

Form **8937**
(December 2017)
Department of the Treasury
Internal Revenue Service

Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-0123

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name BTCS Inc.		2 Issuer's employer identification number (EIN) 90-1096644	
3 Name of contact for additional information Investor Relations	4 Telephone No. of contact 202-430-6576	5 Email address of contact ir@btcs.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 9466 Georgia Avenue #124		7 City, town, or post office, state, and ZIP code of contact Silver Springs, MD 20910	
8 Date of action March 25, 2022	9 Classification and description Common Stock		
10 CUSIP number 05581M 404	11 Serial number(s)	12 Ticker symbol BTCS	13 Account number(s)

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ **BTCS Inc. (BTCS) distributed bitcoin or cash to holders of its common stock as of 03/17/2022 on 03/25/2022.**

(\$0.05 per share). BTCS estimates that its earnings and profits will be insufficient to characterize all of the 2022 distributions as dividends.

BTCS estimates most of the common distributions will be characterized as non-dividend distributions treated as a return of capital.

Pursuant to the applicable Treasury Regulations under Section 6045B, if these assumptions turn out to be incorrect, BTCS will file a corrected Form 8937 within 45 days of such determination.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ **Based on reasonable assumptions regarding information available at the time of this posting, the distributions made during 2022 are expected to be characterized as non-dividend distributions treated as a non-taxable return of capital to the extent of a shareholder's tax basis in each common share.**

Any non-dividend distribution exceeding a shareholder's tax basis in common shares is taxable as a capital gain.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ **The calculation of the change in basis relates to BTCS Inc.'s estimate of current and accumulated earnings and profits for the tax year 2022 and the reasonable assumptions related thereto. The distributions will reduce the tax cost basis of each common share by \$0.05, the full amount of the distribution.**

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ Sections 301(c) and 316(a) of the Internal Revenue Code.

18 Can any resulting loss be recognized? ▶ N/A

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ None

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ▶ Michael Prevoznik Date ▶ 3/29/2022
DocuSigned by:
E2E9882CE2C64A9...
Print your name ▶ Michael Prevoznik Title ▶ Chief Financial Officer

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	