

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person* <u>Sgoutas Konstantinos</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) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Revenue Officer</u>		
3. Date of Earliest Transaction (Month/Day/Year) 07/01/2013			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 Following Reported Transaction(s) (Instr. 3 and 4)	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			
Class A Common Stock	07/01/2013		C		10,000	A	\$0.00	24,912 ⁽¹⁾	D	
Class A Common Stock	07/01/2013		S ⁽²⁾		10,000	D	\$20	14,912	D	

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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (right to buy Class B Common Stock) ⁽³⁾	\$10.75	07/01/2013		M			1,875	08/12/2012	08/12/2018	Class B Common Stock ⁽³⁾	1,875	\$0.00	0	D	
Stock Option (right to buy Class B Common Stock) ⁽³⁾	\$1.41	07/01/2013		M			8,125	02/01/2010	02/01/2016	Class B Common Stock ⁽³⁾	8,125	\$0.00	5,909	D	
Class B Common Stock ⁽³⁾	\$0.00	07/01/2013		M			10,000	(3)	(3)	Class A Common Stock	10,000	\$0.00	10,000	D	
Class B Common Stock ⁽³⁾	\$0.00	07/01/2013		C			10,000	(3)	(3)	Class A Common Stock ⁽⁴⁾	10,000	\$0.00	0	D	

Explanation of Responses:

- Includes 2,175 shares acquired under the issuer's employee stock purchase plan on May 14, 2013.
- The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 17, 2013.
- 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.
- The holder elected to convert the shares of Class B Common Stock into Class A Common Stock, which Class A Common Stock has no exercisable date or expiration date.

Remarks:

/s/ Lina Davidian as attorney-in-fact for Konstantinos Sgoutas 07/03/2013

** 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.