

Aldrich Kenneth C  
Form 4  
August 28, 2018

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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. Name and Address of Reporting Person \*  
Aldrich Kenneth C

2. Issuer Name and Ticker or Trading Symbol  
GREEN DOT CORP [GDOT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

157 SURFVIEW DRIVE

08/24/2018

(Street)

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

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

PACIFIC PALISADES, CA 90272

(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. 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                                                                                        | (D)                                                      | Price                                                 |
| Class A Common Stock            | 08/24/2018                           |                                                    | M                              |                                                                   | 8,952                                                                                         | A                                                        | \$ 17.89 31,251                                       |
| Class A Common Stock            | 08/24/2018                           |                                                    | M                              |                                                                   | 10,025                                                                                        | A                                                        | \$ 18.24 41,276                                       |
| Class A Common Stock            | 08/24/2018                           |                                                    | M                              |                                                                   | 7,820                                                                                         | A                                                        | \$ 21.65 49,096                                       |
| Class A Common Stock            | 08/24/2018                           |                                                    | M                              |                                                                   | 4,484                                                                                         | A                                                        | \$ 35.84 53,580                                       |

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|                            |            |   |        |   |                      |         |   |                                |
|----------------------------|------------|---|--------|---|----------------------|---------|---|--------------------------------|
| Class A<br>Common<br>Stock | 08/24/2018 | S | 27,979 | D | \$<br>85.6314<br>(1) | 25,601  | D |                                |
| Class A<br>Common<br>Stock | 08/24/2018 | S | 3,302  | D | \$<br>86.2789<br>(2) | 22,299  | D |                                |
| Class A<br>Common<br>Stock |            |   |        |   |                      | 100,000 | I | By YKA<br>Partners<br>Ltd. (3) |

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

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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 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 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) | \$ 17.89                                               | 08/24/2018                           |                                                    | M                              | 8,952                                                                                   | 05/28/2015 05/21/2024                                    | Class A Common Stock 8,952                                    |
| Stock Option (right to buy Class A Common Stock) | \$ 18.24                                               | 08/24/2018                           |                                                    | M                              | 10,025                                                                                  | 05/21/2014 05/22/2023                                    | Class A Common Stock 10,025                                   |
| Stock Option (right to buy Class A Common Stock) | \$ 21.65                                               | 08/24/2018                           |                                                    | M                              | 7,820                                                                                   | 05/22/2013 05/24/2022                                    | Class A Common Stock 7,820                                    |

A  
Common  
Stock)

Stock  
Option  
(right to  
buy Class

A \$ 35.84 08/24/2018

M

4,484

05/24/2012

06/02/2021

Class A  
Common  
Stock

4,484

A  
Common  
Stock)

## Reporting Owners

| Reporting Owner Name / Address                                         | Relationships |           |         |       |
|------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                        | Director      | 10% Owner | Officer | Other |
| Aldrich Kenneth C<br>157 SURFVIEW DRIVE<br>PACIFIC PALISADES, CA 90272 |               | X         |         |       |

## Signatures

/s/ Lina Davidian as attorney-in-fact for Kenneth C.  
Aldrich

08/28/2018

\*\*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).

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$85.24  
(1) to \$86.22 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  
(2) \$86.245 to \$86.57 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.

(3) The reporting person is the agent of the general partner of YKA Partners Ltd.

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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