Edgar Filing: Shifke Mark L - Form 4

Shifke Mark L Form 4 Form 4 February 15, 2019 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB APPROVAL 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 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, exciton 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(b) of the Investment Company Act of 1940 State of the securities Exchange Act of 1934, exciton 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(a) of the Investment Company Act of 1935 or Section 17(a) of the Investment Company Act of 1935 or Section 17(b). State of the securities Exchange Act of 1934, exciton 17(a) of the Investment Company Act of 1935 or Section 17(a) of the Investment Company Act of 1935 or Section 17(a) of the Investment Company Act of 1935 or Section 17(b).							
(Print or Type Responses)							
1. Name and Address of Reporting Person Shifke Mark L	2. Issuer Name an Symbol GREEN DOT C	d Ticker or Tradin	g 5. Relatio Issuer	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle 3465 EAST FOOTHILL BOULEVARD	3. Date of Earliest 7 (Month/Day/Year) 02/13/2019	Fransaction		Director 10% Owner X Officer (give title Other (specify			
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year) PASADENA, CA 91107			Applicable _X_ Form Form	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 			
(City) (State) (Zip)	Table I - Non-	Derivative Securi		sposed of, or Benefic	ially Owned		
(Instr. 3) any		(A) or	of (D) Securiti	es Ownership ially Form: Dir (D) or ng Indirect (I rd (Instr. 4) tion(s)	ect Beneficial Ownership		
Class A Common 02/13/2019 Stock	A	$\frac{19,954}{(1)}$ A	\$ 0 621,21	15 D			
Class A Common 02/13/2019 Stock	F	2,655 (2) D	\$ 74.66 618,56	50 D			

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

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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. Transactic Code (Instr. 8)		Number Expiration Date of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr	
				Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Shifke Mark L 3465 EAST FOOTHILL BOULEVARD PASADENA, CA 91107			Chief Financial Officer				
Signatures							
/s/ Lina Davidian as attorney-in-fact for Shifke	Mark L.	02	2/15/2019				
**Signature of Reporting Person			Date				
Explanation of Respon	ses:						

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).

Represents shares of Class A Common Stock underlying performance-based restricted stock unit awards granted on March 14, 2018. 25%
(1) of the awards vested on February 13, 2019 and the remaining 75% will vest ratably over the next three years on each December 31, subject to the reporting person's provision of service to the issuer on each vesting date.

Represents shares of Class A Common Stock that have been withheld by the issuer to satisfy its income tax withholding and remittance(2) obligations in connection with the net settlement of the PRSUs, based on a price of \$74.66 per share, which represented the closing price of the issuer's Class A Common Stock on February 13, 2019, and does not represent a sale by the reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.