

# Stronghold Digital Mining Reports First Quarter 2022 Results and Provides Operational Update

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NEW YORK, May 16, 2022 (GLOBE NEWSWIRE) -- Stronghold Digital Mining. Inc. (Nasdaq: SDIG) ("Stronghold," or the "Company") today reported financial results for its first quarter ended March 31, 2022 and provided an operational update.

First Quarter 2022 and Recent Operational and Financial Highlights

- Removed approximately 279,000 tons of coal refuse and returned approximately 179,000 tons
  of beneficial use ash to waste coal sites during the first quarter of 2022, facilitating the
  remediation of these sites.
- On May 15, 2022, the Company issued approximately \$33.8 million aggregate principal notes (the "Notes") bearing a coupon of 10.0% and a maturity date of May 15, 2024, plus approximately 6.3 million warrants, with a strike price of \$2.50, to certain investors. The Notes convert to preferred equity bearing an 8.0% coupon if the market capitalization exceeds \$400 million based on the 20-day VWAP price and there are 60 million shares outstanding or greater as of September 30, 2022. If those tests are not met as of September 30, 2022, the security remains a note bearing 10% coupon plus quarterly note amortization of the greater of 8% of revenue or \$5.4 million. The Notes can be repaid by the Company at any time without prepayment penalty.
- As of May 12, 2022, and pro forma for the issuance of the Notes and miner sales, which were executed after May 12, 2022, Stronghold had approximately \$47 million of cash & equivalents plus unrestricted BTC holdings and more than \$60 million of liquidity. These figures include \$27 million of cash proceeds from the issuance of the Notes and approximately \$10 million of cash proceeds from miner sales.
- Mined 438 Bitcoin during the first quarter of 2022, including 198 in March 2022; mined over 100 Bitcoin in first 13 days of May.
- Averaged hash rate of 0.9 exahash per second ("EH/s") in the first guarter of 2022.
- As of March 31, 2022, Stronghold had received a total of approximately 25,900 miners with total hash rate capacity of approximately 2.4 EH/s. As of May 12, 2022, the Company had received approximately 32,800 miners with total hash rate capacity of approximately 3.0 EH/s.
- Reiterating guidance to exit 2022 with 4.1 EH/s of installed hash rate capacity, which excludes all potential future deliveries of MinerVa miners. Note that this guidance is unaffected by recent miner sales related to our miner fleet optimization initiative.

### **Management Commentary**

"Since we reported FY 2021 earnings on March 29, 2022, we believe that we have made significant progress on enhancing our operations, and we are executing on our goal of exceeding 4 EH/s by the end of the year," said Greg Beard, co-chairman and chief executive officer of Stronghold. "Earlier in the year, Stronghold chose to de-emphasize growth to focus on capital discipline and financial flexibility, and recent operational and financial initiatives, including our recent issuance of the Notes, have helped de-risk our funding needs, despite recent volatility in cryptocurrency markets."

"Furthermore, we believe that our vertically integrated business model provides us with differentiated downside protection that is misunderstood by the market. We built Stronghold with the expectation that volatility in the cryptocurrency markets could, at times, stress full-cycle returns throughout the industry. Owning our power assets, which sell power into the PJM grid, allows us to pivot to sell power opportunistically during periods when power prices are more favorable than Bitcoin mining economics. This powerful option has never been more valuable, and we are in the process of ensuring that our plants and datacenters have the ability to optimize for profitability during periods of weak Bitcoin prices and strong power prices."

During the first quarter of 2022, Stronghold mined approximately 438 Bitcoin. As of March 31, 2022, we had received approximately 25,900 miners with total hash rate capacity of approximately 2.4 EH/s. For the first quarter of 2022, Stronghold averaged a hash rate of approximately 0.9 EH/s, in line with previously announced guidance.

On April 20, 2022, switchgear failed at the datacenter at the Panther Creek power plant (the "Panther Creek Plant"), resulting in 10 days of downtime in cryptocurrency mining, during which time the Company instead sold power to the grid. Prior to the switchgear failure, the datacenter at the Panther Creek Plant was operating at approximately 1.2 EH/s. Normal mining operations resumed on April 30, 2022, and Stronghold estimates the lost mining associated with the outage to be approximately 55 Bitcoin, or approximately \$2.2 million, which was partially mitigated by energy revenue of \$0.8 million, resulting in a net impact of negative \$1.4 million. Stronghold has assessed critical and long-lead-time equipment and is actively procuring additional parts, which will be held in inventory to mitigate the length and impact of any future outages.

As of May 12, 2022, the Company had received approximately 32,800 miners with total hash rate capacity of approximately 3.0 EH/s, of which approximately 24,000 miners, with hash rate capacity of approximately 2.3 EH/s, were installed and operational. As of May 12, 2022, Stronghold has entered into purchase agreements for approximately 12,000 additional miners with total hash rate capacity of approximately 1.2 EH/s, excluding potential future deliveries of MinerVa miners. The Company continues to have active and frequent conversations with MinerVa regarding future deliveries or other methods of extracting the value contractually owed to Stronghold. The Company does not have sufficient information from MinerVa to provide an update or a timeline on future deliveries, or if the Company can expect any future deliveries. MinerVa miners represent approximately 11% of Stronghold's current hash rate capacity and are expected to represent less than 6% of installed hash rate capacity by year end 2022.

Operations associated with the Company's profit-sharing arrangement at the Scrubgrass power plant (the "Scrubgrass Plant") are also progressing. On March 29, 2022, only four of 24 datacenter containers had been commissioned under the arrangement, but, as of May 12, 2022, 10 additional datacenter containers had been commissioned, with an additional 10 datacenter containers expected to be commissioned within the next two months.

As of March 31, 2022 and May 12, 2022, Stronghold held on its balance sheet approximately 369 Bitcoin and approximately 285 Bitcoin, respectively.

### **Power Assets Update**

Stronghold owns and operates approximately 165 MW of power generation capacity through its Scrubgrass Plant and its Panther Creek Plant, both coal refuse reclamation-to-energy facilities located in Pennsylvania. These plants generate power from coal refuse, which is a waste byproduct of legacy coal mining operations. The Commonwealth of Pennsylvania has designated coal refuse as a Tier II Alternative Energy Source, making the facilities eligible to earn renewable energy credits.

Stronghold's vertically integrated business model, which includes ownership of power assets, provides differentiated opportunities to create value, including during periods of higher power prices or lower Bitcoin prices. Since March 30, 2022, average forward power prices for June 2022 to May 2023, in the markets into which the Company sells power, have increased by nearly 70%, while Bitcoin prices have decreased more than 35% over the same time frame. This divergence has created opportunities for Stronghold to potentially generate more value selling power to the grid rather than powering its Bitcoin operations during certain timeframes. The Company is consistently evaluating the optimal strategy, which may include selling power to the grid during hours when on-peak power prices are in effect but remains committed to its Bitcoin mining operations.

As discussed in the Company's fourth quarter earnings release, the Scrubgrass Plant encountered greater-than-anticipated downtime and operated at a lower utilization than expected during the fourth quarter of 2021 and the first quarter of 2022. Stronghold has been implementing upgrades to improve utilization, and average output increased by more than 20% in April 2022 compared to the first quarter of 2022. The upgrades remain on track to be completed by early in the second half of 2022, at which point uptime and utilization are expected to return to normalized levels.

The Company continues to evaluate opportunities to acquire additional power generation assets, including a coal refuse reclamation facility with 112 MW of power generation capacity that has been under a non-binding letter of intent to purchase since 2021.

#### First Quarter 2022 Financial Results

Revenues in the first quarter of 2022 increased 656% to \$28.7 million compared to \$3.8 million in the same quarter a year ago. The increase is primarily attributable to higher energy generation and cryptocurrency mining revenues.

Operating expenses in the first quarter of 2022 increased 1,074% to \$58.3 million compared to \$5.0 million in the same quarter a year ago. The increase is attributable to a \$12.2 million non-cash impairment on equipment deposits for MinerVa miners, an \$11.8 million increase in depreciation and amortization from deploying additional miners and transformers, a \$10.5 million increase in general and administrative expenses as the Company continues to scale operations, a \$9.1 million increase in operations and maintenance expense primarily driven by the additional Panther Creek plant and one-time plant upgrades at Scrubgrass, a \$7.2 million increase in fuel expenses driven by higher power generation and \$2.5 million of non-cash impairment costs attributable to the declines in the price of Bitcoin.

Net loss for the first quarter of 2022 was (\$32.3) million compared to a net loss of (\$0.2) million for the same quarter a year ago.

Adjusted EBITDA for the first quarter of 2022 was \$3.8 million, compared to a loss of (\$0.3) million for the same quarter a year ago (see reconciliation of Non-GAAP financial measures).

Net cash used by operating activities in the first quarter of 2022 was (\$2.5) million compared to \$3.0 million of net cash provided by operating activities in the same quarter a year ago.

Stronghold ended the quarter with approximately \$25.5 million in cash, \$5.1 million in unrestricted digital currencies and approximately \$110.8 million in debt.

### Liquidity and Capital Resources

Stronghold ended the first quarter of 2022 with total liquidity of approximately \$48.6 million, comprising approximately \$25.5 million in cash, approximately \$5.1 million in unrestricted digital currencies and approximately \$18.0 million in availability under its existing equipment financing agreements.

Subsequent to the end of the first quarter of 2022, the Company raised \$27.0 million from certain investors through the issuance of the Notes and sold Bitcoin miners with hash rate capacity of approximately 332 PH/s for approximately \$16.9 million. Approximately \$9.9 million of cash and approximately \$7.0mm reduction of future 2022 capital expenditures.

As of May 12, 2022, and pro forma for the issuance of the Notes and the sales of Bitcoin miners, total liquidity was approximately \$61 million, including cash, unrestricted digital currencies and availability under existing financing agreements.

Stronghold believes its liquidity position, combined with expected operating cash flow, will be sufficient to meet all existing commitments and fund operations. The Company also believes that incremental liquidity can be created through proceeds related to Bitcoin miner fleet management and optimization, including potential miner sales and through additional equipment financing agreements, if necessary.

#### **Conference Call**

Stronghold will host a conference call today, May 16, 2022 at 5:00 p.m. Eastern Time (2:00 p.m. Pacific Time) with an accompanying presentation to discuss these results. A question-and-answer session will follow management's presentation.

To participate, please dial the appropriate number at least ten minutes prior to the start time and ask for the Stronghold Digital Mining conference call.

U.S. dial-in number: 1-844-705-8583 International number: 1-270-215-9880

Conference ID: 3498036

The conference call will broadcast live and be available for replay here.

A replay of the call will be available after 8:00 p.m. Eastern time on the same day through May 30, 2022 at 8:00 p.m. Eastern time.

Toll-free replay number: 1-855-859-2056 International replay number: 1-404-537-3406

Conference ID: 3498036

### About Stronghold Digital Mining, Inc.

Stronghold is a vertically integrated Bitcoin mining company with an emphasis on environmentally beneficial operations. Stronghold houses its miners at its wholly owned and operated Scrubgrass Plant and Panther Creek Plant, both of which are low-cost, environmentally beneficial coal refuse power generation facilities in Pennsylvania.

### **Cautionary Statement Concerning Forward-Looking Statements**

Certain statements contained in this press release constitute "forward-looking statements." within the meaning of the Private Securities Litigation Reform Act of 1995. You can identify forward-looking statements because they contain words such as "believes," "expects," "may," "will," "should," "seeks," "approximately," "intends," "plans," "estimates" or "anticipates" or the negative of these words and phrases or similar words or phrases which are predictions of or indicate future events or trends and which do not relate solely to historical matters. Forward-looking statements and the business prospects of Stronghold are subject to a number of risks and uncertainties that may cause Stronghold's actual results in future periods to differ materially from the forward-looking statements. These risks and uncertainties include, among other things: the hybrid nature of our business model, which is highly dependent on the price of Bitcoin; our dependence on the level of demand and financial performance of the crypto asset industry; our ability to manage growth, business, financial results and results of operations; uncertainty regarding our evolving business model; our ability to retain management and key personnel and the integration of new management; our ability to raise capital to fund business growth; our ability to maintain sufficient liquidity to fund operations, growth and acquisitions; our substantial indebtedness and its effect on our results of operations and our financial condition; uncertainty regarding the outcomes of any investigations or proceedings; our ability to enter into purchase agreements, acquisitions and financing transactions; public health crises, epidemics, and pandemics such as the coronavirus pandemic; our ability to procure crypto asset mining equipment from foreign-based suppliers; our ability to maintain our relationships with our third party brokers and our dependence on their performance; our ability to procure crypto asset mining equipment; developments and changes in laws and regulations, including increased regulation of the crypto asset industry through legislative action and revised rules and standards applied by The Financial Crimes Enforcement Network under the authority of the U.S. Bank Secrecy Act and the Investment Company Act; the future acceptance and/or widespread use of, and demand for, Bitcoin and other crypto assets; our ability to respond to price fluctuations and rapidly changing technology; our ability to operate our coal refuse power generation facilities as planned; our ability to avail ourselves of tax credits for the clean-up of coal refuse piles; and legislative or regulatory changes, and liability under, or any future inability to comply with, existing or future energy regulations or requirements. More information on these risks and other potential factors that could affect our financial results is included in our fillings with the Securities and Exchange Commission, including in the "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" sections of our Annual Report on Form 10-K filed on March 29, 2022. Any forward-looking statement speaks only as of the date as of which such statement is made, and, except as required by law, we undertake no obligation to update or revise publicly any forward-looking statements, whether because of new information, future events, or otherwise.

### STRONGHOLD DIGITAL MINING, INC. UNAUDITED CONDENSED CONSOLIDATED BALANCE SHEETS

	March 31, 2022		December 31, 2021	
		(unaudited)		
CURRENT ASSETS				
Cash	\$	25,480,693	\$	31,790,115
Digital currencies		5,104,861		7,718,221
Digital currencies restricted		8,763,725		2,699,644
Accounts receivable		1,701,331		2,111,855
Due from related party		864,625		-
Prepaid insurance		4,449,106		6,301,701
Inventory		3,552,028		3,372,254
Other current assets		698,882		661,640
Total Current Assets		50,615,251		54,655,430
EQUIPMENT DEPOSITS		98,577,594		130,999,398
PROPERTY, PLANT AND EQUIPMENT, NET		220,200,769		166,657,155
LAND		1,748,439		1,748,440
ROAD BOND		211,958		211,958
SECURITY DEPOSITS		348,888		348,888
TOTAL ASSETS	\$	371,702,899	\$	354,621,269
CURRENT LIABILITIES				

Financed insurance premiums         2,467,573         4,299,721           Forward sale contract         8,570,236         7,116,488           Accounts payable         28,239,743         28,650,659           Due to related parties         1,499,307         1,430,660           Accrued liabilities         7,357,537         5,053,957           Total Current Liabilities         124,360,796         92,351,136           LONG-TERM LIABILITIES         980,032         973,948           Contract liabilities         38,167         841,670         841,670           Contract liabilities         32,063,889         18,378,841           Total Cong-term debi-net of discounts/issuance fees         32,063,889         18,378,841           Total Long-Term Liabilities         34,017,684         20,382,294           Total Liabilities         34,017,684         20,382,294           Total Liabilities         158,378,841         12,733,430           COMMITMENTS AND CONTINGENCIES           REDEEMABLE COMMON STOCK           Common Stock - Class V, \$0,0001 par value; 34,560,000 shares authorized, and 27,057,600         172,704,220         301,052,617           STOCKHOLDERS' EQUITY / (DEFICIT)         2         2           Ceneral partners         -	Current portion of long-term debt-net of discounts/issuance fees	\$ 76,226,400	\$ 45,799,651
Accounts payable         28,239,743         28,550,659           Due to related parties         1,499,307         1,430,660           Accrued liabilities         7,357,537         5,053,957           Total Current Liabilities         124,360,796         92,351,136           LONG-TERM LIABILITIES         880,032         973,948           Contract liabilities         132,093         1878,835           Paycheck Protection Program Loan         841,670         841,670           Long-term debt-net of discounts/issuance fees         32,063,889         18,378,841           Total Long-Term Liabilities         34,017,684         20,382,294           Total Liabilities         34,017,684         20,382,294           Total Liabilities         158,378,480         112,733,430           COMMITMENTS AND CONTINGENCIES         TERDEEMBLE COMMON STOCK         301,052,617           Common Stock - Class V, \$0,0001 par value; 34,560,000 shares authorized, and 27,057,600         172,704,220         301,052,617           Total redeemable common stock         172,704,220         301,052,617           STOCKHOLDERS' EQUITY / (DEFICT)         -         -         -           General partners         -         -         -           Non-controlling Series A redeemable and convertible preferred stock, \$0,0001 par	Financed insurance premiums	2,467,573	4,299,721
Due to related parties         1,499,307         1,430,660           Accrued liabilities         7,357,537         5,053,957           Total Current Liabilities         124,360,796         92,351,136           LONG-TERM LIABILITIES         380,032         973,948           Asset retirement obligation         980,032         973,948           Contract liabilities         132,093         187,835           Paycheck Protection Program Loan         841,670         841,670           Long-term debt-net of discounts/issuance fees         32,063,889         18,378,841           Total Long-Term Liabilities         34,017,684         20,382,294           Total Long-Term Liabilities         34,017,684         20,382,294           Total Long-Term Liabilities         34,017,684         20,382,294           Common Stock - Class V, \$0.0001 par value; 34,560,000 shares authorized, and 27,057,600         172,704,220         301,052,617           Total redeemable common stock         172,704,220         301,052,617           STOCKHOLDERS' EQUITY / (DEFICIT)         172,704,220         301,052,617           General partners         5         5           Limited partners         5         6           Limited partners         6         7           Common Stock - Class A, \$0.00	Forward sale contract	8,570,236	7,116,488
Accrued liabilities         7,357,537         5,053,957           Total Current Liabilities         124,360,796         92,351,136           LONG-TERM LIABILITIES         880,032         973,948           Asset retirement obligation         980,032         187,835           Paycheck Protection Program Loan         841,670         841,670           Long-term debt-net of discounts/issuance fees         32,063,889         18,378,841           Total Long-Term Liabilities         34,017,684         20,382,294           Total Liabilities         158,378,480         112,733,430           COMMITMENTS AND CONTINGENCIES           REDEEMABLE COMMON STOCK           Common Stock - Class V, \$0.0001 par value; 34,560,000 shares authorized, and 27,057,600 shares issued and outstanding, respectively         172,704,220         301,052,617           Total redeemable common stock         172,704,220         301,052,617           STOCKHOLDERS' EQUITY / (DEFICIT)         172,704,220         301,052,617           General partners         -         -         -           Limited partners         -         -         -           Limited partners         -         -         -           Common Stock - Class A, \$0,0001 par value; 685,440,000 shares authorized, and 20,016,067 shares issued and outstanding, respec	Accounts payable	28,239,743	28,650,659
Total Current Liabilities         124,360,796         92,351,136           LONG-TERM LIABILITIES         980,032         973,948           Asset retirement obligation         980,032         973,948           Contract liabilities         132,093         187,835           Paycheck Protection Program Loan         841,670         841,670           Long-term debt-net of discounts/issuance fees         32,063,889         18,378,841           Total Long-Term Liabilities         34,017,684         20,382,294           Total Long-Term Liabilities         158,378,480         112,733,430           COMMITMENTS AND CONTINGENCIES         Common Stock - Class V, \$0.0001 par value; 34,560,000 shares authorized, and 27,057,600         172,704,220         301,052,617           Total redeemable common stock         172,704,220         301,052,617           STOCKHOLDERS' EQUITY / (DEFICIT)         172,704,220         301,052,617           STOCKHOLDERS' Equity / (DEFICIT)         172,704,220         301,052,617           STOCKHOLDERS' Equity / (DEFICIT)         2         2           General partners         5         5           Limited partners         5         5           Limited partners         6         5           Limited partners         7         5 <t< td=""><td>Due to related parties</td><td>1,499,307</td><td>1,430,660</td></t<>	Due to related parties	1,499,307	1,430,660
Contract Inabilities	Accrued liabilities	 7,357,537	 5,053,957
Asset retirement obligation         980,032         973,948           Contract liabilities         132,093         187,835           Paycheck Protection Program Loan         841,670         841,670           Long-term debt-net of discounts/issuance fees         32,063,889         18,378,841           Total Long-Term Liabilities         34,017,684         20,382,294           Total Liabilities         158,378,480         112,733,430           COMMITMENTS AND CONTINGENCIES           REDEEMABLE COMMON STOCK           Common Stock - Class V, \$0.0001 par value; 34,560,000 shares authorized, and 27,057,600         172,704,220         301,052,617           Total redeemable common stock         172,704,220         301,052,617           STOCKHOLDERS' EQUITY / (DEFICIT)           General partners         5         5           Limited partners         5         5           Limited partners         6         5           Limited partners         7         5           Limited partners         7         5           Limited partners         7         5           Limited partners         7         2           Limited partners         7         2           Limited partners         7	Total Current Liabilities	124,360,796	92,351,136
Contract liabilities         132,093         187,835           Paycheck Protection Program Loan         841,670         841,670           Long-term debt-net of discounts/issuance fees         32,063,889         18,378,841           Total Long-Term Liabilities         34,017,684         20,382,294           Total Liabilities         158,378,480         112,733,430           COMMITMENTS AND CONTINGENCIES           REDEEMABLE COMMON STOCK           Common Stock - Class V, \$0.0001 par value; 34,560,000 shares authorized, and 27,057,600         172,704,220         301,052,617           Total redeemable common stock         172,704,220         301,052,617           STOCKHOLDERS' EQUITY / (DEFICIT)           General partners         -         -           Limited partners         -         -           Non-controlling Series A redeemable and convertible preferred stock, \$0.0001 par value, aggregate liquidation value \$5,000,000.1,152,000 and 1,152,000 issued and outstanding, respectively         36,898,361         37,670,161           Common Stock - Class A, \$0.0001 par value; 685,440,000 shares authorized, and 20,020,877         2,002         2,002           Accumulated deficits         (241,895,906)         (338,709,688)           Additional paid-in capital         245,615,742         241,872,747           Stockholders' equ	LONG-TERM LIABILITIES		 
Paycheck Protection Program Loan         841,670         841,670           Long-term debt-net of discounts/issuance fees         32,063,889         18,378,841           Total Long-Term Liabilities         34,017,684         20,382,294           Total Liabilities         158,378,480         112,733,430           COMMITMENTS AND CONTINGENCIES           REDEEMABLE COMMON STOCK           Common Stock - Class V, \$0.0001 par value; 34,560,000 shares authorized, and 27,057,600         172,704,220         301,052,617           Total redemable common stock         172,704,220         301,052,617           STOCKHOLDERS' EQUITY / (DEFICIT)           General partners         -         -           Limited partners         -         -           Non-controlling Series A redeemable and convertible preferred stock, \$0.0001 par value, aggregate liquidation value \$5,000,000.1,152,000 and 1,152,000 issued and outstanding, respectively         36,898,361         37,670,161           Common Stock - Class A, \$0.0001 par value; 685,440,000 shares authorized, and 20,020,877         2,002         2,002           Accumulated deficits         (241,895,906)         (338,709,688)           Additional paid-in capital         245,615,742         241,872,747           Stockholders' equity / (deficit)         40,620,199         -59,164,778 <td< td=""><td>Asset retirement obligation</td><td>980,032</td><td>973,948</td></td<>	Asset retirement obligation	980,032	973,948
Long-term debt-net of discounts/issuance fees         32,063,889         18,378,841           Total Long-Term Liabilities         34,017,684         20,382,294           Total Liabilities         158,378,480         112,733,430           COMMITMENTS AND CONTINGENCIES           REDEEMABLE COMMON STOCK           Common Stock - Class V, \$0,0001 par value; 34,560,000 shares authorized, and 27,057,600 and 27,057,600 shares issued and outstanding, respectively         172,704,220         301,052,617           Total redeemable common stock         172,704,220         301,052,617           STOCKHOLDERS' EQUITY / (DEFICIT)           General partners         5         5           Limited partners         5         5           Non-controlling Series A redeemable and convertible preferred stock, \$0.0001 par value, aggregate liquidation value \$5,000,000. 1,152,000 and 1,152,000 issued and outstanding, respectively         36,898,361         37,670,161           Common Stock - Class A, \$0.0001 par value; 685,440,000 shares authorized, and 20,016,067 shares issued and outstanding, respectively         2,002         2,002           Additional paid-in capital         (241,895,906)         (338,709,688)           Additional paid-in capital         245,615,742         241,872,747           Stockholders' equity / (deficit)         40,620,199         -59,164,778	Contract liabilities	132,093	187,835
Total Long-Term Liabilities         34,017,684         20,382,294           Total Liabilities         158,378,480         112,733,430           COMMITMENTS AND CONTINGENCIES           REDEEMABLE COMMON STOCK           Common Stock - Class V, \$0.0001 par value; 34,560,000 shares authorized, and 27,057,600         172,704,220         301,052,617           Total redeemable common stock         172,704,220         301,052,617           STOCKHOLDERS' EQUITY / (DEFICIT)           General partners         -         -           Limited partners         -         -           Limited partners         -         -           Non-controlling Series A redeemable and convertible preferred stock, \$0.0001 par value, aggregate liquidation value \$5,000,000.1,152,000 and 1,152,000 issued and outstanding, respectively         36,898,361         37,670,161           Common Stock - Class A, \$0.0001 par value; 685,440,000 shares authorized, and 20,020,877         2,002         2,002           Accumulated deficits         (241,895,906)         (338,709,688)           Additional paid-in capital         245,615,742         241,872,747           Stockholders' equity / (deficit)         40,620,199         -59,164,778           Total	Paycheck Protection Program Loan	841,670	841,670
Total Liabilities         158,378,480         112,733,430           COMMITMENTS AND CONTINGENCIES           REDEEMABLE COMMON STOCK           Common Stock - Class V, \$0.0001 par value; 34,560,000 shares authorized, and 27,057,600 and 27,057,600 shares issued and outstanding,respectively         172,704,220         301,052,617           Total redeemable common stock         172,704,220         301,052,617           STOCKHOLDERS' EQUITY / (DEFICIT)	Long-term debt-net of discounts/issuance fees	32,063,889	 18,378,841
COMMITMENTS AND CONTINGENCIES           REDEEMABLE COMMON STOCK           Common Stock - Class V, \$0.0001 par value; 34,560,000 shares authorized, and 27,057,600         172,704,220         301,052,617           Total redeemable common stock         172,704,220         301,052,617           STOCKHOLDERS' EQUITY / (DEFICIT)           General partners         -         -           Limited partners         -         -           Non-controlling Series A redeemable and convertible preferred stock, \$0.0001 par value, aggregate liquidation value \$5,000,000.1,152,000 and 1,152,000 issued and outstanding, respectively         36,898,361         37,670,161           Common Stock - Class A, \$0.0001 par value; 685,440,000 shares authorized, and 20,020,877 and 20,016,067 shares issued and outstanding, respectively         2,002         2,002           Accumulated deficits         (241,895,906)         (338,709,688)           Additional paid-in capital         245,615,742         241,872,747           Stockholders' equity / (deficit)         40,620,199         -59,164,778           Total         213,324,419         241,887,839	Total Long-Term Liabilities	 34,017,684	 20,382,294
REDEEMABLE COMMON STOCK           Common Stock - Class V, \$0.0001 par value; 34,560,000 shares authorized, and 27,057,600 and 27,057,600 shares issued and outstanding, respectively         172,704,220         301,052,617           Total redeemable common stock         172,704,220         301,052,617           STOCKHOLDERS' EQUITY / (DEFICIT)           General partners         -         -           Limited partners         -         -           Non-controlling Series A redeemable and convertible preferred stock, \$0.0001 par value, aggregate liquidation value \$5,000,000. 1,152,000 and 1,152,000 issued and outstanding, respectively         36,898,361         37,670,161           Common Stock - Class A, \$0.0001 par value; 685,440,000 shares authorized, and 20,020,877 and 20,016,067 shares issued and outstanding, respectively         2,002         2,002           Accumulated deficits         (241,895,906)         (338,709,688)           Additional paid-in capital         245,615,742         241,872,747           Stockholders' equity / (deficit)         40,620,199         -59,164,778           Total         213,324,419         241,887,839	Total Liabilities	 158,378,480	 112,733,430
Common Stock - Class V, \$0.0001 par value; 34,560,000 shares authorized, and 27,057,600 and 27,057,600 shares issued and outstanding,respectively         172,704,220         301,052,617           Total redeemable common stock         172,704,220         301,052,617           STOCKHOLDERS' EQUITY / (DEFICIT)           General partners         -         -           Limited partners         -         -           Non-controlling Series A redeemable and convertible preferred stock, \$0.0001 par value, aggregate liquidation value \$5,000,000. 1,152,000 and 1,152,000 issued and outstanding, respectively         36,898,361         37,670,161           Common Stock - Class A, \$0.0001 par value; 685,440,000 shares authorized, and 20,020,877 and 20,016,067 shares issued and outstanding, respectively         2,002         2,002           Accumulated deficits         (241,895,906)         (338,709,688)           Additional paid-in capital         245,615,742         241,872,747           Stockholders' equity / (deficit)         40,620,199         -59,164,778           Total         213,324,419         241,887,839	COMMITMENTS AND CONTINGENCIES		
and 27,057,600 shares issued and outstanding,respectively Total redeemable common stock  STOCKHOLDERS' EQUITY / (DEFICIT)  General partners Limited partners Non-controlling Series A redeemable and convertible preferred stock, \$0.0001 par value, aggregate liquidation value \$5,000,000. 1,152,000 and 1,152,000 issued and outstanding, respectively Common Stock - Class A, \$0.0001 par value; 685,440,000 shares authorized, and 20,020,877 and 20,016,067 shares issued and outstanding, respectively Accumulated deficits Additional paid-in capital Stockholders' equity / (deficit) Total	REDEEMABLE COMMON STOCK		
STOCKHOLDERS' EQUITY / (DEFICIT)         General partners       -       -         Limited partners       -       -         Non-controlling Series A redeemable and convertible preferred stock, \$0.0001 par value, aggregate liquidation value \$5,000,000. 1,152,000 and 1,152,000 issued and outstanding, respectively       36,898,361       37,670,161         Common Stock - Class A, \$0.0001 par value; 685,440,000 shares authorized, and 20,020,877 and 20,016,067 shares issued and outstanding, respectively       2,002       2,002         Accumulated deficits       (241,895,906)       (338,709,688)         Additional paid-in capital       245,615,742       241,872,747         Stockholders' equity / (deficit)       40,620,199       -59,164,778         Total       213,324,419       241,887,839		 172,704,220	 301,052,617
General partners       -       -         Limited partners       -       -         Non-controlling Series A redeemable and convertible preferred stock, \$0.0001 par value, aggregate liquidation value \$5,000,000. 1,152,000 and 1,152,000 issued and outstanding, respectively       36,898,361       37,670,161         Common Stock - Class A, \$0.0001 par value; 685,440,000 shares authorized, and 20,020,877 and 20,016,067 shares issued and outstanding, respectively       2,002       2,002         Accumulated deficits       (241,895,906)       (338,709,688)         Additional paid-in capital       245,615,742       241,872,747         Stockholders' equity / (deficit)       40,620,199       -59,164,778         Total       213,324,419       241,887,839	Total redeemable common stock	 172,704,220	 301,052,617
Limited partners       -       -         Non-controlling Series A redeemable and convertible preferred stock, \$0.0001 par value, aggregate liquidation value \$5,000,000. 1,152,000 and 1,152,000 issued and outstanding, respectively       36,898,361       37,670,161         Common Stock - Class A, \$0.0001 par value; 685,440,000 shares authorized, and 20,020,877 and 20,016,067 shares issued and outstanding, respectively       2,002       2,002         Accumulated deficits       (241,895,906)       (338,709,688)         Additional paid-in capital       245,615,742       241,872,747         Stockholders' equity / (deficit)       40,620,199       -59,164,778         Total       213,324,419       241,887,839	STOCKHOLDERS' EQUITY / (DEFICIT)		
Non-controlling Series A redeemable and convertible preferred stock, \$0.0001 par value, aggregate liquidation value \$5,000,000. 1,152,000 and 1,152,000 issued and outstanding, respectively       36,898,361       37,670,161         Common Stock - Class A, \$0.0001 par value; 685,440,000 shares authorized, and 20,020,877 and 20,016,067 shares issued and outstanding, respectively       2,002       2,002         Accumulated deficits       (241,895,906)       (338,709,688)         Additional paid-in capital       245,615,742       241,872,747         Stockholders' equity / (deficit)       40,620,199       -59,164,778         Total       213,324,419       241,887,839	General partners	-	-
aggregate liquidation value \$5,000,000. 1,152,000 and 1,152,000 issued and outstanding, respectively       36,898,361       37,670,161         Common Stock - Class A, \$0.0001 par value; 685,440,000 shares authorized, and 20,020,877 and 20,016,067 shares issued and outstanding, respectively       2,002       2,002         Accumulated deficits       (241,895,906)       (338,709,688)         Additional paid-in capital       245,615,742       241,872,747         Stockholders' equity / (deficit)       40,620,199       -59,164,778         Total       213,324,419       241,887,839	Limited partners	-	-
and 20,016,067 shares issued and outstanding, respectively       2,002       2,002         Accumulated deficits       (241,895,906)       (338,709,688)         Additional paid-in capital       245,615,742       241,872,747         Stockholders' equity / (deficit)       40,620,199       -59,164,778         Total       213,324,419       241,887,839	aggregate liquidation value \$5,000,000. 1,152,000 and 1,152,000 issued and outstanding,	36,898,361	37,670,161
Additional paid-in capital       245,615,742       241,872,747         Stockholders' equity / (deficit)       40,620,199       -59,164,778         Total       213,324,419       241,887,839		2,002	2,002
Stockholders' equity / (deficit)       40,620,199       -59,164,778         Total       213,324,419       241,887,839	Accumulated deficits	(241,895,906)	(338,709,688)
Total 213,324,419 241,887,839	Additional paid-in capital	245,615,742	241,872,747
	Stockholders' equity / (deficit)	40,620,199	 -59,164,778
TOTAL LIABILITIES, MEZZANINE EQUITY AND EQUITY / (DEFICIT)         \$ 371,702,899         \$ 354,621,269	Total	213,324,419	 241,887,839
	TOTAL LIABILITIES, MEZZANINE EQUITY AND EQUITY / (DEFICIT)	\$ 371,702,899	\$ 354,621,269

## STRONGHOLD DIGITAL MINING, INC. UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS

### Three months ended,

		Till ce months chaca,		
		Consolidated	Combined	
	<b>N</b>	March 31, 2022	March 31, 2021	
		(unaudited)	(unaudited)	
OPERATING REVENUES				
Energy	\$	8,362,801	\$ 1,915,856	
Capacity		2,044,427	687,690	
Cryptocurrency hosting		67,876	555,747	
Cryptocurrency mining		18,204,193	516,259	
Other		20,762	122,782	
Total operating revenues		28,700,059	3,798,334	
OPERATING EXPENSES				
Fuel		9,338,394	2,172,109	
Operations and maintenance		10,520,305	1,370,688	
General and administrative		11,424,231	910,876	
Impairments on digital currencies		2,506,172	-	
Impairments on equipment deposits		12,228,742	-	
Depreciation and amortization		12,319,581	517,443	
Total operating expenses		58,337,425	4,971,116	
NET OPERATING LOSS		(29,637,366)	(1,172,782)	
OTHER INCOME (EXPENSE)		, ,	· · · · · · · · · · · · · · · · · · ·	
Interest expense		(2,911,452)	(78,640)	
Gain on extinguishment of PPP loan		<u>-</u>	638,800	
Realized gain (loss) on sale of digital currencies		751,110	143,881	
Changes in fair value of warrant liabilities		-	-	
Realized gain (loss) on disposal of fixed asset		(44,958)	-	
Changes in fair value of forward sale derivative		(483,749)	-	
Waste coal credits		-	211,890	
Other		20,000	17,895	

Total other income / (expense)	 (2,669,049)	 933,826
NET LOSS	\$ (32,306,416)	\$ (238,956)
NET LOSS - attributable to non-controlling interest	\$ (18,897,638)	
NET LOSS - Stronghold Digital Mining, Inc	\$ (13,408,778)	
NET LOSS attributable to Class A Common Shares(1)		
Basic	\$ (0.66)	
Diluted	\$ (0.66)	
Class A Common Shares Outstanding(1)		
Basic	20,206,103	
Diluted	20,206,103	

### STRONGHOLD DIGITAL MINING, INC. UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

Three months ended, 31, 2022 March 31, 2021

CASH FLOWS FROM OPERATING ACTIVITIES         (manage of the content of the cont		Marral 04 0000			•		
Net Loss         \$ (32,306,416)         \$ (238,956)           Adjustments to reconcile net loss to net cash provided by operating activities:         12,319,581         517,443           Depreciation and Amortization - PP&E         12,319,581         517,443           Forgiveness of PPP loan         (638,800)         1           Realized (gain) loss on sale of digital currency         (751,110)         (143,881)           Realized (gain) loss on sale of digital currency         44,958         -           Amortization of debit issuance costs         44,958         -           Amortization of debit issuance costs         483,749         -           Stock Compensation         2,550,995         -           Impairments on equipment deposits         2,506,172         -           Changes in fair value of forward sale derivative         483,749         -           Changes in fair value of forward sale derivative         345,772         516,259           Accounts receivable         345,072         516,259           Accounts receivable         345,072         11,852,595         -           Due from related party         (84,624)         30,2973         11,750           Increase (decrease) in liabilities         2,144,896         227,167           Accounts payable <t< th=""><th></th><th></th><th></th><th></th><th>March 31, 2021</th></t<>					March 31, 2021		
Net Loss         \$ (32,306,4fi)         \$ (23,806,6fi)           Adjustments to reconcile net loss to net cash provided by operating activities:         12,319,581         517,443           Depreciation and Amoritzation - PP&E         12,319,581         517,443           Forgiveness of PPP loan         1         (638,800)           Realized (gain) loss on sale of digital currency         (75,111)         (143,881)           Realized (gain) loss on disposal of fixed assets         44,958         -           Amortization of debt issuance costs         881,463         -           Slock Compensation         2,552,959         -           Impairments on equipment deposits         12,228,742         -           Changes in fair value of forward sale derivative         483,749         -           (Increase) decrease in assets:         3(3,450,721)         (516,259)           Accounts receivable         410,525         (298,765)           Accounts receivable aprily         (664,624)         302,973           Inventory         (719,774)         114,750           Other current assets         (719,774)         114,750           Increase (decrease) in liabilities:         (864,624)         302,973           Accounts payable         (864,624)         319,071           A	OLOU EL ONO EDON ODED ATINO A OTIVITA		(unaudited)		(unaudited)		
Depreciation and Amortization - PP&E   12,319,581   517,443   Forgiveness of PPP loan		•	(00.000.440)	_	(000.070)		
Depreciation and Amortization - PP&E         12,319,581         517,443           Forgiveness of PPP loan         -         (638,800)           Realized (gain) loss on sale of derivatives         -         -           Realized (gain) loss on sale of digital currency         (751,110)         (143,881)           Realized (gain) loss on disposal of fixed assets         44,968         -           Amortization of debt issuance costs         881,463         -           Stock Compensation         2,592,995         -           Impairments on digital currencies         2,596,172         -           Impairments on equipment deposits         483,749         -           Changes in fair value of florward sale derivative         433,749         -           (Impairments on equipment deposits         3(3,450,721)         (516,259)           Changes in fair value of florward sale derivative         433,749         -           (Increase) decrease in fair value of florward sale derivative         3(3,450,721)         (516,259)           Accounts receivable         4(10,1525         (298,765)           Prepaid Insurance         1,852,595         -           Prepaid Insurance         (864,624)         302,973           Inventory         (84,149,981)         114,750 <td< td=""><td></td><td>\$</td><td>(32,306,416)</td><td>\$</td><td>(238,956)</td></td<>		\$	(32,306,416)	\$	(238,956)		
Forgiveness of PPP loan         (638,800)           Realized (gain) loss on sale of derivatives         (751,110)         (143,881)           Realized (gain) loss on disposal of fixed assets         44,958         3.6           Amortization of debit issuance costs         881,463         -           Stock Compensation         2,592,995         -           Impairments on digital currencies         2,596,172         -           Impairments on equipment deposits         12,228,742         -           Changes in fair value of forward sale derivative         483,749         -           (Increase) decrease in assets:         3         -           Digital currencies         (3,450,721)         (516,259)           Accounts receivable         410,525         (298,765)           Prepaid Insurance         1,862,595         -           Due from related party         (84,624)         302,973           Inventory         (179,774)         114,750           Other current assets         (37,242)         (35,782)           Increase (decrease) in liabilities         (410,916)         3,348,824           Due to related parties         8,647         319,071           Accounts payable         (410,916)         3,348,824           Due to relat	•						
Realized (gain) loss on sale of derivatives         (751,110)         (143,881)           Realized (gain) loss on disposal of fixed assets         44,958         -           Amortization of debt issuance costs         881,463         -           Stock Compensation         2,592,995         -           Impairments on digital currencies         2,506,172         -           Impairments on equipment deposits         2,506,172         -           (Increase) decrease in fair value of forward sale derivative         483,749         -           (Increase) decrease in assets:         3,450,721         (516,259)           Digital currencies         3,450,721         (516,259)           Accounts receivable         410,525         (298,765)           Prepaid Insurance         1,664,624         302,973           Inventory         (179,774)         114,750           Other current assets         (37,242)         (35,782)           Increase (decrease) in liabilities         (410,916)         3,348,824           Accounts payable         (410,916)         3,348,824           Due to related parties         6,86,47         319,071           Accrued liabilities         2,164,896         227,167           Contract liabilities         2,50,2222         2,957,	•		12,319,581		•		
Realized (gain) loss on sale of digital currency         (751,110)         (143,881)           Realized (gain) loss on disposal of fixed assets         44,958         -           Amortization of debt issuance costs         881,463         -           Stock Compensation         2,506,172         -           Impairments on equipment deposits         12,228,742         -           Changes in fair value of forward sale derivative (Increase) decrease in assets:         483,749         -           Digital currencies         (3,450,721)         (516,259)           Accounts receivable         410,525         (298,765)           Prepaid Insurance         1,852,595         -           Due from related party         (37,242)         (35,782)           Increase (decrease) in liabilities         (37,242)         (35,782)           Increase (decrease) in liabilities         (179,774)         114,750           Accounts payable         (410,916)         3,348,824           Due to related parties         68,647         319,071           Accounts payable         (55,742)         -           Due to related parties         (55,742)         -           Accounts payable         (55,742)         -           Post CASH PROVIDED BY (USED) OPERATING ACTIVITIES         (55,	· ·		-		(638,800)		
Realized (gain) loss on disposal of fixed assets         44,958         -           Amortization of debt issuance costs         881,463         -           Stock Compensation         2,592,995         -           Impairments on digital currencies         12,228,742         -           Impairments on digital currencies         483,749         -           Changes in fair value of forward sale derivative         483,749         -           (Increase) decrease in assets:         3,450,721         (516,259)           Digital currencies         3,450,721         (516,259)           Accounts receivable         410,525         (298,765)           Prepaid Insurance         1,852,595         -           Prepaid Insurance         (37,742)         114,760           Other current assets         (37,242)         35,782           Increase (decrease) in liabilities         (37,242)         35,782           Increase (decrease) in liabilities         (37,242)         25,767           Due to related parties         68,647         319,071           Accounts payable         (40,016)         3,348,824           Due to related parties         (55,742)         -           Contract liabilities         (55,742)         -           Text C	· · ·		-		-		
Amortization of debt issuance costs         881,463         -           Stock Compensation         2,592,995         -           Impairments on digital currencies         2,500,172         -           Impairments on equipment deposits         12,228,742         -           Changes in fair value of forward sale derivative         483,749         -           Changes in fair value of forward sale derivative         483,749         -           (Increase) decrease in assets:         3(3,450,721)         (516,259)           Digital currencies         (31,450,721)         (516,259)           Accounts receivable         410,525         (298,765)           Prepaid Insurance         1,852,595         -           Due from related party         (864,624)         302,973           Inventory         (179,774)         114,750           Other current assets         (37,242)         (35,782)           Increase (decrease) in liabilities         (37,242)         (35,782)           Increase (decrease) in Liabilities         (410,916)         3,348,824           Accounts payable         (410,916)         3,348,824           Due to related parties         68,647         319,071           Accounts payable         (410,916)         3,348,824	Realized (gain) loss on sale of digital currency		(751,110)		(143,881)		
Stock Compensation         2,592,995         -           Impairments on digital currencies         2,506,172         -           Impairments on equipment deposits         12,228,742         -           Changes in fair value of forward sale derivative         483,749         -           (Increase) decrease in assets:         -         -           Digital currencies         (3,450,721)         (516,259)           Accounts receivable         410,525         (298,765)           Prepaid Insurance         1,852,595         -           Due from related party         (864,624)         302,973           Increase (decrease) in liabilities:         (37,242)         (35,762)           Increase (decrease) in liabilities:         (410,916)         3,348,824           Accounts payable         (410,916)         3,348,824           Due to related parties         (68,647)         319,071           Accrued liabilities         (55,742)         -           To contract liabilities         (55,742)         -           EXTECT Cash PROVIDED BY (USED) OPERATING ACTIVITIES         (2,502,222)         2,957,785           CASH FLOWS FROM INVESTING ACTIVITIES         (2,502,222)         2,957,785           Proceeds from sale of derivatives         97,000         - <td>Realized (gain) loss on disposal of fixed assets</td> <td></td> <td>44,958</td> <td></td> <td><del>-</del></td>	Realized (gain) loss on disposal of fixed assets		44,958		<del>-</del>		
Impairments on digital currencies   2,506,172   1   1   1   1   1   1   1   1   1	Amortization of debt issuance costs		881,463		=		
Impairments on equipment deposits	Stock Compensation		2,592,995		-		
Changes in fair value of forward sale derivative         483,749         - (Increase) decrease in assets:           Uincrease) decrease in assets:         (3,450,721)         (516,259)           Accounts receivable         410,525         (298,765)           Prepaid Insurance         1,852,595         -           Due from related party         (864,624)         302,973           Inventory         (179,774)         114,750           Other current assets         (37,242)         (35,782)           Increase (decrease) in liabilities:         (410,916)         3,348,824           Due to related parties         68,647         319,071           Accounts payable         (410,916)         3,348,824           Due to related parties         68,647         319,071           Accorued liabilities         2,164,896         227,167           Contract liabilities         (2,502,222)         2,957,785           NET CASH PROVIDED BY (USED) OPERATING ACTIVITIES         (2,502,222)         2,957,785           CASH FLOWS FROM INVESTING ACTIVITIES         12,998,410         484,387           Proceeds from sale of derivatives         97,000         -           Poward sale contract prepayment         97,000         -           Purchase of property, plant and equipment	Impairments on digital currencies		2,506,172		-		
(Increase) decrease in assets:   Digital currencies	Impairments on equipment deposits		12,228,742		-		
Digital currencies         (3,450,721)         (516,259)           Accounts receivable         410,525         (298,765)           Prepaid Insurance         1,852,595         -           Due from related party         (864,624)         302,973           Inventory         (179,774)         114,750           Other current assets         (37,242)         (35,782)           Increase (decrease) in liabilities:         T           Accounts payable         (410,916)         3,348,824           Due to related parties         68,647         319,071           Accrued liabilities         2,164,896         227,167           Contract liabilities         (55,742)         2,957,765           NET CASH PROVIDED BY (USED) OPERATING ACTIVITIES         (55,742)         2,957,765           CASH FLOWS FROM INVESTING ACTIVITIES         12,998,410         484,387           Proceeds from sale of digital currencies         12,998,410         484,387           Proceeds from sale of property, plant and equipment         37,236,332         (2,854,904)           Equipment purchase deposits- net of future commitments         (6,482,000)	Changes in fair value of forward sale derivative		483,749		-		
Accounts receivable         410,525         (298,765)           Prepaid Insurance         1,852,595         -           Due from related party         (864,624)         302,973           Inventory         (179,774)         114,750           Other current assets         (37,242)         (35,782)           Increase (decrease) in liabilities:         (410,916)         3,348,824           Due to related parties         68,647         319,071           Accounts payable         (410,916)         3,348,824           Due to related parties         68,647         319,071           Accrued liabilities         (55,742)         -           Contract liabilities         (55,742)         -           Contract liabilities         (55,742)         -           Proceeds from sale of digital currencies         (2,502,222)         2,957,785           CASH FLOWS FROM INVESTING ACTIVITIES         12,998,410         484,387           Proceeds from sale of digital currencies         12,998,410         484,387           Proceeds from sale of digital currencies         1970,000         -           Proceeds from sale of digital currencies         (37,236,332)         (2,854,904)           Purchase of property, plant and equipment         (3,04,232)         (2,370,51	(Increase) decrease in assets:						
Prepaid Insurance         1,852,595         -           Due from related party         (864,624)         302,973           Inventory         (179,774)         114,750           Other current assets         (37,242)         (35,782)           Increase (decrease) in liabilities:         ****           Accounts payable         (410,916)         3,348,824           Due to related parties         68,647         319,071           Accrued liabilities         2,164,896         227,167           Contract liabilities         (55,742)         -           Contract liabilities         (2,502,222)         2,957,785           NET CASH PROVIDED BY (USED) OPERATING ACTIVITIES         (2,502,222)         2,957,785           CASH FLOWS FROM INVESTING ACTIVITIES         12,998,410         484,387           Proceeds from sale of digital currencies         12,998,410         484,387           Proceeds from sale of derivatives         970,000         -           Forward sale contract prepayment         970,000         -           Purchase of property, plant and equipment         (37,236,332)         (2,854,904)           Equipment purchase deposits- net of future commitments         (6,482,000)         -           NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES         (9,2	Digital currencies		(3,450,721)		(516,259)		
Due from related party Inventory         (864,624)         302,973 (175,774)         114,750 (175,774)         114,750 (175,774)         114,750 (35,782)         114,750 (35,782)         114,750 (35,782)         114,750 (35,782)         114,750 (35,782)         125,782 (35,782)         125,7	Accounts receivable		410,525		(298,765)		
Inventory	Prepaid Insurance		1,852,595		-		
Inventory	Due from related party		(864,624)		302,973		
Other current assets         (37,242)         (35,782)           Increase (decrease) in liabilities:         (410,916)         3,348,824           Accounts payable         (410,916)         3,348,824           Due to related parties         68,647         319,071           Accrued liabilities         2,164,896         227,167           Contract liabilities         (55,742)         -           Contract liabilities         (2,502,222)         2,957,785           NET CASH PROVIDED BY (USED) OPERATING ACTIVITIES         (2,502,222)         2,957,785           CASH FLOWS FROM INVESTING ACTIVITIES         12,998,410         484,387           Proceeds from sale of digital currencies         12,998,410         484,387           Proceeds from sale of their activities         970,000         -           Purchase of property, plant and equipment         (37,236,332)         (2,854,904)           Purchase of property, plant and equipment         (6,482,000)         -           NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES         (29,749,922)         (2,370,517)           CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES         (9,282,227)         (109,364)           Payments on long-term debt         (9,82,227)         (109,364)           Proceeds from promissory note         24,144,586	. ,		(179,774)		114,750		
Increase (decrease) in liabilities:   Accounts payable	·				•		
Accounts payable         (410,916)         3,348,824           Due to related parties         68,647         319,071           Accrued liabilities         2,164,896         227,167           Contract liabilities         (55,742)         2,957,785           NET CASH PROVIDED BY (USED) OPERATING ACTIVITIES         (2,502,222)         2,957,785           CASH FLOWS FROM INVESTING ACTIVITIES         12,998,410         484,387           Proceeds from sale of digital currencies         12,998,410         484,387           Proceeds from sale of derivatives         -         -           Forward sale contract prepayment         970,000         -           Forward sale contract prepayment         (37,236,332)         (2,854,904)           Equipment purchase deposits- net of future commitments         (6,482,000)         -           NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES         (29,749,922)         (2,370,517)           CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES         (9,282,227)         (109,364)           Payments on long-term debt         (9,282,227)         (109,364)           Proceeds from promissory note         24,144,586         -           Proceeds from equipment financing agreement         12,912,512         -           Proceeds from PPP loan         841,670 <td>Increase (decrease) in liabilities:</td> <td></td> <td>, , ,</td> <td></td> <td>, , ,</td>	Increase (decrease) in liabilities:		, , ,		, , ,		
Due to related parties         68,647         319,071           Accrued liabilities         2,164,896         227,167           Contract liabilities         (55,742)         -           NET CASH PROVIDED BY (USED) OPERATING ACTIVITIES         (2,502,222)         2,957,785           CASH FLOWS FROM INVESTING ACTIVITIES         12,998,410         484,387           Proceeds from sale of digital currencies         12,998,410         484,387           Proceeds from sale of derivatives         -         -           Forward sale contract prepayment         970,000         -           Purchase of property, plant and equipment         (37,236,332)         (2,854,904)           Equipment purchase deposits- net of future commitments         (6,482,000)         -           NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES         (29,749,922)         (2,370,517)           CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES         (9,282,227)         (109,364)           Payments on long-term debt         (9,282,227)         (109,364)           Payments on financed insurance premiums         (1,832,149)         -           Proceeds from promissory note         24,144,586         -           Proceeds from equipment financing agreement         25,942,722         732,306           NET CASH PROVIDED BY (USED IN) FINAN	,		(410.916)		3.348.824		
Accrued liabilities         2,164,896         227,167           Contract liabilities         (55,742)         -           NET CASH PROVIDED BY (USED) OPERATING ACTIVITIES         (2,502,222)         2,957,785           CASH FLOWS FROM INVESTING ACTIVITIES         12,998,410         484,387           Proceeds from sale of digital currencies         12,998,410         484,387           Proceeds from sale of derivatives         -         -         -           Forward sale contract prepayment         970,000         -         -           Purchase of property, plant and equipment and equipment purchase deposits- net of future commitments         (37,236,332)         (2,854,904)           Equipment purchase deposits- net of future commitments         (6,482,000)         -           NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES         (29,749,922)         (2,370,517)           CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES         (9,282,227)         (109,364)           Payments on long-term debt         (9,282,227)         (109,364)           Payments on financed insurance premiums         (1,832,149)         -           Proceeds from promissory note         24,144,586         -           Proceeds from equipment financing agreement         12,912,512         -           Proceeds from PPP loan         25,942,722 <td>·</td> <td></td> <td>, , ,</td> <td></td> <td></td>	·		, , ,				
Contract liabilities         (55,742)         -           NET CASH PROVIDED BY (USED) OPERATING ACTIVITIES         (2,502,222)         2,957,785           CASH FLOWS FROM INVESTING ACTIVITIES         12,998,410         484,387           Proceeds from sale of digital currencies         12,998,410         484,387           Proceeds from sale of derivatives         -         -           Forward sale contract prepayment         970,000         -           Purchase of property, plant and equipment         (37,236,332)         (2,854,904)           Equipment purchase deposits- net of future commitments         (6,482,000)         -           NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES         (29,749,922)         (2,370,517)           CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES         (9,282,227)         (109,364)           Payments on long-term debt         (9,282,227)         (109,364)           Payments on financed insurance premiums         (1,832,149)         -           Proceeds from promissory note         24,144,586         -           Proceeds from equipment financing agreement         2,912,712         -           Proceeds from PPP loan         841,670         -           NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES         25,942,722         732,306           NET INCREASE (D	•		•		•		
NET CASH PROVIDED BY (USED) OPERATING ACTIVITIES         (2,502,222)         2,957,785           CASH FLOWS FROM INVESTING ACTIVITIES         (2,502,222)         2,957,785           Proceeds from sale of digital currencies         12,998,410         484,387           Proceeds from sale of derivatives         -         -           Forward sale contract prepayment         970,000         -           Purchase of property, plant and equipment         (37,236,332)         (2,854,904)           Equipment purchase deposits- net of future commitments         (6,482,000)         -           NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES         (29,749,922)         (2,370,517)           CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES         (9,282,227)         (109,364)           Payments on financed insurance premiums         (1,832,149)         -           Proceeds from promissory note         24,144,586         -           Proceeds from equipment financing agreement         12,912,512         -           Proceeds from PPP loan         -         841,670           NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES         25,942,722         732,306           NET INCREASE (DECREASE) IN CASH         (6,309,422)         1,319,574           CASH - BEGINNING OF PERIOD         30,31,87							
CASH FLOWS FROM INVESTING ACTIVITIES           Proceeds from sale of digital currencies         12,998,410         484,387           Proceeds from sale of derivatives         -         -           Forward sale contract prepayment         970,000         -           Purchase of property, plant and equipment         (37,236,332)         (2,854,904)           Equipment purchase deposits- net of future commitments         (6,482,000)         -           NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES         (29,749,922)         (2,370,517)           CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES         (9,282,227)         (109,364)           Payments on long-term debt         (9,282,227)         (109,364)           Payments on financed insurance premiums         (1,832,149)         -           Proceeds from promissory note         24,144,586         -           Proceeds from equipment financing agreement         12,912,512         -           Proceeds from PPP loan         -         841,670           NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES         25,942,722         732,306           NET INCREASE (DECREASE) IN CASH         (6,309,422)         1,319,574           CASH - BEGINNING OF PERIOD         31,790,115         303,187			· · · /		2 957 785		
Proceeds from sale of digital currencies         12,998,410         484,387           Proceeds from sale of derivatives         -         -           Forward sale contract prepayment         970,000         -           Purchase of property, plant and equipment         (37,236,332)         (2,854,904)           Equipment purchase deposits- net of future commitments         (6,482,000)         -           NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES         (29,749,922)         (2,370,517)           CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES         (9,282,227)         (109,364)           Payments on long-term debt         (9,282,227)         (109,364)           Payments on financed insurance premiums         (1,832,149)         -           Proceeds from promissory note         24,144,586         -           Proceeds from equipment financing agreement         12,912,512         -           Proceeds from PPP loan         -         841,670           NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES         25,942,722         732,306           NET INCREASE (DECREASE) IN CASH         (6,309,422)         1,319,574           CASH - BEGINNING OF PERIOD         31,790,115         303,187			(2,502,222)		2,331,103		
Proceeds from sale of derivatives         -			12 009 410		101 207		
Forward sale contract prepayment         970,000         -           Purchase of property, plant and equipment         (37,236,332)         (2,854,904)           Equipment purchase deposits- net of future commitments         (6,482,000)         -           NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES         (29,749,922)         (2,370,517)           CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES         (9,282,227)         (109,364)           Payments on long-term debt         (9,282,227)         (109,364)           Payments on financed insurance premiums         (1,832,149)         -           Proceeds from promissory note         24,144,586         -           Proceeds from equipment financing agreement         12,912,512         -           Proceeds from PPP loan         -         841,670           NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES         25,942,722         732,306           NET INCREASE (DECREASE) IN CASH         (6,309,422)         1,319,574           CASH - BEGINNING OF PERIOD         31,790,115         303,187	3		12,990,410		404,307		
Purchase of property, plant and equipment         (37,236,332)         (2,854,904)           Equipment purchase deposits- net of future commitments         (6,482,000)         -           NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES         (29,749,922)         (2,370,517)           CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES         (9,282,227)         (109,364)           Payments on long-term debt         (9,282,227)         (109,364)           Payments on financed insurance premiums         (1,832,149)         -           Proceeds from promissory note         24,144,586         -           Proceeds from equipment financing agreement         12,912,512         -           Proceeds from PPP loan         -         841,670           NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES         25,942,722         732,306           NET INCREASE (DECREASE) IN CASH         (6,309,422)         1,319,574           CASH - BEGINNING OF PERIOD         31,790,115         303,187			970,000		-		
Equipment purchase deposits- net of future commitments         (6,482,000)         -           NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES         (29,749,922)         (2,370,517)           CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES         (9,282,227)         (109,364)           Payments on long-term debt         (9,282,227)         (109,364)           Payments on financed insurance premiums         (1,832,149)         -           Proceeds from promissory note         24,144,586         -           Proceeds from equipment financing agreement         12,912,512         -           Proceeds from PPP loan         -         841,670           NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES         25,942,722         732,306           NET INCREASE (DECREASE) IN CASH         (6,309,422)         1,319,574           CASH - BEGINNING OF PERIOD         31,790,115         303,187			•		(2.954.004)		
NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES         (29,749,922)         (2,370,517)           CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES         (9,282,227)         (109,364)           Payments on long-term debt         (9,282,227)         (109,364)           Payments on financed insurance premiums         (1,832,149)         -           Proceeds from promissory note         24,144,586         -           Proceeds from equipment financing agreement         12,912,512         -           Proceeds from PPP loan         -         841,670           NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES         25,942,722         732,306           NET INCREASE (DECREASE) IN CASH         (6,309,422)         1,319,574           CASH - BEGINNING OF PERIOD         31,790,115         303,187			, , ,		(2,034,904)		
CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES         Payments on long-term debt       (9,282,227)       (109,364)         Payments on financed insurance premiums       (1,832,149)       -         Proceeds from promissory note       24,144,586       -         Proceeds from equipment financing agreement       12,912,512       -         Proceeds from PPP loan       -       841,670         NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES       25,942,722       732,306         NET INCREASE (DECREASE) IN CASH       (6,309,422)       1,319,574         CASH - BEGINNING OF PERIOD       31,790,115       303,187	· · · · · · · · · · · · · · · · · · ·				(0.070.547)		
Payments on long-term debt       (9,282,227)       (109,364)         Payments on financed insurance premiums       (1,832,149)       -         Proceeds from promissory note       24,144,586       -         Proceeds from equipment financing agreement       12,912,512       -         Proceeds from PPP loan       -       841,670         NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES       25,942,722       732,306         NET INCREASE (DECREASE) IN CASH       (6,309,422)       1,319,574         CASH - BEGINNING OF PERIOD       31,790,115       303,187			(29,749,922)		(2,370,517)		
Payments on financed insurance premiums       (1,832,149)       -         Proceeds from promissory note       24,144,586       -         Proceeds from equipment financing agreement       12,912,512       -         Proceeds from PPP loan       -       841,670         NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES       25,942,722       732,306         NET INCREASE (DECREASE) IN CASH       (6,309,422)       1,319,574         CASH - BEGINNING OF PERIOD       31,790,115       303,187	,		<i>(</i> )				
Proceeds from promissory note         24,144,586         -           Proceeds from equipment financing agreement         12,912,512         -           Proceeds from PPP loan         -         841,670           NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES         25,942,722         732,306           NET INCREASE (DECREASE) IN CASH         (6,309,422)         1,319,574           CASH - BEGINNING OF PERIOD         31,790,115         303,187	·		•		(109,364)		
Proceeds from equipment financing agreement         12,912,512         -           Proceeds from PPP loan         -         841,670           NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES         25,942,722         732,306           NET INCREASE (DECREASE) IN CASH         (6,309,422)         1,319,574           CASH - BEGINNING OF PERIOD         31,790,115         303,187	·		,		-		
Proceeds from PPP loan         -         841,670           NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES         25,942,722         732,306           NET INCREASE (DECREASE) IN CASH         (6,309,422)         1,319,574           CASH - BEGINNING OF PERIOD         31,790,115         303,187	Proceeds from promissory note				-		
NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES         25,942,722         732,306           NET INCREASE (DECREASE) IN CASH         (6,309,422)         1,319,574           CASH - BEGINNING OF PERIOD         31,790,115         303,187	, ,		12,912,512		-		
NET INCREASE (DECREASE) IN CASH         (6,309,422)         1,319,574           CASH - BEGINNING OF PERIOD         31,790,115         303,187	Proceeds from PPP loan		-		841,670		
<b>CASH - BEGINNING OF PERIOD</b> 31,790,115 303,187	NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES		25,942,722		732,306		
	NET INCREASE (DECREASE) IN CASH		(6,309,422)		1,319,574		
<b>CASH - END OF PERIOD</b> \$ 25,480,693 \$ 1,622,761	CASH - BEGINNING OF PERIOD		31,790,115		303,187		
	CASH - END OF PERIOD	\$	25,480,693	\$	1,622,761		

### **Use and Reconciliation of Non-GAAP Financial Measures**

This press release and our related earnings call contain certain non-GAAP financial measures, including Adjusted EBITDA, as a measure of our operating performance. Adjusted EBITDA is a non-GAAP financial measure. We define Adjusted EBITDA as net income (loss) before interest, taxes,

depreciation and amortization, further adjusted by the removal of one-time transaction costs, impairment of digital currencies, realized gains and losses on the sale of long-term assets, expenses related to stock-based compensation, gains or losses on derivative contracts, gain on extinguishment of debt, realized gain or loss on sale of digital currencies, waste coal credits, commission on sale of ash, or changes in fair value of warrant liabilities in the period presented. See reconciliation below.

Our board of directors and management team use Adjusted EBITDA to assess our financial performance because they believe it allows them to compare our operating performance on a consistent basis across periods by removing the effects of our capital structure (such as varying levels of interest expense and income), asset base (such as depreciation, amortization, impairment, and realized gains and losses on sale of long-term assets) and other items (such as one-time transaction costs, expenses related to stock-based compensation, and unrealized gains and losses on derivative contracts) that impact the comparability of financial results from period to period. We present Adjusted EBITDA because we believe it provides useful information regarding the factors and trends affecting our business in addition to measures calculated under GAAP. Adjusted EBITDA is not a financial measure presented in accordance with GAAP. We believe that the presentation of this non-GAAP financial measure will provide useful information to investors and analysts in assessing our financial performance and results of operations across reporting periods by excluding items we do not believe are indicative of our core operating performance. Net income (loss) is the GAAP measure most directly comparable to Adjusted EBITDA. Our non-GAAP financial measure should not be considered as an alternative to the most directly comparable GAAP financial measure. You are encouraged to evaluate each of these adjustments and the reasons we consider them appropriate for supplemental analysis. In evaluating Adjusted EBITDA, you should be aware that in the future we may incur expenses that are the same as or similar to some of the adjustments in such presentation. Our presentation of Adjusted EBITDA should not be construed as an inference that our future results will be unaffected by unusual or non-recurring items. There can be no assurance that we will not modify the presentation of Adjusted EBITDA in the future, and any such modification may be material. Adjusted EBITDA has important limitations as an analytical tool and you should not consider Adjusted EBITDA in isolation or as a substitute for analysis of our results as reported under GAAP and should be read in conjunction with the financial statements furnished in our Form 10-Q for the quarter ended March 31, 2022. Because Adjusted EBITDA may be defined differently by other companies in our industry, our definition of this non-GAAP financial measure may not be comparable to similarly titled measures of other companies, thereby diminishing its utility.

### STRONGHOLD DIGITAL MINING, INC. **RECONCILATION OF ADJUSTED EBITDA**

Three months ended

	rniee months ended,			
	March 31, 2022		March 31, 2021	
		(unaudited)		(unaudited)
Net Income (loss)	\$	(32,306)	\$	(239)
Interest		2,912		73
Depreciation and amortization		12,320		517
Impairment costs of digital currencies		2,506		-
Impairment costs of equipment deposits		12,229		-
Realized gains and losses on the sale of long-term assets		-		-
One time non-recurring expenses <sup>1</sup>		3,765		-
Expenses related to stock-based compensation		2,593		-
(Gains)/Losses on disposal of fixed assets		45		
(Gains)/Losses on derivative contracts		484		-
Gain on extinguishment of PPP loan		-		(639)
Realized (gain)/loss on sale of digital currencies		(751)		-
Adjusted EBITDA	\$	3,795	\$	(287)

### **Investor Contact:**

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### **Media Contact:**

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