Streit Steven W Form 4/A March 22, 2018

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION 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**

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Streit Steven W

Symbol

5. Relationship of Reporting Person(s) to Issuer

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

(Last) (First)

(Street)

(Middle)

GREEN DOT CORP [GDOT]

2. Issuer Name and Ticker or Trading

3. Date of Earliest Transaction (Month/Day/Year)

03/15/2018

(Check all applicable)

President and CEO

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

4. If Amendment, Date Original

Filed(Month/Day/Year) 03/16/2018

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

Person

PASADENA, CA 91107

3465 EAST FOOTHILL

BOULEVARD

(City)	(State)	(Zip) Tab	le I - Non-	Derivative S	Securi	ties Acqui	ired, 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. Transacti Code (Instr. 8)	(A)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Class A Common Stock	03/15/2018		A	213,880 (1)	A	\$ 0	387,836	D	
Class A Common Stock	03/15/2018		F	106,043 (2)	D	\$ 67.04	281,793	D	
Class A Common Stock							3,498,355	I	By Steven W. Streit Family Trust (3)

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

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 control number.

SEC 1474 (9-02)

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	isable and	7. Title	and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	ctionNumber	Expiration Da	ate	Amour	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	Derivative	e		Securit	ties	(Instr. 5)
	Derivative				Securities			(Instr.	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date Exercisable	Expiration Date	Title N	or	
									Number	
									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 X President and CEO

PASADENA, CA 91107

Signatures

/s/ Lina Davidian as attorney-in-fact for Steven W.
Streit 03/22/2018

**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).
- Represents shares of Class A Common Stock underlying a performance-based restricted stock unit award granted on March 31, 2015.

 (1) 100% of the award vested on March 15, 2018. This amended Form 4 is being filed to correct an error regarding the number of shares granted from 213,881 to 213,880.
- Represents shares of Class A Common Stock that have been withheld by the issuer to satisfy its income tax withholding and remittance obligations in connection with the net settlement of the PRSUs, based on a price of \$67.04 per share, which represented the closing price of the issuer's Class A Common Stock on March 15, 2018, and does not represent a sale by the reporting person. This amended Form 4 is being filed to correct an error regarding the number of shares withheld from 106,042 to 106,043.
- (3) 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.

Reporting Owners 2

e of 9. Nu tive Deriv cy Secu: 5) Bene Own

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