

OMB APPROVAL	
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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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>Mintz Brandon Taylor</u> <hr/> (Last) (First) (Middle) C/O BITCOIN DEPOT INC., 3343 PEACHTREE ROAD NE, SUITE 750 <hr/> (Street) ATLANTA GA 30326 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 06/30/2023	3. Issuer Name and Ticker or Trading Symbol <u>Bitcoin Depot Inc. [BTM]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;">See Remarks</p>	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class V Common Stock ⁽¹⁾⁽²⁾	44,100,000	I	By BT Assets, Inc. ⁽³⁾
Class A Common Stock	500,000	D	

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				

1. Name and Address of Reporting Person * <u>Mintz Brandon Taylor</u> <hr/> (Last) (First) (Middle) C/O BITCOIN DEPOT INC., 3343 PEACHTREE ROAD NE, SUITE 750 <hr/> (Street) ATLANTA GA 30326 <hr/> (City) (State) (Zip)

1. Name and Address of Reporting Person * <u>BT Assets, Inc.</u> <hr/> (Last) (First) (Middle) C/O BITCOIN DEPOT INC., 3343 PEACHTREE ROAD NE, SUITE 750 <hr/> (Street) ATLANTA GA 30326 <hr/> (City) (State) (Zip)
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Explanation of Responses:

- (i) The terms of the Amended and Restated Limited Liability Company Agreement (the "LLCA") of BT HoldCo LLC, a Delaware limited liability company ("BT HoldCo"), provide that, subject to certain restrictions contained therein, (x) BT Assets Inc., a Delaware corporation ("BT Assets"), has certain rights (the "Redemption Rights") to cause BT HoldCo to redeem certain redeemable units of BT HoldCo corresponding to BT Assets' ownership of the issuer's Class V common stock, par value \$0.0001 ("Class V Common Stock"), in exchange for an equal number of shares of Class M common stock, par value \$0.0001 per share (the "Class M Common Stock"), of the issuer and (y) pursuant to certain changes of control of the issuer, the issuer may cause BT HoldCo to effectuate such exchange of Class V Common Stock for Class M Common Stock; and
- (continued from footnote 1) (ii) the terms of the Second Amended and Restated Certificate of Incorporation of the issuer provide that, upon certain transfers of Class M Common Stock, the Class M Common Stock may subsequently be converted, on a one-for-one basis, into shares of Class A common stock, par value \$0.0001 per share, of the issuer. The Redemption Rights under the LLCA have no expiration date.
- The Reporting Person is the sole member of BT Assets, Inc. and therefore may be deemed to beneficially own the reported securities.

Remarks:

PRESIDENT, CHIEF EXECUTIVE OFFICER, AND CHAIRMAN Exhibit List - Exhibit 24.1 - Power of Attorney - B. Mintz Exhibit 24.2 - Power of Attorney - BT Assets

/s/ Christopher Scott Buchanan by 07/05/2023
Power of Attorney

BT Assets, Inc., /s/ Brandon
Mintz, Managing Member

07/05/2023

** 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 5 (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.

POWER OF ATTORNEY
FOR SECTION 13 AND 16 REPORTING OBLIGATIONS

May 30, 2023

KNOW ALL BY THESE PRESENTS, that the undersigned hereby makes, constitutes and appoints Christopher Scott Buchanan, Glen S. Leibowitz and Felicity Lewis, signing singly, as the undersigned's true and lawful attorneys-in-fact, with full power and authority as hereinafter described on behalf of and in the name, place and stead of the undersigned to:

- (i) execute for and on behalf of the undersigned, in the undersigned's capacity as a director, officer or beneficial owner of shares of common stock of Bitcoin Depot, Inc., a Delaware corporation (formerly known as GSR II Meteora Acquisition Corp.) (the "Company"), any Schedule 13D or Schedule 13G, and any amendments, supplements or exhibits thereto (including any joint filing agreements) required to be filed by the undersigned under Section 13 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules and regulations promulgated thereunder, and any Forms 3, 4 and 5 and any amendments, supplements or exhibits thereto required to be filed by the undersigned under Section 16(a) of the Exchange Act;
- (ii) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Schedule 13D, Schedule 13G, Form 3, 4, or 5 and timely file such forms with the United States Securities and Exchange Commission and any stock exchange on which the common stock of the Company is then listed; and
- (iii) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorneys-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorneys-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorneys-in-fact may approve in such attorneys-in-fact's discretion.

The undersigned hereby grants to such attorneys-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorneys-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 13 and Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file reports or schedules under Section 13 or Section 16 of the Exchange Act with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

[signature page to follow]

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the date first written above.

By: /s/ Brandon Taylor Mintz

Name: Brandon Taylor Mintz

Title: President, Chief Executive Officer and Director

POWER OF ATTORNEY
FOR SECTION 13 AND 16 REPORTING OBLIGATIONS

June 30, 2023

KNOW ALL BY THESE PRESENTS, that the undersigned hereby makes, constitutes and appoints each of Glen S. Leibowitz, Christopher Scott Buchanan and Felicity Lewis signing singly, as the undersigned's true and lawful attorney-in-fact, with full power and authority as hereinafter described on behalf of and in the name, place and stead of the undersigned to:

- (i) execute for and on behalf of the undersigned, in the undersigned's capacity as a director, officer or beneficial owner of shares of common stock of Bitcoin Depot, Inc., a Delaware corporation (formerly known as GSR II Meteora Acquisition Corp.) (the "Company"), any Schedule 13D or Schedule 13G, and any amendments, supplements or exhibits thereto (including any joint filing agreements) required to be filed by the undersigned under Section 13 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules and regulations promulgated thereunder, and any Forms 3, 4 and 5 and any amendments, supplements or exhibits thereto required to be filed by the undersigned under Section 16(a) of the Exchange Act;
- (ii) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Schedule 13D, Schedule 13G, Form 3, 4, or 5 and timely file such forms with the United States Securities and Exchange Commission and any stock exchange on which the common stock of the Company is then listed; and
- (iii) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 13 and Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file reports or schedules under Section 13 or Section 16 of the Exchange Act with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorney-in-fact.

[Signature page to follow]

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the date first written above.

BT ASSETS, INC.

By: /s/ Brandon Mintz

Name: Brandon Mintz

Title: President, Chief Executive Officer, and Chairman