

ANNUAL MEETING OF SHAREHOLDERS OF BIT DIGITAL, INC.

April 20, 2021

This Proxy is Solicited on Behalf of the Board of Directors

The undersigned acknowledges receipt of the Notice of Annual Meeting of Shareholders and the Proxy Statement and hereby authorizes Erke Huang with full power of substitution, proxies with power of substitution and hereby authorizes them to represent and to vote, as designated below, all of the ordinary shares of the Company held of record by the undersigned on March 19, 2021 at the Annual Meeting of Shareholders to be held on April 20, 2021 at 9:00 a.m. local at the Company's principal executive office in 33 Irving Place, New York, N.Y. 10003, and at all postponements or adjournments thereof, with all powers the undersigned would possess if personally present. In their discretion, the proxies are authorized to vote upon such other business as may properly come before the Annual Meeting.

The Board of Directors recommends that you vote "FOR" each proposal.

1. Election of Directors

- FOR ALL NOMINEES
 WITHHOLDING AUTHORITY
FOR ALL NOMINEES
 FOR ALL EXCEPT
(SEE INSTRUCTIONS BELOW)

Zhaohui Deng Erke Huang Ichi Shih
Min Hu Yan Xiong

INSTRUCTION: To withhold authority to vote for any individual nominee(s), mark "FOR ALL EXCEPT" and fill in the circle next to each nominee you which to withhold, as shown here:

2. To approve the 2021 Omnibus Equity Incentive Plan.
 FOR AGAINST ABSTAIN
3. Ratification of the selection by the Audit Committee of Audit Alliance, LLP to serve as our independent registered public accounting firm for the year ending December 31, 2021.
 FOR AGAINST ABSTAIN
4. To approve the creation and issuance of a preferred class of shares in the Company's share capital.
 FOR AGAINST ABSTAIN
5. To amend the Company's authorized share capital to provide for a new class of preference shares.
 FOR AGAINST ABSTAIN
6. To approve and adopt amended and restated versions of the Company's memorandum and articles of association.
 FOR AGAINST ABSTAIN
7. To approve the repurchase by the Company of certain of its ordinary shares.
 FOR AGAINST ABSTAIN

To transact any other business that is properly brought before the Annual Meeting or any adjournment or postponement thereof.

If any other business is presented at the meeting, this proxy will be voted by those named in this proxy in their best judgment. At the present time, the Board of Directors is not aware of any other business to be presented at the meeting. If you return an executed copy of this proxy card and do not check a box with respect to any of the proposals set forth above, the Shares represented by this proxy card will be voted "For" the directors and "For" the ratification of the Company's auditors.

Signature of Shareholder: _____ Date: April __, 2021
Signature of Shareholder: _____ Date: April __, 2021

Note: Please sign exactly as your name or names appear on this Proxy. If Shares are held jointly, each holder should sign. When signing as executor, administrator, attorney, trustee or guardian, please give full title as such. If the signer is a corporation, please sign full corporate name by duly authorized officer, giving full title as such. If signer is a partnership, please sign in partnership name by authorized person.