# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**WASHINGTON, D.C. 20549** 

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|----|---|---|----|---|-----------------------|
|    |   |   |    |   |                       |

(Amendment No. 1)

### CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): March 18, 2024

# MARATHON DIGITAL HOLDINGS, INC.

(Exact name of Registrant as Specified in Its Charter)

Nevada (State or Other Jurisdiction of Incorporation) 001-36555 (Commission File Number) 01-0949984 (IRS Employer Identification No.)

101 NE Third Avenue, Suite 1200
Fort Lauderdale, FL 33301
(Address of principal executive offices and zip code)

(800) 804-1690 (Registrant's telephone number, including area code)

Not Applicable (Former Name or Former Address, if Changed Since Last Report)

| Check the appropriate box below if the Form 8-K filing is intended to   | to simultaneously satisfy the filing obligation                    | on of the registrant under any of the following provisions:     |
|---|--|---|
| <ul> <li>□ Written communications pursuant to Rule 425 under the Securit</li> <li>□ Soliciting material pursuant to Rule 14a-12 under the Exchange</li> <li>□ Pre-commencement communications pursuant to Rule 14d-2(b)</li> <li>□ Pre-commencement communications pursuant to Rule 13e-4(c)</li> </ul> | Act (17 CFR 240.14a-12)<br>under the Exchange Act (17 CFR 240.14d- |   |
| Securities registered pursuant to Section 12(b) of the Act:   |  |   |
| Title of each class   | Trading<br>Symbol(s)   | Name of each exchange on which registered                       |
| Common Stock  | MARA   | The Nasdaq Capital Market                                       |
| Indicate by check mark whether the registrant is an emerging growth the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).  | a company as defined in Rule 405 of the Se                         | . ,   |
|   |  | Emerging growth company □                                       |
| If an emerging growth company, indicate by check mark if the regia<br>accounting standards provided pursuant to Section 13(a) of the Exch   |  | ansition period for complying with any new or revised financial |
|   |  |   |
|   | Explanatory Note   |   |
| This Amendment No. 1 on Form 8-K/A (this "Amendment No. 1" "Company") to the Securities and Exchange Commission ("SEC")   | ,  |   |

### Item 7.01. Regulation FD Disclosure.

Presentation on the Company's website.

correct the version of the investor presentation deck furnished as Exhibit 99.1 to the Original Report (as updated, the "Presentation"), and (ii) confirm the availability of the

Annual Roth Conference. The Presentation is incorporated herein by reference.

The information contained in this Item 7.01, including Exhibit 99.1 attached hereto, is furnished pursuant to General Instruction B.2. of Form 8-K and shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing made by the Company under the Securities Act of 1933, as amended, or the Exchange Act.

A copy of the Presentation is also available on the Company's investor relations website located at *ir.mara.com*. The information included on the Company's website is not incorporated by reference into this Amendment No. 1, or into any other Company filing with the SEC unless otherwise expressly indicated.

### Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

| Exhibit<br>No. | Description   |
|----------------|---|
| 99.1           | Presentation of Marathon Digital Holdings, Inc. (as updated)                |
| 104            | Cover Page Interactive Data File (embedded within the inline XBRL document) |
|                |   |

### **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

### MARATHON DIGITAL HOLDINGS, INC.

Date: March 20, 2024 By: /s/ Zabi Nowaid

Name: Zabi Nowaid Title: General Counsel





# Securing and Supporting the Bitcoin Ecosystem

NASDAQ: MARA | MAR 2024

### Safe Harbor Statement

Statements made in this presentation include forwardlooking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Forward-looking statements can be identified by the use of words such as "may," "will," "plan," "should," "expect," "anticipate," "estimate," "continue," or comparable terminology. Such forward-looking statements are inherently subject to certain risks, trends and uncertainties, many of which the Company cannot predict with accuracy and some of which the Company might not even anticipate and involve factors that may cause actual results to differ materially from those projected or suggested. Readers are cautioned not to place undue reliance on these forward-looking statements and are advised to consider the factors listed above together with the additional factors under the heading "Risk Factors" in the Company's Annual Reports on Form 10-K, as may be supplemented or amended by the Company's Quarterly Reports on Form 10-Q. The Company assumes no obligation to update or supplement forward-looking statements that become untrue because of subsequent events, new information or otherwise.

### Disclaimer

This presentation is not intended to be and should not be considered as forward-looking statements by the Company. It is impossible to forecast what the price of bitcoin, hash rate, or the difficulty rate will be on any specific date. This presentation is for illustrative purposes only to provide the reader with an estimate of the Company's potential gross revenue, mining power and hosting costs, which might be attained if all miners were deployed as of a specific date and with certain parameters used, as set forth

### **Investor Notice**

Investing in our securities involves a high degree of risk. Before making an investment decision, you should carefully consider the risks, uncertainties and forward-looking statements described under "Risk Factors" in Item 1A of our most recent Annual Report on Form 10-K, as amended, for the fiscal year ended December 31, 2023. If any of these risks were to occur, our business, financial condition or results of operations would likely suffer. In that event, the value of our securities could decline, and you could lose part or all of your investment. The risks and uncertainties we describe are not the only ones facing us. Additional risks not presently known to us or that we currently deem immaterial may also impair our business operations. In addition, our past financial performance may not be a reliable indicator of future performance, and historical trends should not be used to anticipate results in the future.

# **Marathon - We Think Outside the Blocks**

### **Our Business**

- · Converting electricity into economic value with the most efficient hardware available
- · Developing new technologies to advance the Bitcoin mining network

### **Our Strategy**

- Vertically Integrated Technology
- · Software + hardware + infrastructure
- 16,930 BTC held (unrestricted February 2024)1
- · Diversified Operations
- · 28.7 EH/s energized combined at 11 sites across three continents.2
- Sustainably Powered
- · 100% carbon neutral in 2023, 55% of energy from sustainable sources 4Q233

# Increasing Energized Hash Rate<sup>3</sup> 102% By 2025<sup>4</sup>



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# Setting the Pace for the Bitcoin Mining Industry

### ONE OF THE LARGEST & MOST LIQUID MINERS

# **TICKER**

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### **EFFICIENTLY SCALING & EXPANDING OPERATIONS**

### HASH RATE

28.7 EH/s

~50 EH/s

Energized (as of 2/29/24)5

BY YE 20256

### **PROACTIVELY** MANAGING LIQUIDITY

### **UNRESTRICTED CASH** & CASH EQUIVALENTS

\$425.6M

AS OF 2/29/247

## **CLOSING SHARE PRICE**

\$25.90

AS OF 2/29/248

### **FLEET EFFICIENCY**

24.5 J/TH

AS OF 2/29/249

### UNRESTRICTED BTC

16,930 BTC (c.\$1.0B)

AS OF 2/29/24<sup>10</sup>

### MARKET CAP & VOLUME

\$6.3B

80.9M

AS OF 2/29/24<sup>11</sup> AVG. 30-DAY VOLUME (2/29/24)12

### **AVG. DAILY BTC PRODUCED**

28.7 BTC

32 BTC

February 2024<sup>13</sup> 2024 YTD THROUGH 2/29/2414

### TOTAL CASH + BTC TREASURY

\$1.5B

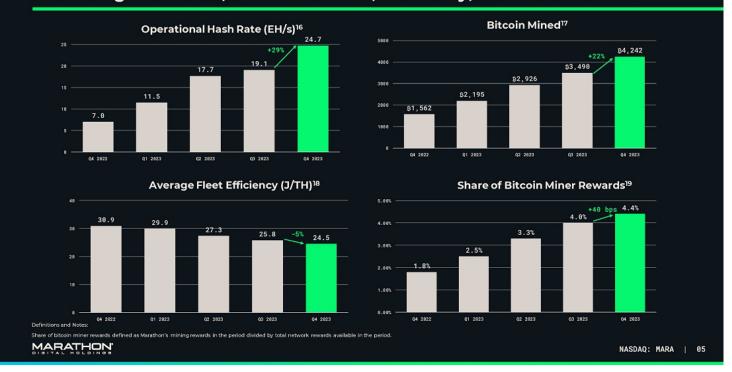
AS OF 2/29/23<sup>15</sup>

Total cash plus BTC treasury is the sum of unrestricted cash and cash equivalents and unrestricted BTC. Due to rounding, the figures may not add up exactly

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# Increasing Hash Rate, BTC Production, Efficiency, and Market Share



# **Proactive Treasury Management: Building Cash** and Bitcoin Reserves While Paying Down Debt



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# **Vertically Integrated Tech Stack Improves Operational Efficiency and Enhances Economic Moat**



# **Mining Technology** Stack

SOFTWARE

FIRMWARE

HARDWARE

INFRASTRUCTURE



### **MARAPOOL**

- · Self-owned & operated mining pool
- Reduces latency & increases transparency



### **Custom Controller Boards**

- Proprietary firmware optimizes our miners' performance
- Better curtailment times & improved temperature control & voltage protection



### **ASICs**

- Investing in the most advanced ASICs
- Believed to be one of the most energy efficient mining fleets (24.5 J/TH)



### **Immersion Cooling**

Reduces maintenance of miners & overcomes challenging climates

Designing next-gen cooling systems

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# A Diversified, **Portfolio Approach** to Bitcoin Mining

Each Bitcoin mining deployment comes with its own set of constraints, and each requires a curated approach. We adapt accordingly. Over time, we have used different strategies and structures to build a portfolio of Bitcoin mining operations that is designed to diversify risk across our organization.

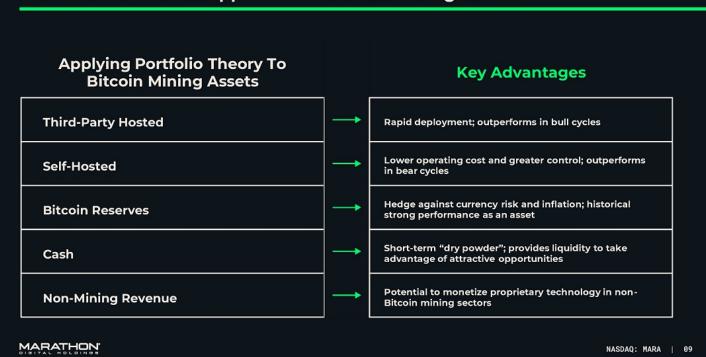
# **Self-Hosting / Vertically Integrated / Joint Ventures**

- · Optimizes for bespoke design
- · Optimizes for lowest operating cost
- · Optimizes for optionality of scaling as needed

# **Third-Party Hosting**

- Optimizes for rapid deployment
- · Optimizes for capex shifts burden and risk to hosting provider, maximizes capex available to invest in mining rigs
- · Optimizes for optionality ability to move at end of term w/o abandoning infrastructure investment

# Marathon's Portfolio Approach To Bitcoin Mining Assets





# MARA Acquired Two Hosting Sites From Generate Capital 22,23,24

### **Transaction**

- Acquired two data centers with a total of 390 MW in power capacity
- · At the time of the transaction, Marathon represented 64 MW (2.2 EH/s) or 16% of the total
- · Potential to add another 310 MW

# **Financial Highlights**

- Power cost expected to be ~\$0.04/KWh with optimization and demand response
- · Immediately lowers direct cost per coin by over 30%
- Filled vacant capacity of 82 MW with previously-announced miner orders
- Remaining 244 MW under hosting contracts with attractive terms (profitable)
- Approximately 120 MW out of 244MW to be available to MARA in 2024

# **Key Terms**

- Cash consideration \$178.6M or approximately \$458,000 per MW, was paid at closing
- · Cash was paid from the balance sheet, no additional debt or equity issuance required
- Transaction closed on January 12, 2024
- · Assumed full operational control in March 2024

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# MARA to Acquire 200 MW, Wind-Powered Site From Applied Digital<sup>25</sup>

# **Transaction**

- Entered definitive agreement to acquire one data center with a total of 200 MW in power capacity
- Marathon is currently the only tenant and utilizes 100 MW (4.5 EH/s) or 50% of the total
- · Potential to add another 100 MW, 30 MW readily available; 68 MW subject to regulatory approvals
- The site is adjacent to a wind farm and predominantly powered by renewable energy

# **Financial Highlights**

· Expected to reduce cost per bitcoin of Marathon's current operations at the site by approximately 20%

# **Key Terms**

- Cash consideration \$87.3M or approximately \$437,000 per MW
- · Cash will be paid from the balance sheet, no additional debt or equity issuance required
- · Transaction expected to close in Q2 2024, subject to customary closing conditions

# Acquisitions Boost Potential Megawatt Capacity 80%, Creates Path to 50 EH/s<sup>26</sup>

# **Strategic Benefits**

Cements path to 50 EH/s over next 18-24 months



**Boosts potential power** capacity 80% to 1.1 GW



Increases site ownership from 4% to 54%

# **Financial Impact**



Boosts baseline 2024 revenue by over 50%



Increases gross margin



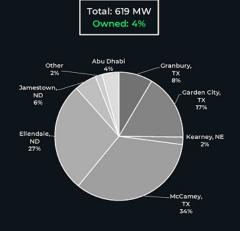
Significantly accretive

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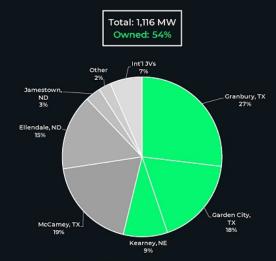
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# Significantly Increasing Our Power Capacity and Ownership

### 12/31/23 CAPACITY (MW) BY LOCATION<sup>27</sup>



# PRO FORMA CAPACITY (MW) BY LOCATION28\*



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# Distributed Operations: 11 Sites on Three Continents<sup>29</sup> 1.1 GW of Total Mining Capacity Following Close of Acquisitions and Anticipated Expansion Diversified Portfolio 11 Bitcoin mining sites across multiple states & countries Collaborative Efforts Partnerships with multiple hosting providers Working with renewable energy companies Resulting Strengths: Broadened mining expertise Adaptable business model

# Financially Attractive Transaction<sup>30</sup>

• Significant Revenue Boost: Acquisitions are expected to add an additional \$230 million to 2024 revenues

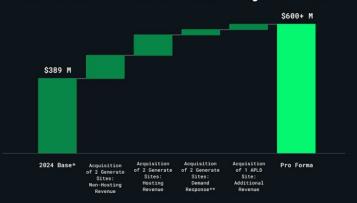
MARATHON

- Additional Financial Contribution: significant contribution through power optimization and curtailment
- Increased Ownership: Recent transactions increased owned facilities from 4% to 54% and increased potential power capacity by 80% to 1.1 GW from 619 MW
- Lower Costs: More ownership improves cost per coin, increases control/efficiency, and expands our ability to optimize with MARA's proprietary technology

# **Boosts 2024 Revenue Outlook By Over 50%**

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**Expected Financial Impact** 

Base 2024 reflects the status before our two latest acqualations, using the November 2023 reported energized hash rate of 2.3.7 EH/s, with a 90% average uptime, an average hashprise of \$0.06/TH/day, and an average hosting cost of \$0.065 per KWh.

# **Strategic Differentiators:**

# **Generating New Revenue** Streams via Energy Harvesting and Technology Solutions



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# Reduce Input Costs, Diversify Revenue Streams, and Improve Environmental **Sustainability with Energy Harvesting Technologies**

# **Opportunities Include:**

### **Waste Heat Recovery**

The heat by-product from our operations can be repurposed for diverse activities, such as warming greenhouses and buildings.31

### Stranded Biogas

Agriculture (food, livestock, etc.) produces methane, most of which is not captured, so processors often flare methane instead of harnessing it since they lack an on-site consumer.32

### **Stranded Natural Gas**

Oil and gas well operators often flare natural gas since it may be more economical than selling or storing it, and for regulatory requirements.  $^{\rm 33}$ 

### Stranded Landfill Gas

Some landfills resort to venting or flaring methane since traditional wasteto-energy solutions (pipeline distribution or grid sales) are often infeasible.<sup>34</sup>

# **Potentially Providing:**

- Near-Zero Cost Power
- New Revenue Streams
- Attractive Rate of Return
- · Improved Access to Power
- Greenhouse Gas Mitigation
- Support for Developing New **Renewable Energy Sources**



# Leveraging Our Technology Team to Launch New Tools and Services For Those Building the Future of Bitcoin



## Marathon Slipstream<sup>35</sup>

- · Launched in February 2024
- Platform enables users to submit large or non-standard transactions directly to Marathon for mining
- Made possible by Marathon's scale, self-owned and operated mining pool, and technological expertise
- Potential to earn direct revenue through higher transaction fees

### Anduro Bitcoin Layer 2 Network<sup>36</sup>

- · Launched in February 2024
- · Multichain Bitcoin layer-two network designed to expand Bitcoin's functionality
- · Incubated by Marathon, but will be community-led and community-driven
- Opportunity to earn bitcoin-denominated revenue from transactions processed on Anduro's sidechain ecosystem



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# **Experienced Management Team**



Fred Thiel CHAIRMAN & CEO

- · Chairman and CEO since April 2021
- · Proven public company tech entrepreneur, built many successful businesses
- · Known for creating value through innovation
- · Bitcoin industry thought leader
- · Extensive private equity and venture capital experience



Salman Khan CHIEF FINANCIAL OFFICER



Jim Crawford



- · Chief Financial Officer since June 2023
- · 25 years in public companies and Big Four accounting/consulting
- · High-tech, renewable energy, oil and gas industries
- · Finance, M&A, controllership, operations, IR, startups, scale up and exit
- · MBA from University of Michigan, Certified Accountant (UK)



CHIEF OPERATING OFFICER

- · Chief Operating Officer since March 2013
- · Entrepreneurial, operations and IP
- · Scaling up and optimization of operations
- · 20 Years experience in publicly traded companies
- · MBA from Washington State, and patent holder



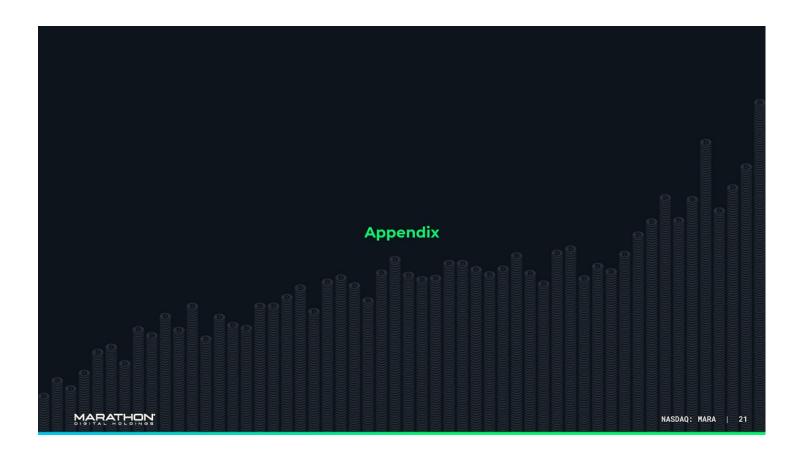
Adam Swick CHIEF GROWTH OFFICER

- · Chief Growth Officer since March 2023; at MARA since 2021
- Prior Director of Strategic Finance at Kraken Digital Asset Exchange
- · Previously early-stage venture capitalist
- · Founded Swick Capital in 2018
- · Former strategy consultant at BCG
- · MBA from Northwestern's Kellogg, BS from UPenn's Wharton

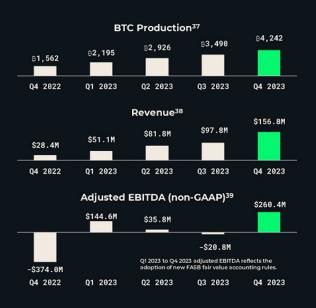


Ashu Swami

- Chief Technology Officer since December 2021
- · Extensive Bitcoin mining hardware and software experience CHIEF TECHNOLOGY OFFICER • Portfolio manager, high-frequency trading at Morgan Stanley
  - MBA from Duke University, BTech CSE from IIT Bombay



# Quarterly Financials: Q4 2022 to Q4 2023



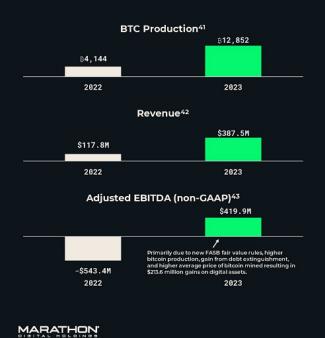
# SUMMARY BALANCE SHEET<sup>40</sup>

| \$MILLIONS                                   | 2023                | 2023                |
|--|---------------------|---------------------|
| Cash & Cash Equivalents                      | <sup>\$</sup> 357.3 | <sup>\$</sup> 101.2 |
| Digital Assets                               | 639.7               | 286.8               |
| Other Receivables                            | 2.1                 | 1.2                 |
| Deposits                                     | 7.2                 | 7.1                 |
| Prepaid Expenses and<br>Other Current Assets | 23.5                | 36.3                |
| Total Current Assets                         | 1,029.8             | 432.6               |
| Total Long-Term Assets                       | 961.2               | 951.1               |
| Total Assets                                 | 1,991.0             | 1,383.8             |
| Accounts Payable                             | <sup>\$</sup> 11.3  | <sup>\$</sup> 15.2  |
| Total Current Liabilities                    | 33.8                | 38.2                |
| Total Long-Term Liabilities                  | 341.3               | 325.7               |
| Total Stockholders' Equity                   | 1,615.9             | 1,020.0             |
| Total Liabilities and Equity                 | 1,991.0             | 1,383.8             |

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# Annual Financials: YE 2022 to YE 2023



### **SUMMARY BALANCE SHEET<sup>44</sup>**

| \$MILLIONS                                   | DEC 31,<br>2023     | DEC 31,<br>2022     |
|--|---------------------|---------------------|
| Cash & Cash Equivalents                      | <sup>\$</sup> 357.3 | <sup>\$</sup> 103.7 |
| Restricted Cash                              | 0.0                 | 8.8                 |
| Digital Assets                               | 639.7               | 121.8               |
| Other Receivables                            | 2.1                 | 18.0                |
| Deposits                                     | 7.2                 | 2.4                 |
| Prepaid Expenses and<br>Other Current Assets | 23.5                | 40.8                |
| Total Current Assets                         | 1,029.8             | 277.5               |
| Total Long-Term Assets                       | 961.2               | 917.7               |
| Total Assets                                 | 1,991.0             | 1,195.2             |
| Accounts Payable                             | <sup>\$</sup> 11.3  | \$1.3               |
| Total Current Liabilities                    | 33.8                | 26.1                |
| Total Long-Term Liabilities                  | 341.3               | 783.2               |
| Total Stockholders' Equity                   | 1,615.9             | 385.9               |
| Total Liabilities and Equity                 | 1,991.0             | 1,195.2             |

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# Our Fleet Across the World<sup>45</sup>

| Total Sites | Total Megawatts | Total Operational Miners | Energized Hash Rate | Fleet Efficiency |
|-------------|-----------------|--------------------------|---------------------|------------------|
|             | 730 MW          | 230,968                  | 28.7 EH/s           | 24.5 J/TH        |

| Site Location           | Powered Type | Cooling Method | Operational Miners | Energized Hash Rate |
|-------------------------|--------------|----------------|--------------------|---------------------|
| McCamey, TX             | Wind, Grid   | Air            | 68,240             | 7.7 EH/s            |
| Ellendale, ND           | Grid         | Air            | 56,590             | 7.8 EH/s            |
| Jamestown, ND           | Grid         | Air, Immersion | 10,600             | 1.4 EH/s            |
| Garden City, TX         | Wind, Grid   | Air, Immersion | 34,200             | 4.5 EH/s            |
| Abu Dhabi, UAE*         | Grid         | Immersion      | 8,500              | 1.2 EH/s            |
| Granbury, TX            | Wind, Grid   | Air            | 36,450             | 4.2 EH/s            |
| Hernandarias, Paraguay* | Hydro        | Air            | 1,688              | 0.2 EH/s            |
| Others**                | Grid         | Air            | 14,700             | 1.7 EH/s            |

### As of February 29, 2024

The operational data presented herein should be considered as approximations exclusively intended for demonstrative purposes.

'Data only represents Marathon's share of the joint venture and not the total scope of operations

\*\*Includes site locations of Kearney, Nebraska, Hopedale, Ohio, Murray, Kentucky and Layton, Utah



# References

"Marathon Digital Holdings Announces Bitcoin Production and Mining Operation Updates for February 2024." Marathon Digital Holdings, Accessed March 18, 2024. https://tinyuri.com/s/snause.m.
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Securing and Supporting the Bitcoin Ecosystem

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