

GREEN DOT CORP
Form SC 13G/A
February 17, 2015

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

SCHEDULE 13G
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENT FILED PURSUANT TO §240.13d-1(b), (c) AND (d) AND
AMENDMENTS THERETO FILED PURSUANT TO §240.13d-2
(Amendment No. 3)

Green Dot Corporation
(Name of Issuer)

Class A Common Stock, par value \$0.001 per share
(Title of Class of Securities)

39304D 102
(CUSIP Number)

December 31, 2014
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box below to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13G - AMENDMENT 3

CUSIP No. 39304D 102

Page 2 of 5 Pages

NAME OF REPORTING PERSON

1 Steven W. Streit
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

2 (a)
 (b)

3 SEC USE ONLY

CITIZENSHIP OR PLACE OF ORGANIZATION

4 U.S.

SOLE VOTING POWER

NUMBER OF 5 3,981,485 shares ⁽¹⁾⁽²⁾

SHARED VOTING POWER

SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON 7 25,757 shares ⁽²⁾

SOLE DISPOSITIVE POWER

8 3,981,485 shares ⁽¹⁾⁽²⁾

SHARED DISPOSITIVE POWER

9 25,757 shares ⁽²⁾

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 4,007,242 shares ⁽¹⁾⁽²⁾

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)

11

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

12 7.7% *

TYPE OF REPORTING PERSON (See Instructions)

IN

(1) Represents 3,311,555 shares of Class A common stock of the issuer (the "Class A Stock") held by the Steven W. Streit Family Trust DTD 9/30/2005, of which the Reporting Person is the trustee, 23,910 shares held by the Reporting Person and 646,020 shares subject to options held by the Reporting Person that vest and are exercisable within 60 days of December 31, 2014.

(2) Represents 25,757 shares of Class A Stock held by the Reporting Person's minor children.

* Based on 51,792,606 shares of Class A Stock outstanding as of December 31, 2014, as reported by the issuer to the Reporting Person, plus the number of Class A stock or options exercisable within 60 days of December 31, 2014, held by the Reporting Person or affiliates of the Reporting Person, which are treated as outstanding only for the purpose of computing the percentage ownership of the Reporting Person.

SCHEDULE 13G - AMENDMENT 3

CUSIP No. 39304D 102

Page 3 of 5 Pages

Item 1.

- (a) Name of Issuer:
Green Dot Corporation (the "Issuer")
- (b) Address of Issuer's Principal Executive Offices:
3465 East Foothill Blvd.
Pasadena, CA 91107

Item 2.

- (a) Name of Person Filing:
Steven W. Streit (the "Reporting Person")
- (b) Address of Principal Business Office:
c/o Green Dot Corporation
3465 East Foothill Blvd.
Pasadena, CA 91107
- (c) Citizenship:
U.S.
- (d) Title of Class of Securities:
Class A Common Stock, par value \$0.001 per share
- (e) CUSIP Number:
39304D 102

Item 3. Not applicable

Item 4. Ownership

The following information with respect to the ownership of the Class A Common Stock of the Issuer by the Reporting Person is provided as of December 31, 2014:

- (a) Amount beneficially owned:
See Row 9 of cover page for the Reporting Person
 - (b) Percent of class:
See Row 11 of cover page for the Reporting Person
-

SCHEDULE 13G - AMENDMENT 3

CUSIP No. 39304D 102

Page 4 of 5 Pages

- (c) Number of shares as to which the person has:
- (i) Sole power to vote or to direct the vote:
See Row 5 of cover page for the Reporting Person
 - (ii) Shared power to vote or to direct the vote:
See Row 6 of cover page for the Reporting Person
 - (iii) Sole power to dispose or to direct the disposition of:
See Row 7 of cover page for the Reporting Person
 - (iv) Shared power to dispose or to direct the disposition of:
See Row 8 of cover page for the Reporting Person

Item 5. Ownership of Five Percent or Less of a Class

Not applicable

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

Not applicable

Item 8. Identification and Classification of Members of the Group

Not applicable

Item 9. Notice of Dissolution of Group

Not applicable

Item 10. Certification

Not applicable

SCHEDULE 13G - AMENDMENT 3
CUSIP No. 39304D 102

Page 5 of 5 Pages

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 17, 2014

/s/ Steven W. Streit

Name: Steven W. Streit