

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>Osher Jeffrey</u> (Last) (First) (Middle) 505 MONTGOMERY STREET SUITE 1250 (Street) SAN FRANCISCO CA 94111 (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 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 03/16/2020	
	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 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	03/16/2020		X		4,000	A	\$35	938,200	I	By HSCP Strategic II, L.P. ⁽¹⁾
Class A Common Stock	03/18/2020		X		200	A	\$35	938,400	I	By HSCP Strategic II, L.P. ⁽¹⁾
Class A Common Stock	03/19/2020		X		35,700	A	\$35	974,100	I	By HSCP Strategic II, L.P. ⁽¹⁾
Class A Common Stock	03/20/2020		X		90,900	A	\$35	1,065,000	I	By HSCP Strategic II, L.P. ⁽¹⁾
Class A Common Stock								358,482	I	By Harvest Small Cap Partners, L.P. ⁽²⁾
Class A Common Stock								816,518	I	By Harvest Small Cap Partners Master, Ltd. ⁽³⁾
Class A Common Stock								0	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		Date Exercisable	Expiration Date						Title
Class A Common Stock	\$35	03/16/2020		X		4,000	02/24/2020	03/20/2020	Class A Common Stock	4,000	\$0.00	126,800	I	By HSCP Strategic II, L.P.

**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	Amount or Number of Shares				
Class A Common Stock	\$35	03/18/2020		X			200	02/24/2020	03/20/2020	Class A Common Stock	200	\$0.00	126,600	I	By HSCP Strategic II, L.P. ⁽¹⁾
Class A Common Stock	\$35	03/19/2020		X			35,700	02/24/2020	03/20/2020	Class A Common Stock	35,700	\$0.00	90,900	I	By HSCP Strategic II, L.P.
Class A Common Stock	\$35	03/20/2020		X			90,900	02/24/2020	03/20/2020	Class A Common Stock	90,900	\$0.00	0	I	By HSCP Strategic II, L.P.

Explanation of Responses:

1. Reporting person is the founding partner of No Street GP LP, an investment advisor to HSCP Strategic II, L.P.
2. Reporting person is the founding partner of No Street GP LP, an investment advisor to Harvest Small Cap Partners, L.P.
3. Reporting person is the founding partner of No Street GP LP, an investment advisor to Harvest Small Cap Partners Master, Ltd.

Remarks:

/s/ Lina Davidian as attorney-
in-fact for Jeffrey Osher 05/28/2020

** 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.