Streit Steven W Form 4 March 28, 2019

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

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OMB APPROVAL

Number:

Expires:

3235-0287

January 31,

Form 5 obligations may continue. See Instruction

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

(Print or Type Responses)

1(b).

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

(First) (Middle) (Last)

(Street)

(Ctota)

(7:-

GREEN DOT CORP [GDOT]

(Check all applicable)

President and CEO

3465 EAST FOOTHILL

3. Date of Earliest Transaction

(Month/Day/Year) 03/26/2019

_X__ Director 10% Owner X_ Officer (give title Other (specify below)

BOULEVARD

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

59.1598

X Form filed by One Reporting Person Form filed by More than One Reporting Person

PASADENA, CA 91107

Common

(City)	(State)	(Zip) Tab	le I - Non-	Derivativ	e Secu	rities Acqui	red, Disposed of,	or Beneficial	ly 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)				5. Amount of 6. Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Class A	03/26/2019		S(1)	3,502	D	\$ 59.2391	35,005	D	
Common Stock	03/20/2019		3 <u>(-)</u>	3,302	ע	(2)	33,003	D	
Class A Common Stock	03/26/2019		S <u>(1)</u>	3,900	D	\$ 60.1023 (3)	31,105	D	
Class A Common Stock	03/26/2019		S <u>(1)</u>	300	D	\$ 60.77 (4)	30,805	D	
Class A	03/27/2019		S <u>(1)</u>	5,801	D	\$	25,004	D	

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Stock					<u>(5)</u>			
Class A Common Stock	03/27/2019	S <u>(1)</u>	1,900	D	\$ 59.7526 (6)	23,104	D	
Class A Common Stock	03/28/2019	S <u>(1)</u>	7,702	D	\$ 59.7675 (7)	15,402	D	
Class A Common Stock						3,192,555	I	By Steven W. Streit Family Trust (8)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Tit	le and	8. Price of	•
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	tionNumber	Expiration D	ate	Amou	unt of	Derivative	į
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Unde	rlying	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Derivative	e		Secur	rities	(Instr. 5)	į
	Derivative				Securities	3		(Instr	. 3 and 4)		•
	Security				Acquired						1
					(A) or						į
					Disposed						
					of (D)						
					(Instr. 3,						
					4, and 5)						
									A manust		
									Amount		
						Date	Expiration	Title	or Number		
						Exercisable	Date				
				C 1	17 (A) (D)				of		
				Code	V (A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Streit Steven W 3465 EAST FOOTHILL BOULEVARD PASADENA, CA 91107	X		President and CEO				

Reporting Owners 2

Signatures

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

03/28/2019

**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 August 13, 2018.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$58.66 (2) to \$59.56 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 \$59.67 (3) to \$60.53 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 \$60.68 (4) to \$60.88 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 \$58.52 (5) to \$59.52 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 \$59.58 (6) to \$60.03 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.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$59.18 (7) to \$60.10 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.
- (8) 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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