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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>D. E. SHAW &amp; CO, L.P.</u> <hr/> (Last) (First) (Middle) 1166 AVENUE OF THE AMERICAS NINTH FLOOR <hr/> (Street) NEW YORK NY 10036 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 09/01/2023	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) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) See Footnotes 1, 3, and 4.	5. 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

**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 A Common Stock, par value \$0.0001 per share	26,270	I	See Footnotes <sup>(1)(3)(4)</sup>

**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	Title	Amount or Number of Shares			
Warrants	(2)	(2)	Class A Common Stock, par value \$0.0001 per share	1,350,000	11.5	I	See Footnotes <sup>(1)(3)(4)</sup>

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1. Name and Address of Reporting Person * <u>D. E. SHAW &amp; CO, L.L.C.</u> <hr/> (Last) (First) (Middle) 1166 AVENUE OF THE AMERICAS NINTH FLOOR <hr/> (Street) NEW YORK NY 10036 <hr/> (City) (State) (Zip)		
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1. Name and Address of Reporting Person \*

SHAW DAVID E

(Last) (First) (Middle)

1166 AVENUE OF THE AMERICAS  
NINTH FLOOR

(Street)  
NEW YORK NY 10036

(City) (State) (Zip)

**Explanation of Responses:**

1. The shares of Class A Common Stock, par value \$0.0001 per share ("Class A Common Stock"), are directly held by D. E. Shaw Oculus Portfolios, L.L.C. ("Oculus") and may be deemed to be indirectly held by the Reporting Persons. The Warrants are directly held as follows: (i) Oculus holds 750,000 Warrants and (ii) D. E. Shaw Valence Portfolios, L.L.C. ("Valence") holds 600,000 Warrants, and may be deemed to be indirectly held by the Reporting Persons.
2. Each Warrant is exercisable for one share of Class A Common Stock at an exercise price of \$11.50 per share and expires on June 30, 2028, or earlier upon redemption or liquidation, subject to the terms reported in the Issuer's prospectus dated September 1, 2023 as filed with the U.S. Securities and Exchange Commission on Form 424B3 (File No. 333-273287) on September 1, 2023 (the "Prospectus").
3. D. E. Shaw & Co., L.P. ("DESCO LP"), as investment adviser to Oculus and Valence; D. E. Shaw & Co., L.L.C. ("DESCO LLC"), as manager of Oculus and Valence; and Mr. David E. Shaw ("David E. Shaw"), as President and sole shareholder of D. E. Shaw & Co., Inc., which is the general partner of DESCO LP, and as President and sole shareholder of D. E. Shaw & Co. II, Inc., which is the managing member of DESCO LLC, may be deemed to be the beneficial owners of the securities reported in this Form 3 for purposes of Rule 16a-1(a) of the Securities Exchange Act of 1934.
4. In accordance with instruction 5(b)(iv), the entire number of securities of the Issuer that may be deemed to be beneficially owned by DESCO LP, DESCO LLC, and David E. Shaw is reported herein. Each of DESCO LP, DESCO LLC, and David E. Shaw disclaims any beneficial ownership of any security listed in this Form 3, except to the extent of any pecuniary interest therein.

**Remarks:**

This Form 3 is being filed solely due to the change in exercisability status of Warrants upon effectiveness of the registration statement as detailed in the Issuer's Prospectus, after which the Reporting Persons' aggregate beneficial ownership passively exceeded 10%. Exhibit Index: 24.1 Power of Attorney 24.2 Power of Attorney

D. E. Shaw & Co., L.P., By: /s/  
Nathan Thomas, Chief 09/11/2023  
Compliance Officer

D. E. Shaw & Co., L.L.C., By: /s/  
Nathan Thomas, Authorized 09/11/2023  
Signatory

David E. Shaw, By: /s/ Nathan  
Thomas, as Attorney-in-Fact for 09/11/2023  
David E. Shaw

\*\* 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.

**Exhibit 24.1**

POWER OF ATTORNEY  
FOR CERTAIN REGULATORY FILINGS  
INCLUDING CERTAIN FILINGS  
UNDER THE SECURITIES EXCHANGE ACT OF 1934  
AND THE INVESTMENT ADVISERS ACT OF 1940

I, David E. Shaw, hereby make, constitute, and appoint each of:

Edward Fishman,  
Julius Gaudio,  
Martin Lebwohl,  
Maximilian Stone,  
David Sweet,  
Nathan Thomas, and  
Eric Wepsic,

acting individually, as my agent and attorney-in-fact, with full power of substitution, for the purpose of, from time to time, (i) executing in my name and/or my capacity as President of D. E. Shaw & Co., Inc. (acting for itself or as the general partner of D. E. Shaw & Co., L.P. and general partner, managing member, or manager of other entities, any of which in turn may be acting for itself or other entities) all documents, certificates, instruments, statements, other filings, and amendments to the foregoing (collectively, "documents") determined by such person to be necessary or appropriate to comply with any registration or regulatory disclosure requirements and/or ownership or control-person reporting requirements imposed by any United States or non-United States governmental or regulatory authority, including without limitation Form ADV, Forms 3, 4, 5, and 13F, and Schedules 13D and 13G required to be filed with the United States Securities and Exchange Commission, and (ii) delivering, furnishing, or filing any such documents to or with the appropriate governmental or regulatory authority. Any such determination shall be conclusively evidenced by such person's execution, delivery, furnishing, and/or filing of the applicable document.

This power of attorney shall be valid from the date hereof and replaces the power granted on January 1, 2017, which is hereby cancelled.

IN WITNESS WHEREOF, I have executed this instrument as of the date set forth below.

Date: March 1, 2017

DAVID E. SHAW, as President of  
D. E. Shaw & Co., Inc.  
/s/ David E. Shaw  
New York, New York

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**Exhibit 24.2**

POWER OF ATTORNEY  
FOR CERTAIN REGULATORY FILINGS  
INCLUDING CERTAIN FILINGS  
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AND THE INVESTMENT ADVISERS ACT OF 1940

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Julius Gaudio,  
Martin Lebwohl,  
Maximilian Stone,  
David Sweet,  
Nathan Thomas, and  
Eric Wepsic,

acting individually, as my agent and attorney-in-fact, with full power of substitution, for the purpose of, from time to time, (i) executing in my name and/or my capacity as President of D. E. Shaw & Co. II, Inc. (acting for itself or as the managing member of D. E. Shaw & Co., L.L.C. and general partner, managing member, or manager of other entities, any of which in turn may be acting for itself or other entities) all documents, certificates, instruments, statements, other filings, and amendments to the foregoing (collectively, "documents") determined by such person to be necessary or appropriate to comply with any registration or regulatory disclosure requirements and/or ownership or control-person reporting requirements imposed by any United States or non-United States governmental or regulatory authority, including without limitation Form ADV, Forms 3, 4, 5, and 13F, and Schedules 13D and 13G required to be filed with the United States Securities and Exchange Commission, and (ii) delivering, furnishing, or filing any such documents to or with the appropriate governmental or regulatory authority. Any such determination shall be conclusively evidenced by such person's execution, delivery, furnishing, and/or filing of the applicable document.

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Date: March 1, 2017

DAVID E. SHAW, as President of  
D. E. Shaw & Co. II, Inc.  
/s/ David E. Shaw  
New York, New York

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