
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

CURRENT REPORT

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

Date of Report (Date of earliest event reported): 4/13/2026

Exodus Movement, Inc.

(Exact name of Registrant as Specified in Its Charter)

Texas
(State or Other Jurisdiction
of Incorporation)

001-42047
(Commission File Number)

81-3548560
(IRS Employer
Identification No.)

15418 Weir St. #333
Omaha, Nebraska
(Address of Principal Executive Offices)

68137
(Zip Code)

Registrant's Telephone Number, Including Area Code: 833-992-2566

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Class A Common Stock, par value \$0.000001 per share	EXOD	NYSE American

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01 Regulation FD Disclosure.

As previously disclosed, on November 24, 2025, Exodus Movement, Inc. (the “Company”) entered into a Stock Purchase Agreement (the “Purchase Agreement”) with W3C Corp. (the “Target”) and Garth Howat (“Seller”), pursuant to which the Company agreed to acquire from Seller all of the issued and outstanding shares of capital stock of the Target (the “Transaction”). The Target and its subsidiaries include Monavate Holdings Ltd. and its subsidiaries (collectively, “Monavate”) and Baanx.com Ltd. and Baanx US Corp (collectively, “Baanx”). Monavate is a global leader in payment solutions for fintech, Web3 and global enterprises, and Baanx is a leading provider of non-custodial cards and B2B2C digital asset services.

On April 13, 2026, the Company issued a press release announcing that it has filed a lawsuit in the Delaware Court of Chancery against the Target and the Seller seeking to compel them to comply with their obligations under the Purchase Agreement and to close the Transaction.

A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

The information furnished herein pursuant to Item 7.01 of this Current Report on Form 8-K, including Exhibit 99.1, shall not be deemed “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, and shall not be deemed to be incorporated by reference into any of our filings under the Securities Act of 1933, as amended, or the Exchange Act, whether made before or after the date hereof and regardless of any general incorporation language in such filings, except to the extent expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit numbers</u>	<u>Description</u>
99.1	Press release dated April 13, 2026
104	Cover Page Interactive Data File (embedded with 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.

EXODUS MOVEMENT, INC.

Date: April 13, 2026

By: /s/ James Gernetzke
James Gernetzke, Chief Financial Officer

April 13, 2026



Exodus Movement Files Lawsuit to Compel W3C Corp to Complete Sale

OMAHA, Neb., April 13, 2026 -- Exodus Movement, Inc. (NYSE American: EXOD) ("Exodus" or "the company"), a leading self-custodial cryptocurrency platform, today announced that it has filed a lawsuit in the Delaware Court of Chancery to compel W3C Corp and its CEO Garth Howat to comply with their obligations under the November 24, 2025 Stock Purchase Agreement. Exodus has declared the loans provided to W3C to be payable on demand and exercised its rights under the related loan security. Exodus believes that it will prevail in obtaining a judicial order compelling W3C and Howat to close the transaction on the agreed-upon terms.

JP Richardson, CEO and Co-founder of Exodus commented, "We have a binding agreement with W3C and expect it to be fully honored. We're confident in the path forward and anticipate a swift resolution."

On April 8, 2026, Exodus obtained approvals from the United Kingdom Financial Conduct Authority needed to close its pending acquisition of the shares of W3C. With this approval, the initiation of this lawsuit, and the exercise of its rights under the loan facilities, Exodus intends to move expeditiously to close the acquisition of W3C.

Exodus' Management team will provide an update on the W3C acquisition and outline a forward-looking roadmap for the company's next phase of growth at [The Exodus Summit](#) May 1, 2026, in Omaha, Nebraska.

About Exodus

Founded in 2015, Exodus Movement, Inc. (NYSE American: EXOD) is pioneering self-custodial finance by giving people the tools to earn rewards, spend, manage, and swap digital assets across borders, all without giving up control. Exodus serves millions of users through its products built on a simple principle: your money should be yours.

Exodus also powers crypto infrastructure for enterprise platforms serving millions of users through its enterprise product suite. Headquartered in Omaha, Nebraska, Exodus is financial software where ownership is the default. For more information, visit exodus.com.

Investor Contact

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Disclosure Information

Exodus uses the following as means of disclosing material nonpublic information and for complying with disclosure obligations under Regulation FD: websites exodus.com/investors and exodus.com; press releases; public videos, calls, and webcasts; and social media: X (@exodus and JP Richardson's feed @jprichardson), Facebook, LinkedIn, and YouTube.

Forward-Looking Statements

This press release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. All statements, other than statements of historical facts, may be forward-looking statements. Forward-looking statements are based on our beliefs and assumptions and on information currently available to us as of the date hereof. In some cases, you can identify forward-looking statements by the following words: "will," "expect," "would," "should," "intend," "believe," "expect," "likely," "believes," "views," "estimates," or other comparable terminology.

Forward-looking statements in this document include, but are not limited to, the Company's ability to close the W3C transaction and the likelihood of success in its legal action. Such forward-looking statements involve a number of risks, uncertainties and other important factors that could cause our actual results to differ materially from those expressed or implied by our forward-looking statements. Such factors include those set forth in "Item 1. Business" and "Item 1A. Risk Factors" of the Form 10-K filed with the Securities and Exchange Commission (the "SEC") on March 11, 2026, as well as in our other reports filed with the SEC from time to time.

All forward-looking statements are expressly qualified in their entirety by such cautionary statements. Readers are cautioned not to place undue reliance on such forward-looking statements. Except as required by law, we undertake no obligation to update or revise any forward-looking statements that have been made to reflect events or circumstances that arise after the date made or to reflect the occurrence of unanticipated events.



Source: Exodus