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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person * <u>GSR II Meteora Sponsor LLC</u> (Last) (First) (Middle) <u>C/O BITCOIN DEPOT, INC.</u> <u>2870 PEACHTREE RD #327</u> (Street) <u>ATLANTA GA 30305</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Bitcoin Depot Inc. [BTM]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/30/2023</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
<u>Class A Common Stock</u>	<u>06/30/2023</u>		<u>J⁽¹⁾</u>		<u>5,689,185</u>	<u>A</u>	<u>\$0.00⁽¹⁾</u>	<u>0</u>	<u>D</u>	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
<u>Warrant (right to buy)</u>	<u>\$11.5</u>	<u>06/30/2023</u>		<u>J⁽¹⁾</u>			<u>12,223,750</u>	<u>(2)</u>	<u>(2)</u>	<u>Class A Common Stock</u>	<u>12,223,750</u>	<u>\$0.00⁽¹⁾</u>	<u>0</u>	<u>D</u>	
<u>Class E-1 Common Stock</u>	<u>(3)</u>	<u>06/30/2023</u>		<u>J⁽¹⁾</u>			<u>358,587</u>	<u>(3)</u>	<u>06/30/2030</u>	<u>Class A Common Stock</u>	<u>358,587</u>	<u>\$0.00⁽¹⁾</u>	<u>0</u>	<u>D</u>	
<u>Class E-2 Common Stock</u>	<u>(4)</u>	<u>06/30/2023</u>		<u>J⁽¹⁾</u>			<u>358,587</u>	<u>(4)</u>	<u>06/30/2030</u>	<u>Class A Common Stock</u>	<u>358,587</u>	<u>\$0.00⁽¹⁾</u>	<u>0</u>	<u>D</u>	
<u>Class E-3 Common Stock</u>	<u>(5)</u>	<u>06/30/2023</u>		<u>J⁽¹⁾</u>			<u>358,587</u>	<u>(5)</u>	<u>06/30/2033</u>	<u>Class A Common Stock</u>	<u>358,587</u>	<u>\$0.00⁽¹⁾</u>	<u>0</u>	<u>D</u>	

Explanation of Responses:

- Represents pro rata distribution by GSR II Meteora Sponsor LLC to its members, for no consideration.
- The warrants are exercisable by the reporting person into shares of Class A Common Stock on a one-for-one basis commencing 30 days after June 30, 2023 and expire five years after June 30, 2023 or earlier upon redemption or liquidation.
- The Class E-1 Common Stock shall vest and automatically convert to Class A Common Stock on a one-for-one basis if at any time during the seven-year period following June 30, 2023, the closing share price of the Class A Common Stock is greater than \$12.00 per share over 10 trading days (which may be consecutive or not consecutive) within any 20 consecutive trading days.
- The Class E-1 Common Stock shall vest and automatically convert to Class A Common Stock on a one-for-one basis if at any time during the seven-year period following June 30, 2023, the closing share price of the Class A Common Stock is greater than \$14.00 per share over 10 trading days (which may be consecutive or not consecutive) within any 20 consecutive trading days.
- The Class E-1 Common Stock shall vest and automatically convert to Class A Common Stock on a one-for-one basis if at any time during the ten-year period following June 30, 2023, the closing share price of the Class A Common Stock is greater than \$16.00 per share over 10 trading days (which may be consecutive or not consecutive) within any 20 consecutive trading days.

Remarks:

/s/ Gus Garcia, Gus Garcia,
Managing Member of GSR II 07/03/2023
Meteora Sponsor LLC

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.