

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported): March 25, 2024

Green Dot Corporation

(Exact Name of the Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

001-34819

(Commission File Number)

95-4766827

(IRS Employer Identification No.)

114 W 7th Street, Suite 240

Austin, Texas 78701

(Address of Principal Executive Offices)

(626) 765-2000

(Registrant's Telephone Number, Including Area Code)

Not Applicable

(Former Name or Former Address, If Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class:	Trading Symbol(s):	Name of each exchange on which registered:
Class A Common Stock, \$0.001 par value	GDOT	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On March 25, 2024, the Board of Directors (the “Board”) of Green Dot Corporation (the “Company”) announced the appointment of Robert Millard to serve as a member of the Board and as a member of the Risk Committee and Audit Committee of the Board, effective immediately.

In connection with his service as a director, Mr. Millard will receive the Company’s standard non-employee director cash and equity compensation. Mr. Millard will receive a pro rata portion of the \$70,000 annual retainer for his service. Mr. Millard will also be eligible to receive an annual grant of restricted stock units under the Company’s 2010 Equity Incentive Plan with a grant date value equal to \$125,000 at the next annual meeting of stockholders.

In connection with his appointment, Mr. Millard entered into the Company’s standard form of indemnification agreement for its directors, which requires the Company to, among other things, indemnify its directors against liabilities that may arise by reason of their status or service. The agreement also requires the Company to advance all expenses incurred by directors in investigating or defending any action, suit or proceeding. The foregoing description is qualified in its entirety by the full text of the form of indemnification agreement, which was filed as Exhibit 10.01 to the Company’s registration statement on [Form S-1](#) (No. 333-165081) filed on June 29, 2010 and is incorporated by reference herein.

There are no arrangements or understandings pursuant to which Mr. Millard was appointed as a member of the Board and Mr. Millard does not have any transactions reportable under Item 404(a) of Regulation S-K. Mr. Millard has served as a director of the Company’s wholly-owned subsidiary, Green Dot Bank, since 2017 and will continue to serve on the Green Dot Bank Board of Directors.

Item 7.01. Regulation FD Disclosure.

A copy of the press release announcing the appointment of Mr. Millard as a member of the Board is attached hereto as Exhibit 99.1. The information included in this Current Report on Form 8-K under this Item 7.01 (including Exhibit 99.1) shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference into any filing made by the Company under the Exchange Act or the Securities Act of 1933, as amended, except as expressly set forth by specific reference in such a filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Description of Exhibits
99.1	Press Release dated March 26, 2024
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

GREEN DOT CORPORATION

By: /s/ Amy Pugh
Amy Pugh
General Counsel and Secretary

Date: March 26, 2024



Green Dot Appoints Robert Millard to its Board of Directors

Seasoned Finance and Healthcare Executive Adds Strategic and Executional Bench Strength to Digital Bank and Fintech's Advisory Team

Austin, TX – March 26, 2024 – Green Dot Corporation (NYSE: GDOT), a leading digital bank and fintech that powers consumers and businesses with seamless and affordable banking and payment tools, today announced the appointment of Robert Millard to its Board of Directors, effective March 25, 2024.

“Rob is a proven leader and strategist highly capable of managing key relationships and risk for complex organizations, and driving financial and other strategic initiatives that lead to EBITDA growth, employee satisfaction and engagement, and other meaningful benefits,” said George Gresham, Chief Executive Officer, Green Dot. “We are thrilled to welcome Rob to the Green Dot management team.”

Mr. Millard is currently Chief Financial Officer at CHG Healthcare, the largest temporary physician staffing services firm in the U.S., where he plays a key role in the company's strategic vision and execution and is responsible for all elements of financial management as well as CHG's legal and risk functions. Prior to CHG, Millard served as CFO at Earnest, a consumer lending financial technology company, and as CFO for GE Capital Bank.

“I am excited to be a part of Green Dot's turnaround and transformation as a technology led platform company that delivers seamless banking and payment tools to a wide range of consumers and businesses,” Millard said. “Green Dot has tremendous opportunity for market expansion and impact given its differentiators and assets, and I look forward to contributing to the organization's long-term growth and success.”

Mr. Millard has served on Green Dot Bank's Board of Directors since 2017.

For more information, visit <https://ir.greendot.com>.

About Green Dot

Green Dot Corporation (NYSE: GDOT) is a financial technology and registered bank holding company committed to giving all people the power to bank seamlessly, affordably and with confidence. Green Dot's technology platform enables it to build products and features that address the most pressing financial challenges of consumers and businesses, transforming the way they manage and move money and making financial empowerment more accessible for all.

Green Dot offers a broad set of financial services to consumers and businesses including debit, checking, credit, prepaid, and payroll cards, as well as robust money processing services, tax refunds, cash deposits and disbursements. Its flagship digital banking platform GO2bank offers consumers simple and accessible mobile banking designed to help improve financial health over time. The company's banking platform services business enables a growing list of the world's largest and most trusted consumer and technology brands to deploy customized, seamless, value-driven money management solutions for their customers.

Founded in 1999, Green Dot has served more than 33 million customers directly and many millions more through its partners. The Green Dot Network of more than 90,000 retail distribution locations nationwide, more than all remaining bank branches in the U.S. combined, enables it to operate primarily as a “branchless bank.” Green Dot Bank is a subsidiary of Green Dot Corporation and member of the FDIC. For more information about Green Dot's products and services, please visit <http://www.greendot.com/>