Reporting Owners

Reporting Owner Name / Address: Brougher Francoise
Relationships: Director 10% Owner Officer Other

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person

Brougher Francoise
(203) 1145 Market Street, Suite 600
San Francisco, CA 94103

2. Issuer Name and Ticker or Trading Symbol

Square, Inc. [ SQ ]

3. Date of Earliest Transaction (MM/DD/YYYY)

11/3/2016

4. If Amendment, Date Original Filed (MM/DD/YYYY)

5. Relationship of Reporting Person(s) to Issuer

( ) Director ( ) 10% Owner
( ) Officer (give title below) ( ) Other (specify below)

6. Individual or Joint/Group Filing

( ) 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

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Date Acquired/Disposed of (Instr. 4)</th>
<th>Amount (A) or (D)</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>11/3/2016</td>
<td>165110</td>
<td>$0.00</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>11/3/2016</td>
<td>165110</td>
<td>$12.00</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>11/4/2016</td>
<td>7967</td>
<td>$0.00</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>11/4/2016</td>
<td>7967</td>
<td>$12.00</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivate Security (Instr. 3)</th>
<th>Date Acquired/Disposed of (Instr. 4)</th>
<th>Amount or Number of Shares (Instr. 8)</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Stock Option (right to buy)</td>
<td>11/3/2016</td>
<td>165110</td>
<td>$0.00</td>
</tr>
<tr>
<td>Class B Common Stock (right to buy)</td>
<td>11/3/2016</td>
<td>165110</td>
<td>$0.00</td>
</tr>
<tr>
<td>Class B Common Stock (right to buy)</td>
<td>11/3/2016</td>
<td>165110</td>
<td>0</td>
</tr>
<tr>
<td>Class B Common Stock (right to buy)</td>
<td>11/4/2016</td>
<td>7967</td>
<td>$0.00</td>
</tr>
<tr>
<td>Class B Common Stock (right to buy)</td>
<td>11/4/2016</td>
<td>7967</td>
<td>0</td>
</tr>
</tbody>
</table>

Explanation of Responses:

(1) Represents the conversion of Class B Common Stock into Class A Common Stock held of record by the Reporting Person.
(2) The sale reported on this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.
(3) 25% of the shares subject to the option vested on May 6, 2014, and 1/48 of the shares vest monthly thereafter.
(4) Each share of Class B Common Stock is convertible into one share of Class A Common Stock at the option of the holder and has no expiration date.

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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.