## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OWR APPRC	JVAL
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	ess of Reporting Per	rson <sup>*</sup>	2. Issuer Name and Ticker or Trading Symbol GREEN DOT CORP [ GDOT ]		tionship of Reporting Pe	rson(s) to Issuer
<u>Streit Steven</u>				X	Director	10% Owner
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	x	Officer (give title below)	Other (specify below)
3465 EAST FO	OTHILL BOUL	EVARD	10/23/2018		President and	1 CEO
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	ridual or Joint/Group Filir	ng (Check Applicable
PASADENA	CA	91107		X	Form filed by One Rep	porting Person
(City)	(State)	(Zip)			Form filed by More that Person	an One Reporting

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code ( 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Class A Common Stock	10/23/2018		<b>S</b> <sup>(1)</sup>		5,135	D	<b>\$75.0151</b> <sup>(2)</sup>	142,765	D	
Class A Common Stock	10/23/2018		S <sup>(1)</sup>		4,325	D	<b>\$75.8597</b> <sup>(3)</sup>	138,440	D	
Class A Common Stock	10/23/2018		S <sup>(1)</sup>		400	D	<b>\$76.525</b> <sup>(4)</sup>	138,040	D	
Class A Common Stock	10/24/2018		S <sup>(1)</sup>		7,860	D	\$75.8738(5)	130,180	D	
Class A Common Stock	10/24/2018		S <sup>(1)</sup>		2,000	D	\$76.8188(6)	128,180	D	
Class A Common Stock	10/25/2018		<b>S</b> <sup>(1)</sup>		600	D	\$73.8892(7)	127,580	D	
Class A Common Stock	10/25/2018		<b>S</b> <sup>(1)</sup>		1,200	D	\$74.91 <sup>(8)</sup>	126,380	D	
Class A Common Stock	10/25/2018		S <sup>(1)</sup>		6,195	D	\$76.0749 <sup>(9)</sup>	120,185	D	
Class A Common Stock	10/25/2018		<b>S</b> <sup>(1)</sup>		1,865	D	<b>\$76.697</b> <sup>(10)</sup>	118,320	D	
Class A Common Stock								3,202,555	I	By Steven W. Streit Family Trust <sup>(11)</sup>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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)	4. Transa Code ( 8)		5. Nu of Deriv Secu Acqu (A) of Dispo of (D) (Instr and 5	ative rities ired osed . 3, 4	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title Amour Securi Underiva Deriva Securi and 4)	nt of ties lying tive ty (Instr. 3	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. 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.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$74.49 to \$75.48 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.

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$75.51 to \$76.41 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.

4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$76.50 to \$76.55 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 \$75.47 to \$76.47 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 \$76.48 to \$77.19 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 \$73.495 to \$74.09 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 \$74.69 to \$75.35 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 \$75.51 to \$76.49 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 \$76.50 to \$76.91 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 reporting person is the trustee of the trust.

**Remarks:** 

### <u>/s/ Lina Davidian as attorney-</u> <u>in-fact for Steven W. Streit</u>

\*\* Signature of Reporting Person

Date

10/25/2018

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

 $^{\ast}$  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.

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