and

WHEREAS, after review of (i) the financial condition of the Companies, the current and reasonably foreseeable future conditions of the industry in which the Companies operate, the outlook for the Companies' businesses and the other alternatives available to the Companies, (ii) the liquidity position of the Companies, and (iii) such other considerations as the Consenting Bodies deem relevant, the Consenting Bodies, following consultation with the financial and legal advisors to the Companies, have determined that it is advisable and in the best interests of each Company to pursue the Chapter 11 Cases, as approved in this written consent.

Chapter 11 Filing

NOW, THEREFORE, BE IT RESOLVED, that each Consenting Body hereby determines that it is advisable and in the best interest of the respective Company to file the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes each respective Company to file or cause to be filed the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each duly appointed manager or officer of each Company (each an "***Authorized Officer***" and, collectively, the "***Authorized Officers***"), to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court on behalf of each Company, the Chapter 11 Petitions, in such form as prescribed by the official forms promulgated pursuant to the Bankruptcy Code;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court all papers, motions, applications, schedules, and pleadings necessary, appropriate, or convenient to facilitate the Chapter 11 Cases and all of its matters and proceedings, and any and all other documents necessary, appropriate, or convenient in connection with the commencement or prosecution of the Chapter 11 Cases, each in such form or forms as the Authorized Officer may approve, and subject to further Consenting Body approvals as the Companies and their counsel determine to be appropriate under the circumstances;

Retention of Professionals

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Vinson & Elkins L.L.P. ("***V&E***") as general bankruptcy counsel to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, including filings and pleadings, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage V&E for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of V&E;

FURTHER RESOLVED, that the Consenting Bodies hereby approve the Companies' engagement of Triple P TRS, LLC and Triple P Securities, LLC (together, "***Portage Point***") as financial advisor to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Portage Point for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Portage Point;

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Kroll Restructuring Administration LLC ("***Kroll***") as notice, claims, and solicitation agent to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, is hereby approved, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Kroll for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Kroll;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to employ any other professionals to assist the Companies in carrying out their duties under the Bankruptcy Code; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers and fees, and to cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary;

General

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer, on behalf of each Company, to certify and attest to any documents that he or she may deem necessary, appropriate, or convenient to consummate any transactions

necessary to effectuate the foregoing resolutions; *provided*, such attestation shall not be required for the validity of any such documents;

FURTHER RESOLVED, that any and all actions heretofore or hereafter taken by the Authorized Officers, or any of them, within the foregoing resolutions, are, and each of them is, hereby ratified, confirmed and approved;

FURTHER RESOLVED, that the Authorized Officers are, and each of them is, hereby authorized and empowered in the name and on behalf of each Company, to execute and deliver such agreements, instruments and documents, and to take or cause to be taken such other actions, as such Authorized Officer or Authorized Officers may determine to be necessary or advisable to implement the purposes and intent of the foregoing resolutions; each such agreement, instrument and document to be in such form and to contain such terms and conditions, consistent with the foregoing resolutions, as such Authorized Officer or Authorized Officers executing the same may approve, the execution and delivery of any such agreement, instrument or document by any such Authorized Officer or the taking of such action to be conclusive evidence of such authorization and approval;

FURTHER RESOLVED, that this consent may be executed and delivered by facsimile, .pdf or other electronic means, and such execution shall be considered valid, binding and effective for all purposes; and

FURTHER RESOLVED, that this consent may be executed and delivered in one or more counterparts, all of which taken together shall be considered to be one and the same written consent.

[*The remainder of this page is intentionally blank.*]

IN WITNESS WHEREOF, the undersigned, being the sole or managing member, as applicable, of each Member-Managed Company, has executed this written consent effective as of the date first written above.

BITCOIN DEPOT OPERATING LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
8F7ABC3954F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BT HOLDCO LLC

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
8F7ABC3954F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

CASH RAMP LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
8F7ABC3954F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

INTUITIVE SOFTWARE LLC

By: Bitcoin Depot Operating LLC, its managing member

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK HOLDCO LLC

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK TECHNICIANS, LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BTM INTERNATIONAL HOLDINGS 1 LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
6E7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BTM INTERNATIONAL HOLDINGS II LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
9F7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the managers of each Manager-Managed Company, has executed this written consent effective as of the date first written above.

BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC

Signed by:
By: _____
C5DA87536D2842C...
Name: W. Alexander Holmes
Title: Manager

Signed by:
By: _____
C5DA87536D2842C...
Name: W. Alexander Holmes
Title: Manager

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

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IN WITNESS WHEREOF, the undersigned, being the sole member of the board of directors of Kutt, Inc., has executed this written consent effective as of the date first written above.

KUTT, INC.

Signed by:

C5DA87536D2612C...

W. Alexander Holmes

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the sole member of the board of directors of Mintz Assets, Inc., has executed this written consent effective as of the date first written above.

MINTZ ASSETS, INC.

Signed by:
C5DA87536D2842C...

W. Alexander Holmes

Fill in this information to identify the case:

Debtor name: Bitcoin Depot Inc. et al.
United States Bankruptcy Court for the Southern District of Texas
Case number (if known): 26-_____ ( )

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
1	CASHCLOUD ATTN: THOMAS CONWAY 400-411 ROOSEVELT AVENUE OTTAWA, ON K2A 3X9 CANADA	ATTN: THOMAS CONWAY EMAIL: TCONWAY@CONWAYLITIGATION.CA PHONE NUMBER: 613-780-2011	LEGAL JUDGEMENT	D			$18,470,000.00
2	WPS KIOSK PARTNERS LLC ATTN: WILLIAM SIRIGNANO 135 W 50TH ST SUITE 200 NEW YORK, NY 10020	ATTN: WILLIAM SIRIGNANO EMAIL: W@WPSCAPITALPARTNERS.COM	PROFIT SHARE AGREEMENT	C, U, D			$5,000,000.00
3	LEGACY VENDING, LLC ATTN: ANSUR AHMED 7633 GRAND RIDGE ROAD COLUMBUS, GA 31904	ATTN: ANSUR AHMED EMAIL: ANSUR.AHMED@OUTLOOK.COM	PROFIT SHARE AGREEMENT	C, U, D			$3,760,000.00
4	SOPRIS-BITCOIN DEPOT INVESTORS LLC ATTN: DAN WEDMAN 409 ASPEN AIRPORT BUSINESS CENTER SUITE B ASPEN, CO 81612	ATTN: DAN WEDMAN EMAIL: DWEDMAN@SOPRISCAPITAL.COM	PROFIT SHARE AGREEMENT	C, U, D			$2,000,000.00
5	KIRKLAND & ELLIS LLP ATTN: THOMAS LAUGHLIN 333 W WOLF POINT PLAZA CHICAGO, IL 60654	ATTN: THOMAS LAUGHLIN EMAIL: THOMAS.LAUGHLIN@KIRKLAND.COM PHONE NUMBER: T +1 214 972 1663 M +1 214 926 5353	LEGAL SERVICES	C, U, D			$1,939,141.05
6	LATHAM & WATKINS LLP ATTN: STEVEN STOKDYK 555 WEST FIFTH ST SUITE 300 LOS ANGELES, CA 90013-1020	ATTN: STEVEN STOKDYK EMAIL: STEVEN.STOKDYK@LW.COM PHONE NUMBER: D: +1-213-891-7421 | M: +1-310-993-9093	LEGAL SERVICES	C, U, D			$1,000,000.00
7	BIBBEO LTD ATTN: MILES POWER 24340 E GLASGOW DR AURORA, CO 80016	ATTN: MILES POWER EMAIL: POWER.M@BIBBEO.COM PHONE NUMBER: 269-903-1309	INSTALLATION	C, U, D			$892,023.69
8	GOOGLE LLC ATTN: KILLY WINZ 1600 AMPHITHEATRE PKWY MOUNTAIN VIEW, CA 94043	ATTN: KILLY WINZ EMAIL: KILLYW@GOOGLE.COM PHONE NUMBER: 720-289-9910	OTHER OPERATING EXPENSES	C, U, D			$715,334.81
9	GREENBERG TRAURING, LLC ATTN: JENA VALDETERO 8400 NW 36TH STREET SUITE 400 DORAL, FL 33166	ATTN: JENA VALDETERO EMAIL: JENA.VALDETERO@GTLAW.COM PHONE NUMBER: T +1 312-456-1025 / C 2024310288	LEGAL SERVICES	C, U, D			$611,019.41
10	SECRETARIAT ADVISORS LLC ATTN: CHRIS MCKAY 1175 PEACHTREE ST NE 100 COLONY SQ SUITE 400 ATLANTA, GA 30361	ATTN: CHRIS MCKAY EMAIL: CMCKAY@SECRETARIAT-INTL.COM PHONE NUMBER: +1 818 307 3314	LEGAL SERVICES	C, U, D			$261,550.00
11	CONSILIO INC. ATTN: MATT SIMMONS DEPT CH 17174 PALATINE, IL 6005	ATTN: MATT SIMMONS EMAIL: MATT.SIMMONS@CONSILIO.COM	LEGAL SERVICES	C, U, D			$235,920.24
12	LOOMIS ATTN: STEVE MORRIS 2500 CITYWEST BLVD. STE. 2300 HOUSTON, TX 77042	ATTN: STEVE MORRIS EMAIL: STEVE.MORRIS@US.LOOMIS.COM PHONE NUMBER: 901-463-0827	ARMORED TRANSPORT	C, U, D			$223,231.41

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
13	OPTCONNECT ATTN: MATT WARNER 854 WEST 450 NORTH #4 KAYSVILLE, UT 84037	ATTN: MATT WARNER EMAIL: MATT.WARNER@OPTCONNECT.COM PHONE NUMBER: 801-645-3254	WIRELESS	C, U, D			$222,157.47
14	COBRA CAPITAL PARTNERS LLC ATTN: HAMZEE KADDOURA 442 KINGSBURY AVE DEARBORN, MI 48128	ATTN: HAMZEE KADDOURA EMAIL: HAMZEE47@GMAIL.COM	PROFIT SHARE AGREEMENT	C, U, D			$212,000.00
15	DENTONS CANADA LLP ATTN: GREG MCNAB 77 KING STREET WEST TORONTO-DOMINION CENTRE, SUITE 400 TORONTO, ON M5K 0A1 CANADA	ATTN: GREG MCNAB EMAIL: GREG.MCNAB@DENTONS.COM PHONE NUMBER: +1 416 863 4492	LEGAL SERVICES	C, U, D			$201,638.90
16	ATM TOKEN GROUP SERVICES LTD. ATTN: SHELVIN PRASAD 1285 WEST BROADWAY SUITE 600 VANCOUVER, BC V6H 3X8 CANADA	ATTN: SHELVIN PRASAD EMAIL: SHELVIN@ATMTOKEN.COM PHONE NUMBER: 403-830-0710	INSTALLATION & MAINTENANCE	C, U, D			$182,988.73
17	GARDAWORLD ATTN: DARREN GARBUTT 2000 NW CORPORATE BLVD BOCA RATON, FL 33431	ATTN: DARREN GARBUTT EMAIL: DARREN.GARBUTT@GARDA.COM	ARMORED TRANSPORT	C, U, D			$181,767.82
18	BURROUGHS ATTN: CHRIS ADAMSON P.O. BOX 72409 CLEVELAND, OH 44192	ATTN: CHRIS ADAMSON EMAIL: CHRIS.ADAMSON@BURROUGHS.COM PHONE NUMBER: 647-982-6158	MAINTENANCE	C, U, D			$175,679.05
19	ELLIPTIC INC. ATTN: DAVE HOMANKO 1632 1ST AVENUE #23346 NEW YORK, NY 10128	ATTN: DAVE HOMANKO EMAIL: DAVE.HOMANKO@ELLIPTIC.CO	INFORMATION TECHNOLOGY	C, U, D			$173,250.00
20	TROUTMAN PEPPER LOCKE LLP ATTN: DOMINIC CERVONI 600 PEACHTREE STREET, NE SUITE 3000 ATLANTA, GA 30308	ATTN: DOMINIC CERVONI EMAIL: DOMENIC.CERVONI@TROUTMAN.COM PHONE NUMBER: 212-912-2722	LEGAL SERVICES	C, U, D			$157,626.73
21	DEEL, INC ATTN: JOEY ASAMOAH 425 1ST STREET SAN FRANCISCO, CA 94105-4621	ATTN: JOEY ASAMOAH EMAIL: JOEY.ASAMOAH@DEEL.COM	PEO	C, U, D			$128,038.00
22	WOLF & COMPANY, P.C. ATTN: MARISSA A. SCICCHITANO 255 STATE STREET BOSTON, MA 02109	ATTN: MARISSA A. SCICCHITANO EMAIL: MSCICCHITANO@WOLFANDCO.COM	ACCOUNTING & AUDITING	C, U, D			$123,000.00
23	BRINKS CANADA LIMITED ATTN: TY BURCH 95 BROWN'S LINE ETOBICOKE, ON M8W 3S2 CANADA	ATTN: TY BURCH EMAIL: TYNAN.BURCH@BRINKS.COM PHONE NUMBER: 289-440-0476	ARMORED TRANSPORT	C, U, D			$122,335.28
24	DONNELLEY FINANCIAL, LLC ATTN: RYAN WARD 35 W. WACKER DRIVE CHICAGO, IL 60601	ATTN: RYAN WARD EMAIL: RYAN.T.WARD@DFINSOLUTIONS.COM PHONE NUMBER: 508-728-9960	OTHER OPERATING EXPENSES	C, U, D			$105,895.00
25	GARRISON MANAGEMENT GROUP, LLC DBA AXADVOCACY, LLC ATTN: NICK MADDUX 800 W 47TH ST STE 200 KANSAS CITY, MO 64112	ATTN: NICK MADDUX EMAIL: NMADDUX@AXIOMSTRATEGIES.COM PHONE NUMBER: 417-594-0029	LEGAL SERVICES	C, U, D			$100,000.00
26	PROFESSIONALS WORLD LLC ATTN: YOUSEF AZZAM 1072 MADISON CHASE #7 WEST PALM BEACH, FL 33411	ATTN: YOUSEF AZZAM EMAIL: YOUSEF@PROS-WORLD.COM	OTHER OPERATING EXPENSES	C, U, D			$98,010.73
27	DAC GROUP / CHICAGO, INC. ATTN: GEMMA GIBSON P.O. BOX 842862 BOSTON, MA 02284-2870	ATTN: GEMMA GIBSON EMAIL: GGIBSON@DACGROUP.COM PHONE NUMBER: 872-270-0964	MARKETING	C, U, D			$93,906.41
28	LALCHANDANI SIMON PL ATTN: KUBS LALCHANDANI 25 SE 2ND AVE SUITE 1020 MIAMI, FL 33131	ATTN: KUBS LALCHANDANI EMAIL: KUBS@LSLAWPL.COM	LEGAL SERVICES	C, U, D			$91,105.90

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
29	BPO HIVE LLC ATTN: ABDULLAH M. STREET 2, EL WAHA NASR CITY, CAIRO, 11577 EGYPT	ATTN: ABDULLAH M. EMAIL: ABDULLAH@BPOHIVE.COM PHONE NUMBER: (+20)114 190 8557	MARKETING	C, U, D			$78,237.81
30	CUMMINS-ALLISON CORP ATTN: JAMES REEVES 852 FEEHANVILLE MT PROSPECT, IL 60056	ATTN: JAMES REEVES EMAIL: JAMES.REEVES@CRANEPI.COM	OTHER OPERATING EXPENSES	C, U, D			$78,208.62

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
BITCOIN DEPOT INC., *et al*.,	)	Case No. 26 – [_____] (__)
Debtors.[1]	)	Joint Administration Requested

CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1

Pursuant to Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1, the following are all of the ownership interests in Bitcoin Depot Inc. ("***Bitcoin Depot***") and its affiliated debtors, who are each debtors and debtors in possession in the above-captioned cases (collectively, the "***Debtors***"). Bitcoin Depot, on behalf of itself and the Debtors, hereby states as follows:

1. The following entities own 10% or more of the equity interests of Bitcoin Depot:[2]

Corporate Equity Holder	Address of Corporate Equity Holder	Type/Class of Interest	Percentage of Equity Held
BD Investment Holdings II LLC	500 Westover Dr #32474 Sanford, NC 27330	Class M	100%
Cede & Co.	570 Washington Blvd Jersey City, NJ 07310	Class A	87.496%

[1] The Debtors in these chapter 11 cases and the last four digits of their respective federal tax identification numbers (if applicable) may be obtained on the website of the Debtors' proposed claims and noticing agent at https://restructuring.ra.kroll.com/bitcoindepot. The location of the Debtors' corporate headquarters is: 8601 Dunwoody Place, Sandy Springs, Georgia 30350.

[2] Equity positions indicate the record holders of such equity as of March 31, 2026.

2. Bitcoin Depot owns 100% of the equity interests of Kutt, Inc.
3. Bitcoin Depot owns 100% of the equity interests of BCD Merger Sub LLC, which in turn owns 100% of the equity interests of BT HoldCo LLC.
4. BT HoldCo LLC owns 100% of the equity interests of Kiosk HoldCo LLC, which in turn owns 100% of the equity interests of the following entities:
    a. Bitcoin Depot Operating LLC;
    b. Cash Ramp LLC; and
    c. MCA Services Group, LLC.
5. Bitcoin Depot Operating LLC owns 100% of the equity interests of the following entities:
    a. Intuitive Software LLC;
    b. Lux Vending Kiosk, LLC; and
    c. Mintz Assets, Inc.
6. Intuitive Software LLC owns 100% of the equity interests of Digital Gold Ventures Inc.
7. Mintz Assets, Inc. owns 100% of the equity interests of the following entities:
    a. BTM International Holdings 1 LLC;
    b. BTM International Holdings II LLC;
    c. Express Vending Inc.; and
    d. Kiosk Technicians, LLC.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
KIOSK HOLDCO LLC,	)	Case No. 26 – [_____] (__)
Debtor.	)	(Joint Administration Requested)

LIST OF EQUITY SECURITY HOLDERS (RULE 1007(a)(3))

Pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following identifies all known holders having a direct or indirect ownership interest of the above captioned debtor in possession:

Corporate Equity Holder	Address of Corporate Equity Holder	Percentage of Equity Held
BT HoldCo LLC	2870 Peachtree Road #327 Atlanta, GA 30305	100%

Fill in this information to identify the case and this filing:

Debtor Name Kiosk HoldCo LLC

United States Bankruptcy Court for the: Southern District of Texas (State)

Case number (*If known*): 26-[___]

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors 12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended *Schedule* ____
- ☑ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☑ Other document that requires a declaration Corporate Ownership Statement; List of Equity Security Holders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026
MM / DD / YYYY

✘ /s/ Christopher Ryan
Signature of individual signing on behalf of debtor

Christopher Ryan
Printed name

General Counsel and Corporate Secretary
Position or relationship to debtor

This is Exhibit "H" referred to in the Affidavit of Thomas Studebaker sworn over videoconference in accordance with the *Administering Oath or Declaration Remotely Regulation*, O. Reg 431/20, on May 21, 2026, while I was located in the City of Toronto, in the Province of Ontario, and the affiant was located in the City of Boston, in the State of Massachusetts.



Commissioner for Taking Affidavits (or as may be)

MARLEIGH ERYN DICK

LSO# 79390S

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of Texas (State)

Case number (*If known*): 26-[ ] Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy 04/25

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals,* is available.

1. **Debtor's name** Intuitive Software LLC

2. **All other names debtor used in the last 8 years**
   Include any assumed names, trade names, and *doing business as* names

3. **Debtor's federal Employer Identification Number** (EIN) 87-1344496

4. **Debtor's address**

Principal place of business

8601 Dunwoody Place
Number Street

Suite 308

Sandy Springs GA 30350
City State ZIP Code

Fulton County
County

Mailing address, if different from principal place of business

2870 Peachtree Road
Number Street

#327
P.O. Box

Atlanta GA 30305
City State ZIP Code

Location of principal assets, if different from principal place of business

Number Street

City State ZIP Code

5. **Debtor's website** (URL) https://bitcoindepot.com/

TRUE COPY I CERTIFY
ATTEST: May 20, 2026
NATHAN OCHSNER, Clerk of Court
By: *s/ B. Thomas* Deputy Clerk

Debtor Intuitive Software LLC Case number (*if known*) 26-[ ]
Name

6. Type of debtor

- ☑ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- ☐ Partnership (excluding LLP)
- ☐ Other. Specify: _____

7. Describe debtor's business

A. *Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☑ None of the above

B. *Check all that apply:*

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See http://www.uscourts.gov/four-digit-national-association-naics-codes .

5 2 3 9

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
- ☐ Chapter 9
- ☑ Chapter 11. *Check **all** that apply*:
  - ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than $3,424,000 (amount subject to adjustment on 4/01/28 and every 3 years after that).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
  - ☐ A plan is being filed with this petition.
  - ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
  - ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
  - ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
- ☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

- ☑ No
- ☐ Yes. District _____ When _____ (MM / DD / YYYY) Case number _____
  District _____ When _____ (MM / DD / YYYY) Case number _____

Debtor Intuitive Software LLC Case number (*if known*) 26-[ ]
Name

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

☐ No
☑ Yes. Debtor See Rider 1 Relationship _____
District _____ When _____ MM / DD / YYYY
Case number, if known _____

11. Why is the case filed in *this district*?

Check all that apply:

☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
☑ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☑ No See Rider 2.
☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (*Check all that apply.*)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
☐ It needs to be physically secured or protected from the weather.
☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
☐ Other _____

Where is the property? _____
Number Street
_____
_____ _____ _____
City State ZIP Code

Is the property insured?

☐ No
☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

☑ Funds will be available for distribution to unsecured creditors.
☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

☑ 1-49	☐ 1,000-5,000	☐ 25,001-50,000
☐ 50-99	☐ 5,001-10,000	☐ 50,001-100,000
☐ 100-199	☐ 10,001-25,000	☐ More than 100,000
☐ 200-999		

Debtor Intuitive Software LLC
Name

Case number (*if known*) 26-[ ]

15. Estimated assets

- ☑ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

16. Estimated liabilities

- ☑ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026
MM / DD / YYYY

✘ /s/ Christopher Ryan
Signature of authorized representative of debtor

Christopher Ryan
Printed name

Title General Counsel and Corporate Secretary

18. Signature of attorney

✘ /s/ Paul E. Heath
Signature of attorney for debtor

Date 05/18/2026
MM / DD / YYYY

Paul E. Heath
Printed name

Vinson & Elkins LLP
Firm name

845 Texas Avenue, Suite 4700
Number Street

Houston TX 77002
City State ZIP Code

713.758.2222
Contact phone

pheath@velaw.com
Email address

09355050 TX
Bar number State

Rider 1

Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor in the United States Bankruptcy Court for the Southern District of Texas

Bitcoin Depot Inc.
BCD Merger Sub LLC
Bitcoin Depot Operating LLC
BT HoldCo LLC
BTM International Holdings 1 LLC
BTM International Holdings II LLC
Cash Ramp LLC
Digital Gold Ventures Inc.
Express Vending Inc.
Intuitive Software LLC
Kiosk HoldCo LLC
Kiosk Technicians, LLC
Kutt, Inc.
Lux Vending Kiosk, LLC
MCA Services Group, LLC
Mintz Assets, Inc.

Rider 2

Real Property or Personal Property That Needs Immediate Attention

Question 12, among other things, asks debtors to identify any property that poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

Bitcoin Depot Inc. and its affiliated companies that are also filing voluntary chapter 11 bankruptcy cases in this Court (collectively, the "***Debtors***") own and operate the largest network of Bitcoin kiosks across North America, providing users with a means of converting cash into Bitcoin. The Debtors' portfolio consists of approximately 9,700 kiosks deployed in retailer locations throughout the United States and Canada. The Debtors also sell cryptocurrency to consumers through its BDCheckout product offering. The Debtors do not believe they own or possess any real or personal property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety. The Debtors note that they are not aware of any definition of "imminent and identifiable" harm as used in this form.

EXECUTION VERSION

OMNIBUS ACTION BY WRITTEN CONSENT OF

THE BOARDS OF DIRECTORS OF
KUTT, INC.
MINTZ ASSETS, INC.
(the "Corporation Companies")

AND

THE SOLE MEMBERS OF
BITCOIN DEPOT OPERATING LLC
BT HOLDCO LLC
BTM INTERNATIONAL HOLDINGS 1 LLC
BTM INTERNATIONAL HOLDINGS II LLC
CASH RAMP LLC
INTUITIVE SOFTWARE LLC
KIOSK HOLDCO LLC
KIOSK TECHNICIANS, LLC
(the "Member-Managed Companies")

AND

THE MANAGERS OF
BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC
(the "Manager-Managed Companies" and, together with the Corporation Companies and the Member-Managed Companies, the "Companies")

May 17, 2026

The undersigned being:

(a) All of the members of the board of directors of Kutt, Inc., a Delaware corporation ("***Kutt***");

(b) All of the members of the board of directors of Mintz Assets, Inc., a Georgia corporation ("***Mintz Assets***");

(c) The managing member of Intuitive Software LLC, a Delaware limited liability company (being Bitcoin Depot Operating LLC, a Delaware limited liability company ("***Bitcoin Operating***"));

(d) All of the managers of (i) BCD Merger Sub LLC, a Delaware limited liability company ("***BCD Merger Sub***"), (ii) MCA Services Group, LLC, a Delaware limited liability company, and (iii) Lux Vending Kiosk, LLC, a Delaware limited liability company;

(e) The sole member of Bitcoin Operating (being Kiosk HoldCo LLC, a Delaware limited liability company ("***Kiosk HoldCo***"));

(f) The sole member of Kiosk HoldCo (being BT HoldCo LLC, a Delaware limited liability company ("***BT HoldCo***"));

(g) The sole member of BT HoldCo (being BCD Merger Sub);

(h) The sole member of Cash Ramp, LLC, a Delaware limited liability company (being Kiosk HoldCo);

(i) The sole member of BTM International Holdings 1 LLC, a Delaware limited liability company (being Mintz Assets);

(j) The sole member of BTM International Holdings II LLC, a Delaware limited liability company (being Mintz Assets); and

(k) The sole member of Kiosk Technicians, LLC, a Delaware limited liability company (being Mintz Assets) (the governing bodies set forth in (a) through (k), collectively, the "***Consenting Bodies***");

acting by written consent in lieu of a meeting pursuant to Section 18-302(d) of the Delaware Limited Liability Company Act (with respect to the Member-Managed Companies and the Manager-Managed Companies), Section 228(a) of the Delaware General Corporation Law (with respect to Kutt) and Section 14-2-821 of the Georgia Business Corporation Code (with respect to Mintz Assets), hereby take the following actions by unanimous written consent of such Consenting Body with respect to each Company, which actions shall have the same force and effect as if adopted at a duly called and held meeting of each such Consenting Body.

WHEREAS, the Consenting Bodies have studied and considered the financial condition of the Companies, including the Companies' immediate liquidity needs, liabilities, contractual obligations, the short-term and long-term prospects available to the Companies, the strategic alternatives available to the Companies and the related circumstances and situation, including the current and reasonably foreseeable future conditions of the industry in which the Companies operate;

WHEREAS, the Consenting Bodies have consulted with the Companies' financial and legal advisors and considered a variety of strategic alternatives available to the Companies;

WHEREAS, the Consenting Bodies have determined that it is advisable and in the best interests of each Company to (i) file for immediate protection under chapter 11 of title 11 of the United States Code (the "***Bankruptcy Code***") and (ii) file or cause to be filed voluntary petitions for relief (the "***Chapter 11 Petitions***," and the cases commenced thereby, the "***Chapter 11 Cases***") pursuant to chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Texas, or another appropriate court (the "***U.S. Bankruptcy Court***"), and any and all documents necessary or convenient to effect, cause, or to promote the Chapter 11 Cases;

WHEREAS, pursuant to a unanimous written consent duly adopted on May 14, 2026, the board of directors of Bitcoin Depot Inc. established a special committee (the "***Restructuring Committee***") for the purposes of, among other things, (i) engaging in an evaluation of the Companies' strategic alternatives, including without limitation, a potential sale of all or substantially all of the assets of the Companies, a recapitalization or restructuring of the Companies' outstanding indebtedness, a restructuring or liquidation of the Companies under chapter 11 of the Bankruptcy Code, and/or other transactions and (ii) considering and authorizing certain conflict matters;

WHEREAS, the Restructuring Committee has reviewed and considered the need for the Chapter 11 Cases and has (x) determined that it is advisable, fair to, and in the best interests of the Companies to approve the filing of the Chapter 11 Cases and (y) recommended that the Consenting Bodies pursue, adopt and approve the filing of the Chapter 11 Cases; and

WHEREAS, after review of (i) the financial condition of the Companies, the current and reasonably foreseeable future conditions of the industry in which the Companies operate, the outlook for the Companies' businesses and the other alternatives available to the Companies, (ii) the liquidity position of the Companies, and (iii) such other considerations as the Consenting Bodies deem relevant, the Consenting Bodies, following consultation with the financial and legal advisors to the Companies, have determined that it is advisable and in the best interests of each Company to pursue the Chapter 11 Cases, as approved in this written consent.

Chapter 11 Filing

NOW, THEREFORE, BE IT RESOLVED, that each Consenting Body hereby determines that it is advisable and in the best interest of the respective Company to file the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes each respective Company to file or cause to be filed the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each duly appointed manager or officer of each Company (each an "***Authorized Officer***" and, collectively, the "***Authorized Officers***"), to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court on behalf of each Company, the Chapter 11 Petitions, in such form as prescribed by the official forms promulgated pursuant to the Bankruptcy Code;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court all papers, motions, applications, schedules, and pleadings necessary, appropriate, or convenient to facilitate the Chapter 11 Cases and all of its matters and proceedings, and any and all other documents necessary, appropriate, or convenient in connection with the commencement or prosecution of the Chapter 11 Cases, each in such form or forms as the Authorized Officer may approve, and subject to further Consenting Body approvals as the Companies and their counsel determine to be appropriate under the circumstances;

Retention of Professionals

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Vinson & Elkins L.L.P. ("***V&E***") as general bankruptcy counsel to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, including filings and pleadings, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage V&E for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of V&E;

FURTHER RESOLVED, that the Consenting Bodies hereby approve the Companies' engagement of Triple P TRS, LLC and Triple P Securities, LLC (together, "***Portage Point***") as financial advisor to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Portage Point for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Portage Point;

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Kroll Restructuring Administration LLC ("***Kroll***") as notice, claims, and solicitation agent to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, is hereby approved, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Kroll for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Kroll;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to employ any other professionals to assist the Companies in carrying out their duties under the Bankruptcy Code; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers and fees, and to cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary;

General

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer, on behalf of each Company, to certify and attest to any documents that he or she may deem necessary, appropriate, or convenient to consummate any transactions

necessary to effectuate the foregoing resolutions; *provided*, such attestation shall not be required for the validity of any such documents;

FURTHER RESOLVED, that any and all actions heretofore or hereafter taken by the Authorized Officers, or any of them, within the foregoing resolutions, are, and each of them is, hereby ratified, confirmed and approved;

FURTHER RESOLVED, that the Authorized Officers are, and each of them is, hereby authorized and empowered in the name and on behalf of each Company, to execute and deliver such agreements, instruments and documents, and to take or cause to be taken such other actions, as such Authorized Officer or Authorized Officers may determine to be necessary or advisable to implement the purposes and intent of the foregoing resolutions; each such agreement, instrument and document to be in such form and to contain such terms and conditions, consistent with the foregoing resolutions, as such Authorized Officer or Authorized Officers executing the same may approve, the execution and delivery of any such agreement, instrument or document by any such Authorized Officer or the taking of such action to be conclusive evidence of such authorization and approval;

FURTHER RESOLVED, that this consent may be executed and delivered by facsimile, .pdf or other electronic means, and such execution shall be considered valid, binding and effective for all purposes; and

FURTHER RESOLVED, that this consent may be executed and delivered in one or more counterparts, all of which taken together shall be considered to be one and the same written consent.

[*The remainder of this page is intentionally blank.*]

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IN WITNESS WHEREOF, the undersigned, being the sole or managing member, as applicable, of each Member-Managed Company, has executed this written consent effective as of the date first written above.

BITCOIN DEPOT OPERATING LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
8F7ABC3954F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BT HOLDCO LLC

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
8F7ABC3954F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

CASH RAMP LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
8F7ABC3954F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

INTUITIVE SOFTWARE LLC

By: Bitcoin Depot Operating LLC, its managing member

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK HOLDCO LLC

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK TECHNICIANS, LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BTM INTERNATIONAL HOLDINGS 1 LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
6E7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BTM INTERNATIONAL HOLDINGS II LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
9F7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

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IN WITNESS WHEREOF, the undersigned, being the managers of each Manager-Managed Company, has executed this written consent effective as of the date first written above.

BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC

Signed by:
By: _____
C5DA87536D2842C...
Name: W. Alexander Holmes
Title: Manager

Signed by:
By: _____
C5DA87536D2842C...
Name: W. Alexander Holmes
Title: Manager

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the sole member of the board of directors of Kutt, Inc., has executed this written consent effective as of the date first written above.

KUTT, INC.

Signed by:

C5DA87536D2612C...

W. Alexander Holmes

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the sole member of the board of directors of Mintz Assets, Inc., has executed this written consent effective as of the date first written above.

MINTZ ASSETS, INC.

Signed by:
C5DA87536D2842C...

W. Alexander Holmes

Fill in this information to identify the case:

Debtor name: Bitcoin Depot Inc. et al.
United States Bankruptcy Court for the Southern District of Texas
Case number (if known): 26-_____ ( )

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
1	CASHCLOUD ATTN: THOMAS CONWAY 400-411 ROOSEVELT AVENUE OTTAWA, ON K2A 3X9 CANADA	ATTN: THOMAS CONWAY EMAIL: TCONWAY@CONWAYLITIGATION.CA PHONE NUMBER: 613-780-2011	LEGAL JUDGEMENT	D			$18,470,000.00
2	WPS KIOSK PARTNERS LLC ATTN: WILLIAM SIRIGNANO 135 W 50TH ST SUITE 200 NEW YORK, NY 10020	ATTN: WILLIAM SIRIGNANO EMAIL: W@WPSCAPITALPARTNERS.COM	PROFIT SHARE AGREEMENT	C, U, D			$5,000,000.00
3	LEGACY VENDING, LLC ATTN: ANSUR AHMED 7633 GRAND RIDGE ROAD COLUMBUS, GA 31904	ATTN: ANSUR AHMED EMAIL: ANSUR.AHMED@OUTLOOK.COM	PROFIT SHARE AGREEMENT	C, U, D			$3,760,000.00
4	SOPRIS-BITCOIN DEPOT INVESTORS LLC ATTN: DAN WEDMAN 409 ASPEN AIRPORT BUSINESS CENTER SUITE B ASPEN, CO 81612	ATTN: DAN WEDMAN EMAIL: DWEDMAN@SOPRISCAPITAL.COM	PROFIT SHARE AGREEMENT	C, U, D			$2,000,000.00
5	KIRKLAND & ELLIS LLP ATTN: THOMAS LAUGHLIN 333 W WOLF POINT PLAZA CHICAGO, IL 60654	ATTN: THOMAS LAUGHLIN EMAIL: THOMAS.LAUGHLIN@KIRKLAND.COM PHONE NUMBER: T +1 214 972 1663 M +1 214 926 5353	LEGAL SERVICES	C, U, D			$1,939,141.05
6	LATHAM & WATKINS LLP ATTN: STEVEN STOKDYK 555 WEST FIFTH ST SUITE 300 LOS ANGELES, CA 90013-1020	ATTN: STEVEN STOKDYK EMAIL: STEVEN.STOKDYK@LW.COM PHONE NUMBER: D: +1-213-891-7421 | M: +1-310-993-9093	LEGAL SERVICES	C, U, D			$1,000,000.00
7	BIBBEO LTD ATTN: MILES POWER 24340 E GLASGOW DR AURORA, CO 80016	ATTN: MILES POWER EMAIL: POWER.M@BIBBEO.COM PHONE NUMBER: 269-903-1309	INSTALLATION	C, U, D			$892,023.69
8	GOOGLE LLC ATTN: KILLY WINZ 1600 AMPHITHEATRE PKWY MOUNTAIN VIEW, CA 94043	ATTN: KILLY WINZ EMAIL: KILLYW@GOOGLE.COM PHONE NUMBER: 720-289-9910	OTHER OPERATING EXPENSES	C, U, D			$715,334.81
9	GREENBERG TRAURING, LLC ATTN: JENA VALDETERO 8400 NW 36TH STREET SUITE 400 DORAL, FL 33166	ATTN: JENA VALDETERO EMAIL: JENA.VALDETERO@GTLAW.COM PHONE NUMBER: T +1 312-456-1025 / C 2024310288	LEGAL SERVICES	C, U, D			$611,019.41
10	SECRETARIAT ADVISORS LLC ATTN: CHRIS MCKAY 1175 PEACHTREE ST NE 100 COLONY SQ SUITE 400 ATLANTA, GA 30361	ATTN: CHRIS MCKAY EMAIL: CMCKAY@SECRETARIAT-INTL.COM PHONE NUMBER: +1 818 307 3314	LEGAL SERVICES	C, U, D			$261,550.00
11	CONSILIO INC. ATTN: MATT SIMMONS DEPT CH 17174 PALATINE, IL 6005	ATTN: MATT SIMMONS EMAIL: MATT.SIMMONS@CONSILIO.COM	LEGAL SERVICES	C, U, D			$235,920.24
12	LOOMIS ATTN: STEVE MORRIS 2500 CITYWEST BLVD. STE. 2300 HOUSTON, TX 77042	ATTN: STEVE MORRIS EMAIL: STEVE.MORRIS@US.LOOMIS.COM PHONE NUMBER: 901-463-0827	ARMORED TRANSPORT	C, U, D			$223,231.41

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
13	OPTCONNECT ATTN: MATT WARNER 854 WEST 450 NORTH #4 KAYSVILLE, UT 84037	ATTN: MATT WARNER EMAIL: MATT.WARNER@OPTCONNECT.COM PHONE NUMBER: 801-645-3254	WIRELESS	C, U, D			$222,157.47
14	COBRA CAPITAL PARTNERS LLC ATTN: HAMZEE KADDOURA 442 KINGSBURY AVE DEARBORN, MI 48128	ATTN: HAMZEE KADDOURA EMAIL: HAMZEE47@GMAIL.COM	PROFIT SHARE AGREEMENT	C, U, D			$212,000.00
15	DENTONS CANADA LLP ATTN: GREG MCNAB 77 KING STREET WEST TORONTO-DOMINION CENTRE, SUITE 400 TORONTO, ON M5K 0A1 CANADA	ATTN: GREG MCNAB EMAIL: GREG.MCNAB@DENTONS.COM PHONE NUMBER: +1 416 863 4492	LEGAL SERVICES	C, U, D			$201,638.90
16	ATM TOKEN GROUP SERVICES LTD. ATTN: SHELVIN PRASAD 1285 WEST BROADWAY SUITE 600 VANCOUVER, BC V6H 3X8 CANADA	ATTN: SHELVIN PRASAD EMAIL: SHELVIN@ATMTOKEN.COM PHONE NUMBER: 403-830-0710	INSTALLATION & MAINTENANCE	C, U, D			$182,988.73
17	GARDAWORLD ATTN: DARREN GARBUTT 2000 NW CORPORATE BLVD BOCA RATON, FL 33431	ATTN: DARREN GARBUTT EMAIL: DARREN.GARBUTT@GARDA.COM	ARMORED TRANSPORT	C, U, D			$181,767.82
18	BURROUGHS ATTN: CHRIS ADAMSON P.O. BOX 72409 CLEVELAND, OH 44192	ATTN: CHRIS ADAMSON EMAIL: CHRIS.ADAMSON@BURROUGHS.COM PHONE NUMBER: 647-982-6158	MAINTENANCE	C, U, D			$175,679.05
19	ELLIPTIC INC. ATTN: DAVE HOMANKO 1632 1ST AVENUE #23346 NEW YORK, NY 10128	ATTN: DAVE HOMANKO EMAIL: DAVE.HOMANKO@ELLIPTIC.CO	INFORMATION TECHNOLOGY	C, U, D			$173,250.00
20	TROUTMAN PEPPER LOCKE LLP ATTN: DOMINIC CERVONI 600 PEACHTREE STREET, NE SUITE 3000 ATLANTA, GA 30308	ATTN: DOMINIC CERVONI EMAIL: DOMENIC.CERVONI@TROUTMAN.COM PHONE NUMBER: 212-912-2722	LEGAL SERVICES	C, U, D			$157,626.73
21	DEEL, INC ATTN: JOEY ASAMOAH 425 1ST STREET SAN FRANCISCO, CA 94105-4621	ATTN: JOEY ASAMOAH EMAIL: JOEY.ASAMOAH@DEEL.COM	PEO	C, U, D			$128,038.00
22	WOLF & COMPANY, P.C. ATTN: MARISSA A. SCICCHITANO 255 STATE STREET BOSTON, MA 02109	ATTN: MARISSA A. SCICCHITANO EMAIL: MSCICCHITANO@WOLFANDCO.COM	ACCOUNTING & AUDITING	C, U, D			$123,000.00
23	BRINKS CANADA LIMITED ATTN: TY BURCH 95 BROWN'S LINE ETOBICOKE, ON M8W 3S2 CANADA	ATTN: TY BURCH EMAIL: TYNAN.BURCH@BRINKS.COM PHONE NUMBER: 289-440-0476	ARMORED TRANSPORT	C, U, D			$122,335.28
24	DONNELLEY FINANCIAL, LLC ATTN: RYAN WARD 35 W. WACKER DRIVE CHICAGO, IL 60601	ATTN: RYAN WARD EMAIL: RYAN.T.WARD@DFINSOLUTIONS.COM PHONE NUMBER: 508-728-9960	OTHER OPERATING EXPENSES	C, U, D			$105,895.00
25	GARRISON MANAGEMENT GROUP, LLC DBA AXADVOCACY, LLC ATTN: NICK MADDUX 800 W 47TH ST STE 200 KANSAS CITY, MO 64112	ATTN: NICK MADDUX EMAIL: NMADDUX@AXIOMSTRATEGIES.COM PHONE NUMBER: 417-594-0029	LEGAL SERVICES	C, U, D			$100,000.00
26	PROFESSIONALS WORLD LLC ATTN: YOUSEF AZZAM 1072 MADISON CHASE #7 WEST PALM BEACH, FL 33411	ATTN: YOUSEF AZZAM EMAIL: YOUSEF@PROS-WORLD.COM	OTHER OPERATING EXPENSES	C, U, D			$98,010.73
27	DAC GROUP / CHICAGO, INC. ATTN: GEMMA GIBSON P.O. BOX 842862 BOSTON, MA 02284-2870	ATTN: GEMMA GIBSON EMAIL: GGIBSON@DACGROUP.COM PHONE NUMBER: 872-270-0964	MARKETING	C, U, D			$93,906.41
28	LALCHANDANI SIMON PL ATTN: KUBS LALCHANDANI 25 SE 2ND AVE SUITE 1020 MIAMI, FL 33131	ATTN: KUBS LALCHANDANI EMAIL: KUBS@LSLAWPL.COM	LEGAL SERVICES	C, U, D			$91,105.90

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	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
29	BPO HIVE LLC ATTN: ABDULLAH M. STREET 2, EL WAHA NASR CITY, CAIRO, 11577 EGYPT	ATTN: ABDULLAH M. EMAIL: ABDULLAH@BPOHIVE.COM PHONE NUMBER: (+20)114 190 8557	MARKETING	C, U, D			$78,237.81
30	CUMMINS-ALLISON CORP ATTN: JAMES REEVES 852 FEEHANVILLE MT PROSPECT, IL 60056	ATTN: JAMES REEVES EMAIL: JAMES.REEVES@CRANEPI.COM	OTHER OPERATING EXPENSES	C, U, D			$78,208.62

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
BITCOIN DEPOT INC., *et al*.,	)	Case No. 26 – [_____] (__)
Debtors.[1]	)	Joint Administration Requested

CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1

Pursuant to Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1, the following are all of the ownership interests in Bitcoin Depot Inc. ("***Bitcoin Depot***") and its affiliated debtors, who are each debtors and debtors in possession in the above-captioned cases (collectively, the "***Debtors***"). Bitcoin Depot, on behalf of itself and the Debtors, hereby states as follows:

1. The following entities own 10% or more of the equity interests of Bitcoin Depot:[2]

Corporate Equity Holder	Address of Corporate Equity Holder	Type/Class of Interest	Percentage of Equity Held
BD Investment Holdings II LLC	500 Westover Dr #32474 Sanford, NC 27330	Class M	100%
Cede & Co.	570 Washington Blvd Jersey City, NJ 07310	Class A	87.496%

[1] The Debtors in these chapter 11 cases and the last four digits of their respective federal tax identification numbers (if applicable) may be obtained on the website of the Debtors' proposed claims and noticing agent at https://restructuring.ra.kroll.com/bitcoindepot. The location of the Debtors' corporate headquarters is: 8601 Dunwoody Place, Sandy Springs, Georgia 30350.

[2] Equity positions indicate the record holders of such equity as of March 31, 2026.

2. Bitcoin Depot owns 100% of the equity interests of Kutt, Inc.
3. Bitcoin Depot owns 100% of the equity interests of BCD Merger Sub LLC, which in turn owns 100% of the equity interests of BT HoldCo LLC.
4. BT HoldCo LLC owns 100% of the equity interests of Kiosk HoldCo LLC, which in turn owns 100% of the equity interests of the following entities:
    a. Bitcoin Depot Operating LLC;
    b. Cash Ramp LLC; and
    c. MCA Services Group, LLC.
5. Bitcoin Depot Operating LLC owns 100% of the equity interests of the following entities:
    a. Intuitive Software LLC;
    b. Lux Vending Kiosk, LLC; and
    c. Mintz Assets, Inc.
6. Intuitive Software LLC owns 100% of the equity interests of Digital Gold Ventures Inc.
7. Mintz Assets, Inc. owns 100% of the equity interests of the following entities:
    a. BTM International Holdings 1 LLC;
    b. BTM International Holdings II LLC;
    c. Express Vending Inc.; and
    d. Kiosk Technicians, LLC.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
INTUITIVE SOFTWARE LLC,	)	Case No. 26 – [_____] (__)
Debtor.	)	(Joint Administration Requested)

LIST OF EQUITY SECURITY HOLDERS (RULE 1007(a)(3))

Pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following identifies all known holders having a direct or indirect ownership interest of the above captioned debtor in possession:

Corporate Equity Holder	Address of Corporate Equity Holder	Percentage of Equity Held
Bitcoin Depot Operating LLC	2870 Peachtree Road #327 Atlanta, GA 30305	100%

Fill in this information to identify the case and this filing:

Debtor Name Intuitive Software LLC

United States Bankruptcy Court for the: Southern District of Texas (State)

Case number (*If known*): 26-[___]

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended *Schedule* ____
- ☑ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☑ Other document that requires a declaration Corporate Ownership Statement; List of Equity Security Holders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026
MM / DD / YYYY

✘ /s/ Christopher Ryan
Signature of individual signing on behalf of debtor

Christopher Ryan
Printed name

General Counsel and Corporate Secretary
Position or relationship to debtor

This is Exhibit "I" referred to in the Affidavit of Thomas Studebaker sworn over videoconference in accordance with the *Administering Oath or Declaration Remotely Regulation*, O. Reg 431/20, on May 21, 2026, while I was located in the City of Toronto, in the Province of Ontario, and the affiant was located in the City of Boston, in the State of Massachusetts.



Commissioner for Taking Affidavits (or as may be)

MARLEIGH ERYN DICK

LSO# 79390S

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of Texas (State)

Case number (*If known*): 26-[ ] Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy 04/25

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals,* is available.

1. **Debtor's name** Digital Gold Ventures Inc.

2. **All other names debtor used in the last 8 years**
   Include any assumed names, trade names, and *doing business as* names

3. **Debtor's federal Employer Identification Number** (EIN) N/A – __ __ __ __ __ __ __

4. **Debtor's address**

Principal place of business

267 Richmond Road
Number Street

3rd Floor

Ottawa ON K1Z 6X3
City State ZIP Code

County

Mailing address, if different from principal place of business

2870 Peachtree Road
Number Street

#327
P.O. Box

Atlanta GA 30305
City State ZIP Code

Location of principal assets, if different from principal place of business

Number Street

Houston TX
City State ZIP Code

5. **Debtor's website** (URL) https://bitcoindepot.com/

TRUE COPY I CERTIFY
ATTEST: May 20, 2026
NATHAN OCHSNER, Clerk of Court
By: *s/ B. Thomas*
Deputy Clerk

Debtor Digital Gold Ventures Inc. Case number (*if known*) 26-[ ]
Name

6. Type of debtor

- ☑ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- ☐ Partnership (excluding LLP)
- ☐ Other. Specify: _____

7. Describe debtor's business

A. *Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☑ None of the above

B. *Check all that apply:*

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See http://www.uscourts.gov/four-digit-national-association-naics-codes .

5 2 3 9

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
- ☐ Chapter 9
- ☑ Chapter 11. *Check **all** that apply*:
  - ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than $3,424,000 (amount subject to adjustment on 4/01/28 and every 3 years after that).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
  - ☐ A plan is being filed with this petition.
  - ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
  - ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
  - ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
- ☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

- ☑ No
- ☐ Yes. District _____ When _____ (MM / DD / YYYY) Case number _____
  District _____ When _____ (MM / DD / YYYY) Case number _____

Debtor Digital Gold Ventures Inc. Case number (*if known*) 26-[ ]
Name

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

☐ No
☑ Yes. Debtor See Rider 1 Relationship _____
District _____ When _____ MM / DD / YYYY
Case number, if known _____

11. Why is the case filed in *this district*?

Check all that apply:

☑ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

☑ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☑ No See Rider 2.
☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (*Check all that apply.*)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other _____

Where is the property? _____
Number Street

_____

_____ _____ _____
City State ZIP Code

Is the property insured?

☐ No
☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

☑ Funds will be available for distribution to unsecured creditors.
☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

☑ 1-49	☐ 1,000-5,000	☐ 25,001-50,000
☐ 50-99	☐ 5,001-10,000	☐ 50,001-100,000
☐ 100-199	☐ 10,001-25,000	☐ More than 100,000
☐ 200-999		

Debtor Digital Gold Ventures Inc. Case number (*if known*) 26-[ ]
Name

15. Estimated assets

- ☑ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

16. Estimated liabilities

- ☑ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026
MM / DD / YYYY

✘ /s/ W. Alexander Holmes
Signature of authorized representative of debtor

W. Alexander Holmes
Printed name

Title Director

18. Signature of attorney

✘ /s/ Paul E. Heath
Signature of attorney for debtor

Date 05/18/2026
MM / DD / YYYY

Paul E. Heath
Printed name

Vinson & Elkins LLP
Firm name

845 Texas Avenue, Suite 4700
Number Street

Houston TX 77002
City State ZIP Code

713.758.2222
Contact phone

pheath@velaw.com
Email address

09355050 TX
Bar number State

Rider 1

Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor in the United States Bankruptcy Court for the Southern District of Texas

Bitcoin Depot Inc.
BCD Merger Sub LLC
Bitcoin Depot Operating LLC
BT HoldCo LLC
BTM International Holdings 1 LLC
BTM International Holdings II LLC
Cash Ramp LLC
Digital Gold Ventures Inc.
Express Vending Inc.
Intuitive Software LLC
Kiosk HoldCo LLC
Kiosk Technicians, LLC
Kutt, Inc.
Lux Vending Kiosk, LLC
MCA Services Group, LLC
Mintz Assets, Inc.

Rider 2

Real Property or Personal Property That Needs Immediate Attention

Question 12, among other things, asks debtors to identify any property that poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

Bitcoin Depot Inc. and its affiliated companies that are also filing voluntary chapter 11 bankruptcy cases in this Court (collectively, the "***Debtors***") own and operate the largest network of Bitcoin kiosks across North America, providing users with a means of converting cash into Bitcoin. The Debtors' portfolio consists of approximately 9,700 kiosks deployed in retailer locations throughout the United States and Canada. The Debtors also sell cryptocurrency to consumers through its BDCheckout product offering. The Debtors do not believe they own or possess any real or personal property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety. The Debtors note that they are not aware of any definition of "imminent and identifiable" harm as used in this form.

OMNIBUS WRITTEN RESOLUTION BY

THE BOARDS OF DIRECTORS OF
DIGITAL GOLD VENTURES INC.
EXPRESS VENDING INC.
(the "Companies")

May 17, 2026

The undersigned being:

(a) The sole director of Digital Gold Ventures Inc. ("***Digital Gold***");

(b) The sole director of Express Vending Inc. ("***Express Vending***");

acting by written resolution in lieu of a meeting pursuant to Section 129 of the *Business Corporations Act* (Ontario) (with respect to Digital Gold) and Section 140 of the *Business Corporations Act* (British Columbia) (with respect to Express Vending), hereby takes the following actions by written resolution of the board of directors with respect to each Company (each a "***Board***"), which actions shall have the same force and effect as if adopted at a duly called and held meeting of each such Board.

WHEREAS, the Board has studied and considered the financial condition of the Companies, including the Companies' immediate liquidity needs, liabilities, contractual obligations, the short-term and long-term prospects available to the Companies, the strategic alternatives available to the Companies and the related circumstances and situation, including the current and reasonably foreseeable future conditions of the industry in which the Companies operate;

WHEREAS, the Board has consulted with the Companies' financial and legal advisors and considered a variety of strategic alternatives available to the Companies;

WHEREAS, the Board has determined that it is advisable and in the best interests of each Company to (i) file for immediate protection under chapter 11 of title 11 of the United States Code (the "***Bankruptcy Code***") and (ii) file or cause to be filed voluntary petitions for relief (the "***Chapter 11 Petitions***," and the cases commenced thereby, the "***Chapter 11 Cases***") pursuant to chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Texas, or another appropriate court (the "***U.S. Bankruptcy Court***"), and any and all documents necessary or convenient to effect, cause, or to promote the Chapter 11 Cases;

WHEREAS, pursuant to a unanimous written consent duly adopted on May 14, 2026, the board of directors of Bitcoin Depot Inc. established a special committee (the "***Restructuring Committee***") for the purposes of, among other things, (i) engaging in an evaluation of the Companies' strategic alternatives, including without limitation, a potential sale of all or substantially all of the assets of the Companies, a recapitalization or restructuring of the Companies' outstanding indebtedness, a restructuring or liquidation of the Companies under

chapter 11 of the Bankruptcy Code, and/or other transactions and (ii) considering and authorizing certain conflict matters;

WHEREAS, the Restructuring Committee has reviewed and considered the need for the Chapter 11 Cases and has (x) determined that it is advisable, fair to, and in the best interests of the Companies to approve the filing of the Chapter 11 Cases and (y) recommended that the Board pursue, adopt and approve the filing of the Chapter 11 Cases; and

WHEREAS, after review of (i) the financial condition of the Companies, the current and reasonably foreseeable future conditions of the industry in which the Companies operate, the outlook for the Companies' businesses and the other alternatives available to the Companies, (ii) the liquidity position of the Companies, and (iii) such other considerations as the Board deems relevant, the Board, following consultation with the financial and legal advisors to the Companies, have determined that it is advisable and in the best interests of each Company to pursue the Chapter 11 Cases, as approved in this written consent.

Chapter 11 Filing

NOW, THEREFORE, BE IT RESOLVED, that each Board hereby determines that it is advisable and in the best interest of the respective Company to file the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Board hereby authorizes each respective Company to file or cause to be filed the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Board hereby authorizes and empowers each duly appointed manager or officer of each Company (each an "***Authorized Officer***" and, collectively, the "***Authorized Officers***"), to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court on behalf of each Company, the Chapter 11 Petitions, in such form as prescribed by the official forms promulgated pursuant to the Bankruptcy Code;

FURTHER RESOLVED, that each Board hereby authorizes and empowers each Authorized Officer to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court all papers, motions, applications, schedules, and pleadings necessary, appropriate, or convenient to facilitate the Chapter 11 Cases and all of its matters and proceedings, and any and all other documents necessary, appropriate, or convenient in connection with the commencement or prosecution of the Chapter 11 Cases, each in such form or forms as the Authorized Officer may approve, and subject to further Board approvals as the Companies and their counsel determine to be appropriate under the circumstances;

Retention of Professionals

FURTHER RESOLVED, that each Board hereby approves the Companies' engagement of Vinson & Elkins L.L.P. ("***V&E***") as general bankruptcy counsel to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, including filings

and pleadings, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage V&E for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of V&E;

FURTHER RESOLVED, that each Board hereby approves the Companies' engagement of Portage Point Partners LLC ("***Portage Point***") as financial advisor to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Portage Point for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Portage Point;

FURTHER RESOLVED, that each Board hereby approves the Companies' engagement of Kroll Restructuring Administration LLC ("***Kroll***") as notice, claims, and solicitation agent to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, is hereby approved, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Kroll for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Kroll;

FURTHER RESOLVED, that each Board hereby authorizes and empowers each Authorized Officer to employ any other professionals to assist the Companies in carrying out their duties under the Bankruptcy Code; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers and fees, and to cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary;

General

FURTHER RESOLVED, that each Board hereby authorizes and empowers each Authorized Officer, on behalf of each Company, to certify and attest to any documents that he or she may deem necessary, appropriate, or convenient to consummate any transactions necessary to effectuate the foregoing resolutions; *provided*, such attestation shall not be required for the validity of any such documents;

FURTHER RESOLVED, that any and all actions heretofore or hereafter taken by the Authorized Officers, or any of them, within the foregoing resolutions, are, and each of them is, hereby ratified, confirmed and approved;

FURTHER RESOLVED, that the Authorized Officers are, and each of them is, hereby authorized and empowered in the name and on behalf of each Company, to execute and deliver such agreements, instruments and documents, and to take or cause to be taken such other actions,

as such Authorized Officer or Authorized Officers may determine to be necessary or advisable to implement the purposes and intent of the foregoing resolutions; each such agreement, instrument and document to be in such form and to contain such terms and conditions, consistent with the foregoing resolutions, as such Authorized Officer or Authorized Officers executing the same may approve, the execution and delivery of any such agreement, instrument or document by any such Authorized Officer or the taking of such action to be conclusive evidence of such authorization and approval;

FURTHER RESOLVED, that this consent may be executed and delivered by facsimile, .pdf or other electronic means, and such execution shall be considered valid, binding and effective for all purposes; and

FURTHER RESOLVED, that this consent may be executed and delivered in one or more counterparts, all of which taken together shall be considered to be one and the same written consent.

[*The remainder of this page is intentionally blank.*]

IN WITNESS WHEREOF, the undersigned, being the sole director of each Company, has executed this written resolution effective as of the date first written above.

Signed by:

C5DA87536D2842C...

W. Alexander Holmes

Fill in this information to identify the case:

Debtor name: Bitcoin Depot Inc. et al.
United States Bankruptcy Court for the Southern District of Texas
Case number (if known): 26-_____ ( )

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
1	CASHCLOUD ATTN: THOMAS CONWAY 400-411 ROOSEVELT AVENUE OTTAWA, ON K2A 3X9 CANADA	ATTN: THOMAS CONWAY EMAIL: TCONWAY@CONWAYLITIGATION.CA PHONE NUMBER: 613-780-2011	LEGAL JUDGEMENT	D			$18,470,000.00
2	WPS KIOSK PARTNERS LLC ATTN: WILLIAM SIRIGNANO 135 W 50TH ST SUITE 200 NEW YORK, NY 10020	ATTN: WILLIAM SIRIGNANO EMAIL: W@WPSCAPITALPARTNERS.COM	PROFIT SHARE AGREEMENT	C, U, D			$5,000,000.00
3	LEGACY VENDING, LLC ATTN: ANSUR AHMED 7633 GRAND RIDGE ROAD COLUMBUS, GA 31904	ATTN: ANSUR AHMED EMAIL: ANSUR.AHMED@OUTLOOK.COM	PROFIT SHARE AGREEMENT	C, U, D			$3,760,000.00
4	SOPRIS-BITCOIN DEPOT INVESTORS LLC ATTN: DAN WEDMAN 409 ASPEN AIRPORT BUSINESS CENTER SUITE B ASPEN, CO 81612	ATTN: DAN WEDMAN EMAIL: DWEDMAN@SOPRISCAPITAL.COM	PROFIT SHARE AGREEMENT	C, U, D			$2,000,000.00
5	KIRKLAND & ELLIS LLP ATTN: THOMAS LAUGHLIN 333 W WOLF POINT PLAZA CHICAGO, IL 60654	ATTN: THOMAS LAUGHLIN EMAIL: THOMAS.LAUGHLIN@KIRKLAND.COM PHONE NUMBER: T +1 214 972 1663 M +1 214 926 5353	LEGAL SERVICES	C, U, D			$1,939,141.05
6	LATHAM & WATKINS LLP ATTN: STEVEN STOKDYK 555 WEST FIFTH ST SUITE 300 LOS ANGELES, CA 90013-1020	ATTN: STEVEN STOKDYK EMAIL: STEVEN.STOKDYK@LW.COM PHONE NUMBER: D: +1-213-891-7421 | M: +1-310-993-9093	LEGAL SERVICES	C, U, D			$1,000,000.00
7	BIBBEO LTD ATTN: MILES POWER 24340 E GLASGOW DR AURORA, CO 80016	ATTN: MILES POWER EMAIL: POWER.M@BIBBEO.COM PHONE NUMBER: 269-903-1309	INSTALLATION	C, U, D			$892,023.69
8	GOOGLE LLC ATTN: KILLY WINZ 1600 AMPHITHEATRE PKWY MOUNTAIN VIEW, CA 94043	ATTN: KILLY WINZ EMAIL: KILLYW@GOOGLE.COM PHONE NUMBER: 720-289-9910	OTHER OPERATING EXPENSES	C, U, D			$715,334.81
9	GREENBERG TRAURING, LLC ATTN: JENA VALDETERO 8400 NW 36TH STREET SUITE 400 DORAL, FL 33166	ATTN: JENA VALDETERO EMAIL: JENA.VALDETERO@GTLAW.COM PHONE NUMBER: T +1 312-456-1025 / C 2024310288	LEGAL SERVICES	C, U, D			$611,019.41
10	SECRETARIAT ADVISORS LLC ATTN: CHRIS MCKAY 1175 PEACHTREE ST NE 100 COLONY SQ SUITE 400 ATLANTA, GA 30361	ATTN: CHRIS MCKAY EMAIL: CMCKAY@SECRETARIAT-INTL.COM PHONE NUMBER: +1 818 307 3314	LEGAL SERVICES	C, U, D			$261,550.00
11	CONSILIO INC. ATTN: MATT SIMMONS DEPT CH 17174 PALATINE, IL 6005	ATTN: MATT SIMMONS EMAIL: MATT.SIMMONS@CONSILIO.COM	LEGAL SERVICES	C, U, D			$235,920.24
12	LOOMIS ATTN: STEVE MORRIS 2500 CITYWEST BLVD. STE. 2300 HOUSTON, TX 77042	ATTN: STEVE MORRIS EMAIL: STEVE.MORRIS@US.LOOMIS.COM PHONE NUMBER: 901-463-0827	ARMORED TRANSPORT	C, U, D			$223,231.41

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
13	OPTCONNECT ATTN: MATT WARNER 854 WEST 450 NORTH #4 KAYSVILLE, UT 84037	ATTN: MATT WARNER EMAIL: MATT.WARNER@OPTCONNECT.COM PHONE NUMBER: 801-645-3254	WIRELESS	C, U, D			$222,157.47
14	COBRA CAPITAL PARTNERS LLC ATTN: HAMZEE KADDOURA 442 KINGSBURY AVE DEARBORN, MI 48128	ATTN: HAMZEE KADDOURA EMAIL: HAMZEE47@GMAIL.COM	PROFIT SHARE AGREEMENT	C, U, D			$212,000.00
15	DENTONS CANADA LLP ATTN: GREG MCNAB 77 KING STREET WEST TORONTO-DOMINION CENTRE, SUITE 400 TORONTO, ON M5K 0A1 CANADA	ATTN: GREG MCNAB EMAIL: GREG.MCNAB@DENTONS.COM PHONE NUMBER: +1 416 863 4492	LEGAL SERVICES	C, U, D			$201,638.90
16	ATM TOKEN GROUP SERVICES LTD. ATTN: SHELVIN PRASAD 1285 WEST BROADWAY SUITE 600 VANCOUVER, BC V6H 3X8 CANADA	ATTN: SHELVIN PRASAD EMAIL: SHELVIN@ATMTOKEN.COM PHONE NUMBER: 403-830-0710	INSTALLATION & MAINTENANCE	C, U, D			$182,988.73
17	GARDAWORLD ATTN: DARREN GARBUTT 2000 NW CORPORATE BLVD BOCA RATON, FL 33431	ATTN: DARREN GARBUTT EMAIL: DARREN.GARBUTT@GARDA.COM	ARMORED TRANSPORT	C, U, D			$181,767.82
18	BURROUGHS ATTN: CHRIS ADAMSON P.O. BOX 72409 CLEVELAND, OH 44192	ATTN: CHRIS ADAMSON EMAIL: CHRIS.ADAMSON@BURROUGHS.COM PHONE NUMBER: 647-982-6158	MAINTENANCE	C, U, D			$175,679.05
19	ELLIPTIC INC. ATTN: DAVE HOMANKO 1632 1ST AVENUE #23346 NEW YORK, NY 10128	ATTN: DAVE HOMANKO EMAIL: DAVE.HOMANKO@ELLIPTIC.CO	INFORMATION TECHNOLOGY	C, U, D			$173,250.00
20	TROUTMAN PEPPER LOCKE LLP ATTN: DOMINIC CERVONI 600 PEACHTREE STREET, NE SUITE 3000 ATLANTA, GA 30308	ATTN: DOMINIC CERVONI EMAIL: DOMENIC.CERVONI@TROUTMAN.COM PHONE NUMBER: 212-912-2722	LEGAL SERVICES	C, U, D			$157,626.73
21	DEEL, INC ATTN: JOEY ASAMOAH 425 1ST STREET SAN FRANCISCO, CA 94105-4621	ATTN: JOEY ASAMOAH EMAIL: JOEY.ASAMOAH@DEEL.COM	PEO	C, U, D			$128,038.00
22	WOLF & COMPANY, P.C. ATTN: MARISSA A. SCICCHITANO 255 STATE STREET BOSTON, MA 02109	ATTN: MARISSA A. SCICCHITANO EMAIL: MSCICCHITANO@WOLFANDCO.COM	ACCOUNTING & AUDITING	C, U, D			$123,000.00
23	BRINKS CANADA LIMITED ATTN: TY BURCH 95 BROWN'S LINE ETOBICOKE, ON M8W 3S2 CANADA	ATTN: TY BURCH EMAIL: TYNAN.BURCH@BRINKS.COM PHONE NUMBER: 289-440-0476	ARMORED TRANSPORT	C, U, D			$122,335.28
24	DONNELLEY FINANCIAL, LLC ATTN: RYAN WARD 35 W. WACKER DRIVE CHICAGO, IL 60601	ATTN: RYAN WARD EMAIL: RYAN.T.WARD@DFINSOLUTIONS.COM PHONE NUMBER: 508-728-9960	OTHER OPERATING EXPENSES	C, U, D			$105,895.00
25	GARRISON MANAGEMENT GROUP, LLC DBA AXADVOCACY, LLC ATTN: NICK MADDUX 800 W 47TH ST STE 200 KANSAS CITY, MO 64112	ATTN: NICK MADDUX EMAIL: NMADDUX@AXIOMSTRATEGIES.COM PHONE NUMBER: 417-594-0029	LEGAL SERVICES	C, U, D			$100,000.00
26	PROFESSIONALS WORLD LLC ATTN: YOUSEF AZZAM 1072 MADISON CHASE #7 WEST PALM BEACH, FL 33411	ATTN: YOUSEF AZZAM EMAIL: YOUSEF@PROS-WORLD.COM	OTHER OPERATING EXPENSES	C, U, D			$98,010.73
27	DAC GROUP / CHICAGO, INC. ATTN: GEMMA GIBSON P.O. BOX 842862 BOSTON, MA 02284-2870	ATTN: GEMMA GIBSON EMAIL: GGIBSON@DACGROUP.COM PHONE NUMBER: 872-270-0964	MARKETING	C, U, D			$93,906.41
28	LALCHANDANI SIMON PL ATTN: KUBS LALCHANDANI 25 SE 2ND AVE SUITE 1020 MIAMI, FL 33131	ATTN: KUBS LALCHANDANI EMAIL: KUBS@LSLAWPL.COM	LEGAL SERVICES	C, U, D			$91,105.90

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	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
29	BPO HIVE LLC ATTN: ABDULLAH M. STREET 2, EL WAHA NASR CITY, CAIRO, 11577 EGYPT	ATTN: ABDULLAH M. EMAIL: ABDULLAH@BPOHIVE.COM PHONE NUMBER: (+20)114 190 8557	MARKETING	C, U, D			$78,237.81
30	CUMMINS-ALLISON CORP ATTN: JAMES REEVES 852 FEEHANVILLE MT PROSPECT, IL 60056	ATTN: JAMES REEVES EMAIL: JAMES.REEVES@CRANEPI.COM	OTHER OPERATING EXPENSES	C, U, D			$78,208.62

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
BITCOIN DEPOT INC., *et al*.,	)	Case No. 26 – [_____] (__)
Debtors.[1]	)	Joint Administration Requested

CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1

Pursuant to Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1, the following are all of the ownership interests in Bitcoin Depot Inc. ("***Bitcoin Depot***") and its affiliated debtors, who are each debtors and debtors in possession in the above-captioned cases (collectively, the "***Debtors***"). Bitcoin Depot, on behalf of itself and the Debtors, hereby states as follows:

1. The following entities own 10% or more of the equity interests of Bitcoin Depot:[2]

Corporate Equity Holder	Address of Corporate Equity Holder	Type/Class of Interest	Percentage of Equity Held
BD Investment Holdings II LLC	500 Westover Dr #32474 Sanford, NC 27330	Class M	100%
Cede & Co.	570 Washington Blvd Jersey City, NJ 07310	Class A	87.496%

[1] The Debtors in these chapter 11 cases and the last four digits of their respective federal tax identification numbers (if applicable) may be obtained on the website of the Debtors' proposed claims and noticing agent at https://restructuring.ra.kroll.com/bitcoindepot. The location of the Debtors' corporate headquarters is: 8601 Dunwoody Place, Sandy Springs, Georgia 30350.

[2] Equity positions indicate the record holders of such equity as of March 31, 2026.

2. Bitcoin Depot owns 100% of the equity interests of Kutt, Inc.
3. Bitcoin Depot owns 100% of the equity interests of BCD Merger Sub LLC, which in turn owns 100% of the equity interests of BT HoldCo LLC.
4. BT HoldCo LLC owns 100% of the equity interests of Kiosk HoldCo LLC, which in turn owns 100% of the equity interests of the following entities:
    a. Bitcoin Depot Operating LLC;
    b. Cash Ramp LLC; and
    c. MCA Services Group, LLC.
5. Bitcoin Depot Operating LLC owns 100% of the equity interests of the following entities:
    a. Intuitive Software LLC;
    b. Lux Vending Kiosk, LLC; and
    c. Mintz Assets, Inc.
6. Intuitive Software LLC owns 100% of the equity interests of Digital Gold Ventures Inc.
7. Mintz Assets, Inc. owns 100% of the equity interests of the following entities:
    a. BTM International Holdings 1 LLC;
    b. BTM International Holdings II LLC;
    c. Express Vending Inc.; and
    d. Kiosk Technicians, LLC.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
DIGITAL GOLD VENTURES INC.,	)	Case No. 26 – [_____] (__)
Debtor.	)	(Joint Administration Requested)

LIST OF EQUITY SECURITY HOLDERS (RULE 1007(a)(3))

Pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following identifies all known holders having a direct or indirect ownership interest of the above captioned debtor in possession:

Corporate Equity Holder	Address of Corporate Equity Holder	Percentage of Equity Held
Intuitive Software LLC	2870 Peachtree Road #327 Atlanta, GA 30305	100%

Fill in this information to identify the case and this filing:

Debtor Name Digital Gold Ventures Inc.

United States Bankruptcy Court for the: Southern District of Texas (State)

Case number (*If known*): 26-[___]

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended *Schedule* ____
- ☑ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☑ Other document that requires a declaration Corporate Ownership Statement; List of Equity Security Holders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026
MM / DD / YYYY

✘ /s/ W. Alexander Holmes
Signature of individual signing on behalf of debtor

W. Alexander Holmes
Printed name

Director
Position or relationship to debtor

This is Exhibit "J" referred to in the Affidavit of Thomas Studebaker sworn over videoconference in accordance with the *Administering Oath or Declaration Remotely Regulation*, O. Reg 431/20, on May 21, 2026, while I was located in the City of Toronto, in the Province of Ontario, and the affiant was located in the City of Boston, in the State of Massachusetts.



Commissioner for Taking Affidavits (or as may be)

MARLEIGH ERYN DICK

LSO# 79390S

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of Texas (State)

Case number (*If known*): 26-[ ] Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy 04/25

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals,* is available.

1. **Debtor's name** Cash Ramp LLC

2. **All other names debtor used in the last 8 years**
   Include any assumed names, trade names, and *doing business as* names

3. **Debtor's federal Employer Identification Number** (EIN) N/A – __ __ __ __ __ __ __

4. **Debtor's address**

Principal place of business

8601 Dunwoody Place
Number Street

Suite 308

Sandy Springs GA 30350
City State ZIP Code

Fulton County
County

Mailing address, if different from principal place of business

2870 Peachtree Road
Number Street

#327
P.O. Box

Atlanta GA 30305
City State ZIP Code

Location of principal assets, if different from principal place of business

Number Street

City State ZIP Code

5. **Debtor's website** (URL) https://bitcoindepot.com/

TRUE COPY I CERTIFY
ATTEST: May 20, 2026
NATHAN OCHSNER, Clerk of Court
By: *s/ B. Thomas* Deputy Clerk

Debtor Cash Ramp LLC Name Case number (if known) 26-[ ]

6. Type of debtor

- ☑ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- ☐ Partnership (excluding LLP)
- ☐ Other. Specify: _____

7. Describe debtor's business

A. *Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☑ None of the above

B. *Check all that apply:*

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See http://www.uscourts.gov/four-digit-national-association-naics-codes .

5 2 3 9

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
- ☐ Chapter 9
- ☑ Chapter 11. *Check **all** that apply*:
  - ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than $3,424,000 (amount subject to adjustment on 4/01/28 and every 3 years after that).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
  - ☐ A plan is being filed with this petition.
  - ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
  - ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
  - ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
- ☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

- ☑ No
- ☐ Yes. District _____ When _____ (MM / DD / YYYY) Case number _____

  District _____ When _____ (MM / DD / YYYY) Case number _____

Debtor Cash Ramp LLC Name Case number (*if known*) 26-[ ]

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

☐ No
☑ Yes. Debtor See Rider 1 Relationship _____
District _____ When _____ MM / DD / YYYY
Case number, if known _____

11. Why is the case filed in *this district*?

Check all that apply:

☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
☑ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☑ No See Rider 2.
☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (*Check all that apply.*)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
☐ It needs to be physically secured or protected from the weather.
☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
☐ Other _____

Where is the property? _____
Number Street
_____
_____ _____ _____
City State ZIP Code

Is the property insured?

☐ No
☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

☑ Funds will be available for distribution to unsecured creditors.
☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

☑ 1-49	☐ 1,000-5,000	☐ 25,001-50,000
☐ 50-99	☐ 5,001-10,000	☐ 50,001-100,000
☐ 100-199	☐ 10,001-25,000	☐ More than 100,000
☐ 200-999		

Debtor Cash Ramp LLC Name Case number (if known) 26-[ ]

15. Estimated assets

- ☑ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

16. Estimated liabilities

- ☑ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026 MM / DD / YYYY

✘ /s/ Christopher Ryan
Signature of authorized representative of debtor

Christopher Ryan
Printed name

Title General Counsel and Corporate Secretary

18. Signature of attorney

✘ /s/ Paul E. Heath
Signature of attorney for debtor

Date 05/18/2026 MM / DD / YYYY

Paul E. Heath
Printed name

Vinson & Elkins LLP
Firm name

845 Texas Avenue, Suite 4700
Number Street

Houston TX 77002
City State ZIP Code

713.758.2222
Contact phone

pheath@velaw.com
Email address

09355050 TX
Bar number State

Rider 1

Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor in the United States Bankruptcy Court for the Southern District of Texas

Bitcoin Depot Inc.
BCD Merger Sub LLC
Bitcoin Depot Operating LLC
BT HoldCo LLC
BTM International Holdings 1 LLC
BTM International Holdings II LLC
Cash Ramp LLC
Digital Gold Ventures Inc.
Express Vending Inc.
Intuitive Software LLC
Kiosk HoldCo LLC
Kiosk Technicians, LLC
Kutt, Inc.
Lux Vending Kiosk, LLC
MCA Services Group, LLC
Mintz Assets, Inc.

Rider 2

Real Property or Personal Property That Needs Immediate Attention

Question 12, among other things, asks debtors to identify any property that poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

Bitcoin Depot Inc. and its affiliated companies that are also filing voluntary chapter 11 bankruptcy cases in this Court (collectively, the "***Debtors***") own and operate the largest network of Bitcoin kiosks across North America, providing users with a means of converting cash into Bitcoin. The Debtors' portfolio consists of approximately 9,700 kiosks deployed in retailer locations throughout the United States and Canada. The Debtors also sell cryptocurrency to consumers through its BDCheckout product offering. The Debtors do not believe they own or possess any real or personal property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety. The Debtors note that they are not aware of any definition of "imminent and identifiable" harm as used in this form.

Docusign Envelope ID: 01F2D242-4F4B-4AFA-AC82-34747058625E

EXECUTION VERSION

OMNIBUS ACTION BY WRITTEN CONSENT OF

THE BOARDS OF DIRECTORS OF
KUTT, INC.
MINTZ ASSETS, INC.
(the "Corporation Companies")

AND

THE SOLE MEMBERS OF
BITCOIN DEPOT OPERATING LLC
BT HOLDCO LLC
BTM INTERNATIONAL HOLDINGS 1 LLC
BTM INTERNATIONAL HOLDINGS II LLC
CASH RAMP LLC
INTUITIVE SOFTWARE LLC
KIOSK HOLDCO LLC
KIOSK TECHNICIANS, LLC
(the "Member-Managed Companies")

AND

THE MANAGERS OF
BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC
(the "Manager-Managed Companies" and, together with the Corporation Companies and the Member-Managed Companies, the "Companies")

May 17, 2026

The undersigned being:

(a) All of the members of the board of directors of Kutt, Inc., a Delaware corporation ("***Kutt***");

(b) All of the members of the board of directors of Mintz Assets, Inc., a Georgia corporation ("***Mintz Assets***");

(c) The managing member of Intuitive Software LLC, a Delaware limited liability company (being Bitcoin Depot Operating LLC, a Delaware limited liability company ("***Bitcoin Operating***"));

(d) All of the managers of (i) BCD Merger Sub LLC, a Delaware limited liability company ("***BCD Merger Sub***"), (ii) MCA Services Group, LLC, a Delaware limited liability company, and (iii) Lux Vending Kiosk, LLC, a Delaware limited liability company;

(e) The sole member of Bitcoin Operating (being Kiosk HoldCo LLC, a Delaware limited liability company ("***Kiosk HoldCo***"));

(f) The sole member of Kiosk HoldCo (being BT HoldCo LLC, a Delaware limited liability company ("***BT HoldCo***"));

(g) The sole member of BT HoldCo (being BCD Merger Sub);

(h) The sole member of Cash Ramp, LLC, a Delaware limited liability company (being Kiosk HoldCo);

(i) The sole member of BTM International Holdings 1 LLC, a Delaware limited liability company (being Mintz Assets);

(j) The sole member of BTM International Holdings II LLC, a Delaware limited liability company (being Mintz Assets); and

(k) The sole member of Kiosk Technicians, LLC, a Delaware limited liability company (being Mintz Assets) (the governing bodies set forth in (a) through (k), collectively, the "***Consenting Bodies***");

acting by written consent in lieu of a meeting pursuant to Section 18-302(d) of the Delaware Limited Liability Company Act (with respect to the Member-Managed Companies and the Manager-Managed Companies), Section 228(a) of the Delaware General Corporation Law (with respect to Kutt) and Section 14-2-821 of the Georgia Business Corporation Code (with respect to Mintz Assets), hereby take the following actions by unanimous written consent of such Consenting Body with respect to each Company, which actions shall have the same force and effect as if adopted at a duly called and held meeting of each such Consenting Body.

WHEREAS, the Consenting Bodies have studied and considered the financial condition of the Companies, including the Companies' immediate liquidity needs, liabilities, contractual obligations, the short-term and long-term prospects available to the Companies, the strategic alternatives available to the Companies and the related circumstances and situation, including the current and reasonably foreseeable future conditions of the industry in which the Companies operate;

WHEREAS, the Consenting Bodies have consulted with the Companies' financial and legal advisors and considered a variety of strategic alternatives available to the Companies;

WHEREAS, the Consenting Bodies have determined that it is advisable and in the best interests of each Company to (i) file for immediate protection under chapter 11 of title 11 of the United States Code (the "***Bankruptcy Code***") and (ii) file or cause to be filed voluntary petitions for relief (the "***Chapter 11 Petitions***," and the cases commenced thereby, the "***Chapter 11 Cases***") pursuant to chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Texas, or another appropriate court (the "***U.S. Bankruptcy Court***"), and any and all documents necessary or convenient to effect, cause, or to promote the Chapter 11 Cases;

WHEREAS, pursuant to a unanimous written consent duly adopted on May 14, 2026, the board of directors of Bitcoin Depot Inc. established a special committee (the "***Restructuring Committee***") for the purposes of, among other things, (i) engaging in an evaluation of the Companies' strategic alternatives, including without limitation, a potential sale of all or substantially all of the assets of the Companies, a recapitalization or restructuring of the Companies' outstanding indebtedness, a restructuring or liquidation of the Companies under chapter 11 of the Bankruptcy Code, and/or other transactions and (ii) considering and authorizing certain conflict matters;

WHEREAS, the Restructuring Committee has reviewed and considered the need for the Chapter 11 Cases and has (x) determined that it is advisable, fair to, and in the best interests of the Companies to approve the filing of the Chapter 11 Cases and (y) recommended that the Consenting Bodies pursue, adopt and approve the filing of the Chapter 11 Cases; and

WHEREAS, after review of (i) the financial condition of the Companies, the current and reasonably foreseeable future conditions of the industry in which the Companies operate, the outlook for the Companies' businesses and the other alternatives available to the Companies, (ii) the liquidity position of the Companies, and (iii) such other considerations as the Consenting Bodies deem relevant, the Consenting Bodies, following consultation with the financial and legal advisors to the Companies, have determined that it is advisable and in the best interests of each Company to pursue the Chapter 11 Cases, as approved in this written consent.

Chapter 11 Filing

NOW, THEREFORE, BE IT RESOLVED, that each Consenting Body hereby determines that it is advisable and in the best interest of the respective Company to file the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes each respective Company to file or cause to be filed the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each duly appointed manager or officer of each Company (each an "***Authorized Officer***" and, collectively, the "***Authorized Officers***"), to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court on behalf of each Company, the Chapter 11 Petitions, in such form as prescribed by the official forms promulgated pursuant to the Bankruptcy Code;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court all papers, motions, applications, schedules, and pleadings necessary, appropriate, or convenient to facilitate the Chapter 11 Cases and all of its matters and proceedings, and any and all other documents necessary, appropriate, or convenient in connection with the commencement or prosecution of the Chapter 11 Cases, each in such form or forms as the Authorized Officer may approve, and subject to further Consenting Body approvals as the Companies and their counsel determine to be appropriate under the circumstances;

Retention of Professionals

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Vinson & Elkins L.L.P. ("***V&E***") as general bankruptcy counsel to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, including filings and pleadings, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage V&E for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of V&E;

FURTHER RESOLVED, that the Consenting Bodies hereby approve the Companies' engagement of Triple P TRS, LLC and Triple P Securities, LLC (together, "***Portage Point***") as financial advisor to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Portage Point for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Portage Point;

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Kroll Restructuring Administration LLC ("***Kroll***") as notice, claims, and solicitation agent to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, is hereby approved, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Kroll for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Kroll;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to employ any other professionals to assist the Companies in carrying out their duties under the Bankruptcy Code; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers and fees, and to cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary;

General

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer, on behalf of each Company, to certify and attest to any documents that he or she may deem necessary, appropriate, or convenient to consummate any transactions

necessary to effectuate the foregoing resolutions; *provided*, such attestation shall not be required for the validity of any such documents;

FURTHER RESOLVED, that any and all actions heretofore or hereafter taken by the Authorized Officers, or any of them, within the foregoing resolutions, are, and each of them is, hereby ratified, confirmed and approved;

FURTHER RESOLVED, that the Authorized Officers are, and each of them is, hereby authorized and empowered in the name and on behalf of each Company, to execute and deliver such agreements, instruments and documents, and to take or cause to be taken such other actions, as such Authorized Officer or Authorized Officers may determine to be necessary or advisable to implement the purposes and intent of the foregoing resolutions; each such agreement, instrument and document to be in such form and to contain such terms and conditions, consistent with the foregoing resolutions, as such Authorized Officer or Authorized Officers executing the same may approve, the execution and delivery of any such agreement, instrument or document by any such Authorized Officer or the taking of such action to be conclusive evidence of such authorization and approval;

FURTHER RESOLVED, that this consent may be executed and delivered by facsimile, .pdf or other electronic means, and such execution shall be considered valid, binding and effective for all purposes; and

FURTHER RESOLVED, that this consent may be executed and delivered in one or more counterparts, all of which taken together shall be considered to be one and the same written consent.

[*The remainder of this page is intentionally blank.*]

IN WITNESS WHEREOF, the undersigned, being the sole or managing member, as applicable, of each Member-Managed Company, has executed this written consent effective as of the date first written above.

BITCOIN DEPOT OPERATING LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BT HOLDCO LLC

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

CASH RAMP LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

INTUITIVE SOFTWARE LLC

By: Bitcoin Depot Operating LLC, its managing member

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK HOLDCO LLC

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK TECHNICIANS, LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

Docusign Envelope ID: 01F3D242-4F4B-4AEA-AC82-34747058625E

BTM INTERNATIONAL HOLDINGS 1 LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
6E7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BTM INTERNATIONAL HOLDINGS II LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
9F7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

IN WITNESS WHEREOF, the undersigned, being the managers of each Manager-Managed Company, has executed this written consent effective as of the date first written above.

BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC

Signed by:
By: _____
C5DA87536D2842C...
Name: W. Alexander Holmes
Title: Manager

Signed by:
By: _____
C5DA87536D2842C...
Name: W. Alexander Holmes
Title: Manager

Docusign Envelope ID: 01F3D242-4F4B-4AEA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the sole member of the board of directors of Kutt, Inc., has executed this written consent effective as of the date first written above.

KUTT, INC.

Signed by:

C5DA87536D2612C...

W. Alexander Holmes

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the sole member of the board of directors of Mintz Assets, Inc., has executed this written consent effective as of the date first written above.

MINTZ ASSETS, INC.

Signed by:
C5DA87536D2842C...

W. Alexander Holmes

Fill in this information to identify the case:

Debtor name: Bitcoin Depot Inc. et al.
United States Bankruptcy Court for the Southern District of Texas
Case number (if known): 26-_____ ( )

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
1	CASHCLOUD ATTN: THOMAS CONWAY 400-411 ROOSEVELT AVENUE OTTAWA, ON K2A 3X9 CANADA	ATTN: THOMAS CONWAY EMAIL: TCONWAY@CONWAYLITIGATION.CA PHONE NUMBER: 613-780-2011	LEGAL JUDGEMENT	D			$18,470,000.00
2	WPS KIOSK PARTNERS LLC ATTN: WILLIAM SIRIGNANO 135 W 50TH ST SUITE 200 NEW YORK, NY 10020	ATTN: WILLIAM SIRIGNANO EMAIL: W@WPSCAPITALPARTNERS.COM	PROFIT SHARE AGREEMENT	C, U, D			$5,000,000.00
3	LEGACY VENDING, LLC ATTN: ANSUR AHMED 7633 GRAND RIDGE ROAD COLUMBUS, GA 31904	ATTN: ANSUR AHMED EMAIL: ANSUR.AHMED@OUTLOOK.COM	PROFIT SHARE AGREEMENT	C, U, D			$3,760,000.00
4	SOPRIS-BITCOIN DEPOT INVESTORS LLC ATTN: DAN WEDMAN 409 ASPEN AIRPORT BUSINESS CENTER SUITE B ASPEN, CO 81612	ATTN: DAN WEDMAN EMAIL: DWEDMAN@SOPRISCAPITAL.COM	PROFIT SHARE AGREEMENT	C, U, D			$2,000,000.00
5	KIRKLAND & ELLIS LLP ATTN: THOMAS LAUGHLIN 333 W WOLF POINT PLAZA CHICAGO, IL 60654	ATTN: THOMAS LAUGHLIN EMAIL: THOMAS.LAUGHLIN@KIRKLAND.COM PHONE NUMBER: T +1 214 972 1663 M +1 214 926 5353	LEGAL SERVICES	C, U, D			$1,939,141.05
6	LATHAM & WATKINS LLP ATTN: STEVEN STOKDYK 555 WEST FIFTH ST SUITE 300 LOS ANGELES, CA 90013-1020	ATTN: STEVEN STOKDYK EMAIL: STEVEN.STOKDYK@LW.COM PHONE NUMBER: D: +1-213-891-7421 | M: +1-310-993-9093	LEGAL SERVICES	C, U, D			$1,000,000.00
7	BIBBEO LTD ATTN: MILES POWER 24340 E GLASGOW DR AURORA, CO 80016	ATTN: MILES POWER EMAIL: POWER.M@BIBBEO.COM PHONE NUMBER: 269-903-1309	INSTALLATION	C, U, D			$892,023.69
8	GOOGLE LLC ATTN: KILLY WINZ 1600 AMPHITHEATRE PKWY MOUNTAIN VIEW, CA 94043	ATTN: KILLY WINZ EMAIL: KILLYW@GOOGLE.COM PHONE NUMBER: 720-289-9910	OTHER OPERATING EXPENSES	C, U, D			$715,334.81
9	GREENBERG TRAURING, LLC ATTN: JENA VALDETERO 8400 NW 36TH STREET SUITE 400 DORAL, FL 33166	ATTN: JENA VALDETERO EMAIL: JENA.VALDETERO@GTLAW.COM PHONE NUMBER: T +1 312-456-1025 / C 2024310288	LEGAL SERVICES	C, U, D			$611,019.41
10	SECRETARIAT ADVISORS LLC ATTN: CHRIS MCKAY 1175 PEACHTREE ST NE 100 COLONY SQ SUITE 400 ATLANTA, GA 30361	ATTN: CHRIS MCKAY EMAIL: CMCKAY@SECRETARIAT-INTL.COM PHONE NUMBER: +1 818 307 3314	LEGAL SERVICES	C, U, D			$261,550.00
11	CONSILIO INC. ATTN: MATT SIMMONS DEPT CH 17174 PALATINE, IL 6005	ATTN: MATT SIMMONS EMAIL: MATT.SIMMONS@CONSILIO.COM	LEGAL SERVICES	C, U, D			$235,920.24
12	LOOMIS ATTN: STEVE MORRIS 2500 CITYWEST BLVD. STE. 2300 HOUSTON, TX 77042	ATTN: STEVE MORRIS EMAIL: STEVE.MORRIS@US.LOOMIS.COM PHONE NUMBER: 901-463-0827	ARMORED TRANSPORT	C, U, D			$223,231.41

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	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
13	OPTCONNECT ATTN: MATT WARNER 854 WEST 450 NORTH #4 KAYSVILLE, UT 84037	ATTN: MATT WARNER EMAIL: MATT.WARNER@OPTCONNECT.COM PHONE NUMBER: 801-645-3254	WIRELESS	C, U, D			$222,157.47
14	COBRA CAPITAL PARTNERS LLC ATTN: HAMZEE KADDOURA 442 KINGSBURY AVE DEARBORN, MI 48128	ATTN: HAMZEE KADDOURA EMAIL: HAMZEE47@GMAIL.COM	PROFIT SHARE AGREEMENT	C, U, D			$212,000.00
15	DENTONS CANADA LLP ATTN: GREG MCNAB 77 KING STREET WEST TORONTO-DOMINION CENTRE, SUITE 400 TORONTO, ON M5K 0A1 CANADA	ATTN: GREG MCNAB EMAIL: GREG.MCNAB@DENTONS.COM PHONE NUMBER: +1 416 863 4492	LEGAL SERVICES	C, U, D			$201,638.90
16	ATM TOKEN GROUP SERVICES LTD. ATTN: SHELVIN PRASAD 1285 WEST BROADWAY SUITE 600 VANCOUVER, BC V6H 3X8 CANADA	ATTN: SHELVIN PRASAD EMAIL: SHELVIN@ATMTOKEN.COM PHONE NUMBER: 403-830-0710	INSTALLATION & MAINTENANCE	C, U, D			$182,988.73
17	GARDAWORLD ATTN: DARREN GARBUTT 2000 NW CORPORATE BLVD BOCA RATON, FL 33431	ATTN: DARREN GARBUTT EMAIL: DARREN.GARBUTT@GARDA.COM	ARMORED TRANSPORT	C, U, D			$181,767.82
18	BURROUGHS ATTN: CHRIS ADAMSON P.O. BOX 72409 CLEVELAND, OH 44192	ATTN: CHRIS ADAMSON EMAIL: CHRIS.ADAMSON@BURROUGHS.COM PHONE NUMBER: 647-982-6158	MAINTENANCE	C, U, D			$175,679.05
19	ELLIPTIC INC. ATTN: DAVE HOMANKO 1632 1ST AVENUE #23346 NEW YORK, NY 10128	ATTN: DAVE HOMANKO EMAIL: DAVE.HOMANKO@ELLIPTIC.CO	INFORMATION TECHNOLOGY	C, U, D			$173,250.00
20	TROUTMAN PEPPER LOCKE LLP ATTN: DOMINIC CERVONI 600 PEACHTREE STREET, NE SUITE 3000 ATLANTA, GA 30308	ATTN: DOMINIC CERVONI EMAIL: DOMENIC.CERVONI@TROUTMAN.COM PHONE NUMBER: 212-912-2722	LEGAL SERVICES	C, U, D			$157,626.73
21	DEEL, INC ATTN: JOEY ASAMOAH 425 1ST STREET SAN FRANCISCO, CA 94105-4621	ATTN: JOEY ASAMOAH EMAIL: JOEY.ASAMOAH@DEEL.COM	PEO	C, U, D			$128,038.00
22	WOLF & COMPANY, P.C. ATTN: MARISSA A. SCICCHITANO 255 STATE STREET BOSTON, MA 02109	ATTN: MARISSA A. SCICCHITANO EMAIL: MSCICCHITANO@WOLFANDCO.COM	ACCOUNTING & AUDITING	C, U, D			$123,000.00
23	BRINKS CANADA LIMITED ATTN: TY BURCH 95 BROWN'S LINE ETOBICOKE, ON M8W 3S2 CANADA	ATTN: TY BURCH EMAIL: TYNAN.BURCH@BRINKS.COM PHONE NUMBER: 289-440-0476	ARMORED TRANSPORT	C, U, D			$122,335.28
24	DONNELLEY FINANCIAL, LLC ATTN: RYAN WARD 35 W. WACKER DRIVE CHICAGO, IL 60601	ATTN: RYAN WARD EMAIL: RYAN.T.WARD@DFINSOLUTIONS.COM PHONE NUMBER: 508-728-9960	OTHER OPERATING EXPENSES	C, U, D			$105,895.00
25	GARRISON MANAGEMENT GROUP, LLC DBA AXADVOCACY, LLC ATTN: NICK MADDUX 800 W 47TH ST STE 200 KANSAS CITY, MO 64112	ATTN: NICK MADDUX EMAIL: NMADDUX@AXIOMSTRATEGIES.COM PHONE NUMBER: 417-594-0029	LEGAL SERVICES	C, U, D			$100,000.00
26	PROFESSIONALS WORLD LLC ATTN: YOUSEF AZZAM 1072 MADISON CHASE #7 WEST PALM BEACH, FL 33411	ATTN: YOUSEF AZZAM EMAIL: YOUSEF@PROS-WORLD.COM	OTHER OPERATING EXPENSES	C, U, D			$98,010.73
27	DAC GROUP / CHICAGO, INC. ATTN: GEMMA GIBSON P.O. BOX 842862 BOSTON, MA 02284-2870	ATTN: GEMMA GIBSON EMAIL: GGIBSON@DACGROUP.COM PHONE NUMBER: 872-270-0964	MARKETING	C, U, D			$93,906.41
28	LALCHANDANI SIMON PL ATTN: KUBS LALCHANDANI 25 SE 2ND AVE SUITE 1020 MIAMI, FL 33131	ATTN: KUBS LALCHANDANI EMAIL: KUBS@LSLAWPL.COM	LEGAL SERVICES	C, U, D			$91,105.90

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	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
29	BPO HIVE LLC ATTN: ABDULLAH M. STREET 2, EL WAHA NASR CITY, CAIRO, 11577 EGYPT	ATTN: ABDULLAH M. EMAIL: ABDULLAH@BPOHIVE.COM PHONE NUMBER: (+20)114 190 8557	MARKETING	C, U, D			$78,237.81
30	CUMMINS-ALLISON CORP ATTN: JAMES REEVES 852 FEEHANVILLE MT PROSPECT, IL 60056	ATTN: JAMES REEVES EMAIL: JAMES.REEVES@CRANEPI.COM	OTHER OPERATING EXPENSES	C, U, D			$78,208.62

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
BITCOIN DEPOT INC., *et al*.,	)	Case No. 26 – [_____] (__)
Debtors.[1]	)	Joint Administration Requested

CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1

Pursuant to Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1, the following are all of the ownership interests in Bitcoin Depot Inc. ("***Bitcoin Depot***") and its affiliated debtors, who are each debtors and debtors in possession in the above-captioned cases (collectively, the "***Debtors***"). Bitcoin Depot, on behalf of itself and the Debtors, hereby states as follows:

1. The following entities own 10% or more of the equity interests of Bitcoin Depot:[2]

Corporate Equity Holder	Address of Corporate Equity Holder	Type/Class of Interest	Percentage of Equity Held
BD Investment Holdings II LLC	500 Westover Dr #32474 Sanford, NC 27330	Class M	100%
Cede & Co.	570 Washington Blvd Jersey City, NJ 07310	Class A	87.496%

[1] The Debtors in these chapter 11 cases and the last four digits of their respective federal tax identification numbers (if applicable) may be obtained on the website of the Debtors' proposed claims and noticing agent at https://restructuring.ra.kroll.com/bitcoindepot. The location of the Debtors' corporate headquarters is: 8601 Dunwoody Place, Sandy Springs, Georgia 30350.

[2] Equity positions indicate the record holders of such equity as of March 31, 2026.

2. Bitcoin Depot owns 100% of the equity interests of Kutt, Inc.
3. Bitcoin Depot owns 100% of the equity interests of BCD Merger Sub LLC, which in turn owns 100% of the equity interests of BT HoldCo LLC.
4. BT HoldCo LLC owns 100% of the equity interests of Kiosk HoldCo LLC, which in turn owns 100% of the equity interests of the following entities:
    a. Bitcoin Depot Operating LLC;
    b. Cash Ramp LLC; and
    c. MCA Services Group, LLC.
5. Bitcoin Depot Operating LLC owns 100% of the equity interests of the following entities:
    a. Intuitive Software LLC;
    b. Lux Vending Kiosk, LLC; and
    c. Mintz Assets, Inc.
6. Intuitive Software LLC owns 100% of the equity interests of Digital Gold Ventures Inc.
7. Mintz Assets, Inc. owns 100% of the equity interests of the following entities:
    a. BTM International Holdings 1 LLC;
    b. BTM International Holdings II LLC;
    c. Express Vending Inc.; and
    d. Kiosk Technicians, LLC.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
CASH RAMP LLC,	)	Case No. 26 – [_____] (__)
Debtor.	)	(Joint Administration Requested)

LIST OF EQUITY SECURITY HOLDERS (RULE 1007(a)(3))

Pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following identifies all known holders having a direct or indirect ownership interest of the above captioned debtor in possession:

Corporate Equity Holder	Address of Corporate Equity Holder	Percentage of Equity Held
Kiosk HoldCo LLC	2870 Peachtree Road #327 Atlanta, GA 30305	100%

Fill in this information to identify the case and this filing:

Debtor Name Cash Ramp LLC

United States Bankruptcy Court for the: Southern District of Texas (State)

Case number (*If known*): 26-[___]

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended *Schedule* ____
- ☑ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☑ Other document that requires a declaration Corporate Ownership Statement; List of Equity Security Holders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026
MM / DD / YYYY

✘ /s/ Christopher Ryan
Signature of individual signing on behalf of debtor

Christopher Ryan
Printed name

General Counsel and Corporate Secretary
Position or relationship to debtor

This is Exhibit "K" referred to in the Affidavit of Thomas Studebaker sworn over videoconference in accordance with the *Administering Oath or Declaration Remotely Regulation*, O. Reg 431/20, on May 21, 2026, while I was located in the City of Toronto, in the Province of Ontario, and the affiant was located in the City of Boston, in the State of Massachusetts.



Commissioner for Taking Affidavits (or as may be)

MARLEIGH ERYN DICK

LSO# 79390S

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of Texas (State)

Case number (*If known*): 26-[ ] Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy 04/25

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals,* is available.

1. **Debtor's name** BTM International Holdings II LLC

2. **All other names debtor used in the last 8 years**
   Include any assumed names, trade names, and *doing business as* names

3. **Debtor's federal Employer Identification Number** (EIN) N/A – __ __ __ __ __ __ __

4. **Debtor's address**

Principal place of business

8601 Dunwoody Place
Number Street

Suite 308

Sandy Springs GA 30350
City State ZIP Code

Fulton County
County

Mailing address, if different from principal place of business

2870 Peachtree Road
Number Street

#327
P.O. Box

Atlanta GA 30305
City State ZIP Code

Location of principal assets, if different from principal place of business

Number Street

City State ZIP Code

5. **Debtor's website** (URL) https://bitcoindepot.com/

TRUE COPY I CERTIFY
ATTEST: May 20, 2026
NATHAN OCHSNER, Clerk of Court
By: *s/ B. Thomas*
Deputy Clerk

Debtor BTM International Holdings II LLC (Name) Case number (*if known*) 26-[ ]

6. Type of debtor

- ☑ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- ☐ Partnership (excluding LLP)
- ☐ Other. Specify: _____

7. Describe debtor's business

A. *Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☑ None of the above

B. *Check all that apply:*

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See http://www.uscourts.gov/four-digit-national-association-naics-codes .

5 2 3 9

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
- ☐ Chapter 9
- ☑ Chapter 11. *Check **all** that apply*:
  - ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than $3,424,000 (amount subject to adjustment on 4/01/28 and every 3 years after that).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
  - ☐ A plan is being filed with this petition.
  - ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
  - ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
  - ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
- ☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

- ☑ No
- ☐ Yes. District _____ When _____ (MM / DD / YYYY) Case number _____

  District _____ When _____ (MM / DD / YYYY) Case number _____

Debtor BTM International Holdings II LLC Case number (*if known*) 26-[ ]
Name

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

☐ No
☑ Yes. Debtor See Rider 1 Relationship _____
District _____ When _____ MM / DD / YYYY
Case number, if known _____

11. Why is the case filed in *this district*?

Check all that apply:

☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
☑ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☑ No See Rider 2.
☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (*Check all that apply.*)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
☐ It needs to be physically secured or protected from the weather.
☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
☐ Other _____

Where is the property? _____
Number Street
_____
_____ _____ _____
City State ZIP Code

Is the property insured?

☐ No
☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

☑ Funds will be available for distribution to unsecured creditors.
☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

☑ 1-49	☐ 1,000-5,000	☐ 25,001-50,000
☐ 50-99	☐ 5,001-10,000	☐ 50,001-100,000
☐ 100-199	☐ 10,001-25,000	☐ More than 100,000
☐ 200-999		

Debtor BTM International Holdings II LLC (Name) Case number (if known) 26-[ ]

15. Estimated assets

- ☑ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

16. Estimated liabilities

- ☑ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026 (MM / DD / YYYY)

✘ /s/ Christopher Ryan
Signature of authorized representative of debtor

Christopher Ryan
Printed name

Title General Counsel and Corporate Secretary

18. Signature of attorney

✘ /s/ Paul E. Heath
Signature of attorney for debtor

Date 05/18/2026 (MM / DD / YYYY)

Paul E. Heath
Printed name

Vinson & Elkins LLP
Firm name

845 Texas Avenue, Suite 4700
Number Street

Houston TX 77002
City State ZIP Code

713.758.2222
Contact phone

pheath@velaw.com
Email address

09355050 TX
Bar number State

Rider 1

Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor in the United States Bankruptcy Court for the Southern District of Texas

Bitcoin Depot Inc.
BCD Merger Sub LLC
Bitcoin Depot Operating LLC
BT HoldCo LLC
BTM International Holdings 1 LLC
BTM International Holdings II LLC
Cash Ramp LLC
Digital Gold Ventures Inc.
Express Vending Inc.
Intuitive Software LLC
Kiosk HoldCo LLC
Kiosk Technicians, LLC
Kutt, Inc.
Lux Vending Kiosk, LLC
MCA Services Group, LLC
Mintz Assets, Inc.

Rider 2

Real Property or Personal Property That Needs Immediate Attention

Question 12, among other things, asks debtors to identify any property that poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

Bitcoin Depot Inc. and its affiliated companies that are also filing voluntary chapter 11 bankruptcy cases in this Court (collectively, the "***Debtors***") own and operate the largest network of Bitcoin kiosks across North America, providing users with a means of converting cash into Bitcoin. The Debtors' portfolio consists of approximately 9,700 kiosks deployed in retailer locations throughout the United States and Canada. The Debtors also sell cryptocurrency to consumers through its BDCheckout product offering. The Debtors do not believe they own or possess any real or personal property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety. The Debtors note that they are not aware of any definition of "imminent and identifiable" harm as used in this form.

EXECUTION VERSION

OMNIBUS ACTION BY WRITTEN CONSENT OF

THE BOARDS OF DIRECTORS OF
KUTT, INC.
MINTZ ASSETS, INC.
(the "Corporation Companies")

AND

THE SOLE MEMBERS OF
BITCOIN DEPOT OPERATING LLC
BT HOLDCO LLC
BTM INTERNATIONAL HOLDINGS 1 LLC
BTM INTERNATIONAL HOLDINGS II LLC
CASH RAMP LLC
INTUITIVE SOFTWARE LLC
KIOSK HOLDCO LLC
KIOSK TECHNICIANS, LLC
(the "Member-Managed Companies")

AND

THE MANAGERS OF
BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC
(the "Manager-Managed Companies" and, together with the Corporation Companies and the Member-Managed Companies, the "Companies")

May 17, 2026

The undersigned being:

(a) All of the members of the board of directors of Kutt, Inc., a Delaware corporation ("***Kutt***");

(b) All of the members of the board of directors of Mintz Assets, Inc., a Georgia corporation ("***Mintz Assets***");

(c) The managing member of Intuitive Software LLC, a Delaware limited liability company (being Bitcoin Depot Operating LLC, a Delaware limited liability company ("***Bitcoin Operating***"));

(d) All of the managers of (i) BCD Merger Sub LLC, a Delaware limited liability company ("***BCD Merger Sub***"), (ii) MCA Services Group, LLC, a Delaware limited liability company, and (iii) Lux Vending Kiosk, LLC, a Delaware limited liability company;

(e) The sole member of Bitcoin Operating (being Kiosk HoldCo LLC, a Delaware limited liability company ("***Kiosk HoldCo***"));

(f) The sole member of Kiosk HoldCo (being BT HoldCo LLC, a Delaware limited liability company ("***BT HoldCo***"));

(g) The sole member of BT HoldCo (being BCD Merger Sub);

(h) The sole member of Cash Ramp, LLC, a Delaware limited liability company (being Kiosk HoldCo);

(i) The sole member of BTM International Holdings 1 LLC, a Delaware limited liability company (being Mintz Assets);

(j) The sole member of BTM International Holdings II LLC, a Delaware limited liability company (being Mintz Assets); and

(k) The sole member of Kiosk Technicians, LLC, a Delaware limited liability company (being Mintz Assets) (the governing bodies set forth in (a) through (k), collectively, the "***Consenting Bodies***");

acting by written consent in lieu of a meeting pursuant to Section 18-302(d) of the Delaware Limited Liability Company Act (with respect to the Member-Managed Companies and the Manager-Managed Companies), Section 228(a) of the Delaware General Corporation Law (with respect to Kutt) and Section 14-2-821 of the Georgia Business Corporation Code (with respect to Mintz Assets), hereby take the following actions by unanimous written consent of such Consenting Body with respect to each Company, which actions shall have the same force and effect as if adopted at a duly called and held meeting of each such Consenting Body.

WHEREAS, the Consenting Bodies have studied and considered the financial condition of the Companies, including the Companies' immediate liquidity needs, liabilities, contractual obligations, the short-term and long-term prospects available to the Companies, the strategic alternatives available to the Companies and the related circumstances and situation, including the current and reasonably foreseeable future conditions of the industry in which the Companies operate;

WHEREAS, the Consenting Bodies have consulted with the Companies' financial and legal advisors and considered a variety of strategic alternatives available to the Companies;

WHEREAS, the Consenting Bodies have determined that it is advisable and in the best interests of each Company to (i) file for immediate protection under chapter 11 of title 11 of the United States Code (the "***Bankruptcy Code***") and (ii) file or cause to be filed voluntary petitions for relief (the "***Chapter 11 Petitions***," and the cases commenced thereby, the "***Chapter 11 Cases***") pursuant to chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Texas, or another appropriate court (the "***U.S. Bankruptcy Court***"), and any and all documents necessary or convenient to effect, cause, or to promote the Chapter 11 Cases;

WHEREAS, pursuant to a unanimous written consent duly adopted on May 14, 2026, the board of directors of Bitcoin Depot Inc. established a special committee (the "***Restructuring Committee***") for the purposes of, among other things, (i) engaging in an evaluation of the Companies' strategic alternatives, including without limitation, a potential sale of all or substantially all of the assets of the Companies, a recapitalization or restructuring of the Companies' outstanding indebtedness, a restructuring or liquidation of the Companies under chapter 11 of the Bankruptcy Code, and/or other transactions and (ii) considering and authorizing certain conflict matters;

WHEREAS, the Restructuring Committee has reviewed and considered the need for the Chapter 11 Cases and has (x) determined that it is advisable, fair to, and in the best interests of the Companies to approve the filing of the Chapter 11 Cases and (y) recommended that the Consenting Bodies pursue, adopt and approve the filing of the Chapter 11 Cases; and

WHEREAS, after review of (i) the financial condition of the Companies, the current and reasonably foreseeable future conditions of the industry in which the Companies operate, the outlook for the Companies' businesses and the other alternatives available to the Companies, (ii) the liquidity position of the Companies, and (iii) such other considerations as the Consenting Bodies deem relevant, the Consenting Bodies, following consultation with the financial and legal advisors to the Companies, have determined that it is advisable and in the best interests of each Company to pursue the Chapter 11 Cases, as approved in this written consent.

Chapter 11 Filing

NOW, THEREFORE, BE IT RESOLVED, that each Consenting Body hereby determines that it is advisable and in the best interest of the respective Company to file the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes each respective Company to file or cause to be filed the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each duly appointed manager or officer of each Company (each an "***Authorized Officer***" and, collectively, the "***Authorized Officers***"), to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court on behalf of each Company, the Chapter 11 Petitions, in such form as prescribed by the official forms promulgated pursuant to the Bankruptcy Code;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court all papers, motions, applications, schedules, and pleadings necessary, appropriate, or convenient to facilitate the Chapter 11 Cases and all of its matters and proceedings, and any and all other documents necessary, appropriate, or convenient in connection with the commencement or prosecution of the Chapter 11 Cases, each in such form or forms as the Authorized Officer may approve, and subject to further Consenting Body approvals as the Companies and their counsel determine to be appropriate under the circumstances;

Retention of Professionals

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Vinson & Elkins L.L.P. ("***V&E***") as general bankruptcy counsel to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, including filings and pleadings, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage V&E for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of V&E;

FURTHER RESOLVED, that the Consenting Bodies hereby approve the Companies' engagement of Triple P TRS, LLC and Triple P Securities, LLC (together, "***Portage Point***") as financial advisor to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Portage Point for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Portage Point;

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Kroll Restructuring Administration LLC ("***Kroll***") as notice, claims, and solicitation agent to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, is hereby approved, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Kroll for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Kroll;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to employ any other professionals to assist the Companies in carrying out their duties under the Bankruptcy Code; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers and fees, and to cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary;

General

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer, on behalf of each Company, to certify and attest to any documents that he or she may deem necessary, appropriate, or convenient to consummate any transactions

necessary to effectuate the foregoing resolutions; *provided*, such attestation shall not be required for the validity of any such documents;

FURTHER RESOLVED, that any and all actions heretofore or hereafter taken by the Authorized Officers, or any of them, within the foregoing resolutions, are, and each of them is, hereby ratified, confirmed and approved;

FURTHER RESOLVED, that the Authorized Officers are, and each of them is, hereby authorized and empowered in the name and on behalf of each Company, to execute and deliver such agreements, instruments and documents, and to take or cause to be taken such other actions, as such Authorized Officer or Authorized Officers may determine to be necessary or advisable to implement the purposes and intent of the foregoing resolutions; each such agreement, instrument and document to be in such form and to contain such terms and conditions, consistent with the foregoing resolutions, as such Authorized Officer or Authorized Officers executing the same may approve, the execution and delivery of any such agreement, instrument or document by any such Authorized Officer or the taking of such action to be conclusive evidence of such authorization and approval;

FURTHER RESOLVED, that this consent may be executed and delivered by facsimile, .pdf or other electronic means, and such execution shall be considered valid, binding and effective for all purposes; and

FURTHER RESOLVED, that this consent may be executed and delivered in one or more counterparts, all of which taken together shall be considered to be one and the same written consent.

[*The remainder of this page is intentionally blank.*]

IN WITNESS WHEREOF, the undersigned, being the sole or managing member, as applicable, of each Member-Managed Company, has executed this written consent effective as of the date first written above.

BITCOIN DEPOT OPERATING LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BT HOLDCO LLC

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

CASH RAMP LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

Docusign Envelope ID: 01F3D242-4F4B-4AEA-AC82-34747058625E

INTUITIVE SOFTWARE LLC

By: Bitcoin Depot Operating LLC, its managing member

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK HOLDCO LLC

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK TECHNICIANS, LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BTM INTERNATIONAL HOLDINGS 1 LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
6E7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BTM INTERNATIONAL HOLDINGS II LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
9F7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the managers of each Manager-Managed Company, has executed this written consent effective as of the date first written above.

BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC

Signed by:
By: _____
C5DA87536D2842C...
Name: W. Alexander Holmes
Title: Manager

Signed by:
By: _____
C5DA87536D2842C...
Name: W. Alexander Holmes
Title: Manager

Docusign Envelope ID: 01F3D242-4F4B-4AEA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the sole member of the board of directors of Kutt, Inc., has executed this written consent effective as of the date first written above.

KUTT, INC.

Signed by:

C5DA87536D2612C...

W. Alexander Holmes

Docusign Envelope ID: 01F3D242-4F4B-4AEA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the sole member of the board of directors of Mintz Assets, Inc., has executed this written consent effective as of the date first written above.

MINTZ ASSETS, INC.

Signed by:
C5DA87536D2842C...

W. Alexander Holmes

Fill in this information to identify the case:

Debtor name: Bitcoin Depot Inc. et al.
United States Bankruptcy Court for the Southern District of Texas
Case number (if known): 26-_____ ( )

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
1	CASHCLOUD ATTN: THOMAS CONWAY 400-411 ROOSEVELT AVENUE OTTAWA, ON K2A 3X9 CANADA	ATTN: THOMAS CONWAY EMAIL: TCONWAY@CONWAYLITIGATION.CA PHONE NUMBER: 613-780-2011	LEGAL JUDGEMENT	D			$18,470,000.00
2	WPS KIOSK PARTNERS LLC ATTN: WILLIAM SIRIGNANO 135 W 50TH ST SUITE 200 NEW YORK, NY 10020	ATTN: WILLIAM SIRIGNANO EMAIL: W@WPSCAPITALPARTNERS.COM	PROFIT SHARE AGREEMENT	C, U, D			$5,000,000.00
3	LEGACY VENDING, LLC ATTN: ANSUR AHMED 7633 GRAND RIDGE ROAD COLUMBUS, GA 31904	ATTN: ANSUR AHMED EMAIL: ANSUR.AHMED@OUTLOOK.COM	PROFIT SHARE AGREEMENT	C, U, D			$3,760,000.00
4	SOPRIS-BITCOIN DEPOT INVESTORS LLC ATTN: DAN WEDMAN 409 ASPEN AIRPORT BUSINESS CENTER SUITE B ASPEN, CO 81612	ATTN: DAN WEDMAN EMAIL: DWEDMAN@SOPRISCAPITAL.COM	PROFIT SHARE AGREEMENT	C, U, D			$2,000,000.00
5	KIRKLAND & ELLIS LLP ATTN: THOMAS LAUGHLIN 333 W WOLF POINT PLAZA CHICAGO, IL 60654	ATTN: THOMAS LAUGHLIN EMAIL: THOMAS.LAUGHLIN@KIRKLAND.COM PHONE NUMBER: T +1 214 972 1663 M +1 214 926 5353	LEGAL SERVICES	C, U, D			$1,939,141.05
6	LATHAM & WATKINS LLP ATTN: STEVEN STOKDYK 555 WEST FIFTH ST SUITE 300 LOS ANGELES, CA 90013-1020	ATTN: STEVEN STOKDYK EMAIL: STEVEN.STOKDYK@LW.COM PHONE NUMBER: D: +1-213-891-7421 | M: +1-310-993-9093	LEGAL SERVICES	C, U, D			$1,000,000.00
7	BIBBEO LTD ATTN: MILES POWER 24340 E GLASGOW DR AURORA, CO 80016	ATTN: MILES POWER EMAIL: POWER.M@BIBBEO.COM PHONE NUMBER: 269-903-1309	INSTALLATION	C, U, D			$892,023.69
8	GOOGLE LLC ATTN: KILLY WINZ 1600 AMPHITHEATRE PKWY MOUNTAIN VIEW, CA 94043	ATTN: KILLY WINZ EMAIL: KILLYW@GOOGLE.COM PHONE NUMBER: 720-289-9910	OTHER OPERATING EXPENSES	C, U, D			$715,334.81
9	GREENBERG TRAURING, LLC ATTN: JENA VALDETERO 8400 NW 36TH STREET SUITE 400 DORAL, FL 33166	ATTN: JENA VALDETERO EMAIL: JENA.VALDETERO@GTLAW.COM PHONE NUMBER: T +1 312-456-1025 / C 2024310288	LEGAL SERVICES	C, U, D			$611,019.41
10	SECRETARIAT ADVISORS LLC ATTN: CHRIS MCKAY 1175 PEACHTREE ST NE 100 COLONY SQ SUITE 400 ATLANTA, GA 30361	ATTN: CHRIS MCKAY EMAIL: CMCKAY@SECRETARIAT-INTL.COM PHONE NUMBER: +1 818 307 3314	LEGAL SERVICES	C, U, D			$261,550.00
11	CONSILIO INC. ATTN: MATT SIMMONS DEPT CH 17174 PALATINE, IL 6005	ATTN: MATT SIMMONS EMAIL: MATT.SIMMONS@CONSILIO.COM	LEGAL SERVICES	C, U, D			$235,920.24
12	LOOMIS ATTN: STEVE MORRIS 2500 CITYWEST BLVD. STE. 2300 HOUSTON, TX 77042	ATTN: STEVE MORRIS EMAIL: STEVE.MORRIS@US.LOOMIS.COM PHONE NUMBER: 901-463-0827	ARMORED TRANSPORT	C, U, D			$223,231.41

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
13	OPTCONNECT ATTN: MATT WARNER 854 WEST 450 NORTH #4 KAYSVILLE, UT 84037	ATTN: MATT WARNER EMAIL: MATT.WARNER@OPTCONNECT.COM PHONE NUMBER: 801-645-3254	WIRELESS	C, U, D			$222,157.47
14	COBRA CAPITAL PARTNERS LLC ATTN: HAMZEE KADDOURA 442 KINGSBURY AVE DEARBORN, MI 48128	ATTN: HAMZEE KADDOURA EMAIL: HAMZEE47@GMAIL.COM	PROFIT SHARE AGREEMENT	C, U, D			$212,000.00
15	DENTONS CANADA LLP ATTN: GREG MCNAB 77 KING STREET WEST TORONTO-DOMINION CENTRE, SUITE 400 TORONTO, ON M5K 0A1 CANADA	ATTN: GREG MCNAB EMAIL: GREG.MCNAB@DENTONS.COM PHONE NUMBER: +1 416 863 4492	LEGAL SERVICES	C, U, D			$201,638.90
16	ATM TOKEN GROUP SERVICES LTD. ATTN: SHELVIN PRASAD 1285 WEST BROADWAY SUITE 600 VANCOUVER, BC V6H 3X8 CANADA	ATTN: SHELVIN PRASAD EMAIL: SHELVIN@ATMTOKEN.COM PHONE NUMBER: 403-830-0710	INSTALLATION & MAINTENANCE	C, U, D			$182,988.73
17	GARDAWORLD ATTN: DARREN GARBUTT 2000 NW CORPORATE BLVD BOCA RATON, FL 33431	ATTN: DARREN GARBUTT EMAIL: DARREN.GARBUTT@GARDA.COM	ARMORED TRANSPORT	C, U, D			$181,767.82
18	BURROUGHS ATTN: CHRIS ADAMSON P.O. BOX 72409 CLEVELAND, OH 44192	ATTN: CHRIS ADAMSON EMAIL: CHRIS.ADAMSON@BURROUGHS.COM PHONE NUMBER: 647-982-6158	MAINTENANCE	C, U, D			$175,679.05
19	ELLIPTIC INC. ATTN: DAVE HOMANKO 1632 1ST AVENUE #23346 NEW YORK, NY 10128	ATTN: DAVE HOMANKO EMAIL: DAVE.HOMANKO@ELLIPTIC.CO	INFORMATION TECHNOLOGY	C, U, D			$173,250.00
20	TROUTMAN PEPPER LOCKE LLP ATTN: DOMINIC CERVONI 600 PEACHTREE STREET, NE SUITE 3000 ATLANTA, GA 30308	ATTN: DOMINIC CERVONI EMAIL: DOMENIC.CERVONI@TROUTMAN.COM PHONE NUMBER: 212-912-2722	LEGAL SERVICES	C, U, D			$157,626.73
21	DEEL, INC ATTN: JOEY ASAMOAH 425 1ST STREET SAN FRANCISCO, CA 94105-4621	ATTN: JOEY ASAMOAH EMAIL: JOEY.ASAMOAH@DEEL.COM	PEO	C, U, D			$128,038.00
22	WOLF & COMPANY, P.C. ATTN: MARISSA A. SCICCHITANO 255 STATE STREET BOSTON, MA 02109	ATTN: MARISSA A. SCICCHITANO EMAIL: MSCICCHITANO@WOLFANDCO.COM	ACCOUNTING & AUDITING	C, U, D			$123,000.00
23	BRINKS CANADA LIMITED ATTN: TY BURCH 95 BROWN'S LINE ETOBICOKE, ON M8W 3S2 CANADA	ATTN: TY BURCH EMAIL: TYNAN.BURCH@BRINKS.COM PHONE NUMBER: 289-440-0476	ARMORED TRANSPORT	C, U, D			$122,335.28
24	DONNELLEY FINANCIAL, LLC ATTN: RYAN WARD 35 W. WACKER DRIVE CHICAGO, IL 60601	ATTN: RYAN WARD EMAIL: RYAN.T.WARD@DFINSOLUTIONS.COM PHONE NUMBER: 508-728-9960	OTHER OPERATING EXPENSES	C, U, D			$105,895.00
25	GARRISON MANAGEMENT GROUP, LLC DBA AXADVOCACY, LLC ATTN: NICK MADDUX 800 W 47TH ST STE 200 KANSAS CITY, MO 64112	ATTN: NICK MADDUX EMAIL: NMADDUX@AXIOMSTRATEGIES.COM PHONE NUMBER: 417-594-0029	LEGAL SERVICES	C, U, D			$100,000.00
26	PROFESSIONALS WORLD LLC ATTN: YOUSEF AZZAM 1072 MADISON CHASE #7 WEST PALM BEACH, FL 33411	ATTN: YOUSEF AZZAM EMAIL: YOUSEF@PROS-WORLD.COM	OTHER OPERATING EXPENSES	C, U, D			$98,010.73
27	DAC GROUP / CHICAGO, INC. ATTN: GEMMA GIBSON P.O. BOX 842862 BOSTON, MA 02284-2870	ATTN: GEMMA GIBSON EMAIL: GGIBSON@DACGROUP.COM PHONE NUMBER: 872-270-0964	MARKETING	C, U, D			$93,906.41
28	LALCHANDANI SIMON PL ATTN: KUBS LALCHANDANI 25 SE 2ND AVE SUITE 1020 MIAMI, FL 33131	ATTN: KUBS LALCHANDANI EMAIL: KUBS@LSLAWPL.COM	LEGAL SERVICES	C, U, D			$91,105.90

421

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
29	BPO HIVE LLC ATTN: ABDULLAH M. STREET 2, EL WAHA NASR CITY, CAIRO, 11577 EGYPT	ATTN: ABDULLAH M. EMAIL: ABDULLAH@BPOHIVE.COM PHONE NUMBER: (+20)114 190 8557	MARKETING	C, U, D			$78,237.81
30	CUMMINS-ALLISON CORP ATTN: JAMES REEVES 852 FEEHANVILLE MT PROSPECT, IL 60056	ATTN: JAMES REEVES EMAIL: JAMES.REEVES@CRANEPI.COM	OTHER OPERATING EXPENSES	C, U, D			$78,208.62

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
BITCOIN DEPOT INC., *et al*.,	)	Case No. 26 – [_____] (__)
Debtors.[1]	)	Joint Administration Requested

CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1

Pursuant to Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1, the following are all of the ownership interests in Bitcoin Depot Inc. ("***Bitcoin Depot***") and its affiliated debtors, who are each debtors and debtors in possession in the above-captioned cases (collectively, the "***Debtors***"). Bitcoin Depot, on behalf of itself and the Debtors, hereby states as follows:

1. The following entities own 10% or more of the equity interests of Bitcoin Depot:[2]

Corporate Equity Holder	Address of Corporate Equity Holder	Type/Class of Interest	Percentage of Equity Held
BD Investment Holdings II LLC	500 Westover Dr #32474 Sanford, NC 27330	Class M	100%
Cede & Co.	570 Washington Blvd Jersey City, NJ 07310	Class A	87.496%

[1] The Debtors in these chapter 11 cases and the last four digits of their respective federal tax identification numbers (if applicable) may be obtained on the website of the Debtors' proposed claims and noticing agent at https://restructuring.ra.kroll.com/bitcoindepot. The location of the Debtors' corporate headquarters is: 8601 Dunwoody Place, Sandy Springs, Georgia 30350.

[2] Equity positions indicate the record holders of such equity as of March 31, 2026.

2. Bitcoin Depot owns 100% of the equity interests of Kutt, Inc.
3. Bitcoin Depot owns 100% of the equity interests of BCD Merger Sub LLC, which in turn owns 100% of the equity interests of BT HoldCo LLC.
4. BT HoldCo LLC owns 100% of the equity interests of Kiosk HoldCo LLC, which in turn owns 100% of the equity interests of the following entities:
    a. Bitcoin Depot Operating LLC;
    b. Cash Ramp LLC; and
    c. MCA Services Group, LLC.
5. Bitcoin Depot Operating LLC owns 100% of the equity interests of the following entities:
    a. Intuitive Software LLC;
    b. Lux Vending Kiosk, LLC; and
    c. Mintz Assets, Inc.
6. Intuitive Software LLC owns 100% of the equity interests of Digital Gold Ventures Inc.
7. Mintz Assets, Inc. owns 100% of the equity interests of the following entities:
    a. BTM International Holdings 1 LLC;
    b. BTM International Holdings II LLC;
    c. Express Vending Inc.; and
    d. Kiosk Technicians, LLC.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
BTM INTERNATIONAL HOLDINGS II LLC,	)	Case No. 26 – [_____] (__)
Debtor.	)	(Joint Administration Requested)

LIST OF EQUITY SECURITY HOLDERS (RULE 1007(a)(3))

Pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following identifies all known holders having a direct or indirect ownership interest of the above captioned debtor in possession:

Corporate Equity Holder	Address of Corporate Equity Holder	Percentage of Equity Held
Mintz Assets, Inc.	2870 Peachtree Road #327 Atlanta, GA 30305	100%

Fill in this information to identify the case and this filing:

Debtor Name BTM International Holdings II LLC

United States Bankruptcy Court for the: Southern District of Texas (State)

Case number (*If known*): 26-[___]

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended *Schedule* ____
- ☑ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☑ Other document that requires a declaration Corporate Ownership Statement; List of Equity Security Holders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026
MM / DD / YYYY

✘ /s/ Christopher Ryan
Signature of individual signing on behalf of debtor

Christopher Ryan
Printed name

General Counsel and Corporate Secretary
Position or relationship to debtor

This is Exhibit "L" referred to in the Affidavit of Thomas Studebaker sworn over videoconference in accordance with the *Administering Oath or Declaration Remotely Regulation*, O. Reg 431/20, on May 21, 2026, while I was located in the City of Toronto, in the Province of Ontario, and the affiant was located in the City of Boston, in the State of Massachusetts.



Commissioner for Taking Affidavits (or as may be)

MARLEIGH ERYN DICK

LSO# 79390S

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of Texas (State)

Case number (*If known*): 26-[ ] Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy 04/25

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals,* is available.

1. **Debtor's name** BTM International Holdings 1 LLC

2. **All other names debtor used in the last 8 years**
   Include any assumed names, trade names, and *doing business as* names

3. **Debtor's federal Employer Identification Number** (EIN) N/A – __ __ __ __ __ __ __

4. **Debtor's address**

Principal place of business

8601 Dunwoody Place
Number Street

Suite 308

Sandy Springs GA 30350
City State ZIP Code

Fulton County
County

Mailing address, if different from principal place of business

2870 Peachtree Road
Number Street

#327
P.O. Box

Atlanta GA 30305
City State ZIP Code

Location of principal assets, if different from principal place of business

Number Street

City State ZIP Code

5. **Debtor's website** (URL) https://bitcoindepot.com/

TRUE COPY I CERTIFY
ATTEST: May 20, 2026
NATHAN OCHSNER, Clerk of Court
By: *s/ B. Thomas*
Deputy Clerk

Debtor BTM International Holdings 1 LLC Case number (*if known*) 26-[ ]
Name

6. Type of debtor

☑ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify: _____

7. Describe debtor's business

A. *Check one:*

☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☑ None of the above

B. *Check all that apply:*

☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See http://www.uscourts.gov/four-digit-national-association-naics-codes .

5 2 3 9

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

☐ Chapter 7
☐ Chapter 9
☑ Chapter 11. *Check **all** that apply*:

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than $3,424,000 (amount subject to adjustment on 4/01/28 and every 3 years after that).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

☑ No
☐ Yes. District _____ When _____ (MM / DD / YYYY) Case number _____
District _____ When _____ (MM / DD / YYYY) Case number _____

Debtor BTM International Holdings 1 LLC Case number (*if known*) 26-[ ]
Name

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

☐ No
☑ Yes. Debtor See Rider 1 Relationship _____
District _____ When _____ MM / DD / YYYY
Case number, if known _____

11. Why is the case filed in *this district*?

Check all that apply:

☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
☑ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☑ No See Rider 2.
☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (*Check all that apply.*)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
☐ It needs to be physically secured or protected from the weather.
☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
☐ Other _____

Where is the property? _____
Number Street
_____
_____ _____ _____
City State ZIP Code

Is the property insured?

☐ No
☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

☑ Funds will be available for distribution to unsecured creditors.
☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

☑ 1-49	☐ 1,000-5,000	☐ 25,001-50,000
☐ 50-99	☐ 5,001-10,000	☐ 50,001-100,000
☐ 100-199	☐ 10,001-25,000	☐ More than 100,000
☐ 200-999		

Debtor BTM International Holdings 1 LLC
Name

Case number (*if known*) 26-[ ]

15. Estimated assets

- ☑ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

16. Estimated liabilities

- ☑ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026
MM / DD / YYYY

✘ /s/ Christopher Ryan
Signature of authorized representative of debtor

Christopher Ryan
Printed name

Title General Counsel and Corporate Secretary

18. Signature of attorney

✘ /s/ Paul E. Heath
Signature of attorney for debtor

Date 05/18/2026
MM / DD / YYYY

Paul E. Heath
Printed name

Vinson & Elkins LLP
Firm name

845 Texas Avenue, Suite 4700
Number Street

Houston TX 77002
City State ZIP Code

713.758.2222
Contact phone

pheath@velaw.com
Email address

09355050 TX
Bar number State

Rider 1

Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor in the United States Bankruptcy Court for the Southern District of Texas

Bitcoin Depot Inc.
BCD Merger Sub LLC
Bitcoin Depot Operating LLC
BT HoldCo LLC
BTM International Holdings 1 LLC
BTM International Holdings II LLC
Cash Ramp LLC
Digital Gold Ventures Inc.
Express Vending Inc.
Intuitive Software LLC
Kiosk HoldCo LLC
Kiosk Technicians, LLC
Kutt, Inc.
Lux Vending Kiosk, LLC
MCA Services Group, LLC
Mintz Assets, Inc.

Rider 2

Real Property or Personal Property That Needs Immediate Attention

Question 12, among other things, asks debtors to identify any property that poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

Bitcoin Depot Inc. and its affiliated companies that are also filing voluntary chapter 11 bankruptcy cases in this Court (collectively, the "***Debtors***") own and operate the largest network of Bitcoin kiosks across North America, providing users with a means of converting cash into Bitcoin. The Debtors' portfolio consists of approximately 9,700 kiosks deployed in retailer locations throughout the United States and Canada. The Debtors also sell cryptocurrency to consumers through its BDCheckout product offering. The Debtors do not believe they own or possess any real or personal property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety. The Debtors note that they are not aware of any definition of "imminent and identifiable" harm as used in this form.

EXECUTION VERSION

OMNIBUS ACTION BY WRITTEN CONSENT OF

THE BOARDS OF DIRECTORS OF
KUTT, INC.
MINTZ ASSETS, INC.
(the "Corporation Companies")

AND

THE SOLE MEMBERS OF
BITCOIN DEPOT OPERATING LLC
BT HOLDCO LLC
BTM INTERNATIONAL HOLDINGS 1 LLC
BTM INTERNATIONAL HOLDINGS II LLC
CASH RAMP LLC
INTUITIVE SOFTWARE LLC
KIOSK HOLDCO LLC
KIOSK TECHNICIANS, LLC
(the "Member-Managed Companies")

AND

THE MANAGERS OF
BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC
(the "Manager-Managed Companies" and, together with the Corporation Companies and the Member-Managed Companies, the "Companies")

May 17, 2026

The undersigned being:

(a) All of the members of the board of directors of Kutt, Inc., a Delaware corporation ("***Kutt***");

(b) All of the members of the board of directors of Mintz Assets, Inc., a Georgia corporation ("***Mintz Assets***");

(c) The managing member of Intuitive Software LLC, a Delaware limited liability company (being Bitcoin Depot Operating LLC, a Delaware limited liability company ("***Bitcoin Operating***"));

(d) All of the managers of (i) BCD Merger Sub LLC, a Delaware limited liability company ("***BCD Merger Sub***"), (ii) MCA Services Group, LLC, a Delaware limited liability company, and (iii) Lux Vending Kiosk, LLC, a Delaware limited liability company;

(e) The sole member of Bitcoin Operating (being Kiosk HoldCo LLC, a Delaware limited liability company ("***Kiosk HoldCo***"));

(f) The sole member of Kiosk HoldCo (being BT HoldCo LLC, a Delaware limited liability company ("***BT HoldCo***"));

(g) The sole member of BT HoldCo (being BCD Merger Sub);

(h) The sole member of Cash Ramp, LLC, a Delaware limited liability company (being Kiosk HoldCo);

(i) The sole member of BTM International Holdings 1 LLC, a Delaware limited liability company (being Mintz Assets);

(j) The sole member of BTM International Holdings II LLC, a Delaware limited liability company (being Mintz Assets); and

(k) The sole member of Kiosk Technicians, LLC, a Delaware limited liability company (being Mintz Assets) (the governing bodies set forth in (a) through (k), collectively, the "***Consenting Bodies***");

acting by written consent in lieu of a meeting pursuant to Section 18-302(d) of the Delaware Limited Liability Company Act (with respect to the Member-Managed Companies and the Manager-Managed Companies), Section 228(a) of the Delaware General Corporation Law (with respect to Kutt) and Section 14-2-821 of the Georgia Business Corporation Code (with respect to Mintz Assets), hereby take the following actions by unanimous written consent of such Consenting Body with respect to each Company, which actions shall have the same force and effect as if adopted at a duly called and held meeting of each such Consenting Body.

WHEREAS, the Consenting Bodies have studied and considered the financial condition of the Companies, including the Companies' immediate liquidity needs, liabilities, contractual obligations, the short-term and long-term prospects available to the Companies, the strategic alternatives available to the Companies and the related circumstances and situation, including the current and reasonably foreseeable future conditions of the industry in which the Companies operate;

WHEREAS, the Consenting Bodies have consulted with the Companies' financial and legal advisors and considered a variety of strategic alternatives available to the Companies;

WHEREAS, the Consenting Bodies have determined that it is advisable and in the best interests of each Company to (i) file for immediate protection under chapter 11 of title 11 of the United States Code (the "***Bankruptcy Code***") and (ii) file or cause to be filed voluntary petitions for relief (the "***Chapter 11 Petitions***," and the cases commenced thereby, the "***Chapter 11 Cases***") pursuant to chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Texas, or another appropriate court (the "***U.S. Bankruptcy Court***"), and any and all documents necessary or convenient to effect, cause, or to promote the Chapter 11 Cases;

WHEREAS, pursuant to a unanimous written consent duly adopted on May 14, 2026, the board of directors of Bitcoin Depot Inc. established a special committee (the "***Restructuring Committee***") for the purposes of, among other things, (i) engaging in an evaluation of the Companies' strategic alternatives, including without limitation, a potential sale of all or substantially all of the assets of the Companies, a recapitalization or restructuring of the Companies' outstanding indebtedness, a restructuring or liquidation of the Companies under chapter 11 of the Bankruptcy Code, and/or other transactions and (ii) considering and authorizing certain conflict matters;

WHEREAS, the Restructuring Committee has reviewed and considered the need for the Chapter 11 Cases and has (x) determined that it is advisable, fair to, and in the best interests of the Companies to approve the filing of the Chapter 11 Cases and (y) recommended that the Consenting Bodies pursue, adopt and approve the filing of the Chapter 11 Cases; and

WHEREAS, after review of (i) the financial condition of the Companies, the current and reasonably foreseeable future conditions of the industry in which the Companies operate, the outlook for the Companies' businesses and the other alternatives available to the Companies, (ii) the liquidity position of the Companies, and (iii) such other considerations as the Consenting Bodies deem relevant, the Consenting Bodies, following consultation with the financial and legal advisors to the Companies, have determined that it is advisable and in the best interests of each Company to pursue the Chapter 11 Cases, as approved in this written consent.

Chapter 11 Filing

NOW, THEREFORE, BE IT RESOLVED, that each Consenting Body hereby determines that it is advisable and in the best interest of the respective Company to file the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes each respective Company to file or cause to be filed the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each duly appointed manager or officer of each Company (each an "***Authorized Officer***" and, collectively, the "***Authorized Officers***"), to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court on behalf of each Company, the Chapter 11 Petitions, in such form as prescribed by the official forms promulgated pursuant to the Bankruptcy Code;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court all papers, motions, applications, schedules, and pleadings necessary, appropriate, or convenient to facilitate the Chapter 11 Cases and all of its matters and proceedings, and any and all other documents necessary, appropriate, or convenient in connection with the commencement or prosecution of the Chapter 11 Cases, each in such form or forms as the Authorized Officer may approve, and subject to further Consenting Body approvals as the Companies and their counsel determine to be appropriate under the circumstances;

Retention of Professionals

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Vinson & Elkins L.L.P. ("***V&E***") as general bankruptcy counsel to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, including filings and pleadings, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage V&E for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of V&E;

FURTHER RESOLVED, that the Consenting Bodies hereby approve the Companies' engagement of Triple P TRS, LLC and Triple P Securities, LLC (together, "***Portage Point***") as financial advisor to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Portage Point for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Portage Point;

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Kroll Restructuring Administration LLC ("***Kroll***") as notice, claims, and solicitation agent to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, is hereby approved, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Kroll for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Kroll;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to employ any other professionals to assist the Companies in carrying out their duties under the Bankruptcy Code; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers and fees, and to cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary;

General

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer, on behalf of each Company, to certify and attest to any documents that he or she may deem necessary, appropriate, or convenient to consummate any transactions

necessary to effectuate the foregoing resolutions; *provided*, such attestation shall not be required for the validity of any such documents;

FURTHER RESOLVED, that any and all actions heretofore or hereafter taken by the Authorized Officers, or any of them, within the foregoing resolutions, are, and each of them is, hereby ratified, confirmed and approved;

FURTHER RESOLVED, that the Authorized Officers are, and each of them is, hereby authorized and empowered in the name and on behalf of each Company, to execute and deliver such agreements, instruments and documents, and to take or cause to be taken such other actions, as such Authorized Officer or Authorized Officers may determine to be necessary or advisable to implement the purposes and intent of the foregoing resolutions; each such agreement, instrument and document to be in such form and to contain such terms and conditions, consistent with the foregoing resolutions, as such Authorized Officer or Authorized Officers executing the same may approve, the execution and delivery of any such agreement, instrument or document by any such Authorized Officer or the taking of such action to be conclusive evidence of such authorization and approval;

FURTHER RESOLVED, that this consent may be executed and delivered by facsimile, .pdf or other electronic means, and such execution shall be considered valid, binding and effective for all purposes; and

FURTHER RESOLVED, that this consent may be executed and delivered in one or more counterparts, all of which taken together shall be considered to be one and the same written consent.

[*The remainder of this page is intentionally blank.*]

IN WITNESS WHEREOF, the undersigned, being the sole or managing member, as applicable, of each Member-Managed Company, has executed this written consent effective as of the date first written above.

BITCOIN DEPOT OPERATING LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
8F7ABC3954F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BT HOLDCO LLC

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
8F7ABC3954F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

CASH RAMP LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
8F7ABC3954F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

INTUITIVE SOFTWARE LLC

By: Bitcoin Depot Operating LLC, its managing member

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK HOLDCO LLC

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK TECHNICIANS, LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

Docusign Envelope ID: 01F3D242-4F4B-4AEA-AC82-34747058625E

BTM INTERNATIONAL HOLDINGS 1 LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
6E7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BTM INTERNATIONAL HOLDINGS II LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
9F7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the managers of each Manager-Managed Company, has executed this written consent effective as of the date first written above.

BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC

Signed by:
By: _____
C5DA87536D2842C...
Name: W. Alexander Holmes
Title: Manager

Signed by:
By: _____
C5DA87536D2842C...
Name: W. Alexander Holmes
Title: Manager

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the sole member of the board of directors of Kutt, Inc., has executed this written consent effective as of the date first written above.

KUTT, INC.

Signed by:

C5DA87536D2612C...

W. Alexander Holmes

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the sole member of the board of directors of Mintz Assets, Inc., has executed this written consent effective as of the date first written above.

MINTZ ASSETS, INC.

Signed by:
C5DA87536D2842C...

W. Alexander Holmes

Fill in this information to identify the case:

Debtor name: Bitcoin Depot Inc. et al.

United States Bankruptcy Court for the Southern District of Texas

Case number (if known): 26-_____ ( )

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim. If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
1	CASHCLOUD ATTN: THOMAS CONWAY 400-411 ROOSEVELT AVENUE OTTAWA, ON K2A 3X9 CANADA	ATTN: THOMAS CONWAY EMAIL: TCONWAY@CONWAYLITIGATION.CA PHONE NUMBER: 613-780-2011	LEGAL JUDGEMENT	D			$18,470,000.00
2	WPS KIOSK PARTNERS LLC ATTN: WILLIAM SIRIGNANO 135 W 50TH ST SUITE 200 NEW YORK, NY 10020	ATTN: WILLIAM SIRIGNANO EMAIL: W@WPSCAPITALPARTNERS.COM	PROFIT SHARE AGREEMENT	C, U, D			$5,000,000.00
3	LEGACY VENDING, LLC ATTN: ANSUR AHMED 7633 GRAND RIDGE ROAD COLUMBUS, GA 31904	ATTN: ANSUR AHMED EMAIL: ANSUR.AHMED@OUTLOOK.COM	PROFIT SHARE AGREEMENT	C, U, D			$3,760,000.00
4	SOPRIS-BITCOIN DEPOT INVESTORS LLC ATTN: DAN WEDMAN 409 ASPEN AIRPORT BUSINESS CENTER SUITE B ASPEN, CO 81612	ATTN: DAN WEDMAN EMAIL: DWEDMAN@SOPRISCAPITAL.COM	PROFIT SHARE AGREEMENT	C, U, D			$2,000,000.00
5	KIRKLAND & ELLIS LLP ATTN: THOMAS LAUGHLIN 333 W WOLF POINT PLAZA CHICAGO, IL 60654	ATTN: THOMAS LAUGHLIN EMAIL: THOMAS.LAUGHLIN@KIRKLAND.COM PHONE NUMBER: T +1 214 972 1663 M +1 214 926 5353	LEGAL SERVICES	C, U, D			$1,939,141.05
6	LATHAM & WATKINS LLP ATTN: STEVEN STOKDYK 555 WEST FIFTH ST SUITE 300 LOS ANGELES, CA 90013-1020	ATTN: STEVEN STOKDYK EMAIL: STEVEN.STOKDYK@LW.COM PHONE NUMBER: D: +1-213-891-7421 | M: +1-310-993-9093	LEGAL SERVICES	C, U, D			$1,000,000.00
7	BIBBEO LTD ATTN: MILES POWER 24340 E GLASGOW DR AURORA, CO 80016	ATTN: MILES POWER EMAIL: POWER.M@BIBBEO.COM PHONE NUMBER: 269-903-1309	INSTALLATION	C, U, D			$892,023.69
8	GOOGLE LLC ATTN: KILLY WINZ 1600 AMPHITHEATRE PKWY MOUNTAIN VIEW, CA 94043	ATTN: KILLY WINZ EMAIL: KILLYW@GOOGLE.COM PHONE NUMBER: 720-289-9910	OTHER OPERATING EXPENSES	C, U, D			$715,334.81
9	GREENBERG TRAURING, LLC ATTN: JENA VALDETERO 8400 NW 36TH STREET SUITE 400 DORAL, FL 33166	ATTN: JENA VALDETERO EMAIL: JENA.VALDETERO@GTLAW.COM PHONE NUMBER: T +1 312-456-1025 / C 2024310288	LEGAL SERVICES	C, U, D			$611,019.41
10	SECRETARIAT ADVISORS LLC ATTN: CHRIS MCKAY 1175 PEACHTREE ST NE 100 COLONY SQ SUITE 400 ATLANTA, GA 30361	ATTN: CHRIS MCKAY EMAIL: CMCKAY@SECRETARIAT-INTL.COM PHONE NUMBER: +1 818 307 3314	LEGAL SERVICES	C, U, D			$261,550.00
11	CONSILIO INC. ATTN: MATT SIMMONS DEPT CH 17174 PALATINE, IL 6005	ATTN: MATT SIMMONS EMAIL: MATT.SIMMONS@CONSILIO.COM	LEGAL SERVICES	C, U, D			$235,920.24
12	LOOMIS ATTN: STEVE MORRIS 2500 CITYWEST BLVD. STE. 2300 HOUSTON, TX 77042	ATTN: STEVE MORRIS EMAIL: STEVE.MORRIS@US.LOOMIS.COM PHONE NUMBER: 901-463-0827	ARMORED TRANSPORT	C, U, D			$223,231.41

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
13	OPTCONNECT ATTN: MATT WARNER 854 WEST 450 NORTH #4 KAYSVILLE, UT 84037	ATTN: MATT WARNER EMAIL: MATT.WARNER@OPTCONNECT.COM PHONE NUMBER: 801-645-3254	WIRELESS	C, U, D			$222,157.47
14	COBRA CAPITAL PARTNERS LLC ATTN: HAMZEE KADDOURA 442 KINGSBURY AVE DEARBORN, MI 48128	ATTN: HAMZEE KADDOURA EMAIL: HAMZEE47@GMAIL.COM	PROFIT SHARE AGREEMENT	C, U, D			$212,000.00
15	DENTONS CANADA LLP ATTN: GREG MCNAB 77 KING STREET WEST TORONTO-DOMINION CENTRE, SUITE 400 TORONTO, ON M5K 0A1 CANADA	ATTN: GREG MCNAB EMAIL: GREG.MCNAB@DENTONS.COM PHONE NUMBER: +1 416 863 4492	LEGAL SERVICES	C, U, D			$201,638.90
16	ATM TOKEN GROUP SERVICES LTD. ATTN: SHELVIN PRASAD 1285 WEST BROADWAY SUITE 600 VANCOUVER, BC V6H 3X8 CANADA	ATTN: SHELVIN PRASAD EMAIL: SHELVIN@ATMTOKEN.COM PHONE NUMBER: 403-830-0710	INSTALLATION & MAINTENANCE	C, U, D			$182,988.73
17	GARDAWORLD ATTN: DARREN GARBUTT 2000 NW CORPORATE BLVD BOCA RATON, FL 33431	ATTN: DARREN GARBUTT EMAIL: DARREN.GARBUTT@GARDA.COM	ARMORED TRANSPORT	C, U, D			$181,767.82
18	BURROUGHS ATTN: CHRIS ADAMSON P.O. BOX 72409 CLEVELAND, OH 44192	ATTN: CHRIS ADAMSON EMAIL: CHRIS.ADAMSON@BURROUGHS.COM PHONE NUMBER: 647-982-6158	MAINTENANCE	C, U, D			$175,679.05
19	ELLIPTIC INC. ATTN: DAVE HOMANKO 1632 1ST AVENUE #23346 NEW YORK, NY 10128	ATTN: DAVE HOMANKO EMAIL: DAVE.HOMANKO@ELLIPTIC.CO	INFORMATION TECHNOLOGY	C, U, D			$173,250.00
20	TROUTMAN PEPPER LOCKE LLP ATTN: DOMINIC CERVONI 600 PEACHTREE STREET, NE SUITE 3000 ATLANTA, GA 30308	ATTN: DOMINIC CERVONI EMAIL: DOMENIC.CERVONI@TROUTMAN.COM PHONE NUMBER: 212-912-2722	LEGAL SERVICES	C, U, D			$157,626.73
21	DEEL, INC ATTN: JOEY ASAMOAH 425 1ST STREET SAN FRANCISCO, CA 94105-4621	ATTN: JOEY ASAMOAH EMAIL: JOEY.ASAMOAH@DEEL.COM	PEO	C, U, D			$128,038.00
22	WOLF & COMPANY, P.C. ATTN: MARISSA A. SCICCHITANO 255 STATE STREET BOSTON, MA 02109	ATTN: MARISSA A. SCICCHITANO EMAIL: MSCICCHITANO@WOLFANDCO.COM	ACCOUNTING & AUDITING	C, U, D			$123,000.00
23	BRINKS CANADA LIMITED ATTN: TY BURCH 95 BROWN'S LINE ETOBICOKE, ON M8W 3S2 CANADA	ATTN: TY BURCH EMAIL: TYNAN.BURCH@BRINKS.COM PHONE NUMBER: 289-440-0476	ARMORED TRANSPORT	C, U, D			$122,335.28
24	DONNELLEY FINANCIAL, LLC ATTN: RYAN WARD 35 W. WACKER DRIVE CHICAGO, IL 60601	ATTN: RYAN WARD EMAIL: RYAN.T.WARD@DFINSOLUTIONS.COM PHONE NUMBER: 508-728-9960	OTHER OPERATING EXPENSES	C, U, D			$105,895.00
25	GARRISON MANAGEMENT GROUP, LLC DBA AXADVOCACY, LLC ATTN: NICK MADDUX 800 W 47TH ST STE 200 KANSAS CITY, MO 64112	ATTN: NICK MADDUX EMAIL: NMADDUX@AXIOMSTRATEGIES.COM PHONE NUMBER: 417-594-0029	LEGAL SERVICES	C, U, D			$100,000.00
26	PROFESSIONALS WORLD LLC ATTN: YOUSEF AZZAM 1072 MADISON CHASE #7 WEST PALM BEACH, FL 33411	ATTN: YOUSEF AZZAM EMAIL: YOUSEF@PROS-WORLD.COM	OTHER OPERATING EXPENSES	C, U, D			$98,010.73
27	DAC GROUP / CHICAGO, INC. ATTN: GEMMA GIBSON P.O. BOX 842862 BOSTON, MA 02284-2870	ATTN: GEMMA GIBSON EMAIL: GGIBSON@DACGROUP.COM PHONE NUMBER: 872-270-0964	MARKETING	C, U, D			$93,906.41
28	LALCHANDANI SIMON PL ATTN: KUBS LALCHANDANI 25 SE 2ND AVE SUITE 1020 MIAMI, FL 33131	ATTN: KUBS LALCHANDANI EMAIL: KUBS@LSLAWPL.COM	LEGAL SERVICES	C, U, D			$91,105.90

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	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
29	BPO HIVE LLC ATTN: ABDULLAH M. STREET 2, EL WAHA NASR CITY, CAIRO, 11577 EGYPT	ATTN: ABDULLAH M. EMAIL: ABDULLAH@BPOHIVE.COM PHONE NUMBER: (+20)114 190 8557	MARKETING	C, U, D			$78,237.81
30	CUMMINS-ALLISON CORP ATTN: JAMES REEVES 852 FEEHANVILLE MT PROSPECT, IL 60056	ATTN: JAMES REEVES EMAIL: JAMES.REEVES@CRANEPI.COM	OTHER OPERATING EXPENSES	C, U, D			$78,208.62

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
BITCOIN DEPOT INC., *et al*.,	)	Case No. 26 – [_____] (__)
Debtors.[1]	)	Joint Administration Requested

CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1

Pursuant to Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1, the following are all of the ownership interests in Bitcoin Depot Inc. ("***Bitcoin Depot***") and its affiliated debtors, who are each debtors and debtors in possession in the above-captioned cases (collectively, the "***Debtors***"). Bitcoin Depot, on behalf of itself and the Debtors, hereby states as follows:

1. The following entities own 10% or more of the equity interests of Bitcoin Depot:[2]

Corporate Equity Holder	Address of Corporate Equity Holder	Type/Class of Interest	Percentage of Equity Held
BD Investment Holdings II LLC	500 Westover Dr #32474 Sanford, NC 27330	Class M	100%
Cede & Co.	570 Washington Blvd Jersey City, NJ 07310	Class A	87.496%

[1] The Debtors in these chapter 11 cases and the last four digits of their respective federal tax identification numbers (if applicable) may be obtained on the website of the Debtors' proposed claims and noticing agent at https://restructuring.ra.kroll.com/bitcoindepot. The location of the Debtors' corporate headquarters is: 8601 Dunwoody Place, Sandy Springs, Georgia 30350.

[2] Equity positions indicate the record holders of such equity as of March 31, 2026.

2. Bitcoin Depot owns 100% of the equity interests of Kutt, Inc.
3. Bitcoin Depot owns 100% of the equity interests of BCD Merger Sub LLC, which in turn owns 100% of the equity interests of BT HoldCo LLC.
4. BT HoldCo LLC owns 100% of the equity interests of Kiosk HoldCo LLC, which in turn owns 100% of the equity interests of the following entities:
    a. Bitcoin Depot Operating LLC;
    b. Cash Ramp LLC; and
    c. MCA Services Group, LLC.
5. Bitcoin Depot Operating LLC owns 100% of the equity interests of the following entities:
    a. Intuitive Software LLC;
    b. Lux Vending Kiosk, LLC; and
    c. Mintz Assets, Inc.
6. Intuitive Software LLC owns 100% of the equity interests of Digital Gold Ventures Inc.
7. Mintz Assets, Inc. owns 100% of the equity interests of the following entities:
    a. BTM International Holdings 1 LLC;
    b. BTM International Holdings II LLC;
    c. Express Vending Inc.; and
    d. Kiosk Technicians, LLC.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
BTM INTERNATIONAL HOLDINGS 1 LLC,	)	Case No. 26 – [_____] (__)
Debtor.	)	(Joint Administration Requested)

LIST OF EQUITY SECURITY HOLDERS (RULE 1007(a)(3))

Pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following identifies all known holders having a direct or indirect ownership interest of the above captioned debtor in possession:

Corporate Equity Holder	Address of Corporate Equity Holder	Percentage of Equity Held
Mintz Assets, Inc.	2870 Peachtree Road #327 Atlanta, GA 30305	100%

Fill in this information to identify the case and this filing:

Debtor Name BTM International Holdings 1 LLC

United States Bankruptcy Court for the: Southern District of Texas (State)

Case number (*If known*): 26-[___]

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended *Schedule* ____
- ☑ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☑ Other document that requires a declaration Corporate Ownership Statement; List of Equity Security Holders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026
MM / DD / YYYY

✘ /s/ Christopher Ryan
Signature of individual signing on behalf of debtor

Christopher Ryan
Printed name

General Counsel and Corporate Secretary
Position or relationship to debtor

This is Exhibit "M" referred to in the Affidavit of Thomas Studebaker sworn over videoconference in accordance with the *Administering Oath or Declaration Remotely Regulation*, O. Reg 431/20, on May 21, 2026, while I was located in the City of Toronto, in the Province of Ontario, and the affiant was located in the City of Boston, in the State of Massachusetts.



Commissioner for Taking Affidavits (or as may be)

MARLEIGH ERYN DICK

LSO# 79390S

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of Texas (State)

Case number (*If known*): 26-[ ] Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy 04/25

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals,* is available.

1. **Debtor's name** BT HoldCo LLC

2. **All other names debtor used in the last 8 years**
   Include any assumed names, trade names, and *doing business as* names
   fka BT OpCo Sub LLC

3. **Debtor's federal Employer Identification Number** (EIN) 93-2141549

4. **Debtor's address**

Principal place of business

8601 Dunwoody Place
Number Street

Suite 308

Sandy Springs GA 30350
City State ZIP Code

Fulton County
County

Mailing address, if different from principal place of business

2870 Peachtree Road
Number Street

#327
P.O. Box

Atlanta GA 30305
City State ZIP Code

Location of principal assets, if different from principal place of business

Number Street

City State ZIP Code

5. **Debtor's website** (URL) https://bitcoindepot.com/

TRUE COPY I CERTIFY
ATTEST: May 20, 2026
NATHAN OCHSNER, Clerk of Court
By: *s/ B. Thomas*
Deputy Clerk

Debtor BT HoldCo LLC Name Case number (if known) 26-[ ]

6. Type of debtor

- ☑ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- ☐ Partnership (excluding LLP)
- ☐ Other. Specify: _____

7. Describe debtor's business

A. *Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☑ None of the above

B. *Check all that apply:*

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See http://www.uscourts.gov/four-digit-national-association-naics-codes .

5 2 3 9

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
- ☐ Chapter 9
- ☑ Chapter 11. *Check **all** that apply*:
  - ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than $3,424,000 (amount subject to adjustment on 4/01/28 and every 3 years after that).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
  - ☐ A plan is being filed with this petition.
  - ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
  - ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
  - ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
- ☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

- ☑ No
- ☐ Yes. District _____ When _____ (MM / DD / YYYY) Case number _____

  District _____ When _____ (MM / DD / YYYY) Case number _____

Debtor BT HoldCo LLC Case number (*if known*) 26-[ ]
Name

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

☐ No
☑ Yes. Debtor See Rider 1 Relationship _____
District _____ When _____ MM / DD / YYYY
Case number, if known _____

11. Why is the case filed in *this district*?

Check all that apply:

☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
☑ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☑ No See Rider 2.
☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (*Check all that apply.*)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
☐ It needs to be physically secured or protected from the weather.
☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
☐ Other _____

Where is the property? _____
Number Street
_____
_____ _____ _____
City State ZIP Code

Is the property insured?

☐ No
☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

☑ Funds will be available for distribution to unsecured creditors.
☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

☑ 1-49	☐ 1,000-5,000	☐ 25,001-50,000
☐ 50-99	☐ 5,001-10,000	☐ 50,001-100,000
☐ 100-199	☐ 10,001-25,000	☐ More than 100,000
☐ 200-999		

Debtor BT HoldCo LLC Name Case number (if known) 26-[ ]

15. Estimated assets

- ☐ $0-$50,000
- ☐ $50,001-$100,000
- ☑ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

16. Estimated liabilities

- ☑ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026
MM / DD / YYYY

✘ /s/ Christopher Ryan
Signature of authorized representative of debtor

Christopher Ryan
Printed name

Title General Counsel and Corporate Secretary

18. Signature of attorney

✘ /s/ Paul E. Heath
Signature of attorney for debtor

Date 05/18/2026
MM / DD / YYYY

Paul E. Heath
Printed name

Vinson & Elkins LLP
Firm name

845 Texas Avenue, Suite 4700
Number Street

Houston TX 77002
City State ZIP Code

713.758.2222
Contact phone

pheath@velaw.com
Email address

09355050 TX
Bar number State

Rider 1

Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor in the United States Bankruptcy Court for the Southern District of Texas

Bitcoin Depot Inc.
BCD Merger Sub LLC
Bitcoin Depot Operating LLC
BT HoldCo LLC
BTM International Holdings 1 LLC
BTM International Holdings II LLC
Cash Ramp LLC
Digital Gold Ventures Inc.
Express Vending Inc.
Intuitive Software LLC
Kiosk HoldCo LLC
Kiosk Technicians, LLC
Kutt, Inc.
Lux Vending Kiosk, LLC
MCA Services Group, LLC
Mintz Assets, Inc.

Rider 2

Real Property or Personal Property That Needs Immediate Attention

Question 12, among other things, asks debtors to identify any property that poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

Bitcoin Depot Inc. and its affiliated companies that are also filing voluntary chapter 11 bankruptcy cases in this Court (collectively, the "***Debtors***") own and operate the largest network of Bitcoin kiosks across North America, providing users with a means of converting cash into Bitcoin. The Debtors' portfolio consists of approximately 9,700 kiosks deployed in retailer locations throughout the United States and Canada. The Debtors also sell cryptocurrency to consumers through its BDCheckout product offering. The Debtors do not believe they own or possess any real or personal property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety. The Debtors note that they are not aware of any definition of "imminent and identifiable" harm as used in this form.

EXECUTION VERSION

OMNIBUS ACTION BY WRITTEN CONSENT OF

THE BOARDS OF DIRECTORS OF
KUTT, INC.
MINTZ ASSETS, INC.
(the "Corporation Companies")

AND

THE SOLE MEMBERS OF
BITCOIN DEPOT OPERATING LLC
BT HOLDCO LLC
BTM INTERNATIONAL HOLDINGS 1 LLC
BTM INTERNATIONAL HOLDINGS II LLC
CASH RAMP LLC
INTUITIVE SOFTWARE LLC
KIOSK HOLDCO LLC
KIOSK TECHNICIANS, LLC
(the "Member-Managed Companies")

AND

THE MANAGERS OF
BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC
(the "Manager-Managed Companies" and, together with the Corporation Companies and the Member-Managed Companies, the "Companies")

May 17, 2026

The undersigned being:

(a) All of the members of the board of directors of Kutt, Inc., a Delaware corporation ("***Kutt***");

(b) All of the members of the board of directors of Mintz Assets, Inc., a Georgia corporation ("***Mintz Assets***");

(c) The managing member of Intuitive Software LLC, a Delaware limited liability company (being Bitcoin Depot Operating LLC, a Delaware limited liability company ("***Bitcoin Operating***"));

(d) All of the managers of (i) BCD Merger Sub LLC, a Delaware limited liability company ("***BCD Merger Sub***"), (ii) MCA Services Group, LLC, a Delaware limited liability company, and (iii) Lux Vending Kiosk, LLC, a Delaware limited liability company;

(e) The sole member of Bitcoin Operating (being Kiosk HoldCo LLC, a Delaware limited liability company ("***Kiosk HoldCo***"));

(f) The sole member of Kiosk HoldCo (being BT HoldCo LLC, a Delaware limited liability company ("***BT HoldCo***"));

(g) The sole member of BT HoldCo (being BCD Merger Sub);

(h) The sole member of Cash Ramp, LLC, a Delaware limited liability company (being Kiosk HoldCo);

(i) The sole member of BTM International Holdings 1 LLC, a Delaware limited liability company (being Mintz Assets);

(j) The sole member of BTM International Holdings II LLC, a Delaware limited liability company (being Mintz Assets); and

(k) The sole member of Kiosk Technicians, LLC, a Delaware limited liability company (being Mintz Assets) (the governing bodies set forth in (a) through (k), collectively, the "***Consenting Bodies***");

acting by written consent in lieu of a meeting pursuant to Section 18-302(d) of the Delaware Limited Liability Company Act (with respect to the Member-Managed Companies and the Manager-Managed Companies), Section 228(a) of the Delaware General Corporation Law (with respect to Kutt) and Section 14-2-821 of the Georgia Business Corporation Code (with respect to Mintz Assets), hereby take the following actions by unanimous written consent of such Consenting Body with respect to each Company, which actions shall have the same force and effect as if adopted at a duly called and held meeting of each such Consenting Body.

WHEREAS, the Consenting Bodies have studied and considered the financial condition of the Companies, including the Companies' immediate liquidity needs, liabilities, contractual obligations, the short-term and long-term prospects available to the Companies, the strategic alternatives available to the Companies and the related circumstances and situation, including the current and reasonably foreseeable future conditions of the industry in which the Companies operate;

WHEREAS, the Consenting Bodies have consulted with the Companies' financial and legal advisors and considered a variety of strategic alternatives available to the Companies;

WHEREAS, the Consenting Bodies have determined that it is advisable and in the best interests of each Company to (i) file for immediate protection under chapter 11 of title 11 of the United States Code (the "***Bankruptcy Code***") and (ii) file or cause to be filed voluntary petitions for relief (the "***Chapter 11 Petitions***," and the cases commenced thereby, the "***Chapter 11 Cases***") pursuant to chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Texas, or another appropriate court (the "***U.S. Bankruptcy Court***"), and any and all documents necessary or convenient to effect, cause, or to promote the Chapter 11 Cases;

WHEREAS, pursuant to a unanimous written consent duly adopted on May 14, 2026, the board of directors of Bitcoin Depot Inc. established a special committee (the "***Restructuring Committee***") for the purposes of, among other things, (i) engaging in an evaluation of the Companies' strategic alternatives, including without limitation, a potential sale of all or substantially all of the assets of the Companies, a recapitalization or restructuring of the Companies' outstanding indebtedness, a restructuring or liquidation of the Companies under chapter 11 of the Bankruptcy Code, and/or other transactions and (ii) considering and authorizing certain conflict matters;

WHEREAS, the Restructuring Committee has reviewed and considered the need for the Chapter 11 Cases and has (x) determined that it is advisable, fair to, and in the best interests of the Companies to approve the filing of the Chapter 11 Cases and (y) recommended that the Consenting Bodies pursue, adopt and approve the filing of the Chapter 11 Cases; and

WHEREAS, after review of (i) the financial condition of the Companies, the current and reasonably foreseeable future conditions of the industry in which the Companies operate, the outlook for the Companies' businesses and the other alternatives available to the Companies, (ii) the liquidity position of the Companies, and (iii) such other considerations as the Consenting Bodies deem relevant, the Consenting Bodies, following consultation with the financial and legal advisors to the Companies, have determined that it is advisable and in the best interests of each Company to pursue the Chapter 11 Cases, as approved in this written consent.

Chapter 11 Filing

NOW, THEREFORE, BE IT RESOLVED, that each Consenting Body hereby determines that it is advisable and in the best interest of the respective Company to file the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes each respective Company to file or cause to be filed the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each duly appointed manager or officer of each Company (each an "***Authorized Officer***" and, collectively, the "***Authorized Officers***"), to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court on behalf of each Company, the Chapter 11 Petitions, in such form as prescribed by the official forms promulgated pursuant to the Bankruptcy Code;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court all papers, motions, applications, schedules, and pleadings necessary, appropriate, or convenient to facilitate the Chapter 11 Cases and all of its matters and proceedings, and any and all other documents necessary, appropriate, or convenient in connection with the commencement or prosecution of the Chapter 11 Cases, each in such form or forms as the Authorized Officer may approve, and subject to further Consenting Body approvals as the Companies and their counsel determine to be appropriate under the circumstances;

Retention of Professionals

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Vinson & Elkins L.L.P. ("***V&E***") as general bankruptcy counsel to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, including filings and pleadings, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage V&E for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of V&E;

FURTHER RESOLVED, that the Consenting Bodies hereby approve the Companies' engagement of Triple P TRS, LLC and Triple P Securities, LLC (together, "***Portage Point***") as financial advisor to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Portage Point for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Portage Point;

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Kroll Restructuring Administration LLC ("***Kroll***") as notice, claims, and solicitation agent to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, is hereby approved, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Kroll for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Kroll;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to employ any other professionals to assist the Companies in carrying out their duties under the Bankruptcy Code; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers and fees, and to cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary;

General

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer, on behalf of each Company, to certify and attest to any documents that he or she may deem necessary, appropriate, or convenient to consummate any transactions

necessary to effectuate the foregoing resolutions; *provided*, such attestation shall not be required for the validity of any such documents;

FURTHER RESOLVED, that any and all actions heretofore or hereafter taken by the Authorized Officers, or any of them, within the foregoing resolutions, are, and each of them is, hereby ratified, confirmed and approved;

FURTHER RESOLVED, that the Authorized Officers are, and each of them is, hereby authorized and empowered in the name and on behalf of each Company, to execute and deliver such agreements, instruments and documents, and to take or cause to be taken such other actions, as such Authorized Officer or Authorized Officers may determine to be necessary or advisable to implement the purposes and intent of the foregoing resolutions; each such agreement, instrument and document to be in such form and to contain such terms and conditions, consistent with the foregoing resolutions, as such Authorized Officer or Authorized Officers executing the same may approve, the execution and delivery of any such agreement, instrument or document by any such Authorized Officer or the taking of such action to be conclusive evidence of such authorization and approval;

FURTHER RESOLVED, that this consent may be executed and delivered by facsimile, .pdf or other electronic means, and such execution shall be considered valid, binding and effective for all purposes; and

FURTHER RESOLVED, that this consent may be executed and delivered in one or more counterparts, all of which taken together shall be considered to be one and the same written consent.

[*The remainder of this page is intentionally blank.*]

IN WITNESS WHEREOF, the undersigned, being the sole or managing member, as applicable, of each Member-Managed Company, has executed this written consent effective as of the date first written above.

BITCOIN DEPOT OPERATING LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BT HOLDCO LLC

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

CASH RAMP LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

INTUITIVE SOFTWARE LLC

By: Bitcoin Depot Operating LLC, its managing member

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK HOLDCO LLC

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK TECHNICIANS, LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BTM INTERNATIONAL HOLDINGS 1 LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
6E7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BTM INTERNATIONAL HOLDINGS II LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
9F7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the managers of each Manager-Managed Company, has executed this written consent effective as of the date first written above.

BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC

Signed by:
By: _____
C5DA87536D2842C...
Name: W. Alexander Holmes
Title: Manager

Signed by:
By: _____
C5DA87536D2842C...
Name: W. Alexander Holmes
Title: Manager

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the sole member of the board of directors of Kutt, Inc., has executed this written consent effective as of the date first written above.

KUTT, INC.

Signed by:

C5DA87536D2612C...

W. Alexander Holmes

Docusign Envelope ID: 01F3D242-4F4B-4AFA-AC82-34747058625E

IN WITNESS WHEREOF, the undersigned, being the sole member of the board of directors of Mintz Assets, Inc., has executed this written consent effective as of the date first written above.

MINTZ ASSETS, INC.

Signed by:
C5DA87536D2842C...

W. Alexander Holmes

Fill in this information to identify the case:

Debtor name: Bitcoin Depot Inc. et al.
United States Bankruptcy Court for the Southern District of Texas
Case number (if known): 26-_____ ( )

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
1	CASHCLOUD ATTN: THOMAS CONWAY 400-411 ROOSEVELT AVENUE OTTAWA, ON K2A 3X9 CANADA	ATTN: THOMAS CONWAY EMAIL: TCONWAY@CONWAYLITIGATION.CA PHONE NUMBER: 613-780-2011	LEGAL JUDGEMENT	D			$18,470,000.00
2	WPS KIOSK PARTNERS LLC ATTN: WILLIAM SIRIGNANO 135 W 50TH ST SUITE 200 NEW YORK, NY 10020	ATTN: WILLIAM SIRIGNANO EMAIL: W@WPSCAPITALPARTNERS.COM	PROFIT SHARE AGREEMENT	C, U, D			$5,000,000.00
3	LEGACY VENDING, LLC ATTN: ANSUR AHMED 7633 GRAND RIDGE ROAD COLUMBUS, GA 31904	ATTN: ANSUR AHMED EMAIL: ANSUR.AHMED@OUTLOOK.COM	PROFIT SHARE AGREEMENT	C, U, D			$3,760,000.00
4	SOPRIS-BITCOIN DEPOT INVESTORS LLC ATTN: DAN WEDMAN 409 ASPEN AIRPORT BUSINESS CENTER SUITE B ASPEN, CO 81612	ATTN: DAN WEDMAN EMAIL: DWEDMAN@SOPRISCAPITAL.COM	PROFIT SHARE AGREEMENT	C, U, D			$2,000,000.00
5	KIRKLAND & ELLIS LLP ATTN: THOMAS LAUGHLIN 333 W WOLF POINT PLAZA CHICAGO, IL 60654	ATTN: THOMAS LAUGHLIN EMAIL: THOMAS.LAUGHLIN@KIRKLAND.COM PHONE NUMBER: T +1 214 972 1663 M +1 214 926 5353	LEGAL SERVICES	C, U, D			$1,939,141.05
6	LATHAM & WATKINS LLP ATTN: STEVEN STOKDYK 555 WEST FIFTH ST SUITE 300 LOS ANGELES, CA 90013-1020	ATTN: STEVEN STOKDYK EMAIL: STEVEN.STOKDYK@LW.COM PHONE NUMBER: D: +1-213-891-7421 | M: +1-310-993-9093	LEGAL SERVICES	C, U, D			$1,000,000.00
7	BIBBEO LTD ATTN: MILES POWER 24340 E GLASGOW DR AURORA, CO 80016	ATTN: MILES POWER EMAIL: POWER.M@BIBBEO.COM PHONE NUMBER: 269-903-1309	INSTALLATION	C, U, D			$892,023.69
8	GOOGLE LLC ATTN: KILLY WINZ 1600 AMPHITHEATRE PKWY MOUNTAIN VIEW, CA 94043	ATTN: KILLY WINZ EMAIL: KILLYW@GOOGLE.COM PHONE NUMBER: 720-289-9910	OTHER OPERATING EXPENSES	C, U, D			$715,334.81
9	GREENBERG TRAURING, LLC ATTN: JENA VALDETERO 8400 NW 36TH STREET SUITE 400 DORAL, FL 33166	ATTN: JENA VALDETERO EMAIL: JENA.VALDETERO@GTLAW.COM PHONE NUMBER: T +1 312-456-1025 / C 2024310288	LEGAL SERVICES	C, U, D			$611,019.41
10	SECRETARIAT ADVISORS LLC ATTN: CHRIS MCKAY 1175 PEACHTREE ST NE 100 COLONY SQ SUITE 400 ATLANTA, GA 30361	ATTN: CHRIS MCKAY EMAIL: CMCKAY@SECRETARIAT-INTL.COM PHONE NUMBER: +1 818 307 3314	LEGAL SERVICES	C, U, D			$261,550.00
11	CONSILIO INC. ATTN: MATT SIMMONS DEPT CH 17174 PALATINE, IL 6005	ATTN: MATT SIMMONS EMAIL: MATT.SIMMONS@CONSILIO.COM	LEGAL SERVICES	C, U, D			$235,920.24
12	LOOMIS ATTN: STEVE MORRIS 2500 CITYWEST BLVD. STE. 2300 HOUSTON, TX 77042	ATTN: STEVE MORRIS EMAIL: STEVE.MORRIS@US.LOOMIS.COM PHONE NUMBER: 901-463-0827	ARMORED TRANSPORT	C, U, D			$223,231.41

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
13	OPTCONNECT ATTN: MATT WARNER 854 WEST 450 NORTH #4 KAYSVILLE, UT 84037	ATTN: MATT WARNER EMAIL: MATT.WARNER@OPTCONNECT.COM PHONE NUMBER: 801-645-3254	WIRELESS	C, U, D			$222,157.47
14	COBRA CAPITAL PARTNERS LLC ATTN: HAMZEE KADDOURA 442 KINGSBURY AVE DEARBORN, MI 48128	ATTN: HAMZEE KADDOURA EMAIL: HAMZEE47@GMAIL.COM	PROFIT SHARE AGREEMENT	C, U, D			$212,000.00
15	DENTONS CANADA LLP ATTN: GREG MCNAB 77 KING STREET WEST TORONTO-DOMINION CENTRE, SUITE 400 TORONTO, ON M5K 0A1 CANADA	ATTN: GREG MCNAB EMAIL: GREG.MCNAB@DENTONS.COM PHONE NUMBER: +1 416 863 4492	LEGAL SERVICES	C, U, D			$201,638.90
16	ATM TOKEN GROUP SERVICES LTD. ATTN: SHELVIN PRASAD 1285 WEST BROADWAY SUITE 600 VANCOUVER, BC V6H 3X8 CANADA	ATTN: SHELVIN PRASAD EMAIL: SHELVIN@ATMTOKEN.COM PHONE NUMBER: 403-830-0710	INSTALLATION & MAINTENANCE	C, U, D			$182,988.73
17	GARDAWORLD ATTN: DARREN GARBUTT 2000 NW CORPORATE BLVD BOCA RATON, FL 33431	ATTN: DARREN GARBUTT EMAIL: DARREN.GARBUTT@GARDA.COM	ARMORED TRANSPORT	C, U, D			$181,767.82
18	BURROUGHS ATTN: CHRIS ADAMSON P.O. BOX 72409 CLEVELAND, OH 44192	ATTN: CHRIS ADAMSON EMAIL: CHRIS.ADAMSON@BURROUGHS.COM PHONE NUMBER: 647-982-6158	MAINTENANCE	C, U, D			$175,679.05
19	ELLIPTIC INC. ATTN: DAVE HOMANKO 1632 1ST AVENUE #23346 NEW YORK, NY 10128	ATTN: DAVE HOMANKO EMAIL: DAVE.HOMANKO@ELLIPTIC.CO	INFORMATION TECHNOLOGY	C, U, D			$173,250.00
20	TROUTMAN PEPPER LOCKE LLP ATTN: DOMINIC CERVONI 600 PEACHTREE STREET, NE SUITE 3000 ATLANTA, GA 30308	ATTN: DOMINIC CERVONI EMAIL: DOMENIC.CERVONI@TROUTMAN.COM PHONE NUMBER: 212-912-2722	LEGAL SERVICES	C, U, D			$157,626.73
21	DEEL, INC ATTN: JOEY ASAMOAH 425 1ST STREET SAN FRANCISCO, CA 94105-4621	ATTN: JOEY ASAMOAH EMAIL: JOEY.ASAMOAH@DEEL.COM	PEO	C, U, D			$128,038.00
22	WOLF & COMPANY, P.C. ATTN: MARISSA A. SCICCHITANO 255 STATE STREET BOSTON, MA 02109	ATTN: MARISSA A. SCICCHITANO EMAIL: MSCICCHITANO@WOLFANDCO.COM	ACCOUNTING & AUDITING	C, U, D			$123,000.00
23	BRINKS CANADA LIMITED ATTN: TY BURCH 95 BROWN'S LINE ETOBICOKE, ON M8W 3S2 CANADA	ATTN: TY BURCH EMAIL: TYNAN.BURCH@BRINKS.COM PHONE NUMBER: 289-440-0476	ARMORED TRANSPORT	C, U, D			$122,335.28
24	DONNELLEY FINANCIAL, LLC ATTN: RYAN WARD 35 W. WACKER DRIVE CHICAGO, IL 60601	ATTN: RYAN WARD EMAIL: RYAN.T.WARD@DFINSOLUTIONS.COM PHONE NUMBER: 508-728-9960	OTHER OPERATING EXPENSES	C, U, D			$105,895.00
25	GARRISON MANAGEMENT GROUP, LLC DBA AXADVOCACY, LLC ATTN: NICK MADDUX 800 W 47TH ST STE 200 KANSAS CITY, MO 64112	ATTN: NICK MADDUX EMAIL: NMADDUX@AXIOMSTRATEGIES.COM PHONE NUMBER: 417-594-0029	LEGAL SERVICES	C, U, D			$100,000.00
26	PROFESSIONALS WORLD LLC ATTN: YOUSEF AZZAM 1072 MADISON CHASE #7 WEST PALM BEACH, FL 33411	ATTN: YOUSEF AZZAM EMAIL: YOUSEF@PROS-WORLD.COM	OTHER OPERATING EXPENSES	C, U, D			$98,010.73
27	DAC GROUP / CHICAGO, INC. ATTN: GEMMA GIBSON P.O. BOX 842862 BOSTON, MA 02284-2870	ATTN: GEMMA GIBSON EMAIL: GGIBSON@DACGROUP.COM PHONE NUMBER: 872-270-0964	MARKETING	C, U, D			$93,906.41
28	LALCHANDANI SIMON PL ATTN: KUBS LALCHANDANI 25 SE 2ND AVE SUITE 1020 MIAMI, FL 33131	ATTN: KUBS LALCHANDANI EMAIL: KUBS@LSLAWPL.COM	LEGAL SERVICES	C, U, D			$91,105.90

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
29	BPO HIVE LLC ATTN: ABDULLAH M. STREET 2, EL WAHA NASR CITY, CAIRO, 11577 EGYPT	ATTN: ABDULLAH M. EMAIL: ABDULLAH@BPOHIVE.COM PHONE NUMBER: (+20)114 190 8557	MARKETING	C, U, D			$78,237.81
30	CUMMINS-ALLISON CORP ATTN: JAMES REEVES 852 FEEHANVILLE MT PROSPECT, IL 60056	ATTN: JAMES REEVES EMAIL: JAMES.REEVES@CRANEPI.COM	OTHER OPERATING EXPENSES	C, U, D			$78,208.62

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
BITCOIN DEPOT INC., *et al*.,	)	Case No. 26 – [_____] (__)
Debtors.[1]	)	Joint Administration Requested

CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1

Pursuant to Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1, the following are all of the ownership interests in Bitcoin Depot Inc. ("***Bitcoin Depot***") and its affiliated debtors, who are each debtors and debtors in possession in the above-captioned cases (collectively, the "***Debtors***"). Bitcoin Depot, on behalf of itself and the Debtors, hereby states as follows:

1. The following entities own 10% or more of the equity interests of Bitcoin Depot:[2]

Corporate Equity Holder	Address of Corporate Equity Holder	Type/Class of Interest	Percentage of Equity Held
BD Investment Holdings II LLC	500 Westover Dr #32474 Sanford, NC 27330	Class M	100%
Cede & Co.	570 Washington Blvd Jersey City, NJ 07310	Class A	87.496%

[1] The Debtors in these chapter 11 cases and the last four digits of their respective federal tax identification numbers (if applicable) may be obtained on the website of the Debtors' proposed claims and noticing agent at https://restructuring.ra.kroll.com/bitcoindepot. The location of the Debtors' corporate headquarters is: 8601 Dunwoody Place, Sandy Springs, Georgia 30350.

[2] Equity positions indicate the record holders of such equity as of March 31, 2026.

2. Bitcoin Depot owns 100% of the equity interests of Kutt, Inc.
3. Bitcoin Depot owns 100% of the equity interests of BCD Merger Sub LLC, which in turn owns 100% of the equity interests of BT HoldCo LLC.
4. BT HoldCo LLC owns 100% of the equity interests of Kiosk HoldCo LLC, which in turn owns 100% of the equity interests of the following entities:
    a. Bitcoin Depot Operating LLC;
    b. Cash Ramp LLC; and
    c. MCA Services Group, LLC.
5. Bitcoin Depot Operating LLC owns 100% of the equity interests of the following entities:
    a. Intuitive Software LLC;
    b. Lux Vending Kiosk, LLC; and
    c. Mintz Assets, Inc.
6. Intuitive Software LLC owns 100% of the equity interests of Digital Gold Ventures Inc.
7. Mintz Assets, Inc. owns 100% of the equity interests of the following entities:
    a. BTM International Holdings 1 LLC;
    b. BTM International Holdings II LLC;
    c. Express Vending Inc.; and
    d. Kiosk Technicians, LLC.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	)	Chapter 11
BT HOLDCO LLC,	)	Case No. 26 – [_____] (__)
Debtor.	)	(Joint Administration Requested)

LIST OF EQUITY SECURITY HOLDERS (RULE 1007(a)(3))

Pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following identifies all known holders having a direct or indirect ownership interest of the above captioned debtor in possession:

Corporate Equity Holder	Address of Corporate Equity Holder	Percentage of Equity Held
BCD Merger Sub LLC	2870 Peachtree Road #327 Atlanta, GA 30305	100%

Fill in this information to identify the case and this filing:

Debtor Name BT HoldCo LLC

United States Bankruptcy Court for the: Southern District of Texas (State)

Case number (*If known*): 26-[___]

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended *Schedule* ____
- ☑ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☑ Other document that requires a declaration Corporate Ownership Statement; List of Equity Security Holders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026
MM / DD / YYYY

✘ /s/ Christopher Ryan
Signature of individual signing on behalf of debtor

Christopher Ryan
Printed name

General Counsel and Corporate Secretary
Position or relationship to debtor

This is Exhibit "N" referred to in the Affidavit of Thomas Studebaker sworn over videoconference in accordance with the *Administering Oath or Declaration Remotely Regulation*, O. Reg 431/20, on May 21, 2026, while I was located in the City of Toronto, in the Province of Ontario, and the affiant was located in the City of Boston, in the State of Massachusetts.



Commissioner for Taking Affidavits (or as may be)

MARLEIGH ERYN DICK

LSO# 79390S

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of Texas (State)

Case number (*If known*): 26-[ ] Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy 04/25

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals,* is available.

1. **Debtor's name** BCD Merger Sub LLC

2. **All other names debtor used in the last 8 years**
   Include any assumed names, trade names, and *doing business as* names

3. **Debtor's federal Employer Identification Number** (EIN) N/A – ___ ___ ___ ___ ___ ___ ___

4. **Debtor's address**

Principal place of business

8601 Dunwoody Place
Number Street

Suite 308

Sandy Springs GA 30350
City State ZIP Code

Fulton County
County

Mailing address, if different from principal place of business

2870 Peachtree Road
Number Street

#327
P.O. Box

Atlanta GA 30305
City State ZIP Code

Location of principal assets, if different from principal place of business

Number Street

City State ZIP Code

5. **Debtor's website** (URL) https://bitcoindepot.com/

TRUE COPY I CERTIFY
ATTEST: May 20, 2026
NATHAN OCHSNER, Clerk of Court
By: *s/ B. Thomas*
Deputy Clerk

Debtor BCD Merger Sub LLC Case number (*if known*) 26-[ ]
Name

6. Type of debtor

- ☑ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- ☐ Partnership (excluding LLP)
- ☐ Other. Specify: _____

7. Describe debtor's business

A. *Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☑ None of the above

B. *Check all that apply:*

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See http://www.uscourts.gov/four-digit-national-association-naics-codes .

5 2 3 9

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
- ☐ Chapter 9
- ☑ Chapter 11. *Check **all** that apply*:
  - ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than $3,424,000 (amount subject to adjustment on 4/01/28 and every 3 years after that).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
  - ☐ A plan is being filed with this petition.
  - ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
  - ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
  - ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
- ☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

- ☑ No
- ☐ Yes. District _____ When _____ (MM / DD / YYYY) Case number _____
  District _____ When _____ (MM / DD / YYYY) Case number _____

Debtor BCD Merger Sub LLC Case number (*if known*) 26-[ ]
Name

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

☐ No
☑ Yes. Debtor See Rider 1 Relationship _____
District _____ When _____ MM / DD / YYYY
Case number, if known _____

11. Why is the case filed in *this district*?

Check all that apply:

☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
☑ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☑ No See Rider 2.
☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (*Check all that apply.*)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
☐ It needs to be physically secured or protected from the weather.
☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
☐ Other _____

Where is the property? _____
Number Street
_____
_____ _____ _____
City State ZIP Code

Is the property insured?

☐ No
☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

☑ Funds will be available for distribution to unsecured creditors.
☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

☑ 1-49	☐ 1,000-5,000	☐ 25,001-50,000
☐ 50-99	☐ 5,001-10,000	☐ 50,001-100,000
☐ 100-199	☐ 10,001-25,000	☐ More than 100,000
☐ 200-999		

Debtor BCD Merger Sub LLC (Name) Case number (if known) 26-[ ]

15. Estimated assets

- ☑ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

16. Estimated liabilities

- ☑ $0-$50,000
- ☐ $50,001-$100,000
- ☐ $100,001-$500,000
- ☐ $500,001-$1 million
- ☐ $1,000,001-$10 million
- ☐ $10,000,001-$50 million
- ☐ $50,000,001-$100 million
- ☐ $100,000,001-$500 million
- ☐ $500,000,001-$1 billion
- ☐ $1,000,000,001-$10 billion
- ☐ $10,000,000,001-$50 billion
- ☐ More than $50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/18/2026 (MM / DD / YYYY)

✘ /s/ W. Alexander Holmes
Signature of authorized representative of debtor

W. Alexander Holmes
Printed name

Title Manager

18. Signature of attorney

✘ /s/ Paul E. Heath
Signature of attorney for debtor

Date 05/18/2026 (MM / DD / YYYY)

Paul E. Heath
Printed name

Vinson & Elkins LLP
Firm name

845 Texas Avenue, Suite 4700
Number Street

Houston TX 77002
City State ZIP Code

713.758.2222
Contact phone

pheath@velaw.com
Email address

09355050 TX
Bar number State

Rider 1

Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor in the United States Bankruptcy Court for the Southern District of Texas

Bitcoin Depot Inc.
BCD Merger Sub LLC
Bitcoin Depot Operating LLC
BT HoldCo LLC
BTM International Holdings 1 LLC
BTM International Holdings II LLC
Cash Ramp LLC
Digital Gold Ventures Inc.
Express Vending Inc.
Intuitive Software LLC
Kiosk HoldCo LLC
Kiosk Technicians, LLC
Kutt, Inc.
Lux Vending Kiosk, LLC
MCA Services Group, LLC
Mintz Assets, Inc.

Rider 2

Real Property or Personal Property That Needs Immediate Attention

Question 12, among other things, asks debtors to identify any property that poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

Bitcoin Depot Inc. and its affiliated companies that are also filing voluntary chapter 11 bankruptcy cases in this Court (collectively, the "***Debtors***") own and operate the largest network of Bitcoin kiosks across North America, providing users with a means of converting cash into Bitcoin. The Debtors' portfolio consists of approximately 9,700 kiosks deployed in retailer locations throughout the United States and Canada. The Debtors also sell cryptocurrency to consumers through its BDCheckout product offering. The Debtors do not believe they own or possess any real or personal property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety. The Debtors note that they are not aware of any definition of "imminent and identifiable" harm as used in this form.

EXECUTION VERSION

OMNIBUS ACTION BY WRITTEN CONSENT OF

THE BOARDS OF DIRECTORS OF
KUTT, INC.
MINTZ ASSETS, INC.
(the "Corporation Companies")

AND

THE SOLE MEMBERS OF
BITCOIN DEPOT OPERATING LLC
BT HOLDCO LLC
BTM INTERNATIONAL HOLDINGS 1 LLC
BTM INTERNATIONAL HOLDINGS II LLC
CASH RAMP LLC
INTUITIVE SOFTWARE LLC
KIOSK HOLDCO LLC
KIOSK TECHNICIANS, LLC
(the "Member-Managed Companies")

AND

THE MANAGERS OF
BCD MERGER SUB LLC
MCA SERVICES GROUP, LLC
LUX VENDING KIOSK, LLC
(the "Manager-Managed Companies" and, together with the Corporation Companies and the Member-Managed Companies, the "Companies")

May 17, 2026

The undersigned being:

(a) All of the members of the board of directors of Kutt, Inc., a Delaware corporation ("***Kutt***");

(b) All of the members of the board of directors of Mintz Assets, Inc., a Georgia corporation ("***Mintz Assets***");

(c) The managing member of Intuitive Software LLC, a Delaware limited liability company (being Bitcoin Depot Operating LLC, a Delaware limited liability company ("***Bitcoin Operating***"));

(d) All of the managers of (i) BCD Merger Sub LLC, a Delaware limited liability company ("***BCD Merger Sub***"), (ii) MCA Services Group, LLC, a Delaware limited liability company, and (iii) Lux Vending Kiosk, LLC, a Delaware limited liability company;

(e) The sole member of Bitcoin Operating (being Kiosk HoldCo LLC, a Delaware limited liability company ("***Kiosk HoldCo***"));

(f) The sole member of Kiosk HoldCo (being BT HoldCo LLC, a Delaware limited liability company ("***BT HoldCo***"));

(g) The sole member of BT HoldCo (being BCD Merger Sub);

(h) The sole member of Cash Ramp, LLC, a Delaware limited liability company (being Kiosk HoldCo);

(i) The sole member of BTM International Holdings 1 LLC, a Delaware limited liability company (being Mintz Assets);

(j) The sole member of BTM International Holdings II LLC, a Delaware limited liability company (being Mintz Assets); and

(k) The sole member of Kiosk Technicians, LLC, a Delaware limited liability company (being Mintz Assets) (the governing bodies set forth in (a) through (k), collectively, the "***Consenting Bodies***");

acting by written consent in lieu of a meeting pursuant to Section 18-302(d) of the Delaware Limited Liability Company Act (with respect to the Member-Managed Companies and the Manager-Managed Companies), Section 228(a) of the Delaware General Corporation Law (with respect to Kutt) and Section 14-2-821 of the Georgia Business Corporation Code (with respect to Mintz Assets), hereby take the following actions by unanimous written consent of such Consenting Body with respect to each Company, which actions shall have the same force and effect as if adopted at a duly called and held meeting of each such Consenting Body.

WHEREAS, the Consenting Bodies have studied and considered the financial condition of the Companies, including the Companies' immediate liquidity needs, liabilities, contractual obligations, the short-term and long-term prospects available to the Companies, the strategic alternatives available to the Companies and the related circumstances and situation, including the current and reasonably foreseeable future conditions of the industry in which the Companies operate;

WHEREAS, the Consenting Bodies have consulted with the Companies' financial and legal advisors and considered a variety of strategic alternatives available to the Companies;

WHEREAS, the Consenting Bodies have determined that it is advisable and in the best interests of each Company to (i) file for immediate protection under chapter 11 of title 11 of the United States Code (the "***Bankruptcy Code***") and (ii) file or cause to be filed voluntary petitions for relief (the "***Chapter 11 Petitions***," and the cases commenced thereby, the "***Chapter 11 Cases***") pursuant to chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Texas, or another appropriate court (the "***U.S. Bankruptcy Court***"), and any and all documents necessary or convenient to effect, cause, or to promote the Chapter 11 Cases;

WHEREAS, pursuant to a unanimous written consent duly adopted on May 14, 2026, the board of directors of Bitcoin Depot Inc. established a special committee (the "***Restructuring Committee***") for the purposes of, among other things, (i) engaging in an evaluation of the Companies' strategic alternatives, including without limitation, a potential sale of all or substantially all of the assets of the Companies, a recapitalization or restructuring of the Companies' outstanding indebtedness, a restructuring or liquidation of the Companies under chapter 11 of the Bankruptcy Code, and/or other transactions and (ii) considering and authorizing certain conflict matters;

WHEREAS, the Restructuring Committee has reviewed and considered the need for the Chapter 11 Cases and has (x) determined that it is advisable, fair to, and in the best interests of the Companies to approve the filing of the Chapter 11 Cases and (y) recommended that the Consenting Bodies pursue, adopt and approve the filing of the Chapter 11 Cases; and

WHEREAS, after review of (i) the financial condition of the Companies, the current and reasonably foreseeable future conditions of the industry in which the Companies operate, the outlook for the Companies' businesses and the other alternatives available to the Companies, (ii) the liquidity position of the Companies, and (iii) such other considerations as the Consenting Bodies deem relevant, the Consenting Bodies, following consultation with the financial and legal advisors to the Companies, have determined that it is advisable and in the best interests of each Company to pursue the Chapter 11 Cases, as approved in this written consent.

Chapter 11 Filing

NOW, THEREFORE, BE IT RESOLVED, that each Consenting Body hereby determines that it is advisable and in the best interest of the respective Company to file the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes each respective Company to file or cause to be filed the Chapter 11 Petitions pursuant to chapter 11 of the Bankruptcy Code with the U.S. Bankruptcy Court;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each duly appointed manager or officer of each Company (each an "***Authorized Officer***" and, collectively, the "***Authorized Officers***"), to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court on behalf of each Company, the Chapter 11 Petitions, in such form as prescribed by the official forms promulgated pursuant to the Bankruptcy Code;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to execute, deliver, and file or cause to be filed with the U.S. Bankruptcy Court all papers, motions, applications, schedules, and pleadings necessary, appropriate, or convenient to facilitate the Chapter 11 Cases and all of its matters and proceedings, and any and all other documents necessary, appropriate, or convenient in connection with the commencement or prosecution of the Chapter 11 Cases, each in such form or forms as the Authorized Officer may approve, and subject to further Consenting Body approvals as the Companies and their counsel determine to be appropriate under the circumstances;

Retention of Professionals

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Vinson & Elkins L.L.P. ("***V&E***") as general bankruptcy counsel to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, including filings and pleadings, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage V&E for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of V&E;

FURTHER RESOLVED, that the Consenting Bodies hereby approve the Companies' engagement of Triple P TRS, LLC and Triple P Securities, LLC (together, "***Portage Point***") as financial advisor to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Portage Point for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Portage Point;

FURTHER RESOLVED, that each Consenting Body hereby approves the Companies' engagement of Kroll Restructuring Administration LLC ("***Kroll***") as notice, claims, and solicitation agent to represent and assist the Companies in carrying out their duties under the Bankruptcy Code in the U.S. Bankruptcy Court, and to take any and all actions to advance the Companies' rights and obligations, is hereby approved, and each Authorized Officer is hereby authorized and empowered to take such actions as may be required to so engage Kroll for such purposes; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers to, and cause to be filed an appropriate application for authority to retain the services of Kroll;

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer to employ any other professionals to assist the Companies in carrying out their duties under the Bankruptcy Code; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers and fees, and to cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary;

General

FURTHER RESOLVED, that each Consenting Body hereby authorizes and empowers each Authorized Officer, on behalf of each Company, to certify and attest to any documents that he or she may deem necessary, appropriate, or convenient to consummate any transactions

necessary to effectuate the foregoing resolutions; *provided*, such attestation shall not be required for the validity of any such documents;

FURTHER RESOLVED, that any and all actions heretofore or hereafter taken by the Authorized Officers, or any of them, within the foregoing resolutions, are, and each of them is, hereby ratified, confirmed and approved;

FURTHER RESOLVED, that the Authorized Officers are, and each of them is, hereby authorized and empowered in the name and on behalf of each Company, to execute and deliver such agreements, instruments and documents, and to take or cause to be taken such other actions, as such Authorized Officer or Authorized Officers may determine to be necessary or advisable to implement the purposes and intent of the foregoing resolutions; each such agreement, instrument and document to be in such form and to contain such terms and conditions, consistent with the foregoing resolutions, as such Authorized Officer or Authorized Officers executing the same may approve, the execution and delivery of any such agreement, instrument or document by any such Authorized Officer or the taking of such action to be conclusive evidence of such authorization and approval;

FURTHER RESOLVED, that this consent may be executed and delivered by facsimile, .pdf or other electronic means, and such execution shall be considered valid, binding and effective for all purposes; and

FURTHER RESOLVED, that this consent may be executed and delivered in one or more counterparts, all of which taken together shall be considered to be one and the same written consent.

[*The remainder of this page is intentionally blank.*]

IN WITNESS WHEREOF, the undersigned, being the sole or managing member, as applicable, of each Member-Managed Company, has executed this written consent effective as of the date first written above.

BITCOIN DEPOT OPERATING LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BT HOLDCO LLC

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

CASH RAMP LLC

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

INTUITIVE SOFTWARE LLC

By: Bitcoin Depot Operating LLC, its managing member

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK HOLDCO LLC

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

KIOSK TECHNICIANS, LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

By: Signed by: Christopher Ryan 6F7A8C39B41F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

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BTM INTERNATIONAL HOLDINGS 1 LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
6E7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

BTM INTERNATIONAL HOLDINGS II LLC

By: Mintz Assets, Inc., its sole member

By: Bitcoin Depot Operating LLC, its sole stockholder

By: Kiosk HoldCo LLC, its sole member

By: BT HoldCo LLC, its sole member

By: BCD Merger Sub LLC, its sole member

By: Bitcoin Depot Inc., its sole member

Signed by:
By: Christopher Ryan
9F7A8C39541F475...
Name: Christopher Ryan
Title: General Counsel and Corporate Secretary

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT,* R.S.C. 1985, c. C-36, AS AMENDED
AND IN THE MATTER OF BITCOIN DEPOT INC., ET AL.

Court File No: CV-26-●-0000

APPLICATION OF BITCOIN DEPOT INC. UNDER SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

Applicant

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)
Proceeding commenced at Toronto

APPLICATION RECORD OF THE APPLICANT
(Application for Initial Recognition Order and Supplemental Order, Returnable May 22, 2026)
VOLUME I OF II

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