

# SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

(Amendment No. )

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to § 240.14a-12

## Green Dot Corporation

*(Name of Registrant as Specified In Its Charter)*

N/A

*(Name of Person(s) Filing Proxy Statement if Other Than the Registrant)*

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

1. Title of each class of securities to which transaction applies:

2. Aggregate number of securities to which transaction applies:

3. Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):

4. Proposed maximum aggregate value of transaction:

5. Total fee paid:

- Fee paid previously with preliminary materials.
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

1. Amount Previously Paid:

2. Form, Schedule or Registration Statement No.:

3. Filing Party:

4. Date Filed:

On April 18, 2016, Green Dot Corporation launched the website [www.GDOTValue.com](http://www.GDOTValue.com) with the following content:



[Welcome](#) [Press Releases](#) [Shareholder Letters](#) [Presentations](#) [SEC Filings](#) [How to Vote](#) [Contact](#)

By entering this website you acknowledge and agree that you have read the disclaimers set forth below

Green Dot Corporation ("Green Dot" or the "Company") has filed a definitive proxy statement (the "Proxy Statement") and accompanying WHITE proxy card with the Securities and Exchange Commission (the "SEC") on April 18, 2016 in connection with the solicitation of proxies for the 2016 Annual Meeting of Stockholders. **GREEN DOT STOCKHOLDERS ARE URGED TO READ THE PROXY STATEMENT (INCLUDING ANY AMENDMENTS OR SUPPLEMENTS THERETO), THE ACCOMPANYING WHITE PROXY CARD AND ANY OTHER RELEVANT DOCUMENTS THAT GREEN DOT WILL FILE WITH THE SEC WHEN THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION.**

Green Dot, its directors and certain of its executive officers are participants in the solicitation of proxies from stockholders in connection with the 2016 Annual Meeting of Stockholders. Information regarding the identity of these participants and their direct or indirect interests in Green Dot, by security holdings or otherwise, is set forth in the Proxy Statement.

Investors and stockholders will be able to obtain a copy of the Proxy Statement and other documents filed by the Company free of charge from the SEC's website, [www.sec.gov](http://www.sec.gov). Green Dot stockholders will also be able to obtain, without charge, copies of documents filed by Green Dot with the SEC by directing a request by mail to Green Dot Corporation, 3465 East Foothill Blvd., Pasadena, California 91107, Attn: Investor Relations, or from the Company's website, [www.greendot.com](http://www.greendot.com) or the Company's proxy solicitor for the 2016 Annual Meeting, Invisifree M&A Incorporated, toll-free at (877) 800-5186 (banks and brokers may call collect at (212) 750-5833).

#### Forward-Looking Statements

This website contains forward-looking statements, which are subject to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. All statements that address expectations or projections about the future, including about the Company's strategy for growth, product development, market position, anticipated benefits of cost savings initiatives and investments in "high-potential" initiatives, expenditures and financial results. Actual results may differ materially from those contained in the forward-looking statements contained in this website. The potential risks and uncertainties that could cause actual results to differ from those projected include, among other things, the timing and impact of revenue growth activities, the Company's dependence on revenues derived from Walmart and three other retail distributors, impact of competition, the Company's reliance on retail distributors for the promotion of its products and services, demand for the Company's new and existing products and services, continued and improving returns from the Company's investments in new growth initiatives, potential difficulties in integrating operations of acquired entities and acquired technologies, the Company's ability to operate in a highly regulated environment, changes to existing laws or regulations affecting the Company's operating methods or economics, the Company's reliance on third-party vendors, changes in credit card association or other network rules or standards, changes in card association and debit network fees or products or interchange rates, instances of fraud developments in the prepaid financial services industry that impact prepaid debit card usage generally, business interruption or systems failure, and the Company's involvement litigation or investigations. These and other risks are discussed in greater detail in the Company's Securities and Exchange Commission filings, including its most recent annual report on Form 10-K and quarterly report on Form 10-Q, which are available on the Company's investor relations website at [ir.greendot.com](http://ir.greendot.com) and on the SEC website at [www.sec.gov](http://www.sec.gov). The Company undertakes to no duty to update any forward-looking statements as a result of future developments or new information, except as required by law.

Agree I have read and agree to the terms of this website.

## HOW TO VOTE

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## Building Value for Green Dot

This website contains important information regarding Green Dot's upcoming 2016 Annual Meeting of Stockholders to vote on the election of three directors to the Company's Board. We firmly believe our current Board and incumbent nominees, Steven W. Streit, Timothy R. Greenleaf and Michael J. Moritz have the right combination of relevant industry, financial and operational expertise to successfully execute on the Company's Roadmap to Growth.

After navigating a challenging operating environment, Green Dot believes it is now poised to deliver on its growth prospects and create significant value for shareholders. Our Board and management team are confident that the Company's continued execution of the six-step plan is the right path forward and will deliver EPS growth and create significant value over the long term.

We encourage you to read the materials contained on the site and to visit regularly for any updates. We thank you for your support.

## HOW TO VOTE

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## Building Value for Green Dot

### Press Releases

- [04/18/2016 Green Dot Files Definitive Proxy Statement and Sends Letter to Shareholders →](#)
- [04/11/2016 Green Dot Names Three New Independent Directors to its Board →](#)
- [04/11/2016 Green Dot to Repurchase \\$50 Million of Class A Common Stock →](#)
- [03/31/2016 Green Dot Successfully Completes Next Wave of Its Processor Migration Project →](#)
- [03/22/2016 Green Dot Honored at the 2016 PYMNTS Innovator Awards →](#)
- [03/17/2016 Green Dot and Uber Announce "Uber Checking by GoBank®" →](#)
- [03/14/2016 Green Dot Issues Statement Regarding Harvest Capital's Nomination of Directors →](#)
- [03/03/2016 Green Dot Responds to Letter from Harvest Capital →](#)
- [02/24/2016 Green Dot Reports Fourth Quarter 2015 Non-GAAP Total Operating Revenues of \\$151.0M, Adjusted EBITDA of \\$12.7M and Non-GAAP EPS of \\$0.06 →](#)
- [01/27/2016 Green Dot Wins Three Categories in 2016 Pay Awards Including the Prestigious Judges' Choice Category →](#)
- [01/25/2016 Green Dot Comments on Letter from Harvest Capital →](#)

## Building Value for Green Dot

### Shareholder Letters

- [04/18/2016 Letter to Shareholders →](#)

## Building Value for Green Dot

### Presentations

02/24/2016 [GDOT Q4 2015 Earnings Call Supplement](#) →

## Building Value for Green Dot

### SEC Filings

04/18/2016 [DEF14A](#) →  
[Green Dot Definitive Proxy Statement](#)

04/15/2016 [PRER14A](#) →  
[Green Dot Preliminary Proxy Soliciting Materials](#)

04/11/2016 [PRER14A](#) →  
[Green Dot Preliminary Proxy Soliciting Materials](#)

03/29/2016 [PREC14A](#) →  
[Green Dot Preliminary Proxy Statement](#)

03/14/2016 [DEFA14A](#) →  
[Definitive Additional Materials](#)

03/03/2016 [DEF 14A](#) →  
[Definitive Soliciting Materials](#)

## Building Value for Green Dot

### How to Vote

#### YOU CAN VOTE TODAY IN ONE OF THREE WAYS

**Vote by Telephone:** Please call the telephone number listed on your **WHITE** proxy card on a touch-tone telephone and follow the simple recorded instructions. Your vote will be confirmed and cast as you directed.

**Vote by Internet:** Please access the website listed on your **WHITE** proxy card and follow the simple instructions on the screen.

**Vote by Mail:** If you do not have access to a touch-tone telephone or to the Internet, please complete, sign, date and return the proxy card in the postage-paid envelope provided.

If you have questions or need assistance in voting your shares on the **WHITE** proxy card, please contact our proxy solicitor:

**INNISFREE M&A INCORPORATED**

Stockholders call toll-free: (877) 800-5186

Banks and Brokers call collect: (212) 750-5833

## Building Value for Green Dot

### Contact

#### Investor Contact

Green Dot Corporation  
Investor Relations  
(626) 765-2427  
[ir@greendot.com](mailto:ir@greendot.com)

#### Media Contacts

Brian Ruby  
(203) 662-8268  
[brian.ruby@crinc.com](mailto:brian.ruby@crinc.com)  
OR  
John Christiansen/Meghan Gavigan  
(415) 618-8750  
[jchristiansen@sardverb.com](mailto:jchristiansen@sardverb.com) / [mgavigan@sardverb.com](mailto:mgavigan@sardverb.com)

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