

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
OMB Number:	3235-0362
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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).

Form 3 Holdings Reported.

Form 4 Transactions Reported.

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

1. Name and Address of Reporting Person* <u>Streit Steven W</u> (Last) (First) (Middle) 3465 EAST FOOTHILL BOULEVARD (Street) PASADENA CA 91107 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>GREEN DOT CORP [GDOT]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chairman, President and CEO</u>
	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) <u>12/31/2012</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Class A Common Stock							89,000	I	By Steven W. Streit Family Trust ⁽¹⁾
Class A Common Stock							388 ⁽²⁾	I	By father

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (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)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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)	
					(A)	(D)	Date Exercisable	Expiration Date						Title
Class B Common Stock ⁽³⁾	(3)	02/28/2011		G5		210,247 ⁽⁴⁾	(3)	(3)	Class A Common Stock	210,247	\$0.00	0	D	
Class B Common Stock ⁽³⁾	(3)	02/28/2011		G5	210,247 ⁽⁴⁾		(3)	(3)	Class A Common Stock	210,247	\$0.00	2,869,541	I	By Steven W. Streit Family Trust ⁽¹⁾
Class B Common Stock ⁽³⁾	(3)	03/08/2011		G5		44,759 ⁽⁵⁾⁽⁶⁾⁽⁷⁾	(3)	(3)	Class A Common Stock	44,759	\$0.00	0	D	
Class B Common Stock ⁽³⁾	(3)	03/08/2011		G5	44,759 ⁽⁵⁾		(3)	(3)	Class A Common Stock	44,759	\$0.00	2,914,300 ⁽⁸⁾	I	By Steven W. Streit Family Trust ⁽¹⁾
Class B Common Stock ⁽³⁾	(3)	02/29/2012		G		100,339 ⁽⁹⁾⁽¹⁰⁾	(3)	(3)	Class A Common Stock	100,339	\$0.00	0	D	
Class B Common Stock ⁽³⁾	(3)						(3)	(3)	Class A Common Stock	95,560		95,560 ⁽⁹⁾	I	By Streit 2012 GRAT A dated 02/07/2012 ⁽¹⁾
Class B Common Stock ⁽³⁾	(3)						(3)	(3)	Class A Common Stock	4,779		4,779 ⁽¹⁰⁾	I	By Streit 2012 GRAT B dated 02/07/2012 ⁽¹⁾
Class B Common Stock ⁽³⁾	(3)						(3)	(3)	Class A Common Stock	28,020		28,020 ⁽¹¹⁾	I	By minor children

Explanation of Responses:

- The reporting person is the trustee of the trust.
- The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- The Class B Common Stock is convertible at the holder's option into the issuer's Class A Common Stock on a 1-for-1 basis, and has no expiration date.
- These shares were gifted to the Steven W. Streit Family Trust on February 28, 2011 by the reporting person.
- These shares were gifted to the Steven W. Streit Family Trust on March 8, 2011 by the reporting person.
- Includes 42,627 shares that were previously reported as indirectly beneficially owned by the Streit 2009 GRAT A, and subsequently were distributed to and became directly owned by the reporting person on March 8, 2011 pursuant to the terms of the Streit 2009 GRAT A, which provides for annual annuity distributions from the trust to its grantor.
- Includes 2,132 shares that were previously reported as indirectly beneficially owned by the Streit 2009 GRAT B, and subsequently were distributed to and became directly owned by the reporting person on March 8, 2011 pursuant to the terms of the Streit 2009 GRAT B, which provides for annual annuity distributions from the trust to its grantor.
- As of December 31, 2012, the Steven W. Streit Family Trust holds 2,893,300 shares of Class B Common Stock, which amount reflects the previously reported dispositions of 17,000 shares of Class B Common Stock on May 19, 2011 and 4,000 shares of Class B Common Stock on May 9, 2012 in connection with gifts to unaffiliated entities of a like number of shares of Class A Common Stock issued upon conversion thereof in connection with these gifts.
- These shares were previously reported as indirectly beneficially owned by the Streit 2009 GRAT A but were distributed to and became directly owned by the reporting person on February 9, 2012 pursuant to the terms of the Streit 2009 GRAT A, which provides for annual annuity distributions from the trust to its grantor. Thereafter, these shares were contributed to the Streit 2012 GRAT A dated 2/7/2012 on February 29, 2012.

10. These shares were previously reported as indirectly beneficially owned by the Streit 2009 GRAT B but were distributed to and became directly owned by the reporting person on February 9, 2012 pursuant to the terms of the Streit 2009 GRAT B, which provides for annual annuity distributions from the trust to its grantor. Thereafter, these shares were contributed to the Streit 2012 GRAT B dated 2/7/2012 on February 29, 2012.

11. The reporting person no longer has a reportable beneficial ownership interest in 5,000 shares of the issuer's Class B Common Stock owned by one of his children and included in the reporting person's prior ownership reports.

Remarks:

/s/ Lina Davidian as attorney-in-
fact for Steven W. Streit 02/13/2013

** 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.