

HOAG JAY C
Form 3
August 06, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

TCV VII LP
(Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)
07/27/2010

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

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
May be part of a 13(d) group

C/O TECHNOLOGY CROSSOVER VENTURES, 528 RAMONA STREET

(Street)

PALO ALTO, CA 94301

(City) (State) (Zip)

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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock	49,300	I	TCV VII, L.P. (1) (2)
Class A Common Stock	25,603	I	TCV VII (A), L.P. (1) (3)

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

SEC 1473 (7-02)

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

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Class B Common Stock ⁽⁴⁾	Â ⁽⁴⁾	Â ⁽⁴⁾	Class A Common Stock	1,196,702	\$ 0	I	TCV VII, L.P. ⁽¹⁾ <u>(2)</u>
Class B Common Stock ⁽⁴⁾	Â ⁽⁴⁾	Â ⁽⁴⁾	Class A Common Stock	621,476	\$ 0	I	TCV VII (A), L.P. <u>(1) (3)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TCV VII LP C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301	Â	Â X	Â	May be part of a 13(d) group
TCV VII(A) L P C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301	Â	Â X	Â	May be part of a 13(d) group
Technology Crossover Management VII, Ltd. C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301	Â	Â X	Â	May be part of a 13(d) group
Technology Crossover Management VII, L.P. C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301	Â	Â X	Â	May be part of a 13(d) group
HOAG JAY C C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301	Â	Â X	Â	May be part of a 13(d) group
KIMBALL RICK C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301	Â	Â X	Â	May be part of a 13(d) group
DREW JOHN C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET	Â	Â X	Â	May be part of a 13(d) group

PALO ALTO, CA 94301

REYNOLDS JON Q JR C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301	^	^ X	^	May be part of a 13(d) group
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GRIFFITH WILLIAM C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301	^	^ X	^	May be part of a 13(d) group
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Trudeau Robert C/O TECHNOLOGY CROSSOVER VENTURES 528 RAMONA STREET PALO ALTO, CA 94301	^	^ X	^	May be part of a 13(d) group
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Signatures

Frederic D. Fenton Authorized signatory for TCV VII, L.P.	08/06/2010
**Signature of Reporting Person	Date

Frederic D. Fenton Authorized signatory for TCV VII (A), L.P.	08/06/2010
**Signature of Reporting Person	Date

Frederic D. Fenton Authorized signatory for Technology Crossover Management VII, Ltd.	08/06/2010
**Signature of Reporting Person	Date

Frederic D. Fenton Authorized signatory for Technology Crossover Management VII, L.P.	08/06/2010
**Signature of Reporting Person	Date

Frederic D. Fenton Authorized signatory for Jay C. Hoag	08/06/2010
**Signature of Reporting Person	Date

Frederic D. Fenton Authorized signatory for Richard H. Kimball	08/06/2010
**Signature of Reporting Person	Date

Frederic D. Fenton Authorized signatory for John L. Drew	08/06/2010
**Signature of Reporting Person	Date

Frederic D. Fenton Authorized signatory for Jon Q. Reynolds, Jr.	08/06/2010
**Signature of Reporting Person	Date

Frederic D. Fenton Authorized signatory for William J.G. Griffith IV	08/06/2010
**Signature of Reporting Person	Date

Frederic D. Fenton Authorized signatory for Robert W. Trudeau	08/06/2010
**Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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)

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This Form 3 is filed by more than one Reporting Person and is a joint filing with the Form 3 filed by TCV Member Fund, L.P., Christopher P. Marshall, Timothy P. McAdam and John C. Rosenberg on August 6, 2010.

These securities are directly held by TCV VII, L.P. Jay C. Hoag, Richard H. Kimball, John L. Drew, Jon Q. Reynolds, Jr., William J.G. Griffith IV, Robert W. Trudeau, Christopher P. Marshall, Timothy P. McAdam and John C. Rosenberg (collectively, the "Class A Directors") are Class A Directors of Technology Crossover Management VII, Ltd. ("Management VII") and limited partners of

- (2) Technology Crossover Management VII, L.P. ("TCM VII"). Management VII is the general partner of TCM VII, which is the general partner of TCV VII, L.P. The Class A Directors, Management VII and TCM VII may be deemed to beneficially own the securities held by TCV VII, L.P., but the Class A Directors, Management VII and TCM VII disclaim beneficial ownership of such securities except to the extent of their pecuniary interest therein.

These securities are directly held by TCV VII (A), L.P. The Class A Directors are Class A Directors of Management VII and limited partners of TCM VII . Management VII is the general partner of TCM VII, which is the general partner of TCV VII (A), L.P. The Class A

- (3) Directors, Management VII and TCM VII may be deemed to beneficially own the securities held by TCV VII (A), L.P., but the Class A Directors, Management VII and TCM VII disclaim beneficial ownership of such securities except to the extent of their pecuniary interest therein.
- (4) The Class B Common Stock is convertible at the holder's option into Class A Common Stock on a 1-for-1 basis and has no expiration date.

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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