Streit Steven W Form 4 October 26, 2017

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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OMB APPROVAL

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may continue.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Streit Steven W			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle)			GREEN DOT CORP [GDOT]	(Check all applicable)			
			3. Date of Earliest Transaction				
			(Month/Day/Year)	X Director 10% Owner			
3465 EAST FOOTHILL BOULEVARD			10/24/2017	_X_ Officer (give title Other (specify			
				below) below) President and CEO			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line)			
				X Form filed by One Reporting Person			
DACADENIA	CA 01107			Form filed by More than One Reporting			

Person

PASADENA, CA 9110/

(City)	(State)	(Zip) 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. 4. Securities Acquired (A) Transactiom Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Class A Common Stock	10/24/2017		Code V M	Amount 2,665	(D)	Price \$ 4.64	176,621	D		
Class A Common Stock	10/24/2017		S(1)	2,665	D	\$ 55.6751	173,956	D		
Class A Common Stock	10/25/2017		M	2,665	A	\$ 4.64	176,621	D		
Class A Common	10/25/2017		S(1)	2,665	D	\$ 55.8697	173,956	D		

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Stock					(3)				
Class A Common Stock	10/26/2017	M	2,665	A	\$ 4.64	176,621	D		
Class A Common Stock	10/26/2017	S <u>(1)</u>	2,665	D	\$ 56.6724 (4)	173,956	D		
Class A Common Stock						3,498,355	I	By Steven W. Streit Family Trust (5)	
Class A Common Stock						25,757	I	By minor children	
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. **Porcent who remond to the collection of SEC 1474									

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SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transacti Code (Instr. 8)	5. Number on f 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 Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy Class A Common Stock)	\$ 4.64	10/24/2017		M	2,665	08/31/2011	02/15/2018	Class A Common Stock	2,665
Stock Option (right to buy Class	\$ 4.64	10/25/2017		M	2,665	08/31/2011	02/15/2018	Class A Common Stock	2,665

A

Common

Stock)

Stock

Option

(right to Class A

buy Class \$ 4.64 10/26/2017 M 2,665 08/31/2011 02/15/2018 Common

Stock

2,665

Common Stock)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Streit Steven W

3465 EAST FOOTHILL BOULEVARD X President and CEO

PASADENA, CA 91107

Signatures

/s/ Lina Davidian as attorney-in-fact for Steven W.
Streit 10/26/2017

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 31, 2017.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$55.15 (2) to \$56.12 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares sold at each separate price within the range.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from (3) \$55.405 to \$56.15 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares sold at each separate price within the range.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$56.52 (4) to \$57.03 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares sold at each separate price within the range.
- (5) The reporting person is the trustee of the trust.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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