



3300 W. Sahara Avenue, Suite 250  
Las Vegas, Nevada 89102  
(702) 486-4120

**STATE OF NEVADA  
DEPARTMENT OF BUSINESS AND INDUSTRY  
FINANCIAL INSTITUTIONS DIVISION**

1830 E College Parkway, Suite 100  
Carson City, Nevada 89706  
(775) 684-2970

In Re:	)	
Bitcoin Depot Operating LLC	)	<b>CONSENT ORDER</b>
Respondent.	)	
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The Commissioner (hereafter, "Commissioner") of the Financial Institutions Division for the State of Nevada (hereafter, "Division") with the agreement and specific consent of Bitcoin Depot Operating LLC (hereafter, "Respondent") and the Division (hereafter collectively referred to as the "Parties"), find, agree, and order as follows:

**JURISDICTION**

Respondent agrees that it is subject to Nevada Revised Statutes ("NRS") Chapter 671, Administrative Code ("NAC") Chapter 671, and the jurisdiction of the Division.

**SUMMARY OF FACTS**

1. Respondent is registered under the laws of the State of Nevada, and its resident agent, Corporation Service Company, is located at 112 North Curry Street, Carson City, Nevada 89703.
2. Respondent operates the business of a money transmitter and maintains its street address at the following location: 8601 Dunwoody Place, Suite 308, Sandy Springs, Georgia 30350.
3. Respondent obtained a license (MT11129) to engage in money transmission activity from the Division on or about April 14, 2021.

1 All licensees holding an active money transmitter license must submit an audited  
2 financial statement for the preceding year within 90 days of their fiscal year end. NRS  
3 671.285.

4 5. All licensees wishing to renew their annual license must meet all the initial  
5 licensing qualifications of a new applicant, which includes audited financial statements for the  
6 most recent fiscal year and for the immediately preceding two years demonstrating adequate  
7 tangible net worth. NRS 671.050

8 6. On or about January 17, 2025, Respondent was granted an extension to provide  
9 its 2023 audited financial statements ("2023 Statement") and was permitted to renew its  
10 license for the license period of January 1, 2025, to December 31, 2025, on the condition that  
11 it paid the late report fee and submitted its 2023 report by the extension date of March 31,  
12 2025.

13 7. On or about January 20, 2026, the Division filed a "Administrative Complaint for  
14 Disciplinary Action and Appeal Rights" (Complaint") alleging Respondent violated the  
15 provisions of NRS 671.285 by not submitting the 2023 Statement by the extension date  
16 approved by the Commissioner.

17 7. As of the date of this Consent Order (Consent Order), Respondent has not  
18 submitted the 2023 Statement.

19 8. Based upon the findings in this Consent Order and the Respondent's  
20 cooperation with same, agreement of the Parties that this matter may be economically and  
21 efficiently resolved by entry of this Consent Order. The Parties understand and agree that this  
22 Consent Order must be approved by the Commissioner and be fully executed by the Parties  
23 to become effective.

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1 **VIOLATIONS OF LAW**

2 Respondent failed to submit the 2023 Statement, which is required under NRS Chapter  
3 671, in violation of NRS 671.285.

4  
5 **CONSENT ORDER**

6 1. The Division was prepared to present its case to the Commissioner or an  
7 assigned Administrative Law Judge. However, Respondent expressed its intent to comply with  
8 NRS Chapter 671 and NAC Chapter 671 and its desire to cooperate with the Division and to  
9 avoid the time and expense involved in a formal administrative enforcement hearing.

10 2. Pursuant to NRS 671.465 and NRS 233B.121(5), this Consent Agreement  
11 memorializes the terms mutually agreed upon by the Division and Respondent to fully and  
12 finally resolve the matters alleged in the Complaint, and sets forth the specific corrective  
13 actions Respondent has voluntarily agreed to undertake, which shall constitute Respondent's  
14 sole obligations arising from or related to the matters set forth herein

15 A. The Respondent's agreement to this Consent Order does not constitute an  
16 admission that a violation of the provisions of this chapter or the regulations adopted or an  
17 order issued by the Commissioner pursuant thereto has occurred.

18 B. Respondent understands and agrees that, under the Consent Order, the  
19 Division enters a finding of violation against Respondent for failing to timely submit the  
20 Statement.

21 C. Respondent therefore agrees to:

- 22 a. To pay a fine of \$10,000 as an administrative penalty pursuant to NRS  
23 671.485; and
- 24 b. refrain from any activity that violates NRS and NAC Chapters 671, and  
25 otherwise operate its business in accordance with those Chapters.

26 D. The Division agrees not to pursue any other or greater remedies or fines in  
27 connection with Respondent's alleged conduct referenced herein, including a requirement to  
28 provide the 2023 Statement. However, Respondent acknowledges, agrees to, and

1 understands that any further violation(s) of NRS Chapter 671 and/or NAC Chapter 671 such  
2 as described and cited herein may be deemed violations(s), and shall subject Respondent to  
3 additional administrative fines and costs as well as remedies available pursuant to NRS  
4 671.485, NRS 671.495, and any other applicable section of NRS Chapter 671.

5 E. Respondent and the Division agree that, by entering into this Consent Order, the  
6 Division does not concede any defense or mitigation Respondent may assert. Respondent  
7 agrees and understands that by entering into this Consent Order, Respondent is waiving its  
8 rights to contest the allegations against it. These rights include representation by an attorney  
9 at Respondent's own expense, the right to a hearing on any violations or allegations formally  
10 filed and/or alleged, the right to confront and cross-examine witnesses called to testify against  
11 Respondent, the right to present evidence on Respondent's own behalf, the right to have  
12 witnesses testify on Respondent's behalf, the right to obtain any other type of formal judicial  
13 review of these matters, and any other rights which may be accorded to Respondent pursuant  
14 to provisions of Chapter 671 of the NRS, Chapter 671 of the NAC, Chapter 233B of the NRS,  
15 and any other provisions of federal and state law. Respondent affirmatively waives all these  
16 rights by entering into this Consent Order. If the Consent Order is rejected, or any portion  
17 thereof, all such waivers shall be deemed withdrawn by Respondent.

18 F. Respondent understands that this Consent Order may be subject to public  
19 records laws.

20 G. Respondent fully understands that it has the right to be represented by legal  
21 counsel in this matter at its own expense. Each party shall bear its own attorney's fees and  
22 costs. Neither this Consent Order nor any statements made concerning this Consent Order  
23 may be discussed or introduced into evidence at any hearing on the Complaint if the Division  
24 must ultimately present its case based on the Complaint in this matter.

25 H. Respondent enters this Consent Order after being fully advised of Respondent's  
26 rights and as to the consequences of this Consent Order. This Consent Order embodies the  
27 entire agreement reached between the Division and Respondent. It may not be altered,  
28 amended, or modified without the express written consent of the Parties, and all alterations,

1 amendments and/or modifications must be in writing. The Parties stipulate and agree that this  
2 Consent Order, if agreed upon and executed by the Parties, resolves all matters contained or  
3 described in this Consent Order. The Division reserves its rights to pursue other disciplinary  
4 actions for other violations discovered in any future investigations/audits of Respondent  
5 outside the scope of this matter.

6 I. In an effort to avoid the cost and uncertainty of a administrative hearing, the  
7 Parties have agreed to settle this matter. For purposes of settling these matters, Respondent  
8 acknowledges that the facts contained in the paragraphs in the above "Summary of Facts"  
9 portion of the Consent Order, specifically as the same relate to the violations, are true and  
10 correct. Without waiving any constitutional rights against self-incrimination, Respondent  
11 further acknowledges that, if the Division filed and served a Formal Complaint and the matter  
12 proceeded to an administrative hearing, the Facts could be found to constitute violation(s) of  
13 NRS 671 and/or NAC 671, with discipline including the imposition of fines and fees, as well as  
14 the possible suspension or revocation of its License. The Division acknowledges that  
15 Respondent could assert certain defenses to any Complaint/allegations at said administrative  
16 hearing which could affect its outcome.

17 J. In consideration of execution of this Consent Order, the Respondent and its  
18 owners, members, managers, successors, heirs, agents, assigns, and the like, hereby  
19 releases, remises, and forever discharges the State of Nevada, the Department of Business  
20 and Industry, and the Division and each of their respective members, agents, employees and  
21 counsel in their individual and representative capacities, from any and all manner of actions,  
22 causes of action, suits, debts, judgments, executions, claims, and demands whatsoever, know  
23 and unknown, in law or equity, that the Respondent ever had, now has, may have, or claim to  
24 have, against any or all of the persons or entities named in this section, arising out of or by  
25 reason of this disciplinary action, and all other matters relating thereto

26 K. Respondent hereby indemnifies and holds harmless the State of Nevada, the  
27 Department of Business and Industry, the Division, and each of their respective members,  
28 agents employees, and counsel in the individual and representative capacities against any

1 and all claims, suits, and actions brought against said personal and/or entities by reason of  
2 this disciplinary action and all other matters relating thereto, and against any and all  
3 expenses, damages, and costs, including court costs and attorney fees, which may be  
4 sustained by the personal and/or entities name in this section as a result of said claims, suits,  
5 and actions

6 L. If Respondent fails to comply with any terms of this Consent Order, Respondent  
7 shall be subject to disciplinary action for violation of the Consent Order, NRS Chapter 671,  
8 and NAC Chapter 671 as stated in the Complaint, which may result in further disciplinary  
9 action. Respondent has signed and dated this Consent Order only after reading and  
10 understanding all terms herein.

11 M. Respondent represents and warrants that the person signing on behalf of  
12 Respondent has all the requisite power and authority to conduct its business and to execute,  
13 deliver, and perform Respondent's obligations under this Consent Order and the legal power,  
14 right and authority to make this Consent Order and to bind Respondent hereunder.

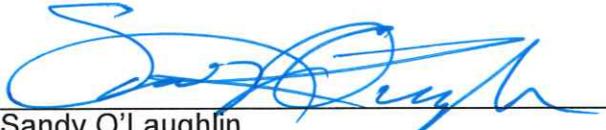
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1 In WITNESS WHEREOF, we have each executed this Consent Order as of the date  
2 set forth below.

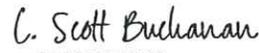
3 SO ORDERED this 11 day of March 2026.

5 STATE OF NEVADA  
6 DEPARTMENT OF BUSINESS AND INDUSTRY  
7 FINANCIAL INSTITUTIONS DIVISION

8 By:   
9 Sandy O'Laughlin  
10 Commissioner

11 AGREED AND CONSENTED TO this 10 day of March, 2026.

13 BITCOIN DEPOT OPERATING LLC

14  
15 DocuSigned by:  
 3/10/2026  
16 By: Scott Buchanan  
17 Its: President and Chief Executive Officer

18 Approved as to form:

19  
20 AARON D. FORD  
21 Attorney General

22  
23 /s Michael Detmer  
24 Michael Detmer  
25 Chief Deputy Attorney General  
26 Attorney for the Division  
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1 CERTIFICATE OF SERVICE

2 I certify that I am an employee of the State of Nevada, Department of Business and  
3 Industry, Financial Institutions Division, and that on the 11th of March 2026, I deposited in  
4 the U.S. mail, postage prepaid, via First Class Mail and Certified Return Receipt Requested, a  
5 true and correct copy of the foregoing **CONSENT ORDER**, addressed as follows:  
6

7 Bitcoin Depot Operating LLC  
8 Attn: Edi Reber  
9 8601 Dunwoody Place, Suite 308  
10 Sandy Springs, Georgia 30350  
11 *Certified Mail: 7014 2870 0001 8499 4581*

12 Bitcoin Depot Operating LLC  
13 Attn: Edi Reber  
14 2870 Peachtree Rd NW, #327  
15 Atlanta, GA 30305  
16 *Certified Mail: 7014 2870 0001 8799 4598*

17 Bitcoin Depot Operating LLC  
18 c/o Corporation Service Company  
19 112 North Curry Street  
20 Carson City, Nevada 89703  
21 *Certified Mail: 7014 2870 0001 8499 4604*

22 DATED this 11th day of March 2026.

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By:  \_\_\_\_\_