FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

	OMB Number:	3235-0287
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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).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the

#### 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

affirmative defens 10b5-1(c). See In	e conditions of Rule struction 10.								
1. Name and Address Smalley Mar	ss of Reporting Perso	on*	2. Issuer Name and Ticker or Trading Symbol Bitcoin Depot Inc. [ BTM ]		tionship of Reporting Pers all applicable) Director	on(s) to Issuer			
(Last) C/O BITCOIN I	· · · · · · · · · · · · · · · · · · ·		3. Date of Earliest Transaction (Month/Day/Year) 09/13/2023	X	Officer (give title below) CHIEF COMPLIAN	Other (specify below)			
3343 PEACHTREE ROAD NE, SUITE 750			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) ATLANTA	GA	30326		X	Form filed by One Rep Form filed by More than	orting Person n One Reporting Person			
(City)	(State)	(Zip)							

## 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. Transac Code (Ir 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class A common stock	09/13/2023		A		37,038(1)	A	\$0.00	42,038	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3A. Deemed Execution Date, if any (Month/Day/Year)	'		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	Form: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		

### **Explanation of Responses:**

1. Pursuant to the Bitcoin Depot Inc. 2023 Omnibus Incentive Plan, the reporting person was granted restricted stock units ("RSUs"). Each RSU represents a contingent right to receive one share of Class A common stock, par value \$0.0001 per share ("Class A common stock"), of Bitcoin Depot Inc. The RSUs vest periodically as follows: 1,250 RSUs vest on each of October 1, 2023 and January 1, 2024; 3,250 RSUs vest on April 1, 2024; 10,429 RSUs vest on July 1, 2024; 2,670 RSUs vest on each of October 1, 2024, January 1, April 1, July 1 and October 1 of 2025 and January 1 and April 1 of 2026; and 2,170 RSUs vest on July 1, 2026. Upon vesting, the RSUs will be settled by delivery of shares of Class A common stock.

### Remarks:

/s/ Christopher Scott Buchanan, as attorney-in-fact for Mark Smalley 09/14/2023

\*\* 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 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.