Altman Samuel H.

Form 3

March 12, 2013

FORM 3

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

OMB APPROVAL

OMB Number:	3235-0104
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

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 * Â Altman Samuel H.	2. Date of Event Requiring Statement (Month/Day/Year) 03/04/2013	3. Issuer Name **and** Ticker or Trading Symbol GREEN DOT CORP [GDOT]
(Last) (First) (Middle)		
3465 EAST FOOTHILL BOULEVARD		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)		__X__ Director _____ 10% Owner _____ Officer _____ Other (give title below) (specify below)	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,Â CAÂ 91107			
(City) (State) (Zip)			

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	1,154	D	Â

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

SEC 1473 (7-02)

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.

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

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) Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)

	Date Exercisable	Expiration Date		Amount or Number of Shares			or Indirect (I) (Instr. 5)	
Stock Option (right to buy Class A Common Stock)	Â (1)	04/02/2022	Class A Common Stock	60,000	$ 26.91	D	Â	
Stock Option (right to buy Class A Common Stock)	Â (2)	10/01/2022	Class A Common Stock	43,000	$ 12.75	D	Â	
Stock Option (right to buy Class A Common Stock)	Â (3)	10/01/2022	Class A Common Stock	15,000	$ 12.75	D	Â	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Altman Samuel H. 3465 EAST FOOTHILL BOULEVARD PASADENA,Â CAÂ 91107	Â X	Â	Â	Â

Signatures

/s/ Lina Davidian as attorney-in-fact for Samuel H. Altman	03/12/2013
**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) Options vest as to 1/4 of the shares on April 2, 2013 and then 1/48th monthly thereafter, subject to the reporting person's provision of service to the issuer on each vesting date.

(2) Options vest as to 1/4 of the shares on August 3, 2013 and then 1/48th monthly thereafter, subject to the reporting person's provision of service to the issuer on each vesting date.

(3) Options vest as to 1/4 of the shares on October 1, 2013 and then 1/48th monthly thereafter, subject to the reporting person's provision of service to the issuer on each vesting 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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