UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. 1)*

GREEN DOT CORPORATION

(Name of issuer)

CLASS A COMMON STOCK (Title of class of securities)

> 39304D102 (CUSIP number)

> > 12/31/11

(Date of event which requires filing of this statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

□ Rule 13d-1(b)

□ Rule 13d-1(c)

⊠ Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13G

Page	2	of	14	Page
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CUSIP	USIP No. 39304D102 Page 2 of 14 Pages					
(1)	 Names of reporting persons SEQUOIA CAPITAL FRANCHISE FUND, L.P. ("SCFF") I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) 94-3324307 					
(2)	Check the appropriate box if a member of a group (see instructions) (a) □ (b) ⊠					
(3)	SEC use	e only				
(4)	Citizens	hip o	r place of organization			
	DELAW	/ARE				
		(5)	Sole voting power			
Nu	mber of		0			
S	hares eficially	(6)	Shared voting power			
ow	ned by		2,488,0991			
	each oorting	(7)	Sole dispositive power			
person 0						
		(8)	Shared dispositive power			
			2,488,0991			
(9)	9) Aggregate amount beneficially owned by each reporting person					
	2,488,0991					
(10)						
(11)	11) Percent of class represented by amount in Row (9)					
	8.2% ²					
(12)	Type of	repor	ting person (see instructions)			
	PN					

1 Excludes 5,290 shares of the Issuer's Series A Convertible Junior Participating Non-Cumulative Perpetual Preferred Stock (the "Series A Preferred Stock"). Each share of the Issuer's Series A Preferred Stock is non-voting and is convertible into one thousand shares of the Issuer's Class A common stock only in connection with transfers to unaffiliated third parties.

(1)) Names of reporting persons				
	SEQUOIA CAPITAL FRANCHISE PARTNERS, L.P. ("SCFP")				
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)				
	94-3330				
(2)			propriate box if a member of a group (see instructions)		
	(a) 🗆	(b			
(3)	SEC use	only			
(3)	SEC use	omy			
(4)	Citizens	hip oi	place of organization		
	DELAW	ARE			
		(5)	Sole voting power		
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	nber of	(6)	Shared voting power		
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(10)	0) Check if the aggregate amount in Row (9) excludes certain shares (see instructions)				
(11)	1) Percent of class represented by amount in Row (9)				
(11)					
	$1.1\%^2$				
(12)					
(12)	Type of	герог	mig person (see instructions)		
	PN				

¹ Excludes 721 shares of the Issuer's Series A Preferred Stock. Each share of the Issuer's Series A Preferred Stock is non-voting and is convertible into one thousand shares of the Issuer's Class A common stock only in connection with transfers to unaffiliated third parties.

owned by each reporting person with: General Partner of each of SCFF and SCFP.1 (7) Sole dispositive power (8) Shared dispositive power 2,827,749 shares of which 2,488,099 shares are directly held by SCFF and 339,650 shares are directly held by SCFP. SCFF LLC is the General Partner of each of SCFF and SCFP.1 (9) Aggregate amount beneficially owned by each reporting person 2,827,749 · (10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions) (11) Percent of class represented by amount in Row (9)	SCFF MANAGEMENT, LLC ("SCFF LLC") I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) 94-33243/6 (2) Check the appropriate box if a member of a group (see instructions) (a) □ 0) □ (3) SEC use only (4) Citizenship or place of organization DELAWER (5) Sole voting power 2,827,749 shares of which 2,488,099 shares are directly held by SCFF and 339,650 shares are directly held by SCFP. SCFF LLC is the General Partner of each of SCFF and SCFP.! each reporting with: (7) Sole dispositive power 2,827,749 shares of which 2,488,099 shares are directly held by SCFF and 339,650 shares are directly held by SCFP. SCFF LLC is the General Partner of each of SCFF and SCFP.! each reporting with: (7) Shared dispositive power 2,827,749 shares of which 2,488,099 shares are directly held by SCFF and 339,650 shares are directly held by SCFP. SCFF LLC is the General Partner of each of SCFF and SCFP.! (7) (8) Shared dispositive power 2,827,749 shares of which 2,488,099 shares are directly held by SCFF and 339,650 shares are directly held by SCFP. SCFF LLC is the General Partner of each of SCFF and SCFP.! (7) (7) Sale dispositive power 2,827,749 shares of which 2,488,099 shares are directly held by SCFF and 339,650 shares are directly held by SCFP. SCFF LLC is the General Partner of each of SCFF and SCFP.! (8) (7) Sale dispositive power 2,827,749 shares of which 2,488,099 shares are directly held by SCFF and S39,650 shares are directly held by SCFP. SCFF LLC is the General Partner of each of SCFF and SCFP.! (8) <						
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(11) Percent of class represented by amount in Row (9)	 (11) Percent of class represented by amount in Row (9) 9.4%² (12) Type of reporting person (see instructions) 		2,827,74	91			
	9.4% ² (12) Type of reporting person (see instructions)	(10)	Check if	the a	aggregate amount in Row (9) excludes certain shares (see instructions) \Box		
	9.4% ² (12) Type of reporting person (see instructions)	(11)	1) Percent of class represented by amount in Row (9)				
0 40/2	(12) Type of reporting person (see instructions)	()					
9.4%2							
(12) Type of reporting person (see instructions)		(12)					
	00	()					
			00				
			00				

¹ Excludes 6,011 shares of the Issuer's Series A Preferred Stock. Each share of the Issuer's Series A Preferred Stock is non-voting and is convertible into one thousand shares of the Issuer's Class A common stock only in connection with transfers to unaffiliated third parties.

(1)			
	SEQUOIA CAPITAL U.S. GROWTH FUND IV, L.P. ("SCGF IV")		
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) 98-0589567		
(2)			propriate box if a member of a group (see instructions)
(-)	(a)) 🛛
(3)	SEC use	e only	
(4)	Citizens	hip o	r place of organization
	CAYMA		LANDS
		(5)	Sole voting power
Nu	mber of		0
-	hares	(6)	Shared voting power
	eficially		
	ned by		382,0731
	each oorting	(7)	Sole dispositive power
-	erson		
-	with:	(8)	0 Shared dispositive power
		(0)	Shared dispositive power
			382,0731
(9)	Aggrega	te an	nount beneficially owned by each reporting person
(3)	199.69	ite un	iour beneficiary owned by each reporting periodi
	382,073	1	
(10)	0) Check if the aggregate amount in Row (9) excludes certain shares (see instructions)		
(11)	D.	6 1	
(11)	1) Percent of class represented by amount in Row (9)		
	$1.3\%^{2}$		
(12)	1.3% ² 2) Type of reporting person (see instructions)		
(12)	Type of	repor	mig person (see monuctions)
	PN		
	1 1 1		

¹ Excludes 813 shares of the Issuer's Series A Preferred Stock. Each share of the Issuer's Series A Preferred Stock is non-voting and is convertible into one thousand shares of the Issuer's Class A common stock only in connection with transfers to unaffiliated third parties.

(1)					
	SEQUOIA CAPITAL USGF PRINCIPALS FUND IV, L.P. ("SCGF IV PF")				
			TIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)		
(2)	98-0619		propriate box if a member of a group (see instructions)		
(2)	(a) \Box) 🗵		
	(a) 🗆	(D			
(3)	SEC use	e only			
(4)	Citizens	hip o	r place of organization		
	CAYMA	AN IS	SLANDS		
		(5)	Sole voting power		
Nu	mber of		0		
-	hares	(6)	Shared voting power		
-	eficially				
	ned by		16,8721		
	each	(7)	Sole dispositive power		
	porting				
	erson with:		0		
	wittii.	(8)	Shared dispositive power		
			16,8721		
(9)	Aggrega	ite an	nount beneficially owned by each reporting person		
	16,8721				
(10)					
(11)	(11) Percent of class represented by amount in Row (9)				
	0.1%2				
(12)	(12) Type of reporting person (see instructions)				
	PN				
1,	- 1 1	o= 1	area of the Jacuar's Caries A Dreferred Stack. Each share of the Jacuar's Caries A Dreferred Stack is non-visting and is convertible into one		

Excludes 35 shares of the Issuer's Series A Preferred Stock. Each share of the Issuer's Series A Preferred Stock is non-voting and is convertible into one thousand shares of the Issuer's Class A common stock only in connection with transfers to unaffiliated third parties.

SCHEDULE 13G

CUSIP No. 39304E

(1)			orting persons
	SCGF I	V MA	ANAGEMENT, L.P. ("SCGF IV MGMT")
	I.R.S. II	DENT	IFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
	98-0589	559	
(2)	Check th	ne apj	propriate box if a member of a group (see instructions)
	(a) 🗆	(b	
(2)			
(3)	SEC use	only	
(4)	Citizens	hip o	r place of organization
	CAYMA	AN IS	LANDS
		(5)	Sole voting power
Nu	mber of		0
-	hares	(6)	Shared voting power
-	eficially	(-)	398,945 shares of which 382,073 shares are directly held by SCGF IV and 16,872 shares are directly held by SCGF IV PF. SCGF IV
	ned by		MGMT is the General Partner of each of SCGF IV and SCGF IV PF. ¹
	each	(7)	Sole dispositive power
rep	oorting	. ,	
р	erson		0
V	with:	(8)	Shared dispositive power
		(0)	398,945 shares of which 382,073 shares are directly held by SCGF IV and 16,872 shares are directly held by SCGF IV PF. SCGF IV
			MGMT is the General Partner of each of SCGF IV and SCGF IV PF. ¹
(9)	(9) Aggregate amount beneficially owned by each reporting person		
(0)		ite un	iour cenencum connect of each reporting periodi
	398,9451		
(10)	(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions)		
(11)	(11) Percent of class represented by amount in Row (9)		
(11)	(11) reiten of trass represented by anifulit in tow (9)		
	4 00/2		
	1.3% ²		
(12)	12) Type of reporting person (see instructions)		
	PN		
1			

Excludes 848 shares of the Issuer's Series A Preferred Stock. Each share of the Issuer's Series A Preferred Stock is non-voting and is convertible into one thousand shares of the Issuer's Class A common stock only in connection with transfers to unaffiliated third parties.

(1)			orting persons		
	SCGF GENPAR, LTD. ("SCGF GP")				
	I.R.S. II	DENT	TIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)		
	98-0603				
(2)	Check t		propriate box if a member of a group (see instructions)		
	(a) 🗆	(b			
(3)	SEC use	e only			
(4)	Citizens	hip o	r place of organization		
		•			
	CAYM	AN IS	SLANDS		
		(5)	Sole voting power		
NT			0		
-	mber of hares	(6)			
-		(6)	398,945 shares of which 382,073 shares are directly held by SCGF IV and 16,872 shares are directly held by SCGF IV PF. SCGF GP is		
	eficially		the General Partner of SCGF IV MGMT. ¹		
	med by				
	each	(7)	Sole dispositive power		
	oorting				
-	erson		0		
	with:	(8)	Shared dispositive power		
			398,945 shares of which 382,073 shares are directly held by SCGF IV and 16,872 shares are directly held by SCGF IV PF. SCGF GP is		
			the General Partner of SCGF IV MGMT. ¹		
(9)	Aggrega	ite an	nount beneficially owned by each reporting person		
	22 0				
	398,945	1			
(10)	Check i	f the a	aggregate amount in Row (9) excludes certain shares (see instructions)		
(11)	Deveent	- 6 -1-			
(11)	(11) Percent of class represented by amount in Row (9)				
	1.00/0				
	1.3% ²				
(12)	12) Type of reporting person (see instructions)				
	00				
1 .					

Excludes 848 shares of the Issuer's Series A Preferred Stock. Each share of the Issuer's Series A Preferred Stock is non-voting and is convertible into one thousand shares of the Issuer's Class A common stock only in connection with transfers to unaffiliated third parties.

ITEM 1.

- (a) Name of Issuer: Green Dot Corporation
- (b) Address of Issuer's Principal Executive Offices:
 605 E. Huntington Drive, Suite 205 Monrovia, CA 91016

ITEM 2.

(a) Name of Persons Filing:

Sequoia Capital Franchise Fund, L.P. Sequoia Capital Franchise Partners, L.P. SCFF Management, LLC Sequoia Capital U.S. Growth Fund IV, L.P. Sequoia Capital USGF Principals Fund IV, L.P. SCGF IV Management, L.P. SCGF GenPar, Ltd.

SCFF LLC is the General Partner of each of SCFF and SCFP. SCGF IV MGMT is the General Partner of each of SCGF IV and SCGF IV PF. SCGF GP is the General Partner of SCGF IV MGMT.

(b) Address of Principal Business Office or, if none, Residence: 3000 Sand Hill Road, 4-250 Menlo Park, CA 94025

Citizenship: SCFF LLC, SCFF, SCFP: Delaware SCGF IV MGMT, SCGF IV, SCGF IV PF, SCGF GP: Cayman Islands

- (c) Title of Class of Securities: Class A common stock
- (d) CUSIP Number: 39304D102
- ITEM 3. If this statement is filed pursuant to Rules 13d-1(b) or 13d-2(b) or (c), check whether the person filing is a:

NOT APPLICABLE

ITEM 4. Ownership

SEE ROWS 5 THROUGH 11 OF COVER PAGES

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

Page 9 of 14 Pages

SCHEDULE 13G

CUSIP No. 39304D102

Page 10 of 14 Pages

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following. []

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

NOT APPLICABLE

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY OR CONTROL PERSON

NOT APPLICABLE

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

NOT APPLICABLE

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

NOT APPLICABLE

ITEM 10. CERTIFICATION

NOT APPLICABLE

SCHEDULE 13G

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 8, 2012

Sequoia Capital Franchise Fund Sequoia Capital Franchise Partners

> By: SCFF Management, LLC a Delaware Limited Liability Company General Partner of Each

By: /s/ Douglas Leone Douglas Leone, Managing Member

SCFF Management, LLC, a Delaware Limited Liability Company

By: /s/ Douglas Leone Douglas Leone, Managing Member

Sequoia Capital U.S. Growth Fund IV, L.P. Sequoia Capital USGF Principals Fund IV, L.P.

> By: SCGF IV Management, L.P. A Cayman Islands exempted limited partnership General Partner of Each

By: SCGF GenPar, Ltd A Cayman Islands limited liability company Its General Partner

By: /s/ Douglas Leone Douglas Leone, Managing Director

SCGF IV Management, L.P. A Cayman Islands exempted limited partnership

> By: SCGF GenPar, Ltd A Cayman Islands limited liability company Its General Partner

By: /s/ Douglas Leone Douglas Leone, Managing Director

SCGF GenPar, Ltd A Cayman Islands limited liability company

By: /s/ Douglas Leone Douglas Leone, Managing Director

SCHEDULE 13G

EXHIBIT 1 AGREEMENT AS TO JOINT FILING OF SCHEDULE 13G

The undersigned hereby agree that the Schedule 13G relating to the Class A common stock of Green Dot Corporation, and any further amendments thereto, to which this Agreement as to Joint Filing of Schedule 13G is attached as an exhibit is filed on behalf of each of them pursuant to and in accordance with the provisions of Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended.

Date: February 8, 2012

Sequoia Capital Franchise Fund Sequoia Capital Franchise Partners

> By: SCFF Management, LLC a Delaware Limited Liability Company General Partner of Each

By: /s/ Douglas Leone Douglas Leone, Managing Member

SCFF Management, LLC, a Delaware Limited Liability Company

By: /s/ Douglas Leone Douglas Leone, Managing Member

Sequoia Capital U.S. Growth Fund IV, L.P. Sequoia Capital USGF Principals Fund IV, L.P.

> By: SCGF IV Management, L.P. A Cayman Islands exempted limited partnership General Partner of Each

By: SCGF GenPar, Ltd A Cayman Islands limited liability company Its General Partner

By: /s/ Douglas Leone Douglas Leone, Managing Director

SCGF IV Management, L.P. A Cayman Islands exempted limited partnership

> By: SCGF GenPar, Ltd A Cayman Islands limited liability company Its General Partner

By: /s/ Douglas Leone

Douglas Leone, Managing Director

SCGF GenPar, Ltd A Cayman Islands limited liability company

By: /s/ Douglas Leone Douglas Leone, Managing Director