

# 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:

The following is an excerpt from an e-mail sent by John C. Ricci, the General Counsel of Green Dot Corporation (the "Company"), to the Company's employees on May 5, 2016:

**Proxy Materials for the 2016 Annual Meeting of Stockholders**

Green Dot's Annual Meeting of Stockholders will be held on May 23, 2016. As Green Dot employees, many of you own shares of Green Dot stock. At the upcoming meeting, you can vote shares of Green Dot stock that you held as of March 31, 2016, the record date for the Annual Meeting.

Depending on how you hold your Green Dot shares, you may receive multiple copies of proxy materials for the Annual Meeting as well as multiple proxy cards.

If you hold shares of Green Dot stock, whether registered in your name or in "street name," you will receive one proxy card for each account which holds shares. Shares held in "street name" refers to when a brokerage or other financial intermediary holds the shares in its name and not in your name, but for your account.

If you want to vote for the Company's nominees with all of the shares you hold-whether across different accounts, in vested and unvested portions or otherwise- you should fill out a WHITE proxy card for each of your accounts or forms of ownership.

If you have any questions about how to vote your shares, or need additional assistance, please contact Innisfree M&A Incorporated, toll free at (877) 800-5186.

**Please sign, date and return all WHITE proxy cards you receive from the Company to vote for the Company's director nominees and in accordance with the Board's other recommendations.** If you choose to vote by phone or by Internet, please vote once for each WHITE proxy card you receive in accordance with the instructions on the proxy card.

**The deadline to vote is May 23, but you can vote at any time between now and then.**