FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person* Streit Steven W | 2. Issuer Name and GREEN DOT | | | | | elationship of Reportin ck all applicable) Director | | Person(s) to Issuer 10% Owner | | | | | |
|--|--|---|---|----------------|---------------------------|---|---|---|---|---|--|--|--|
| (Last) (First) (Middle 3465 EAST FOOTHILL BOULEVARD | 3. Date of Earliest Tra 09/18/2018 | ansactio | on (Mo | onth/Day/Year) | 2 | below) | Other below t and CEO | (specify) | | | | | |
| (Street) PASADENA CA 91107 (City) (State) (Zip) | 7 | 4. If Amendment, Dat | te of Ori | ginal I | Filed (Month/D | 6. In Line | vidual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Yea | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Disposed Of | Acquired (D) (Instr | l (A) or . 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | | | |
| | | | Code | v | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | | (Instr. 4) | | | |
| Class A Common Stock 09/18/201 | | | J ⁽¹⁾ | | 295,800 | D | \$0.00 | 3,202,555 | I | By Steven W. Streit Family Trust ⁽²⁾ | | | |
| Class A Common Stock | 09/18/2018 | | J ⁽¹⁾ | | 295,800 | A | \$0.00 | 323,202 | D | | | | |
| Class A Common Stock | 09/18/2018 | | S ⁽³⁾ | | 3,668 | D | \$89.4481 | 319,534 | D | | | | |
| Class A Common Stock | 09/18/2018 | | S ⁽³⁾ | | 6,192 | D | \$90.03990 | 313,342 | D | | | | |
| Class A Common Stock | 09/19/2018 | | S ⁽³⁾ | | 2,584 | D | \$85.9126 | 310,758 | D | | | | |
| Class A Common Stock | 09/19/2018 | | S ⁽³⁾ | | 3,411 | D | \$87.14030 | 307,347 | D | | | | |
| Class A Common Stock | 09/19/2018 | 3 | S ⁽³⁾ | | 2,365 | D | \$88.0739 | 304,982 | D | | | | |
| Class A Common Stock | 09/19/2018 | 3 | S ⁽³⁾ | | 1,500 | D | \$89.3666 | 303,482 | D | | | | |
| Class A Common Stock | 09/20/2018 | 3 | S ⁽³⁾ | | 4,318 | D | \$86.2975(1 | ⁰⁾ 299,164 | D | | | | |
| Class A Common Stock | 09/20/2018 | | S ⁽³⁾ | | 5,242 | D | \$87.5579 ⁽¹ | 293,922 | D | | | | |
| Class A Common Stock | 09/20/2018 | | S ⁽³⁾ | | 300 | D | \$87.98(12) | 293,622 | D | | | | |
| Class A Common Stock | | | | | | | | 27,402 | D | | | | |
| Table | | e Securities Acc | | | | | | Dwned | | | | | |

(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) Acquir (A) or Disposor of (D) (Instr. and 5) | | vative rities nired r osed) | 6. Date Exerc Expiration Da (Month/Day/\ | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
|---|---|--|--|------|---|--|---|---------------------|---|--|--|--|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

- 1. These shares were transferred from the Steven W. Streit Family Trust to the reporting person for no consideration in connection with estate planning transactions for the reporting person.
- 2. The reporting person is the trustee of the trust.
- 3. The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 13, 2018.
- 4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$88.70 to \$89.695 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares sold at each separate price within the range
- 5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$89.715 to \$90.65 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares sold at each separate price within the range
- 6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$85.48 to \$86.40 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares sold at each separate price within the range.
- 7. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$86.60 to \$87.51 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares sold at each separate price within the range
- 8. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$87.66 to \$88.65 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares sold at each separate price within the range

- 9. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$89.03 to \$89.90 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares sold at each separate price within the range.
- 10. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$85.95 to \$86.9450 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares sold at each separate price within the range.
- 11. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$86.96 to \$87.85 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares sold at each separate price within the range.
- 12. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$87.96 to \$87.99 er share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares sold at each separate price within the range.

Remarks:

/s/ Lina Davidian as attorneyin-fact for Steven W. Streit 09/20/2018

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.