**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**
   Friar Sarah
   1455 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)**
   7/25/2017

4. **If Amendment, Date Original Filed (MM/DD/YYYY)**
   
5. **Relationship of Reporting Person(s) to Issuer**
   (Check all applicable)
   - Director
   - 10% Owner
   
   **Officer (give title below)**
   Chief Financial Officer

6. **Individual or Joint/Group Filing**
   (Check Applicable Line)
   - 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</th>
<th>Trans. Date</th>
<th>Trans. Code</th>
<th>Deemed Execution Date, if any</th>
<th>Trans.</th>
<th>Securities Acquired (A) or Disposed of (D)</th>
<th>Amount (A) or (D)</th>
<th>Price</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>7/25/2017</td>
<td>F</td>
<td></td>
<td></td>
<td>D</td>
<td>2688</td>
<td>$26.89</td>
<td>366103</td>
</tr>
</tbody>
</table>

**Table II - Derivative Securities Beneficially Owned**

<table>
<thead>
<tr>
<th>Title of Derivative Security</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Trans. Date</th>
<th>Trans. Code</th>
<th>Deemed Execution Date, if any</th>
<th>Trans.</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D)</th>
<th>Amount of Shares Underlying Derivative Security</th>
<th>Price of Derivative Security</th>
<th>Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)</th>
<th>Ownership Form: Direct (D) or Indirect (I)</th>
<th>Nature of Indirect Beneficial Ownership</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class B Common Stock</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Class A Common Stock</td>
<td>331135</td>
<td>331135</td>
<td>I</td>
<td>See Footnote (2)</td>
</tr>
<tr>
<td>Class B Common Stock</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Class A Common Stock</td>
<td>825634</td>
<td>825634</td>
<td>I</td>
<td>See Footnote (4)</td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. Represents shares that have been withheld by the Issuer to satisfy its income tax and withholding and remittance obligations in connection with the net settlement of restricted stock units and does not represent a sale by the Reporting Person.

2. 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.

3. The shares are held of record by David Riley and Sarah Friar Revocable Trust dated August 11, 2006 (Revocable Trust), for which the Reporting Person serves as a trustee. The Reporting Person has sole dispositive power and voting control over the shares of the Issuer held by the Revocable Trust.

4. The shares are held of record by The Sarah Friar 2015 GRAT, dated August 6, 2015, for which the Reporting Person serves as a trustee.

**Reporting Owners**

Reporting Owner Name / Address
Friar Sarah
1455 MARKET STREET
SUITE 600
SAN FRANCISCO, CA 94103

Relationships
Director 10% Owner Officer Other
Chief Financial Officer

**Signatures**

/s/ Jason Gao, Attorney-in-Fact 7/27/2017

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**Footnotes**

(1) Represents shares that have been withheld by the Issuer to satisfy its income tax and withholding and remittance obligations in connection with the net settlement of restricted stock units and does not represent a sale by the Reporting Person.

(2) 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.

(3) The shares are held of record by David Riley and Sarah Friar Revocable Trust dated August 11, 2006 (Revocable Trust), for which the Reporting Person serves as a trustee. The Reporting Person has sole dispositive power and voting control over the shares of the Issuer held by the Revocable Trust.

(4) The shares are held of record by The Sarah Friar 2015 GRAT, dated August 6, 2015, for which the Reporting Person serves as a trustee.
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.

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