Notice of an Extraordinary General Meeting of BTCS S.A.

The Management Board of BTCS Spółka Akcyjna, with its registered office in Warsaw at ul. Plac Powstańców Warszawy 2, 00-030 Warsaw, entered in the Register of Entrepreneurs of the National Court Register under KRS number 0000390734, with ISIN code: PLVKMTK00015 and LEI code: 259400F1ML9OGF3R9703 ("the Company"), with reference to ESPI Report No. 35/2026 dated November 25, 2026, acting pursuant to Article 399 § 1 of the Commercial Companies Code ("Commercial Companies Code"), and taking into account the request by the shareholder TTP Limited to convene an extraordinary general meeting, hereby convenes an extraordinary general meeting ("EGM") pursuant to Article 402^1§ 1 of the Commercial Companies Code, for December 23, 2025, at 10:00 a.m., to be held at the Notary Office of Lidia Wojewódzka in Warsaw, al. Jana Pawła II 61/217, 01-031 Warsaw.

Proposed agenda:

1. Opening of the Extraordinary General Meeting.
2. Adoption of a resolution on the election of the Chairperson of the Extraordinary General Meeting.
3. Confirmation that the Extraordinary General Meeting was properly convened and is competent to adopt resolutions.
4. Adoption of the agenda.
5. Adoption of a resolution to waive the election of a Ballot Counting Committee.
6. Adoption of a resolution or resolutions authorizing the Management Board to increase the share capital by issuing new shares within the authorized capital (increasing the current amount of the authorized capital), with the existing shareholders' preemptive rights waived in full, and amending § 6a of the Articles of Association.
7. Adoption of a resolution or resolutions regarding the issuance of subscription warrants, with existing shareholders' preemptive rights fully excluded, a conditional increase in the share capital through the issuance of new shares, with existing shareholders' preemptive rights fully excluded, in order to grant the right to subscribe for shares in the new issue to holders of subscription warrants, and to amend the Company's Articles of Incorporation (by adding a new section, designated as §6b of the Articles of Incorporation).
8. Adoption of a resolution or resolutions authorizing the Supervisory Board to determine the consolidated text of the Articles of Incorporation on a case-by-case basis, or, alternatively, adoption of the consolidated text of the Articles of Incorporation by the Extraordinary General Meeting.
9. Closing of the Extraordinary General Meeting.

A shareholder or shareholders representing at least 1/20 of the share capital may request that specific matters be included on the agenda of this meeting.

Such a request must be sent to the Company in writing or electronically to the email address: zarząd@btcs.com.pl in Polish and must include a justification or a draft resolution regarding the proposed agenda item. The request must be submitted to the Management Board no later than 21 days before the scheduled date of the Extraordinary General Meeting. The shareholder or shareholders must document their entitlement to exercise this right by submitting the relevant documents in writing.

A shareholder or shareholders of the Company representing at least 1/20 of the share capital may, prior to the date of the Extraordinary General Meeting, submit to the Company in writing or electronically to the email address zarząd@btcs.com.pl draft resolutions concerning matters included on the agenda of the Extraordinary General Meeting or matters to be included on the agenda. Draft resolutions should be prepared in Polish in MS Word or PDF format. Shareholders should document their entitlement to exercise this right by submitting the relevant documents in writing.

During the Extraordinary General Meeting, any shareholder may submit draft resolutions concerning matters included on the agenda. These drafts must be submitted in Polish.

A shareholder who is a natural person may participate in the Extraordinary General Meeting and exercise their voting rights in person or through a proxy. A shareholder who is not a natural person may participate in the Extraordinary General Meeting and exercise their voting rights through a person authorized to make declarations of intent on their behalf or through a proxy.

A power of attorney must, under penalty of nullity, be drawn up in writing and attached to the minutes of the Extraordinary General Meeting or granted in electronic form. The form containing a template for the power of attorney, located at the end of this announcement, is available on the Company's website as of the date of publication of this announcement.

The Company must be notified of the granting of a power of attorney in electronic form via electronic means of communication, specifically by sending an email to the following address: zarząd@btcs.com.pl, while making every effort to ensure that the validity of the power of attorney can be effectively verified. The notification of the grant of a power of attorney should include the exact identification of the attorney-in-fact and the principal (specifying the first name, last name, PESEL number, address, phone number, and email address of both individuals). The notification should also specify the scope of the power of attorney—that is, indicate the number of shares for which

voting rights will be exercised, as well as the date and name of the company's general meeting at which those rights will be exercised.

The text of the power of attorney should be attached as a PDF file to the email.

If the power of attorney is granted by a shareholder who is not a natural person, it is necessary to attach a PDF scan of a current extract from the relevant registry.

The company will take appropriate measures to identify the shareholder and the proxy holder in order to verify the validity of the power of attorney granted in electronic form. This verification may, in particular, consist of a follow-up inquiry sent electronically or by telephone to the shareholder and/or the proxy holder to confirm the fact that the power of attorney was granted and its scope. The Company reserves the right to treat a failure to respond to questions asked during the verification process as an inability to verify the granting of the power of attorney, which will constitute grounds for refusing to admit the proxy to participate in the Extraordinary General Meeting. Upon arrival at the Extraordinary General Meeting and before signing the attendance list, the proxy holder must present the original identification document listed on the power of attorney form to confirm the proxy holder's identity.

The right to represent a shareholder who is not a natural person should be evidenced by a copy of the relevant register presented when the attendance list is drawn up, or, alternatively, by a chain of powers of attorney. The person(s) granting the power of attorney on behalf of a shareholder who is not a natural person should be listed in a current extract from the relevant register for that shareholder.

Shareholders and proxies must have a valid form of identification with them. A member of the Company's Management Board and an employee of the Company may act as proxies for shareholders at the Extraordinary General Meeting. The granting of a sub-proxy is not permitted.

The company does not allow participation in the Extraordinary General Meeting via electronic means of communication.

The company does not provide for the possibility of speaking during the Extraordinary General Meeting via electronic means of communication.

The Company does not provide for the exercise of voting rights by mail or via electronic means of communication.

The record date for participation in the Extraordinary General Meeting is the day falling 16 days prior to the Extraordinary General Meeting, namely December 7, 2026 ("Record Date").

Only persons who are shareholders of the company on the Record Date are entitled to participate in the Extraordinary General Meeting.

Beneficiaries of shares, as well as pledgees and usufructuaries entitled to vote, have the right to participate in the EGM if they hold shares on the Record Date.

Upon request by an eligible person (shareholder, pledgee, or usufructuary) submitted no earlier than the day following the announcement convening the Extraordinary General Meeting and no later than the first business day following the Record Date, i.e., no later than December 8, 2026, the entity maintaining the securities account shall issue a personalized certificate confirming the right to participate in the General Meeting.

The Company hereby notes that only those persons who:

a) were shareholders of the Company (or pledgees or usufructuaries of the Company's shares) on the Record Date, i.e., December 7, 2025, and
b) requested, on the dates indicated above, that the entity maintaining their securities accounts issue a personalized certificate confirming their right to participate in the Extraordinary General Meeting.

The list of shareholders entitled to participate in the Extraordinary General Meeting will be made available at the Company's registered office three business days prior to the Extraordinary General Meeting.

A shareholder of the company may request that the list of shareholders entitled to participate in the Extraordinary General Meeting be sent to them free of charge via email, providing their own email address to which the list should be sent.

The documentation to be presented to the Extraordinary General Meeting, together with the draft resolutions, will be posted on the company's website as of the date the Extraordinary General Meeting is convened, in accordance with Article 402^3,§ 1 of the Commercial Companies Code.

Comments from the Management Board or the Supervisory Board regarding items included on the agenda of the Extraordinary General Meeting or items to be added to the agenda prior to the date of the Extraordinary General Meeting will be available on the Company's website immediately after they are prepared.

Information regarding the Extraordinary General Meeting is available on the Company's website: www.btcs.com.pl.

The consolidated text of the Company's Articles of Association is included in EBI Current Report No. 16/2026 dated July 21, 2026.

The current wording of the provisions of the Company's Articles of Association that may be subject to amendments, i.e., § 6a.

Ca

1. *The Management Board is authorized, by August 21, 2028, to increase the Company's share capital in accordance with the rules set forth in Articles 444–447 of the Commercial Code, by an amount not exceeding C.000.000,00 PLN (in words: six million zlotys) through the issuance of ordinary bearer shares (authorized capital).*
2. *The Management Board may exercise the above authorization through one or more increases.*
3. *Shares allocated under the authorized capital may be issued exclusively in exchange for cash contributions.*
4. *The issue price of shares issued under the authorized capital shall be determined by the Management Board in a resolution on the increase in the share capital pursuant to this authorization.*
5. *A resolution of the Management Board adopted in accordance with the provisions of this paragraph replaces a resolution of the General Meeting regarding an increase in the share capital and, to be valid, must be in the form of a notarial deed.*

C. With the consent of the Supervisory Board, expressed in the form of a resolution, the Management Board is authorized to exclude, in the interest of the Company, the preemptive rights of existing shareholders, in whole or in part, with respect to shares issued as part of a share capital increase or increases carried out under this authorization.

Text of the proposed amendments to the Company's Articles of Incorporation:

Article

1. *The Management Board is authorized, by [ ] December 202S, to increase the Company's share capital in accordance with the provisions of Articles 444–447 of the Commercial Code by an amount not exceeding [_____] PLN (in words: _____ zlotys) through the issuance of ordinary bearer shares (authorized capital).*
2. *The Management Board may exercise the above authorization through one or more capital increases.*
3. *Shares allocated under the authorized capital may be issued exclusively in exchange for cash contributions.*
4. *The issue price of shares issued under the authorized capital shall be determined by the Management Board in a resolution on the increase of the share capital pursuant to this authorization.*
5. *A resolution of the Management Board adopted in accordance with the provisions of this paragraph supersedes a resolution of the General Meeting regarding an increase in the share capital and, to be valid, must be in the form of a notarial deed.*

C. With the consent of the Supervisory Board, expressed in the form of a resolution, the Management Board is authorized to exclude, in the interest of the Company, the preemptive rights of existing shareholders, in whole or in part, with respect to shares issued as part of an increase or increases in the share capital carried out under this authorization.

§Cb

The Company's share capital is conditionally increased by a par value not exceeding [_____] PLN (in words: _____zlotys) through the issuance of no more than [_____] (in words: _____) ordinary bearer shares with a par value of 0.50 PLN (fifty groszy) each, in one or more series, for the purpose of granting the right to subscribe for ordinary bearer shares to the holders of Subscription Warrants. The right of holders of Subscription Warrants to subscribe for ordinary bearer shares with a par value of 0.50 PLN (fifty groszy) each may be exercised no later than [ ] December 2031. – in accordance with the procedure and terms set forth in Resolution No. [ ]/202C of the Company's Extraordinary General Meeting dated [ ] December 202C.

The relevant draft resolutions presented in the request by shareholder TTP Limited to convene the Extraordinary General Meeting are available as of the date of its convening on November 27, 2026, on the Company's website: www.btcs.com.pl.

Furthermore, pursuant to Article 402^3, § 1, point 2 of the Commercial Companies Code, it is hereby announced that as of the date of convening the Extraordinary General Meeting, the number of shares in the Company and the number of votes attached to those shares are as follows:
38,434,199 shares (all shares are common bearer shares); each share carries one vote, and the total number of votes attached to all shares is 38,434,199.

Signature Not Verified
Dokument podpisany przez Marlena Lipińska
Data: 2026.11.27 09:04:13 CET

Marlena Lipińska,
President of the
Management Board