

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

Bitcoin Depot Inc.
(Name of Issuer)

Class A Common Stock, par value \$0.0001 per share
(Title of Class of Securities)

09174P105
(CUSIP Number)

December 31, 2023
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No 09174P105

1. NAME OF REPORTING PERSONS

Roystone Capital Management LP

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER
290,072
7. SOLE DISPOSITIVE POWER
0
8. SHARED DISPOSITIVE POWER
290,072
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
290,072
10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
2.2%
12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
IA
-

CUSIP No 09174P105

1. NAME OF REPORTING PERSONS
Roystone Capital Holdings LLC
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a)
(b)
3. SEC USE ONLY
4. CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware
- NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
5. SOLE VOTING POWER
0
6. SHARED VOTING POWER
290,072
7. SOLE DISPOSITIVE POWER
0
8. SHARED DISPOSITIVE POWER
290,072

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

290,072

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

2.2%

12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

CUSIP No 09174P105

1. NAME OF REPORTING PERSONS

Guines LLC

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

290,072

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

290,072

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

290,072

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

2.2%

12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

OO

CUSIP No 09174P105

1. NAME OF REPORTING PERSONS

Richard Barrera

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5. SOLE VOTING POWER

0

6. SHARED VOTING POWER

290,072

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

290,072

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

290,072

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

2.2%

12. TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

HC, IN

CUSIP No 09174P105

Item 1. (a) Name of Issuer:

Bitcoin Depot Inc.

- (b) Address of Issuer's Principal Executive Offices:

3343 Peachtree Road NE, Suite 750
Atlanta, GA 30326
United States of America

Item 2.

- (a) Name of Person Filing:

Roystone Capital Management LP
Roystone Capital Holdings LLC
Guines LLC
Richard Barrera

- (b) Address of Principal Business Office, or if None, Residence:

Roystone Capital Management LP
767 Third Avenue, 29th Floor
New York, New York 10017
United States of America

Roystone Capital Holdings LLC
767 Third Avenue, 29th Floor
New York, New York 10017
United States of America

Guines LLC
767 Third Avenue, 29th Floor
New York, New York 10017
United States of America

Richard Barrera
767 Third Avenue, 29th Floor
New York, New York 10017
United States of America

- (c) Citizenship:

Roystone Capital Management LP – Delaware
Roystone Capital Holdings LLC – Delaware
Guines LLC – Delaware
Richard Barrera – United States of America

- (d) Title of Class of Securities:

Class A Common Stock, par value \$0.0001 per share

- (e) CUSIP Number:

09174P105

If this statement is filed pursuant to §§.240.13d-1(b) or 240.13d-2(b), or (c), check whether the person filing is a

Item 3.

- (a) Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78c).

- (b) Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C.1813);
- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) A non-U.S. institution in accordance with s.240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with s.240.13d-1(b)(1)(ii)(J), please specify the type of institution: _____
- (k) Group, in accordance with s.240.13d-1(b)(1)(ii)(K).

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

Roystone Capital Management LP – 290,072
 Roystone Capital Holdings LLC – 290,072
 Guines LLC – 290,072
 Richard Barrera – 290,072

(b) Percent of class:

Roystone Capital Management LP – 2.2%
 Roystone Capital Holdings LLC – 2.2%
 Guines LLC – 2.2%
 Richard Barrera – 2.2%

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote

Roystone Capital Management LP – 0
 Roystone Capital Holdings LLC – 0
 Guines LLC – 0
 Richard Barrera – 0

(ii) Shared power to vote or to direct the vote

Roystone Capital Management LP – 290,072
 Roystone Capital Holdings LLC – 290,072
 Guines LLC – 290,072
 Richard Barrera – 290,072

(iii) Sole power to dispose or to direct the disposition of

Roystone Capital Management LP – 0
 Roystone Capital Holdings LLC – 0
 Guines LLC – 0
 Richard Barrera – 0

(iv) Shared power to dispose or to direct the disposition of

Roystone Capital Management LP – 290,072
Roystone Capital Holdings LLC – 290,072
Guines LLC – 290,072
Richard Barrera – 290,072

Item 5. Ownership of 5 Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following [X].

Item 6. Ownership of More Than 5 Percent on Behalf of Another Person.

If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities, a statement to that effect should be included in response to this item and, if such interest relates to more than 5 percent of the class, such person should be identified. A listing of the shareholders of an investment company registered under the Investment Company Act of 1940 or the beneficiaries of employee benefit plan, pension fund or endowment fund is not required.

N/A

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

If a parent holding company or control person has filed this schedule, pursuant to Rule 13d-1(b)(1)(ii)(G), so indicate under Item 3(g) and attach an exhibit stating the identity and the Item 3 classification of the relevant subsidiary. If a parent holding company has filed this schedule pursuant to Rule 13d-1(c) or Rule 13d-1(d), attach an exhibit stating the identification of the relevant subsidiary.

N/A

Item 8. Identification and Classification of Members of the Group.

If a group has filed this schedule pursuant to §240.13d-1(b)(1)(ii)(J), so indicate under Item 3(j) and attach an exhibit stating the identity and Item 3 classification of each member of the group. If a group has filed this schedule pursuant to §240.13d-1(c) or §240.13d-1(d), attach an exhibit stating the identity of each member of the group.

N/A

Item 9. Notice of Dissolution of Group.

Notice of dissolution of a group may be furnished as an exhibit stating the date of the dissolution and that all further filings with respect to transactions in the security reported on will be filed, if required, by members of the group, in their individual capacity. See Item 5.

N/A

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 14, 2024

(Date)

Roystone Capital Management LP*

By: Roystone Capital Holdings LLC, its general partner

By: /s/ Laura Roche

(Signature)

Laura Roche, Chief Financial Officer

(Name/Title)

Guines LLC*

By: /s/ Richard Barrera

(Signature)

Richard Barrera, Managing Member

(Name/Title)

Roystone Capital Holdings LLC*

By: /s/ Richard Barrera

(Signature)

Richard Barrera, Managing Member

(Name/Title)

/s/ Richard Barrera*

Richard Barrera

* This Reporting Person disclaims beneficial ownership of the reported securities except to the extent of his or its pecuniary interest therein, and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, or for any other purpose.

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See s.240.13d-7 for other parties for whom copies are to be sent.

Attention. Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).

AGREEMENT

The undersigned agree that this Schedule 13G dated February 14, 2024 relating to the Class A Common Stock, par value \$0.0001 per share of Bitcoin Depot Inc., shall be filed on behalf of the undersigned.

Roystone Capital Management LP

By: Roystone Capital Holdings LLC, its general partner

By: /s/ Laura Roche

(Signature)

Laura Roche, Chief Financial Officer

(Name/Title)

Guines LLC

By: /s/ Richard Barrera

(Signature)

Richard Barrera, Managing Member

(Name/Title)

Roystone Capital Holdings LLC

By: /s/ Richard Barrera

(Signature)

Richard Barrera, Managing Member

(Name/Title)

/s/ Richard Barrera

Richard Barrera