

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

| OMB APPROVAL | |
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| 1. Name and Address of Reporting Person* Streit Steven W (Last) (First) (Middle) 605 E. HUNTINGTON DRIVE, SUITE 205 (Street) MONROVIA CA 91016 (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol GREEN DOT CORP [GDOT] | 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) Chairman, President and CEO |
| | 3. Date of Earliest Transaction (Month/Day/Year) 07/27/2010 | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | |

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 | 07/27/2010 | | C | | 542,690 | A | \$0.00 | 542,690 ⁽¹⁾ | I | By Steven W. Streit Family Trust |
| Class A Common Stock | 07/27/2010 | | S | | 542,690 | D | \$33.48 | 0 | I | By Steven W. Streit Family Trust |
| Class A Common Stock | 07/27/2010 | | P | | 388 | A | \$36 | 388 ⁽²⁾ | I | By father |
| Class A Common Stock | | | | | | | | 0 | I | By minor children |
| Class A Common Stock | | | | | | | | 0 | I | By Streit 2009 GRAT A |
| Class A Common Stock | | | | | | | | 0 | I | By Streit 2009 GRAT B |

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 | | | | |
| Series A Convertible Preferred Stock ⁽³⁾ | \$0.00 | 07/27/2010 | | C | | | 42,641 | (3) | (3) | Class B Common Stock ⁽⁴⁾ | 42,641 | \$0.00 | 0 | I | By Steven W. Streit Family Trust |
| Class B Common Stock ⁽⁴⁾ | \$0.00 | 07/27/2010 | | C | | 42,641 | | (4) | (4) | Class A Common Stock | 42,641 | \$0.00 | 3,633,729 ⁽¹⁾ | I | By Steven W. Streit Family Trust |
| Class B Common Stock ⁽⁴⁾ | \$0.00 | 07/27/2010 | | C | | 542,690 | | (4) | (4) | Class A Common Stock ⁽⁵⁾ | 542,690 | \$0.00 | 3,091,039 ⁽¹⁾ | I | By Steven W. Streit Family Trust |
| Class B Common Stock ⁽⁴⁾ | \$0.00 | | | | | | | (4) | (4) | Class A Common Stock | 210,247 | | 210,247 | D | |
| Class B Common Stock ⁽⁴⁾ | \$0.00 | | | | | | | (4) | (4) | Class A Common Stock | 34,040 | | 34,040 | I | By minor children |
| Class B Common Stock ⁽⁴⁾ | \$0.00 | | | | | | | (4) | (4) | Class A Common Stock | 400,000 | | 400,000 ⁽¹⁾ | I | By Streit 2009 GRAT A |

**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 B Common Stock ⁽⁴⁾ | \$0.00 | | | | | | | (4) | (4) | Class A Common Stock | 20,000 | | 20,000 ⁽¹⁾ | I | By Streit 2009 GRAT B |

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 convertible preferred stock converted into the issuer's Class B Common Stock on a 1-for-1 basis on the closing of the issuer's initial public offering and had no expiration date.
- 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 Steven W. Streit 07/29/2010

** 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.

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