

Unruh Jess  
Form 4  
June 01, 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 \*  
Unruh Jess

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)  
3465 EAST FOOTHILL BOULEVARD  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
05/31/2018

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Chief Accounting Officer

PASADENA, CA 91107

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

(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            | 05/31/2018                           |                                                    | M                              |                                                                   | 31,043                                                                                        | A                                                        | \$ 18.11                                              |
|                                 |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          | 137,542                                               |
| Class A Common Stock            | 05/31/2018                           |                                                    | S                              |                                                                   | 18,679                                                                                        | D                                                        | \$ 71.0005                                            |
|                                 |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          | 118,863                                               |
|                                 |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          | <u>(1)</u>                                            |
| Class A Common Stock            | 05/31/2018                           |                                                    | S                              |                                                                   | 12,364                                                                                        | D                                                        | \$ 72.0448                                            |
|                                 |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          | 106,499                                               |
|                                 |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          | <u>(2)</u>                                            |

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 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) | \$ 18.11                                               | 05/31/2018                           |                                                    | M                              | 31,043                                                                                  | 06/03/2017 06/03/2023                                    |                                                               | Class A Common Stock | 31,043                     |

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships |           |                          |       |
|------------------------------------------------------------------|---------------|-----------|--------------------------|-------|
|                                                                  | Director      | 10% Owner | Officer                  | Other |
| Unruh Jess<br>3465 EAST FOOTHILL BOULEVARD<br>PASADENA, CA 91107 |               |           | Chief Accounting Officer |       |

## Signatures

/s/ Lina Davidian as attorney-in-fact for Jess  
Unruh

06/01/2018

\*\*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  
(1) \$71.0000 to \$71.0310 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) \$72.0000 to \$72.1710 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.

## Edgar Filing: Unruh Jess - Form 4

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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