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## **CAPITAL DEPLOYMENT PROGRAMME TO EXPAND BTC HOLDING**

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**B HODL Plc**

("B HODL" or "The Company")

### **Capital Deployment Programme to Increase Bitcoin Treasury and Related Party Transaction**

#### **Capital Deployment Programme**

B HODL Plc (AQUIS: HODL | OTCQB: HODLF | FRA: F5S), the first British company founded for Bitcoin accumulation and revenue generation from the Bitcoin in its treasury, announces that the Board has approved a capital deployment programme designed to increase the Company's Bitcoin treasury and enhance the productivity of its Bitcoin holdings.

As part of this strategy, the Company intends to redeploy up to £350,000 of its existing fiat reserves whilst maintaining approximately 24 months of fiat working capital reserves.

The redeployed capital may be used by the Company, among other things:

- (i) to make additional targeted purchases of Bitcoin; and
- (ii) if approved by the Board from time to time, to execute market purchases of the Company's own shares pursuant to the Buyback Programme as approved by shareholders on 6 February 2026, where the Board considers that the share price materially undervalues the Company's Bitcoin per share.

The Directors have considered the Company's current financial position and are satisfied that, following any such deployment of capital, the Company will retain adequate liquidity to meet its obligations as they fall due.

#### **CoinCorner Rewards Account - Related Party Transaction**

The Board has also approved the Company's participation in the CoinCorner Rewards Account, which enables the Company to make a return on its Bitcoin holdings that are not yet deployed into the Lightning network by allocating a portion of the Company's Bitcoin treasury to generate additional Bitcoin-denominated rewards

through a commercially available Bitcoin rewards product offered by CoinCorner Ltd ("CoinCorner"). The Rewards Account is a product offered by CoinCorner in the ordinary course of business whereby CoinCorner generates passive rewards on holdings with certain liquidity providers and shares those rewards with depositors. Full terms and conditions are here under the section "CoinCorner Rewards Account": <https://www.coincorner.com/terms>.

CoinCorner holds approximately 14.28% of the Company's issued share capital and is therefore considered a Related Party for the purposes of the AQSE Rules.

Under the terms approved by the Board, the Company may deposit up to 50 Bitcoin into the Rewards Account from time to time, subject to treasury requirements and ongoing Board oversight. Any rewards generated will be paid to the Company in Bitcoin. The Rewards Account shall replace any prior custody or treasury-related arrangements with CoinCorner but shall not affect that Bitcoin held in self custody by the Company and as disclosed from time to time via the Company's proof of reserves updates on its website. The maximum aggregate deposit of up to 50 Bitcoin represents approximately 25% of the Company's gross assets.

The Independent Directors, being David Jaques, Russell Allen Farrington and Frederick New, having exercised reasonable care, skill and diligence, consider the terms of the Rewards Account to be fair and reasonable insofar as shareholders of the Company are concerned.

Commenting, Freddie New (CEO), said

*"At the time of our IPO, the Company chose to retain a prudent fiat cash buffer, drawing on the Board's extensive experience in the Bitcoin sector and its expectation of price volatility. This disciplined approach has positioned the Company to respond effectively to market conditions and take advantage of attractive acquisition opportunities.*

*Since launch, the Company's revenue-generating activities have delivered a solid performance, reinforcing the Board's confidence in both the existing business and the additional initiatives outlined in the Admission Document. In light of this progress, and the lower Bitcoin price levels, the Board has now decided to allocate further capital toward Bitcoin purchases, in addition to retaining the flexibility to make market purchases of the Company's shares in share buybacks from time to time.*

*The Board believes these actions are consistent with its strategy of enhancing Bitcoin per share for shareholders, while avoiding dilution and maintaining a balance sheet with low levels of debt, as the Company continues to progress along its path to profitability."*

The Directors of B HODL Plc take responsibility for this announcement.

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**About B HODL:**

B HODL is the first UK-listed company founded for Bitcoin accumulation and revenue generation. The Company operates a treasury-led strategy, deploying its Bitcoin holdings to power the Lightning Network and generate

sustainable revenues from routing fees and liquidity provision. With a world-class team and a Bitcoin-only focus, B HODL aims to become the leading British Bitcoin company, giving investors transparent exposure to the growth of Bitcoin as both a strategic asset and a global financial standard.

### **Important Notice**

The Company intends to hold treasury reserves and surplus cash in Bitcoin. This is a type of cryptocurrency or cryptoassets. Whilst the Board of Directors of the Company considers holding cryptocurrencies to be in the best interests of the Company, the Board remains aware that the financial regulator in the UK (the Financial Conduct Authority or FCA) considers investment in cryptocurrencies to be high risk. At the outset, it is important to note that an investment in the Company is not an investment in cryptocurrencies, either directly or by proxy and shareholders will have no direct access to the Company's holdings. However, the Board of Directors consider cryptocurrencies to be an appropriate store of value and potential growth and therefore appropriate for the Company's reserves. Accordingly, the Company is and intends to continue to be materially exposed to cryptocurrencies. Such an approach is innovative, and the Board of Directors wish to be clear and transparent with prospective and actual investors in the Company on the Company's position in this regard.

The Company is neither authorised nor regulated by the FCA, and the purchase of certain cryptocurrencies are generally unregulated in the UK. As with most other investments, the value of cryptocurrencies can go down as well as up, and therefore the value of the Company's cryptocurrencies holdings can fluctuate. The Company may not be able to realise its cryptocurrencies holdings for the same as it paid to acquire them or even for the value the Company currently ascribes to its cryptocurrencies positions due to market movements. Neither the Company nor investors in the Company's shares are protected by the UK's Financial Ombudsman Service or the Financial Services Compensation Scheme.

Nevertheless, the Board has taken the decision to invest in cryptocurrencies, and in doing so is mindful of the special risks cryptocurrencies present to the Company's financial position. These risks include (but are not limited to): (i) the value of cryptocurrencies can be highly volatile, with value dropping as quickly as it can rise. Investors in cryptocurrencies must be prepared to lose all money invested in cryptocurrencies; (ii) the cryptocurrencies market is largely unregulated. There is a risk of losing money due to risks such as cyber-attacks, financial crime and counterparty failure; (iii) the Company may not be able to sell its cryptocurrencies at will. The ability to sell cryptocurrencies depends on various factors, including the supply and demand in the market at the relevant time. Operational failings such as technology outages, cyber-attacks and comingling of funds could cause unwanted delay; and (iv) cryptoassets are characterised in some quarters by high degrees of fraud, money laundering and financial crime. In addition, there is a perception in some quarters that cyber-attacks are prominent which can lead to theft of holdings or ransom demands. Prospective investors in the Company are encouraged to do your own research before investing.

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