

GREEN DOT CORP  
Form 4  
August 09, 2013

**FORM 4**

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

OMB APPROVAL

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**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 \*  
Sgoutas Konstantinos

(Last) (First) (Middle)  
3465 EAST FOOTHILL BOULEVARD  
(Street)

PASADENA, CA 91107

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
08/07/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 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 Ownership (Instr. 4) |   |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |   |
|                                 |                                      |  |                                | Code  | V   | Amount   |                                   |   |
| Class A Common Stock            | 08/07/2013                           |  | C                              | 7,189   | A   | \$ 0   | 21,827                            | D |
| Class A Common Stock            | 08/07/2013                           |  | S <sup>(1)</sup>               | 7,189   | D   | \$ 25  | 14,638                            | D |

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

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SEC 1474 (9-02)

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**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 B Common Stock) <sup>(2)</sup> | \$ 1.41  | 08/07/2013                           |  | M                              | 5,909   | 02/01/2010 02/01/2016                                    | Class B Common Stock <sup>(2)</sup> 5,909                     |
| Stock Option (right to buy Class B Common Stock) <sup>(2)</sup> | \$ 4.64  | 08/07/2013                           |  | M                              | 846   | 08/31/2011 02/15/2018                                    | Class B Common Stock <sup>(2)</sup> 846                       |
| Stock Option (right to buy Class B Common Stock) <sup>(2)</sup> | \$ 1.41  | 08/07/2013                           |  | M                              | 434   | 06/23/2009 08/24/2015                                    | Class B Common Stock <sup>(2)</sup> 434                       |
| Class B Common Stock <sup>(2)</sup>                             | \$ 0   | 08/07/2013                           |  | M                              | 7,189   | <sup>(2)</sup> <sup>(2)</sup>                            | Class A Common Stock 7,189                                    |
| Class B Common Stock <sup>(2)</sup>                             | \$ 0   | 08/07/2013                           |  | C                              | 7,189   | <sup>(2)</sup> <sup>(2)</sup>                            | Class A Common Stock <sup>(3)</sup> 7,189                     |

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other  
Chief Revenue Officer

Sgoutas Konstantinos  
3465 EAST FOOTHILL BOULEVARD  
PASADENA, CA 91107

## Signatures

/s/ Lina Davidian as attorney-in-fact for Konstaninos  
Sgoutas

08/09/2013

\_\_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 May 17, 2013.
- (2) The Class B Common Stock is convertible at the holder's option into the issuer's Class A Common Stock on a 1-for-1 basis and has no expiration date.
- (3) The holder elected to convert the shares of Class B Common Stock into Class A Common Stock, which Class A Common Stock has no exercisable date or expiration date.

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