

Bitcoin Bancorp, Inc.

Amendment to [Management Certification](#) for 12/31/2025 originally published through the OTC Disclosure & News Service on 03/31/2026

Explanatory Note:
Corrected table information

***This coversheet was automatically generated by OTC Markets Group based on the information provided by the Company. OTC Markets Group has not reviewed the contents of this amendment and disclaims all responsibility for the information contained herein.*

Management Certification

The undersigned, on behalf of **BITCOIN BANCORP, INC.** ("the Company"), certifies that the information provided herein is accurate and complete to the best of the Company's knowledge.

1. The Company is current in its disclosure obligations pursuant to the following reporting standard:

SEC Reporting Obligations

- The Company has a reporting obligation under Section 13 or 15(d) of the Exchange Act
- The Company has a reporting obligation under Regulation A (Tier 2)
- The Company has a reporting obligation under Regulation Crowdfunding (CF)
- Other (please describe)

Other Reporting Obligations

- The Company is a U.S. bank, bank holding company, or similar financial institution exempt from SEC registration, has a reporting obligation to a U.S. Bank Regulator and follows OTC Markets' Bank Reporting requirements.
- The Company is exempt from SEC registration and is reporting under the Alternative Reporting Standard

2. Indicate below whether the Company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: No:

3. Indicate below whether the Company is subject to Bankruptcy or reorganization proceedings.

Yes: No:

4. The Company has a Verified Company Profile on OTCMarkets.com.
5. The Company is duly organized and in good standing under the laws of the state or jurisdiction in which the Company is organized or does business.
6. The Company understands and acknowledges its obligations to report company-related actions pursuant to Exchange Act Rule 10b-17 and FINRA Rule 6490.
7. The Company understands and acknowledges its obligations to publicly disclose material information in a timely manner in accordance with applicable U.S. federal securities laws, including but not limited to Section 10(b) of the Exchange Act and Rule 10b-5 thereunder.
8. The Company's transfer agent and its address are listed below. If the Company acts as its own transfer agent, indicate that by listing the Company and its information in the fields provided.¹

Name: Securitize (f/k/a Pacific Stock Transfer Company)
Phone: 702-361-3033
Email: info@pacificstocktransfer.com
Address: 6725 Via Austi Pkwy, Suite 300, Las Vegas, NV 89119

¹ OTCQX, OTCQB, and OTCID companies are required to retain a transfer agent that participates in the Transfer Agent Verified Shares Program. OTCID companies that act as their own transfer agent may submit data directly to OTC Markets.

9. The Company's most recent Annual Report was prepared by:

Below is a list all law firm(s) and attorney(s) (including internal counsel) that acted as the Company's primary legal counsel in preparing its most recent annual report or, if no attorney assisted in preparing the disclosure, the person(s) who prepared the disclosure and their relationship to the Company.

Name: Eric Kilinsky
 Firm: Quality Financial Services LLC
 Nature of Services: Financial Accounting
 Address 1: 2875 NE 181st Street, STE 523
 Address 2: Aventura, FL 33180
 Phone: 310-871-1408
 Email: info@qualityfinancialservice.com

10. The Company's Officers, Directors and 5% Beneficial Owners are listed below:

The table below provides information regarding all officers and directors of the Company, or any person that performs a similar function, regardless of the number of shares they own. To the best of the Company's knowledge, it includes all individuals or entities beneficially owning 5% or more of any class of the issuer's equity securities. To identify holders of 5% or more, companies may obtain a recent copy of their shareholder list that includes Non-Objecting Beneficial Owners or "NOBOs." SEC Reporting companies may also research their beneficial ownership and insider transaction filings such as on Schedules 13G or 13D or on Forms 3, 4, and 5.

As of (latest practicable date): December 31, 2025

Name of All Officers, Directors, and Control Persons	Affiliation with Company (e.g., Officer Title /Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
Simon Rubin	CEO & Director	732 S 6 th Street, Suite R Las Vegas, NV 89101	1,050,000	Common	0.001%	N/A
Eric Noveshen	Director	732 S 6 th Street, Suite R Las Vegas, NV 89101	650,000	Common	0.001%	N/A
BOTS, Inc.	Owner of more than 5%	732 S 6 th Street, Suite R Las Vegas, NV 89101	250,000,000	Common	63.33%	Simon Rubin

Any additional material details, including conversion terms of any class of the issuer's equity securities, are below:

None.

11. The Company has Convertible Debt as detailed below:

The following is a complete list of the Company's Convertible Debt which includes all promissory notes, convertible notes, convertible debentures, or any other debt instruments convertible into a class of the issuer's equity securities. The table includes all issued or outstanding convertible debt at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this Certification.

Check this box to confirm the Company had no Convertible Debt issued or outstanding at any point during this period.

Date of Note Issuance	Principal Amount at Issuance (\$)	Outstanding Balance (\$)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of instrument to shares)	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion ²	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
10/20/2010	\$3,000	\$11,205	4/20/2011	The convertible note bears interest at ten (10%) percent and at a fixed or a variable conversion price.	-0-	56,025,833	Bridgewater Capital Ltd. ⁽²⁾	Loan
5/1/2011	\$3,600	\$13,097	11/1/2011	The convertible note bears interest at ten (10%) percent and at a fixed or a variable conversion price.	-0-	65,486,000	Bridgewater Capital Ltd. ⁽²⁾	Loan
10/24/2011	\$3,000	\$10,651	4/24/2012	The convertible note bears interest at ten (10%) percent and at a fixed or a variable conversion price.	-0-	53,255,000	Bridgewater Capital Ltd. ⁽²⁾	Loan
5/24/2012	7,500	\$26,744	11/24/2012	The convertible note bears interest at ten (10%) percent and at a fixed or a variable conversion price.	-0-	89,147,361	Clio General SA ⁽³⁾	Loan
6/19/2012	\$800	\$2,745	12/19/2012	The convertible note bears interest at ten (10%) percent and at a fixed or a variable conversion price.	-0-	13,723,333	Bridgewater Capital Ltd. ⁽²⁾	Loan
12/3/2012	5,500	\$19,050	6/3/2013	The convertible note bears interest at ten (10%) percent and at a fixed or a variable conversion price.	-0-	38,100,498	Clio General SA ⁽³⁾	Loan
9/4/2013	1,200	3,852	3/4/2014	The convertible note bears interest at ten (10%) percent and at a fixed or a variable conversion price.	-0-	770,467	Bridgewater Capital Ltd. ⁽²⁾	Loan
2/13/2014	6,000	18,653	11/13/2014	The convertible note bears interest at ten (10%) percent and at a fixed or a variable conversion price.	-0-	3,730,600	Bridgewater Capital Ltd. ⁽²⁾	Loan
2/18/2014	6,000	18,638	11/18/2014	The convertible note bears interest at ten (10%) percent and at a fixed or a variable conversion price.	-0-	3,727,600	Bridgewater Capital Ltd. ⁽²⁾	Loan
2/24/2014	1,800	5,586	11/24/2014	The convertible note bears interest at ten (10%) percent and at a fixed or a variable conversion price.	-0-	1,117,200	Bridgewater Capital Ltd. ⁽²⁾	Loan
3/21/2014	6,000	18,542	12/21/2014	The convertible note bears interest at ten (10%) percent and at a fixed or a variable conversion price.	-0-	3,708,467	Bridgewater Capital Ltd. ⁽²⁾	Loan

² The total number of shares that can be issued upon full conversion of the Outstanding Balance. The number should not factor any "blockers" or limitations on the percentage of outstanding shares that can be owned by the Noteholder at a particular time. For purposes of this calculation, please use the current market pricing (e.g. most recent closing price, bid, etc.) of the security if conversion is based on a variable market rate.

3/31/2014	10,000	30,854	12/31/2014	The convertible note bears interest at ten (10%) percent and at a fixed or a variable conversion price.	-0-	6,170,778	Bridgewater Capital Ltd. ⁽²⁾	Loan
7/31/2014	\$7,500	22,686	4/30/2015	The convertible note bears interest at ten (10%) percent and at a fixed or a variable conversion price.	-0-	4,537,250	Bridgewater Capital Ltd. ⁽²⁾	Loan
6/19/2015	\$750	2,164	12/16/2015	The convertible note bears interest at ten (10%) percent and at a fixed or a variable conversion price.	-0-	1,081,813	Baybridge Capital Fund, LP ⁽⁴⁾	Loan
6/19/2016	\$750	2,025	12/16/2016	The convertible note bears interest at ten (10%) percent and at a fixed or a variable conversion price.	-0-	1,012,625	Baybridge Capital Fund, LP ⁽⁴⁾	Loan
8/15/2018	\$3,000	6,860	8/15/2019	The convertible note bears interest at twelve (12%) percent and at a fixed or a variable conversion price.	-0-	3,430,000	Baybridge Capital Fund, LP ⁽⁴⁾	Loan
10/9/2020	\$15,000	28,405	10/9/2021	The convertible note bears interest at twelve (12%) percent and at a fixed or a variable conversion price.	-0-	14,202,500	Baybridge Capital Fund, LP ⁽⁴⁾	Loan
3/31/2021	\$18,000	32,982	10/31/2021	The convertible note bears interest at twelve (12%) percent and at a fixed conversion price.	-0-	3,298,200	Baybridge Capital Fund, LP ⁽⁴⁾	Loan
6/30/2021	\$13,000	23,294	12/31/2021	The convertible note bears interest at twelve (12%) percent and at a fixed conversion price.	-0-	2,329,383	Baybridge Capital Fund, LP ⁽⁴⁾	Loan
8/11/2022	\$18,000	\$20,934	6/11/2023	The convertible note bears interest at twelve (12%) percent and at a fixed conversion price.	-0-	697,805	Confin International Ltd. ⁽⁶⁾	Loan
8/11/2022	\$6,000	\$7,438	6/11/2023	The convertible note bears interest at twelve (12%) percent and at a fixed conversion price.	-0-	247,933	Confin International Ltd. ⁽⁶⁾	Loan
9/9/2022	\$18,500	\$28,681	9/9/2023	The convertible note bears interest at twelve (12%) percent and at a fixed conversion price.	-0-	956,039	Baybridge Capital Fund, LP ⁽⁴⁾	Loan
12/31/2022	\$4,000	\$6,014	12/31/2023	The convertible note bears interest at twelve (12%) percent and at a fixed conversion price.	-0-	60,140	Baybridge Capital Fund, LP ⁽⁴⁾	Loan
3/15/2023	\$2,000	\$2,925	12/15/2023	The convertible note bears interest at twelve (12%) percent and at a fixed conversion price.	-0-	29,250	Baybridge Capital Fund, LP ⁽⁴⁾	Loan
4/27/2023	\$15,000	\$21,428	4/27/2024	The convertible note bears interest at twelve (12%) percent and at a fixed conversion price.	-0-	214,275	Baybridge Capital Fund, LP ⁽⁴⁾	Loan
5/30/2023	\$910,000	\$1,102,111	5/30/2024	The convertible note bears interest at eight (8%) percent and at a fixed conversion price.	-0-	3,673,704	Green Coast Capital International ⁽⁷⁾	Loan
12/12/2023	\$325,000	\$378,878	12/12/2024	The convertible note bears interest at eight (8%) percent and at a fixed conversion price.	-0-	1,262,926	Green Coast Capital International ⁽⁷⁾	Loan
4/1/2024	\$125,000	\$147,188	9/30/2024	The convertible note bears interest at ten (10%) percent and at a fixed conversion price.	-0-	-	Confin International Ltd. ⁽⁶⁾	Loan
8/20/2024	\$60,000	\$5,000	2/25/2025	The note bears interest at ten (10%) percent.	-0-	-	Confin International Ltd. ⁽⁶⁾	Loan

8/27/2024	\$350,000	\$289,167	9/1/2025	The convertible note bears interest at ten (10%) percent and at a fixed conversion price.	-0-	963,889	Tiger Trout Capital Puerto Rico, LLC ⁽⁸⁾	Loan
3/5/2025	\$150,000	\$158,750	10/1/2025	The convertible note bears interest at ten (10%) percent and at a fixed conversion price.	-0-	529,167	Tiger Trout Capital Puerto Rico, LLC ⁽⁸⁾	Loan
3/31/2025	\$75,000	\$49,600	10/1/2025	The convertible note bears interest at ten (10%) percent and at a fixed conversion price.	-0-	162,833	Jibrael Hindi	Loan
8/14/2025	\$150,000	\$155,583	12/1/2025	The convertible note bears interest at ten (10%) percent and at a fixed conversion price.	-0-	518,611	Tiger Trout Capital Puerto Rico, LLC ⁽⁸⁾	Loan
Total Outstanding Balance:		\$2,671,730	Total Shares:		-0-	374,171,480		

Use the space below to provide any additional details, including footnotes to the table above:

- (1) Eric Noveshen has voting and dispositive power over the shares controlled by Envision Capital LLC having a place of business at: 401 E Las Olas Blvd, Fort Lauderdale, FL 33301.
- (2) Eric Noveshen has voting and dispositive power over the shares controlled by Bridgewater Capital Ltd. having a place of business at: 401 E Las Olas Blvd, Fort Lauderdale, FL 33301.
- (3) Jorge Luis Montilla has voting and dispositive power over the shares controlled by Clio General SA having a place of business at: ELISABETHENANLAGE 11/2, Basel 4002 2002 Switzerland.
- (4) Eric Noveshen has voting and dispositive power over the shares controlled by Baybridge Capital Fund, LP having a place of business at: 401 E Las Olas Blvd, Fort Lauderdale, FL 33301.
- (5) Akaki Paitchadze has voting and dispositive power over the shares controlled by Fulcrum Holding AG having a place of business at: Baar, Haldenstrasse 5, 6340, Baar, Switzerland.
- (6) David Mann has voting and dispositive power over the shares controlled by Confin international Ltd. having a place of business at: Office 4 - Kensington High Street, London W8 6BD, United Kingdom.
- (7) Kevin Bobryk has sole voting and dispositive power over the shares controlled by Green Coast Capital International, which has its business at: 1st Floor Landmark Sq 64 Earth Clos, PO Box 715 George Town Grand Cayman KY1-1107 Caymans.
- (8) Alan Masley has sole voting and dispositive power over the shares controlled by Tiger Trout Capital Puerto Rico, LLC, which has its business at: 1357 Ashford Avenue Ste 2-267, SAN JUAN, 00907, Puerto Rico.
- (9) Ben Thwaite has sole voting and dispositive power over the shares controlled by WBS International, LLC, which has its business at: 131 Continental Drive, Suite 305, Newark, New Castle, Delaware, DE19713.

Signature:

Name of Principal Executive Officer or Principal Financial Officer: Simon Rubin

Title: Director

Date: March 30, 2026 [Date]

Signature: /s/ Simon Rubin [CEO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")